

Stock Code : 4588



**Arch Meter Corporation**  
**2025 Annual Shareholders' Meeting**  
**Meeting Agenda**

Meeting method : Physical venue

Time of Meeting : 09:00 am, June 20, 2025

Location of Meeting : No. 256-15, Jingguan Blvd., Xiangshan Dist., Hsinchu  
City 30079, Taiwan (R.O.C.)

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# **Arch Meter Corporation**

## **2025 Annual Shareholders' Meeting Procedure**

1. Commencement
2. Chairman's Address
3. Report Items
4. Approval Items
5. Discussion Item
6. Election Item
7. Other Proposal
8. Extraordinary motions
9. Adjournment

# Arch Meter Corporation

## 2025 Annual Shareholders' Meeting Agenda

Time of Meeting : 09:00 am, June 20, 2025

Location of Meeting : No. 256-15, Jingguan Blvd., Xiangshan Dist., Hsinchu City 30079, Taiwan (R.O.C.)

1. Commencement
2. Chairman's Address
3. Report Items :
  - (1).2024 Business Report
  - (2).Audit Committee's Review Report
  - (3).Report on 2024 employees' and directors' remuneration
  - (4).Report on amendments to certain provisions of "Corporate Governance Best-Practice"
  - (5).Report on the issuance of the 1<sup>st</sup> domestic unsecured convertible corporate bonds
4. Approval Items :
  - (1). 2024 Business Report and Financial Statements
  - (2). 2024 Earnings distribution
5. Discussion Item :
  - (1). Amend certain provisions of the Articles of Incorporation
6. Election Item :
  - (1). Election of ten Directors (including four Independent Directors)
7. Other Proposal
  - (1). Discussion on the release from non-compete restrictions on the newly elected directors
8. Extraordinary motions :
9. Adjournment

## Report Items

(1). 2024 Business Report

Explanatory Notes : Please refer to Attachment (1).

(2). Audit Committee's Review Report

Explanatory Notes : Please refer to Attachment (2).

(3). Report on 2024 employees' and directors' remuneration

Explanatory Notes : The company's pre-tax Net income in 2024 is NT\$224,520,316. There was no loss to make up at the beginning of 2024. According to Article 21-1 of the Articles of Incorporation, company plans to distribute 5% of employee cash remuneration in the amount of NT\$12,202,134 and 3% of directors' cash remuneration in the amount of NT\$7,321,280.

(4). Report on amendments to certain provisions of "Corporate Governance Best-Practice".

Explanatory Notes : Please refer to the comparison table in Attachment (3).

(5). Report on the issuance of the 1st domestic unsecured convertible corporate bonds

Explanatory Notes : Please refer to the status of the issuance of the 1st domestic unsecured convertible corporate bonds in Attachment (4).

## Approval Items

(1). 2024 Business Report and Financial Statements

Explanatory Notes :

- 1) Arch Meter's 2024 Financial Statements have been approved at the 15<sup>th</sup> meeting of the Board of Directors, 8<sup>th</sup> term and were audited by independent auditors, Ms. Chiang, Tsai-Yen and Mr. Hsieh, Chih-Cheng of PricewaterhouseCoopers. 2024 Business Report and Financial Statements have been reviewed by the Audit Committee. The Audit Committee's report was issued accordingly.
- 2) Please refer to Attachments (1) and (5).

Resolution:

(2). 2024 Earnings distribution

Explanatory Notes :

- 1) The company's Net income after tax in 2024 is NT\$179,766,079. After adding the Beginning undistributed earnings NT\$17,539,951, the balance is NT\$197,306,030. After setting aside the Legal reserve NT\$17,976,608 in accordance with the Articles of Incorporation, the Earnings available for distribution by the end of the fiscal year is NT\$179,329,422.

- 2) Please refer to the 2024 Earnings Distribution Table in Attachment (6).
- 3) The Board of Directors proposed to set aside NT\$128,955,000 for cash dividends (NT\$ 3.0 per share). The cash dividends distributed are rounded up to NT\$1 (any amount below NT\$1 will be discarded). The remaining fraction will be incorporated into other revenue.
- 4) In the event of any change in the number of outstanding shares, the dividend ratio must be adjusted. It is proposed to fully authorize the Chairman to adjust the dividend ratio and to proceed on the relevant matters.
- 5) Upon approval by Shareholders' Meeting, it is proposed to authorize the Chairman to set the Ex-Dividend Date and the Payment Date.

Resolution:

## **Discussion Items**

- (1). Amend certain provisions of the Articles of Incorporation

Explanatory Notes :

- 1) In consideration of Arch Meter's operating needs and the Securities and Exchange Act, the company plan to amend certain provisions of the Articles of Incorporation.
- 2) Please refer to the comparison table in Attachment (7)

Resolution:

## **Election Item**

- (1). Election of ten Directors (including four Independent Directors)

Explanatory Notes :

- 1) The term of office of the directors (including independent directors) will expire on September 20, 2025. In accordance with Article 199-1 of the Company Act and Articles 12, 12-1, and 12-2 of the Articles of Incorporation, the company will elect ten directors (including four independent directors) at this Annual Shareholders' Meeting, using a candidate nomination system. The term of the current directors will end upon the completion of this annual shareholders' meeting.
- 2) The newly elected directors will assume office immediately after this Annual Shareholders' Meeting, serving a term of three years, from June 20, 2025, to June 19, 2028. The newly elected independent directors will also establish an audit committee.
- 3) The Company's Directors are elected by adopting a nominating system. Shareholders shall elect Directors from the list of Director Candidates. Please refer to the list of Director (including Independent Director) Candidates in Attachment (8)

Election Result:

## **Other Proposal**

- (1). Discussion on the release from non-compete restrictions on the newly elected directors

Explanatory Notes :

- 1) The directors of the Company who have investments in or operate other companies that are the same as or similar to the Company's business scope, propose to lift the restrictions on competition in accordance with Article 209 of the Company Act, provided that it does not harm the interests of the Company.
- 2) Please refer to the list of concurrent positions of directors in other companies in Attachment (9)

Resolution:

## **Extraordinary motions**

## **Adjournment**

## Arch Meter Corporation 2024 Business Report

### I. 2024 Business results:

#### (I) Implementation results of 2024 business plan:

- (1) Execute the Taipower tender for 700,000 smart meters in 2023 and 2024, and delivery of 366,000 smart meters in 2024, totaling about NT\$901.811 million, marking a growth of 2.03% compared to 2023. In this tender, the execution period for 110,000 smart meters extends to 2025, totaling about NT\$277.53 million.
- (2) Acquire an additional 200,000 smart meters from Taipower under the original contract, totaling NT\$412 million, with execution expected in 2025.
- (3) In response to the increasing demand for smart meters due to Taipower's tenders and future business expansion, the Company completed the transfer of ownership of the new plant in Xiangshan, Hsinchu, with an estimated investment of NT\$860 million. It is expected that the production capacity for smart meters will expand to 80,000 units per month by 2025.
- (4) In terms of power monitoring instrument and power management system, revenue reached NT\$169 million, marking a growth of 10.46% compared to 2023.
- (5) In 2024, the total revenue was NT\$1.04 billion, marking a growth of 3.27% compared to 2023; the net profit after tax was NT\$179.766 million, marking a growth of 14.67% compared to 2023; with the after-tax earnings per share of NT\$4.23.
- (6) Continuously improve internal control and financial systems, strengthen ESG management measures, and that the Company's shares were officially listed on the TWSE on January 29, 2024. And received the following awards: Hsinchu City Government Green Procurement Excellence Award, Ministry of the Environment Green Partner Review, Hsinchu City Government Friendly Breastfeeding Room Excellence Award, Indigenous Peoples Commission Outstanding Award for Employment of Indigenous Peoples, and Ministry of Labor Employment Excellence Award for Middle-aged and Elderly Persons.

#### (II) Budget implementation status for 2024:

Unit: NT\$ thousands; %

Product field	Sales amount and growth rate		
	2023	2024	Growth rate
Smart grid (Smart meter)	883,881	901,811	2.03%
Power measurement instrument and Energy management solution	153,078	169,094	10.46%
Total	1,036,959	1,070,905	3.27%

#### (III) Financial receipts and expenditures and profitability analysis for 2024

Unit: NT\$ thousands

Item	2023	2024
Operating revenue	1,036,959	1,070,905
Cost of goods sold	725,880	695,006

Item	2023	2024
Operating gross profit	311,079	375,899
Operating expenses	104,063	134,880
Non-operating revenue	4,167	4,534
Non-operating expenses	15,273	21,034
Income tax	39,147	44,753
Net income after tax	156,763	179,766
EPS after tax (dollars)	4.03	4.22

Unit: NT\$ thousands; %; times

Year/item		2024
Basic Information	Total liabilities	1,050,149
	Total assets	1,969,548
Financial structure	Own asset ratio	46.68%
	Debt ratio	53.32%
Solvency	Current ratio	224.98%
	Quick ratio	133.74%
	Interest coverage ratio	12.60

#### (IV) Research and Development Overview:

- (1) To meet the needs of overseas business promotion, complete the ANSI international certification for smart meters.
- (2) Respond to the functional expansion of Taipower's next-generation smart meter and complete the enhancement of the smart meter's security level along with the design of various expansion features.
- (3) Develop the non-intrusive appliance load monitoring (NIALM) technology to align with the electricity industry's new trend of developing value-added user services in the future, and complete the development of the NIALM sensor. Conduct integration testing of the cloud AI system for home appliance operating status identification and complete the testing of the demonstration system in 10 households.
- (4) In line with the developing trends of electric vehicles, completed the production of two AC charging pile power measurement and leakage protection modules, and one DC meter for the DC charging station.
- (5) In response to the needs of East Asian customers, develop next-generation smart meters tailored to local requirements and complete the prototype design.

## II. The Company's important business directions for 2025 are as follows:

### (I) Business guidelines:

- (1) Leverage the Company's core technologies of power measuring, communication, and system integration to operate within the smart grid and power monitoring and management markets. Current focus: Three main products, smart grids, power monitoring instruments, and power management systems.
- (2) As for the smart grid market, in addition to expanding the market share of Taipower's smart meters, we also form production and sales alliances with foreign partners to conduct customized development and certification in order to expand sales in

overseas markets. We also apply non-intrusive appliance load monitoring (NIALM) technology and invest in the development of front-end key monitoring and power analysis equipment to assist the electricity industry in promoting value-added user services and forming a business model.

- (3) As for power monitoring instruments, in response to the demands for new distribution automation, we develop high-end products to broaden our product lines and actively expand both domestic and overseas markets.
- (4) For the power management system, we continuously cooperate with major domestic system integrators in flexible production, sales, and system integration, and assist domestic industrial and commercial users to set up their own energy management systems.
- (5) To cooperate with the electric vehicle charging industry to continuously develop modular products such as key power measuring and protection, and complete the series of products with international certification for joint market expansion.
- (6) Continuously promote the construction of the new plant in Xiangshan, Hsinchu, while also augmenting R&D and sales manpower to obtain the capacity required for the Company's future development, such as expansion of our market shares for related products, international marketing, and exploration of derivative markets.

## (II) Important production and sales policies:

- (1) Continuously optimize and improve the efficiency of Taipower's smart meter production lines, ensuring the stable delivery of the tender received from Taipower this year, and actively pursue the new smart meter tenders from Taipower in 2025.
- (2) Conduct construction of production lines at the Hsinchu Xiangshan Plant, with the goal of increasing the phased monthly production capacity to 80,000 smart meters. Upon the completion of the new plant, the Company will have the capacity to meet the demand for expanding sales of smart meters to Taipower and exploring overseas markets.
- (3) In response to exploring sales in the global market, we have completed the mass production of high-end power monitoring instruments to expand our product lines.
- (4) In line with the promotion of value-added user services in the future electricity industry, we will develop a non-intrusive home appliance load monitoring (NIALM) electricity feature extraction device, combined with a cloud-based AI home operation status recognition system, creating new service models such as elderly care at home and electricity visualization, and jointly planning commercial promotion models with electric companies or system service providers.
- (5) To align with the promotion of electric vehicles, we have completed the power measuring and leakage protection modules for the charging stations, as well as the DC meters and other products, and introduced them to mass production with international certification.
- (6) Continuous implementation and optimization: relevant management systems of internal control, finance, information security, and sustainable development.

## III. The Company's future development strategies are subject to the impacts of the external competitive environment, regulatory environment, and macroeconomy:

**(I) The Company's future development strategies:**

- (1) In terms of development strategy for the smart grid is mainly based on the domestic smart meter market to accumulate experience and achievements, expand the production capacity, and then collaborate with communication system integrators to expand the overseas market.
- (2) Our development strategy for power monitoring instruments primarily focuses on developing high-end products, expanding product lines continuously, and exploring international distribution channels to strengthen overseas marketing.
- (3) Our development strategy for the derivative market primarily focuses on value-added user services in the electrical industry and the electric vehicle charging system sector. We collaborate with relevant market leaders, providing them with key components or modules to jointly expand sales.
- (4) Our strategy for capacity supporting the Company's development is mainly to complete the construction of production lines in the new plant, and to supplement R&D and sales manpower, in order to obtain the production capacity and resources required for the Company's future business expansion.

**(II) Impacts from the external competitive environment:**

- (1) As the international trend of promoting smart grid and Advanced Metering Infrastructure (AMI) continues, Taipower has started the progress of setting smart meters, which had a positive effect on the expansion of the Company's operations. The Company has obtained the qualification for selective tendering procedures of Taipower's domestic smart meters. The competition environment for the domestic smart meter market will remain moderate in the short to medium term. The competition in foreign smart meters is relatively fierce. The Company is cooperating with communication system integrators to expand overseas markets in a systematic and flexible manner.
- (2) The global promotion of energy conservation, carbon reduction, and ESG will accelerate the establishment of energy management systems among electricity users, which will drive the demand for power monitoring instruments and power management systems, leading to a positive effect on the expansion of the Company's operations. The market featuring small quantity and diversity of relevant products and services prioritizes product reliability and system integration, on which brand and reputation have greater impacts. The Company has had achievement in installation and operation of related products for many years. Our domestic brand image is good, while we are less well-known in the overseas market. We will actively manage the international distribution channels to expand the market.

**(III) Impacts from environmental regulations and macroeconomy:**

- (1) The National Development Council of the Executive Yuan of Taiwan arranged the "Taiwan 2050 Net-Zero Transition" plan with a budget of NT\$900 billion to be invested in by 2030. Among them, the draft of the "Power System and Energy Storage Key Strategies Action Plan" clearly stipulates that Taipower will fully install smart meters. The replacement for 6 million households will be completed by 2030, and a full replacement will be completed by 2035, according to Taipower's plan. Taipower has more than 14 million electricity meters for its current consumers, about 3 million

of which are installed with smart meters. It is expected that Taipower's demand for smart electricity meters will gradually increase in the future, bringing positive effects on the Company's revenue growth.

- (2) Global trends such as energy conservation, carbon reduction, and carbon footprint control have taken shape. In 2015, Taiwan passed the "Greenhouse Gas Reduction and Management Act" to integrate carbon trading. In March 2022, the Financial Supervisory Commission issued the "Sustainable Development Guidemap for TWSE- and TPEX-Listed Companies" for phased implement of greenhouse gas inventory and information disclosure for all listed companies. It is expected that electricity users will accelerate the establishment of their own energy management systems in the future, and the demand for power monitoring instruments and power management will increase, both of which will benefit the promotion of the Company's related products.
- (3) The global promotion of electric vehicles and the establishment of AI data centers will create new demand for related power measuring and protection modules, power monitoring equipment, and energy management systems. This will provide new business opportunities for the expansion of our existing power monitoring instrument products and the development of associated derivative products.
- (4) The industry in which the Company operates, whether it is smart grid, power monitoring instrument, or power management system, is less affected by the poor macroeconomy. With the expansion of revenue and output, the Company will continue to strengthen production management and supply chain management to ensure the smooth implementation of our production plans.

The Company has long been committed to technology R&D and business development in the fields of smart grid, power monitoring, power management, and related areas. Benefiting from Taiwan's comprehensive promotion of the Automated Metering Infrastructure (AMI), value-added services derived from the electricity industry, and the global trend of energy conservation and carbon reduction, the Company has experienced significant revenue growth in recent periods. At a steady pace, the Company gradually accumulates resources to expand production capacity and market share, and is committed to the development of derivative industries. In the future, we will adhere to the business philosophy of "integrity, innovation, quality, and service" and respond to the trend of global grid intelligentization and energy management informatization by providing innovative and highly reliable products and services to become a partner of both the global electricity industry in establishing stringent grids and electricity users in improving energy efficiency.

We extend our gratitude to our shareholders, colleagues, customers, suppliers, and partners for your long-term efforts and support. As we look forward to 2025, the Company will continue to strengthen our foundation, enhance our capacity, expand our business scope, and set our goal on sustainable development to achieve even greater business performance.

Chairman: Chen, Jan-Ku

President: Tseng, Wen-Liang

CFO: Wang, Yi-Ting

## **Audit Committee's Review Report**

The Board of Directors has prepared the Company's 2024 Business Report, Financial Statements, and proposal for allocation of quarterly earnings. The CPA firm of PricewaterhouseCoopers was retained to audit Arch Meter's Financial Statements and has issued an audit report relating to the Financial Statements. The Business Report, Financial Statements, and profit distribution proposal have been reviewed and determined to be correct and accurate by the Audit Committee. According to relevant requirements of the Securities and Exchange Act and the Company Act, we hereby submit this report.

TO Arch Meter Corporation 2025 Annual Shareholders' Meeting

Arch Meter Corporation

Chairman of the Audit Committee: Hsu, Wan Hsin

March 07, 2025

Comparison Table for the procedures for Corporate Governance  
Best-Practice

After the Revision	Before the Revision	Explanation
<p>Article 13 In order to protect the interests of the shareholders, it is advisable that the Company designate personnel exclusively dedicated to handling shareholder proposals, inquiries, and disputes.</p> <p>The Company shall properly deal with any legal action duly instituted by shareholders in which it is claimed that shareholder rights and interests were damaged by a resolution adopted at a shareholders' meeting or a board of directors meeting in violation of applicable laws, regulations, or the Company's Articles of Incorporation, or that such damage was caused by a breach of applicable laws, regulations or the Company's Articles of Incorporation by any directors or managerial officers in performing their duties.</p> <p>The Company should establish internal operating procedures to properly handle the aforementioned matters, maintain written records for reference, and incorporate them into the internal control system.</p> <p><b>The Company should formulate and disclose its operational strategies and</b></p>	<p>Article 13 In order to protect the interests of the shareholders, it is advisable that the Company designate personnel exclusively dedicated to handling shareholder proposals, inquiries, and disputes.</p> <p>The Company shall properly deal with any legal action duly instituted by shareholders in which it is claimed that shareholder rights and interests were damaged by a resolution adopted at a shareholders' meeting or a board of directors meeting in violation of applicable laws, regulations, or the Company's Articles of Incorporation, or that such damage was caused by a breach of applicable laws, regulations or the Company's Articles of Incorporation by any directors or managerial officers in performing their duties.</p> <p>The Company should establish internal operating procedures to properly handle the aforementioned matters, maintain written records for reference, and incorporate them into the internal control system.</p>	<p>Add new provisions in accordance with the "Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies"</p>

After the Revision	Before the Revision	Explanation
<p>business plans, detailing specific measures to enhance corporate value. It is advisable to report to the board of directors and actively communicate with shareholders.</p>		
<p>Article 40 Directors should continuously participate in training courses related to corporate governance, covering topics such as finance, risk management, business, commerce, accounting, law, or corporate social responsibility, organized by designated institutions as specified in the "Guidelines for Director Training of TWSE/TPEX Listed Companies" upon their appointment or during their term. They should also be responsible for urging employees at all levels to enhance their professional and legal knowledge.</p>	<p>Article 40 Directors should continuously participate in training courses related to corporate governance, covering topics such as finance, risk management, business, commerce, accounting, law, or corporate social responsibility, organized by designated institutions as specified in the Company's guidelines for director training upon their appointment or during their term. They should also be responsible for urging employees at all levels to enhance their professional and legal knowledge.</p>	<p>Correct the name of the regulation.</p>
<p>Article 51 These Principles, and any amendments to it, shall enter into force after it has been adopted by the board of directors and reported to the shareholders' meeting. These Principles were established on May 17, 2023. The 1st amendment was made on September 22, 2023. The 2nd amendment was made on November 08, 2024.</p>	<p>Article 51 These Principles, and any amendments to it, shall enter into force after it has been adopted by the board of directors and reported to the shareholders' meeting. These Principles were established on May 17, 2023. The 1st amendment was made on September 22, 2023.</p>	<p>Amendment date is added.</p>

Status of the issuance of the 1st domestic unsecured convertible  
corporate bonds

Issuance	The 1st domestic unsecured convertible corporate bonds
Approved Date	Jan 13, 2025
Issue Date	Not yet issued
Issue Price	The reserve price is tentatively set at 102% of the denomination, the issue price depending on the auction results.
Denomination	NT\$100,000
Total Amount	NT\$400 million
Rate	0%
Tenor (year)	3
Trustee	Cathay United Bank
Underwriter	Fubon Securities Corporation
Repayment	Bullet at maturity
Use of the funds	Repay the bank loans
Notes	Approved by the Financial Supervisory Commission via letter No. 1140339888 dated April 11, 2025, the fundraising period has been extended to July 12, 2025.

## INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

PWCR24000499

To the Board of Directors and Stockholders of Arch Meter Corporation

***Opinion***

We have audited the accompanying balance sheets of Arch Meter Corporation (the "Company") as at December 31, 2024 and 2023, and the related statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the financial statements, including a summary of material accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2024 and 2023, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations that came into effect as endorsed by the Financial Supervisory Commission.

***Basis for opinion***

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

### ***Key audit matters***

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Company's 2024 financial statements. These matters were addressed in the context of our audit of the 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 Company's 2024 financial statements are stated as follows:

#### **Valuation of inventories**

##### Description

Please refer to Note 4(11) for accounting policies on inventory valuation, Note 5 for the uncertainty of accounting estimates and assumptions applied on inventory valuation, and Note 6(4) for details of inventory valuation.

The Company is engaged in manufacturing and sales of smart grid, power monitoring equipment and electrical energy management systems. Due to the rapid technological innovations and market competition, there is a higher risk of inventory losses due to slow-moving inventory and obsolescence. The balances of inventories are significant to the financial statements and inventories are measured at the lower of cost and net realisable value. The net realisable value which was used in the obsolete or slow-moving inventories involves subjective judgment resulting in an estimation uncertainty, we consider the valuation of inventories as a key audit matter.

#### How our audit addressed the matter

Our procedures in relation to the valuation of inventories included: Assessed the reasonableness of accounting policies in relation to allowance for inventory valuation losses; tested inventory aging report including checking the quantity and amount of the ending stocks in the inventory ageing report to the detailed ledger of inventories by sample testing individual inventory mark number and examined the logic in calculating the inventory aging; and sampled and validated the net realisable value of slow-moving and obsolete inventories against respective historical information for diminution in inventory value in order to ensure the reasonableness of provision for inventory loss.

#### **Timing of sales revenue recognition**

##### Description

Refer to Note 4(24) for the accounting policies on recognition of sales revenue, and Note 6(18) for the details of operating revenue. Sales revenue is one of the major operating activities of the Company and is critical to the Company's operating results. In addition, the transaction terms of sales are diverse, and the timing of sales revenue recognition is in accordance with the contractual determinations as to whether control of goods has been transferred to the customer, and thus we consider the timing of sales revenue recognition as a key audit matter.

#### How our audit addressed the matter

Our procedures in relation to the revenue recognition included: Obtained an understanding of and assessed internal control procedure of sales revenue and tested the implementation of the control procedures; selected samples of contracts with customers, performance obligations and prices, and supporting documents for goods shipped to confirm that recognition timing and the associated amounts were recorded correctly; selected sales transaction in a certain period before and after the balance sheet date and assessed the trade terms and shipping documents to confirm whether the sale transaction was recorded in proper period.

### ***Responsibilities of management for the financial statements***

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

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

Those charged with governance, including the audit committee, are responsible for overseeing the Company's financial reporting process.

### ***Auditor's responsibilities for the audit of the financial statements***

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

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

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

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

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

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

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Chiang, Tsai-Yen

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Hsieh, Chih-Cheng

For and on behalf of PricewaterhouseCoopers, Taiwan

March 7, 2025

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The accompanying financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

As the financial statements are the responsibility of the management, PricewaterhouseCoopers 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.

ARCH METER CORPORATION  
BALANCE SHEETS  
DECEMBER 31, 2024 AND 2023  
(Expressed in thousands of New Taiwan dollars)

	Assets	Notes	December 31, 2024		December 31, 2023	
			AMOUNT	%	AMOUNT	%
<b>Current assets</b>						
1100	Cash and cash equivalents	6(1)	\$ 343,828	18	\$ 247,783	13
1136	Current financial assets at amortised cost	6(2)	8,700	1	8,700	1
1140	Current contract assets	6(18)	-	-	59,734	3
1150	Notes receivable, net	6(3)	7,097	-	6,459	-
1170	Accounts receivable, net	6(3)	195,085	10	47,100	3
1180	Accounts receivable due from related parties, net	6(3) and 7	13,166	1	22,691	1
130X	Current inventories	6(4)	379,763	19	491,824	26
1410	Prepayments		7,762	-	23,243	1
1470	Other current assets		154	-	23	-
11XX	<b>Current assets</b>		<u>955,555</u>	<u>49</u>	<u>907,557</u>	<u>48</u>
<b>Non-current assets</b>						
1600	Property, plant and equipment	6(5) and 8	833,847	42	763,372	41
1755	Right-of-use assets	6(6)	9,589	1	16,180	1
1780	Intangible assets	6(7)	4,193	-	4,802	-
1840	Deferred tax assets	6(25)	4,753	-	9,746	1
1915	Prepayments for business facilities	6(27)	23,569	1	44,541	2
1920	Guarantee deposits paid	6(8) and 8	138,042	7	128,773	7
15XX	<b>Non-current assets</b>		<u>1,013,993</u>	<u>51</u>	<u>967,414</u>	<u>52</u>
1XXX	<b>Total assets</b>		<u>\$ 1,969,548</u>	<u>100</u>	<u>\$ 1,874,971</u>	<u>100</u>

(Continued)

ARCH METER CORPORATION  
BALANCE SHEETS  
DECEMBER 31, 2024 AND 2023  
(Expressed in thousands of New Taiwan dollars)

	Liabilities and Equity	Notes	December 31, 2024		December 31, 2023	
			AMOUNT	%	AMOUNT	%
	<b>Current liabilities</b>					
2100	Current borrowings	6(9)	\$ 209,809	10	\$ 451,905	24
2130	Current contract liabilities	6(18)	69	-	697	-
2150	Notes payable		60	-	60	-
2170	Accounts payable		112,981	6	76,153	4
2200	Other payables	6(10)	79,121	4	71,507	4
2230	Current tax liabilities		17,566	1	30,226	2
2250	Current provisions	6(14)	379	-	324	-
2280	Current lease liabilities		3,462	-	7,398	-
2300	Other current liabilities		1,286	-	1,198	-
21XX	<b>Current liabilities</b>		<u>424,733</u>	<u>21</u>	<u>639,468</u>	<u>34</u>
	<b>Non-current liabilities</b>					
2540	Non-current borrowings	6(11) and 8	616,000	31	592,000	32
2550	Non-current provisions	6(14)	2,476	-	2,208	-
2580	Non-current lease liabilities		6,289	1	9,117	-
2645	Guarantee deposits received	6(28)	651	-	651	-
25XX	<b>Non-current liabilities</b>		<u>625,416</u>	<u>32</u>	<u>603,976</u>	<u>32</u>
2XXX	<b>Total liabilities</b>		<u>1,050,149</u>	<u>53</u>	<u>1,243,444</u>	<u>66</u>
	<b>Equity</b>					
	Share capital	6(15)				
3110	Ordinary share		428,570	22	389,180	21
	Capital surplus	6(16)				
3200	Capital surplus		272,964	14	75,677	4
	Retained earnings	6(17)				
3310	Legal reserve		20,558	1	4,882	-
3350	Unappropriated retained earnings		197,307	10	161,788	9
3XXX	<b>Total equity</b>		<u>919,399</u>	<u>47</u>	<u>631,527</u>	<u>34</u>
	Significant Contingent Liabilities and	9				
	Unrecognised Contract Commitments					
	Significant Events after the Reporting	11				
	Period					
3X2X	<b>Total liabilities and equity</b>		<u>\$ 1,969,548</u>	<u>100</u>	<u>\$ 1,874,971</u>	<u>100</u>

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

ARCH METER CORPORATION  
STATEMENTS OF COMPREHENSIVE INCOME  
YEARS ENDED DECEMBER 31, 2024 AND 2023

(Expressed in thousands of New Taiwan dollars, except earnings per share amounts)

	Items	Notes	Year ended December 31			
			2024		2023	
			AMOUNT	%	AMOUNT	%
4000	Operating revenue	6(18) and 7	\$ 1,070,905	100	\$ 1,036,959	100
5000	Operating costs	6(4)(23)(24) and 7	( 695,006)	( 65)	( 725,880)	( 70)
5900	Gross profit from operations		<u>375,899</u>	<u>35</u>	<u>311,079</u>	<u>30</u>
	Operating expenses	6(23)(24)				
6100	Selling and marketing expenses		( 27,000)	( 2)	( 21,622)	( 2)
6200	General and administrative		( 59,510)	( 6)	( 48,804)	( 5)
6300	Research and development expenses		( 48,344)	( 4)	( 33,632)	( 3)
6450	Expected credit losses	12(2)	( 26)	-	( 5)	-
6000	Total operating expenses		<u>( 134,880)</u>	<u>( 12)</u>	<u>( 104,063)</u>	<u>( 10)</u>
6900	Net operating income		<u>241,019</u>	<u>23</u>	<u>207,016</u>	<u>20</u>
	Non-operating income and expenses					
7100	Interest income	6(19)	3,253	-	1,811	-
7010	Other income	6(20)	563	-	788	-
7020	Other gains and losses	6(21)	( 965)	-	( 307)	-
7050	Finance costs	6(22)	( 19,351)	( 2)	( 13,398)	( 1)
7000	Total non-operating income and expenses		<u>( 16,500)</u>	<u>( 2)</u>	<u>( 11,106)</u>	<u>( 1)</u>
7900	Profit before income tax		224,519	21	195,910	19
7950	Income tax expense	6(25)	( 44,753)	( 4)	( 39,147)	( 4)
8200	Profit for the year		<u>\$ 179,766</u>	<u>17</u>	<u>\$ 156,763</u>	<u>15</u>
8500	Total comprehensive income for the year		<u>\$ 179,766</u>	<u>17</u>	<u>\$ 156,763</u>	<u>15</u>
	Basic earnings per share					
9750	Basic earnings per share	6(26)	<u>\$</u>	<u>4.22</u>	<u>\$</u>	<u>4.03</u>
	Diluted earnings per share					
9850	Diluted earnings per share	6(26)	<u>\$</u>	<u>4.19</u>	<u>\$</u>	<u>4.00</u>

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

ARCH METER CORPORATION  
STATEMENTS OF CHANGES IN EQUITY  
YEARS ENDED DECEMBER 31, 2024 AND 2023  
(Expressed in thousands of New Taiwan dollars)

	Notes	Capital surplus			Retained earnings		Total equity
		Ordinary share	Additional paid-in capital	Employee share options	Legal reserve	Unappropriated retained earnings	
<u>2023</u>							
Balance at January 1, 2023		\$ 388,880	\$ 75,205	\$ 255	\$ -	\$ 48,825	\$ 513,165
Profit for the year		-	-	-	-	156,763	156,763
Total comprehensive income		-	-	-	-	156,763	156,763
Appropriation and distribution of 2022 retained earnings	6(17)						
Legal reserve appropriated		-	-	-	4,882	( 4,882)	-
Cash dividends paid		-	-	-	-	( 38,918)	( 38,918)
Compensation costs of share-based payment	6(13)	-	-	217	-	-	217
Exercise of employee share options	6(15)	300	11	( 11)	-	-	300
Balance at December 31, 2023		\$ 389,180	\$ 75,216	\$ 461	\$ 4,882	\$ 161,788	\$ 631,527
<u>2024</u>							
Balance at January 1, 2024		\$ 389,180	\$ 75,216	\$ 461	\$ 4,882	\$ 161,788	\$ 631,527
Profit for the year		-	-	-	-	179,766	179,766
Total comprehensive income		-	-	-	-	179,766	179,766
Appropriation and distribution of 2023 retained earnings	6(17)						
Legal reserve appropriated		-	-	-	15,676	( 15,676)	-
Cash dividends paid		-	-	-	-	( 128,571)	( 128,571)
Cash capital increase	6(15)	39,000	197,140	( 16,596)	-	-	219,544
Compensation costs of share-based payment	6(13)	-	-	16,743	-	-	16,743
Exercise of employee share options	6(15)	390	86	( 86)	-	-	390
Balance at December 31, 2024		\$ 428,570	\$ 272,442	\$ 522	\$ 20,558	\$ 197,307	\$ 919,399

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

**ARCH METER CORPORATION**  
**STATEMENTS OF CASH FLOWS**  
**YEARS ENDED DECEMBER 31, 2024 AND 2023**  
(Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31	
		2024	2023
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Profit before tax		\$ 224,519	\$ 195,910
Adjustments			
Adjustments to reconcile profit (loss)			
Depreciation expense	6(5)(6)(23)	25,096	18,554
Amortisation charge	6(7)(23)	3,886	2,740
Expected credit losses	12(2)	26	5
Interest expense	6(22)	19,351	13,398
Interest income	6(19)	( 3,253 )	( 1,811 )
Compensation costs of share-based payment	6(13)	16,743	217
Gains on disposals of property, plant and equipment	6(21)	-	( 40 )
Changes in operating assets and liabilities			
Changes in operating assets			
Contract assets		59,734	61,523
Notes receivable		( 638 )	( 1,241 )
Accounts receivable		( 148,011 )	68,441
Accounts receivable due from related parties		9,525	4,611
Inventories		112,061	40,831
Prepayments		15,481	( 1,247 )
Other current assets		( 131 )	50
Changes in operating liabilities			
Contract liabilities		( 628 )	57
Notes payable		-	57
Accounts payable		36,828	( 97,870 )
Other payables		20,222	14,577
Provisions for warranty		324	2,532
Other current liabilities		88	116
Cash inflow generated from operations		391,223	321,410
Interest received		3,253	1,811
Interest paid		( 19,351 )	( 13,398 )
Income taxes paid		( 52,420 )	( 34,394 )
Net cash flows from operating activities		322,705	275,429
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Acquisition of financial assets at amortised cost	6(2)	-	( 8,700 )
Acquisition of property, plant and equipment	6(5)(27)	( 79,832 )	( 698,519 )
(Increase) decrease in refundable deposits	6(8)	( 9,270 )	9,177
Proceeds from disposal of property, plant and equipment		-	40
Acquisition of intangible assets	6(7)	( 3,277 )	( 3,630 )
Net cash flows used in investing activities		( 92,379 )	( 701,632 )
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Decrease in short-term borrowings	6(28)	( 242,096 )	( 104,243 )
Proceeds from long-term debt	6(28)	24,000	592,000
Increase in refundable deposits		-	651
Redemption of lease liabilities	6(6)(28)	( 7,548 )	( 7,364 )
Cash dividends paid	6(16)	( 128,571 )	( 38,918 )
Cash capital increase	6(15)	219,544	-
Exercise of employee share options	6(15)	390	300
Net cash flows (used in) from financing activities		( 134,281 )	442,426
Net increase in cash and cash equivalents		96,045	16,223
Cash and cash equivalents at beginning of year	6(1)	247,783	231,560
Cash and cash equivalents at end of year	6(1)	\$ 343,828	\$ 247,783

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

## 2024 Earnings Distribution Table

Unit: NT \$	
Item	Amount
Beginning undistributed earnings	17,539,951
Add: 2024 Net income after tax	179,766,079
Subtotal	197,306,030
Appropriated Items:	
Less: Set aside 10% legal reserve	(17,976,608)
Earnings available for distribution by the end of the fiscal year	179,329,422
Distribution Items:	
Cash Dividends to Shareholders (approximately NT\$ 3.0 per share)	128,955,000
Undistributed earnings by the end of 2024	50,374,422

Comparison Table for the Articles of Incorporation Before and After Revision

After the Revision	Before the Revision	Explanation
<p>Article 4: The Company's total capital amount is NT\$ <b>1,200,000,000</b>, contained in <b>120,000,000</b> shares at a face value per share of NT\$ 10, which will be issued in separate installments. Among them, <b>5,000,000</b> shares are reserved for the exercise of stock warrants, preferred shares with warrants, or corporate bonds with warrants.</p>	<p>Article 4: The Company's total capital amount is NT\$ <b>500,000,000</b>, contained in <b>50,000,000</b> shares at a face value per share of NT\$ 10, which will be issued in separate installments. Among them, <b>3,000,000</b> shares are reserved for the exercise of stock warrants, preferred shares with warrants, or corporate bonds with warrants.</p>	<p>Increase the Company's total capital.</p>
<p>Article 21-1: For a profitable fiscal year, the Company shall appropriate at least 5% of the profit as employee remuneration and not more than 3% as director remuneration <b>in accordance with the Company Act. Among the employee remuneration amount mentioned, at least 20% shall be allocated for the remuneration of grassroots employees.</b> However, in the event of accumulated losses, the Company shall first reserve a sufficient amount to offset the losses.</p> <p><b>Employee remuneration (including grassroots employees) may be distributed in the form of stock or cash, and the recipients may include employees of subsidiaries who meet certain conditions. Director remuneration shall be distributed in cash. The above two items shall be resolved by the board of directors with the attendance of at least two-thirds of the directors and the</b></p>	<p>Article 21-1: For a profitable fiscal year, the Company shall appropriate at least 5% of the profit as employee remuneration and not more than 3% as director remuneration. However, in the event of accumulated losses, the Company shall first reserve a sufficient amount to offset the losses.</p>	<p>The provision has been adjusted with reference to laws and regulations.</p>

After the Revision	Before the Revision	Explanation
<p style="color: red;">approval of a majority of the attending directors and must be reported to the shareholders' meeting.</p>		
<p>Article 26: The Articles of Incorporation were adopted with the consent of all the promoters on June 2, 2005.</p> <p>The 1st amendment was on June 27, 2005.</p> <p>The 2nd amendment was on August 31, 2005.</p> <p>The 3rd amendment was made on November 20, 2005.</p> <p>The 4th amendment was made on November 20, 2006.</p> <p>The 5th amendment was made on January 22, 2008.</p> <p>The 6th amendment was made on June 23, 2008.</p> <p>The 7th amendment was made on April 13, 2010.</p> <p>The 8th amendment was made on August 23, 2018.</p> <p>The 9th amendment was made on January 11, 2019.</p> <p>The 10th amendment was made on June 27, 2019.</p> <p>The 11th amendment was made on June 30, 2020.</p> <p>The 12th amendment was made on July 29, 2021.</p> <p>The 13th amendment was made on June 17, 2022.</p> <p>The 14th amendment was made on September 22, 2022.</p> <p>The 15th amendment was made on June 29, 2023.</p> <p style="color: red;">The 16th amendment was made on June 20, 2025.</p>	<p>Article 26: The Articles of Incorporation were adopted with the consent of all the promoters on June 2, 2005.</p> <p>The 1st amendment was on June 27, 2005.</p> <p>The 2nd amendment was on August 31, 2005.</p> <p>The 3rd amendment was made on November 20, 2005.</p> <p>The 4th amendment was made on November 20, 2006.</p> <p>The 5th amendment was made on January 22, 2008.</p> <p>The 6th amendment was made on June 23, 2008.</p> <p>The 7th amendment was made on April 13, 2010.</p> <p>The 8th amendment was made on August 23, 2018.</p> <p>The 9th amendment was made on January 11, 2019.</p> <p>The 10th amendment was made on June 27, 2019.</p> <p>The 11th amendment was made on June 30, 2020.</p> <p>The 12th amendment was made on July 29, 2021.</p> <p>The 13th amendment was made on June 17, 2022.</p> <p>The 14th amendment was made on September 22, 2022.</p> <p>The 15th amendment was made on June 29, 2023.</p>	<p>Amendment date is added.</p>

## List of Director (including Independent Director) Candidates

Title	Name (Gender)	Education & Experience / Current Positions	Shareholdings (shares)	Served as an independent director for three consecutive terms
Director	Chen, Jan-Ku (Male)	Education & Experience: PhD, Chemical Engineering, Tulane University, USA Head of Electric Technology Group, Energy and Resources Laboratories, Industrial Technology Research Institute  Current Positions: Chairman & CEO of the Company Chairman of YuCheng Investment Corporation.	1,226,000	-
Director	Tseng, Wen- Liang (Male)	Education & Experience: Master's Degree, Department of Mechanical Engineering, National Taiwan University Director of System Engineering Office, Energy and Resources Laboratories, Industrial Technology Research Institute  Current Positions: Director of the Company President of the Company	760,000	-
Director	Yung, Teh-Yuh (Male)	Education & Experience: Department of Mechanical Engineering, National Sun Yat-sen University MBA, California State University, Long Beach Vice President and Manager of Kaohsiung Branch of KBC Bank NV Senior Vice President, Commercial Banking Division, Citibank  Current Positions: Director of the Company	400,000	-
Director	Shihlin Electric & Engineering Corp. Representative : Chang, Chin- Wen (Male)	Education & Experience: Department of Electrical Engineering, National Kaohsiung Institute of Technology President, Business Group, Shihlin Electric & Engineering Corporation  Current Positions: Director of the Company President, Business Group, Shihlin Electric & Engineering Corporation Representative Director of Xinlin Electric Co., Ltd. Chairman and President, Rwei Lin Electric & Engineering Corp. Representative Director of Chuan Lin Scien- Technical Corp. Director of Suzhou Shihlin Electric & Engineering Co., Ltd. Chairman of Vietnam Shihlin Electric & Engineering Co., Ltd.	5,636,050	-
Director	Alex Chang (Male)	Education & Experience: Master of Engineering Economics, Stanford University, USA Master of Civil and Environmental Engineering, Stanford University, USA	-	-

Title	Name (Gender)	Education & Experience / Current Positions	Shareholdings (shares)	Served as an independent director for three consecutive terms
		<p>Master of Engineering Management, Southern Methodist University, USA  Master of Mechanical Engineering, National Chiao Tung University  Independent Director, Iron Force Industrial, Co.,Ltd.  Senior Strategic Investment Consultant, Lite-On IT Corporation  Senior Vice President, DelSolar Co., Ltd.  Development Manager of AES Corporation</p> <p>Current Positions:  Director of the Company  Senior Vice President of Industrial Technology Investment Corporation  Independent Director, Everlight Chemical Industrial Corporation  Representative Director, Alliance Materials, Inc. and Alliance Materials Technology Co., Ltd.  Representative Director of Taiwan Electron Microscope Instrument Corporation  Representative Director, BELux Bio-Pharmaceutical Co., Ltd. and BELX Bio-Pharmaceutical (Taiwan) Corporation  Representative Director of Cornucopia Innovation Corporation  Representative Director of Taicend Technology Co., Ltd.  Representative Director of Energic Technologies Corporation  Representative Director of Janus Cyber Co., Ltd.  Representative Director of Holon Robotics Corporation</p>		
Director	Tseng, Chun Hung (Male)	<p>Education &amp; Experience:  EMBA, Overseas Education College, Shanghai Jiao Tong University  Chairman of Suzhou Huashun Printing Co., Ltd.</p> <p>Current Positions:  Director of the Company  Chairman of Suzhou Huashun Printing Co., Ltd.  Independent Director, Song Shang Electronics Co.,Ltd.</p>	867,000	-
Independent Director	Chen, Shih-Chien (Male)	<p>Education &amp; Experience:  Doctor of Philosophy Soil and Crop Sciences, Texas A&amp;M University  Assistant Vice President, Industrial Technology Research Institute  Vice President, Business Administration, Hong Kong Applied Science and Technology Research Institute (ASTRI)</p> <p>Current Positions:  Independent Director of the Company  Member of the Audit Committee of the</p>	-	No

Title	Name (Gender)	Education & Experience / Current Positions	Shareholdings (shares)	Served as an independent director for three consecutive terms
		Company Member of the Compensation Committee of the Company Distinguished Expert, Industrial Technology Research Institute		
Independent Director	Shih, Jung Shun (Male)	Education & Experience: Master of Chemical Engineering, National Taiwan University Senior Director, Totoku Toryo Co., Ltd. Special Advisor, Totoku Toryo Co., Ltd.  Current Positions: Independent Director of the Company Member of the Audit Committee of the Company Member of the Compensation Committee of the Company	-	No
Independent Director	Hsu, Wan Hsin (Female)	Education & Experience: MBA, Department of Business Administration, Chung Yuan Christian University; CFO of Song Shang Electronics Co., Ltd.  Current Positions: Independent Director of the Company Chairperson of the Audit Committee of the Company Chairperson of the Compensation Committee of the Company CFO, Song Shang Electronics Co., Ltd. Representative Director of Song He Investment Co., Ltd. Representative Director of Song Zhi Zhu Co., Ltd. Representative Director of Moment Holding International Ltd. Supervisor of Lan Circuit Tech Co., Ltd. Supervisor of E-FANer Tech Co., Ltd. Representative Director of Deyork Co., Ltd.	-	No
Independent Director	Hsiao, Chin-Yi (Male)	Education & Experience: Master of Public Administration, National Chengchi University Chief Professional Management Officer, Taiwan Power Company (Taipower)  Current Positions: Independent Director of the Company Member of the Audit Committee of the Company Member of the Compensation Committee of the Company Chairman, Win Star Technology Corporation Chairman, Chong Yi Electricity Technology Co., Ltd. Chairman, E-FANer Tech Co., Ltd. Consultant to SunnyRich Multifunction Solar Power Co., Ltd. Consultant of Shinfox Energy Co., Ltd.	-	No

## List of Concurrent Positions of Director Candidates in Other Companies

Name	Current Positions in other Companies
Chen, Jan-Ku	Chairman of YuCheng Investment Corporation.
Shihlin Electric & Engineering Corp. Representative : Chang, Chin-Wen	President, Business Group, Shihlin Electric & Engineering Corporation Representative Director of Xinlin Electric Co., Ltd. Chairman and President, Rwei Lin Electric & Engineering Corp. Representative Director of Chuan Lin Scien-Technical Corp. Director of Suzhou Shihlin Electric & Engineering Co., Ltd. Chairman of Vietnam Shihlin Electric & Engineering Co., Ltd.
Alex Chang	Senior Vice President of Industrial Technology Investment Corporation Independent Director, Everlight Chemical Industrial Corporation Representative Director, Alliance Materials, Inc. and Alliance Materials Technology Co., Ltd. Representative Director of Taiwan Electron Microscope Instrument Corporation Representative Director, BELux Bio-Pharmaceutical Co., Ltd. and BELX Bio-Pharmaceutical (Taiwan) Corporation Representative Director of Cornucopia Innovation Corporation Representative Director of Taicend Technology Co., Ltd. Representative Director of Energic Technologies Corporation Representative Director of Janus Cyber Co., Ltd. Representative Director of Holon Robotics Corporation
Tseng, Chun Hung	Chairman of Suzhou Huashun Printing Co., Ltd. Independent Director, Song Shang Electronics Co.,Ltd.
Chen, Shih-Chien	Distinguished Expert, Industrial Technology Research Institute
Hsu, Wan Hsin	CFO, Song Shang Electronics Co., Ltd. Representative Director of Song He Investment Co., Ltd. Representative Director of Song Zhi Zhu Co., Ltd. Representative Director of Moment Holding International Ltd. Supervisor of Lan Circuit Tech Co., Ltd. Supervisor of E-FANer Tech Co., Ltd. Representative Director of Deyork Co., Ltd.
Hsiao, Chin-Yi	Chairman, Win Star Technology Corporation Chairman, Chong Yi Electricity Technology Co., Ltd. Chairman, E-FANer Tech Co., Ltd. Consultant to SunnyRich Multifunction Solar Power Co., Ltd. Consultant of Shinfox Energy Co., Ltd.

Arch Meter Corporation  
Articles of Incorporation

Chapter 1 General Provisions

Article 1: The Company is incorporated in accordance with the provisions relating to companies limited by shares of the Company Act. The Company is named 玖鼎電力資訊股份有限公司 in Chinese and Arch Meter Corporation in English.

Article 2: The Company's business scope is as follows:

1. CC01010 Power Generation, Transmission and Distribution Machinery Manufacturing.
2. CC01080 Electronic Components Manufacturing.
3. CE01010 General Instrument Manufacturing.
4. CE01021 Weights and Measuring Instruments Manufacturing.
5. E601010 Electric Appliance Contractor (limited to operations at the customer's premises).
6. E603050 Automatic Control Equipment Engineering (limited to operations at the customer's premises).
7. F401010 International Trade.
8. F401181 Measuring Instruments Import.
9. I501010 Product Designing.
10. IG03010 Energy Technology Services.
11. JA02051 Weights and Measuring Instruments Repair

Research, design, development, manufacturing, and sales of the following products:  
Electronic energy meters and related products

Article 3: The Company establishes its head office in the Hsinchu Science Park. Where necessary, the Company may establish branches domestically or overseas in accordance with the resolution passed by the Board of Directors.

Article 3-1: The Company shall make public announcements in accordance with Article 28 of the Company Act and may make announcements in the manner prescribed by the competent authority.

Chapter 2 Shares

Article 4: The Company's total capital amount is NT\$ 500,000,000, contained in 50,000,000 shares at a face value per share of NT\$ 10, which will be issued in separate installments. Among

them, 3,000,000 shares are reserved for the exercise of stock warrants, preferred shares with warrants, or corporate bonds with warrants.

Article 4-1: The Company may only file for the issuance of employee stock warrants at a price lower than the market price in installments within one year following a resolution adopted at a shareholders' meeting with the attendance of more than half of the shareholders representing the total number of issued shares and the consent of two-thirds of the voting rights of the attending shareholders.

Article 5: The total amount of the Company's reinvestment is not restricted by Article 13 of the Company Act, which stipulates that reinvestment shall not exceed 40% of the paid-in capital.

Article 6: The Company's shares shall be registered, affixed with the signatures or personal seals of the director representing the company, and shall be duly certified or authenticated by the bank which is competent to certify shares under the laws before issuance thereof. The Company may be exempted from printing any share certificate. Instead, the Company shall register them with a centralized securities depository agency.

The Company's stock affairs are handled in accordance with the "Regulations Governing the Administration of Shareholder Services of Public Companies" promulgated by the competent authority.

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

All transfer of stocks, succession, gift, loss, or damages of stocks shall be handled in accordance with the Company Act and relevant regulations. Setting up, abolishing or updating the specimen seal impression card shall be handled in accordance with the regulations of the competent authority.

### Chapter 3 Shareholders' Meeting

Article 8: The Company's shareholders' meetings are divided into the following two kinds:

1. General shareholders' meeting is held within six months after the end of each fiscal year by the Board of Directors in accordance with the laws, unless otherwise approved by the competent authority for good cause shown.
2. Special shareholders' meeting is held when necessary.
3. The shareholders' meeting of the Company may be convened by way of video conference or other manners announced by the competent authority.

Article 9: Shareholders' meetings shall be chaired by the Chairman. In the Chairman's absence or unavailability due to any reason, the Chairman shall appoint a person to act in his place. In the event that the Chairman does not appoint a deputy, one director shall be elected

from among themselves to act in his place. If the meeting is convened by a person with the authority to convene other than the board of directors, such person shall act as the chairperson at that meeting; if there is more than one person with the authority to convene, the chairperson for the meeting shall be appointed from among them.

Shareholders' meetings shall be convened in accordance with Article 172 of the Company Act, and a notice of the date, place, and reasons to convene a shareholders' meeting shall be given to each shareholder and announced publicly.

The notice of the shareholders' meeting may be effected by means of electronic transmission, after obtaining a prior consent from the recipient(s) thereof. The notice, as described in the preceding three paragraphs, to be given to shareholders who own less than 1,000 shares of registered stocks, may be provided in the form of a public announcement.

Article 10: When a shareholder could not attend the shareholders' meeting, the shareholder could appoint a proxy to attend on behalf of the shareholder at a shareholders' meeting by providing the proxy form issued by the Company stating the scope of authorization.

In addition to Article 177 of the Company Act and Article 25-1 of the Securities and Exchange Act, shareholders' attendance by proxy shall be handled in accordance with the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies."

Article 11: Unless otherwise provided by the Company Act, resolutions at a shareholders' meeting shall be made by a majority vote of the shareholders present, who represent more than half of the total number of voting shares. In case that the Company's shares are listed on the emerging stock market, TWSE, or TPEX, the Company shall include electronic form as one of the channels for exercising voting rights. The method of exercising these rights shall be conducted in accordance with the relevant laws and regulations.

Article 11-1: Resolutions adopted at a shareholders' meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the chairperson of the meeting and shall be distributed to all shareholders within 20 days after the conclusion of the meeting. The preparation and distribution of the minutes of shareholders' meeting may be effected by means of electronic transmission.

The distribution of the minutes of shareholders' meeting as required in preceding paragraph may be effected by means of a public announcement.

Article 12: The Company shall have 7 to 11 directors, with the term of office of 3 years. Directors shall be elected by the shareholders' meeting from among the persons with disposing capacity and shall be eligible for re-election.

In the process of electing directors at a shareholders' meeting, the number of votes exercisable in respect of one share shall be the same as the number of directors to be elected, and the total number of votes per share may be consolidated for election of one

candidate or may be split for election of two or more candidates. A candidate to whom the ballots cast represent a prevailing number of votes shall be deemed elected.

The Company may obtain directors liability insurance with respect to liabilities resulting from exercising their duties during their terms of directorship.

Article 12-1: Among the Company's board of directors, there shall be at least 3 independent directors, accounting for at least one third of the board of directors. Independent directors shall be elected by adopting the candidates nomination system and from the candidate list by shareholders in accordance with Article 192-1 of the Company Act. Matters regarding the professional qualification, shareholdings, restrictions of concurrent positions held, nomination, election method and other compliances of the independent directors shall be conducted in accordance with relevant provisions stipulated by the securities competent authority.

Article 12-2: During the period when the Company was listed on the TWSE/TPEX, the directors shall be elected by adopting the candidates nomination system.

The Company may establish various functional committees in accordance with the relevant provisions of the Securities and Exchange Act, and the qualification of members, exercise of powers, and relevant matters shall be handled in accordance with the relevant laws and regulations, and shall be determined by the board of directors.

The Company may establish an audit committee consisting of the whole independent directors in accordance with Article 14-4 of the Securities and Exchange Act. The committee members shall be no less than 3 persons, one of whom shall serve as the convener and at least one of whom shall be specialized in accounting or finance. The audit committee and its members are responsible for carrying out the functions and powers of supervisors in accordance with the relevant laws and regulations.

Article 12-3: After the Company's public offering, the total shareholdings ratio of all directors shall be governed by the relevant regulations of the securities competent authority.

#### Chapter 4 Directors and Managers

Article 13: Removed.

Article 14: The board of directors shall elect a chairman from among the directors by a majority vote at a meeting attended by over two-thirds of the directors. The Chairman represents the Company externally.

Article 15: Board meetings shall, unless otherwise provided for in the Company Act, be convened by the Chairman. A notice specifying the reason for convening a board meeting shall be given to all directors 7 days before the scheduled meeting day. In case of emergency, a board meeting may be convened at any time.

The notification to the directors for convening a board meeting may be issued by written correspondences, e-mails, or facsimile. Unless otherwise provided by the Company Act,

resolutions of the board of directors shall be adopted by a majority of the directors at a meeting attended by a majority of the directors.

The minutes of a board of directors meeting shall bear the signature or seal of the meeting chairperson and shall be distributed to each director within 20 days after the close of the meeting.

Article 16: Board meetings shall be chaired by the Chairman. In the Chairman's absence or unavailability due to any reason, the Chairman shall appoint one of the directors to act in his place. In the event that the Chairman does not make such designation, one director shall be elected from among themselves to act in his place. Directors shall attend the meeting of the board of directors in person. If a director is unable to attend a board meeting in person, they may appoint a proxy to attend the meeting on his/her/its behalf for each instance by executing a power of attorney stating therein the scope of power authorized to the proxy. A director may accept the appointment to act as the proxy referred to in the preceding paragraph of one other director only.

A board meeting may be held via video conference. Any director attending the meeting via video conference shall be deemed attending the meeting in person.

Article 17: Removed.

Article 18: The Company's directors may receive remuneration for performing their duties in the Company. The board of directors is authorized to prescribe the remuneration, in consideration of the level of their engagement in the Company's operations and contribution value, referring to the payment standard generally adopted by the peers in the same industry. The Company may stipulate remuneration to independent directors that are reasonable but different from that of other directors.

Article 19: The Company may appoint one Chief Executive Officer, one President, and several Vice Presidents, in which the appointment, termination and remuneration shall comply with the Company Act.

Article 20: The Company's fiscal year is from January 1 to December 31 of the same year. The Company shall, at the end of each fiscal year, conduct the final accounting.

#### Chapter 5 Accounting

Article 21: In accordance with Article 228 of the Company Act, at the end of each fiscal year, the board of directors shall prepare the following reports and submit them to the audit committee for review 30 days before the general shareholders' meeting. The audit committee shall issue a report and submit it to the general shareholders' meeting for ratification.

1. Business Report.
2. Financial Statements.
3. Proposal for earnings distribution or loss off-setting.

Article 21-1: For a profitable fiscal year, the Company shall appropriate at least 5% of the profit as employee remuneration and not more than 3% as director remuneration. However, in the event of accumulated losses, the Company shall first reserve a sufficient amount to offset the losses.

Article 22: If there is a profit upon the final accounting of each fiscal year, the Company shall first set aside profit-seeking enterprise income tax to be paid and offset its losses accumulated in the past. If there is any surplus, the Company shall set aside the legal reserve at 10% of the remaining earnings, unless the legal reserve reaches the Company's paid-in capital. The residual balance, if any, shall be added to the beginning undistributed earnings. The board of directors shall prepare the proposal for distribution of earnings and submit to the shareholders' meeting for resolution before distribution.

Article 22-1: The Company's dividend policy takes into account the Company's overall business environment and capital needs in the future, and dividends shall be distributed in accordance with the principles of stability and balance. The type of dividend is determined based on the Company's earnings, financial structure, and future capital budget. The dividends and bonuses for shareholders shall not be less than 10% of the distributable earnings for each fiscal year. The distribution of dividends and bonuses for shareholders may be paid either in cash or in stocks, with no less than 50% distributed in cash. The Company's shareholders' meeting may determine the timeliest and most appropriate distribution method of dividends, prioritizing the interests and development of the Company as the highest principle.

Article 23: This provision is removed as it has been integrated into Article 7.

Article 24: The Company's organizational charter and administrative regulations are established separately.

#### Chapter 6 Supplementary Provisions

Article 25: Matters not provided for in the Articles of Incorporation shall be governed by the provisions of the Company Act.

Article 26: The Articles of Incorporation were adopted with the consent of all the promoters on June 2, 2005.

The 1st amendment was on June 27, 2005.

The 2nd amendment was on August 31, 2005.

The 3rd amendment was made on November 20, 2005.

The 4th amendment was made on November 20, 2006.

The 5th amendment was made on January 22, 2008.

The 6th amendment was made on June 23, 2008.

The 7th amendment was made on April 13, 2010.

The 8th amendment was made on August 23, 2018.

The 9th amendment was made on January 11, 2019.

The 10th amendment was made on June 27, 2019.

The 11th amendment was made on June 30, 2020.

The 12th amendment was made on July 29, 2021.

The 13th amendment was made on June 17, 2022.

The 14th amendment was made on September 22, 2022.

The 15th amendment was made on June 29, 2023.

Arch Meter Corporation

Chairman: Chen, Jan-Ku

Arch Meter Corporation  
Rules and Procedures of Shareholders' Meeting

## Article 1:

To establish a strong governance system and sound supervisory capabilities for the Company's shareholders' meetings, and to strengthen management capabilities, these Rules are adopted pursuant to Article 5 of the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.

## Article 2:

The rules of procedures for the Company's shareholders' meetings, except as otherwise provided by laws, regulations, or the Articles of Incorporation, shall be as provided in these Rules.

## Article 3:

1. Unless otherwise provided by law or regulation, the Company's shareholders' meetings shall be convened by the board of directors. Unless otherwise provided in the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company that will convene a shareholders' meeting with video conferencing shall expressly provide for such meetings in the Articles of Incorporation and obtain a resolution of its board of directors. The convening of shareholders' meetings with video conferencing shall obtain approval by a majority vote of the directors in attendance at a Board of Directors meeting attended by two-thirds or more of the directors. Changes to how the Company 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. The Company 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, and upload them to the Market Observation Post System (MOPS) before 30 days before the date of a regular shareholders' meeting or before 15 days before the date of a special shareholders' meeting. The Company shall prepare electronic versions of the shareholders' meeting handbook and supplemental meeting materials and upload them to the MOPS 21 days before the date of the regular shareholders' meeting or 15 days before the date of the special shareholders meeting. In addition, before 15 days before the date of the shareholders' meeting, the Company shall also have prepared the shareholders' meeting handbook and supplemental meeting materials and made them available for review by shareholders at any time. The meeting handbook and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby.  
The Company shall make the meeting handbook and supplemental meeting materials in the preceding paragraph available to shareholders for review in the following manner on the date of the shareholders' meeting:
  - (1) For physical shareholders' meetings, to be distributed on-site at the meeting.
  - (2) For hybrid shareholders' meetings, to be distributed on-site at the meeting and shared on the virtual meeting platform.
  - (3) For virtual-only shareholders' meetings, electronic files shall be shared on the virtual meeting platform.
2. The reasons for convening a shareholders' meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form.
3. Election or dismissal of directors, amendments to the Articles of Incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the company by directors, surplus profit distributed in the form of new

shares, reserve distributed in the form of new shares, the dissolution, merger, or demerger of the corporation, or any matter under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities Exchange Act, Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders' meeting. None of the above matters may be raised by an extraordinary motion. Where re-election of all directors as well as their inauguration date is stated in the notice of the reasons for convening the shareholders' meeting, after the completion of the re-election in said meeting such inauguration date may not be altered by any extraordinary motion or otherwise in the same meeting.

4. A shareholder holding one percent or more of the total number of issued shares may submit to the Company a proposal for discussion at a regular shareholders' meeting. The number of items so proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. When the circumstances of any subparagraph of Article 172-1, paragraph 4 of the Company Act apply to a proposal put forward by a shareholder, the board of directors may exclude it from the agenda. A shareholder may propose a recommendation for urging the company to promote public interests or fulfill its social responsibilities, provided procedurally the number of items so proposed is limited only to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item will be included in the meeting agenda.
5. Prior to the book closure date before a regular shareholders' meeting is held, the Company shall publicly announce its acceptance of shareholder proposals in writing or electronically, and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days.
6. A proposal submitted by shareholders must not exceed 300 Chinese characters. Any proposal containing more than 300 Chinese characters will not be included in the agenda. A shareholder who has submitted a proposal must attend the regular shareholders' meeting in person or by proxy and participate in the discussion of his or her proposal.
7. Prior to the date for issuance of notice of a shareholders' meeting, the Company shall inform the shareholders who submitted proposals of the proposal screening results, and shall list in the meeting notice the proposals that conform to the provisions of this article. The Board shall provide reasons for not including a shareholder's proposal in the agenda at the shareholders' meeting.

#### Article 4:

1. For each shareholders meeting, a shareholder may appoint a proxy to attend on behalf of the shareholder at a shareholders' meeting by providing the proxy form issued by the Company stating the scope of authorization.
2. A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders' meeting, and shall deliver the proxy form to the Company before 5 days before the date of the shareholders' meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.
3. If, after the Company has received a proxy form, a shareholder sending the proxy form decides to attend the shareholders' meeting in person or intends to exercise his or her voting rights in writing or electronically, he or she shall issue a written notice to revoke the authorization to the Company 2 days before the shareholders' meeting. If the revocation is not provided within the specified time limit, exercise of the voting rights by the proxy attending the meeting shall prevail.
4. If, after a proxy form is delivered to the Company, a shareholder wishes to attend the shareholders meeting online, a written notice of proxy cancellation shall be submitted to the Company two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

Article 5:

1. The venue for a shareholders' meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a shareholders' meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m. Full consideration shall be given to the opinions of the independent directors with respect to the place and time of the meeting.
2. The restrictions on the place of the meeting shall not apply when the Company convenes a virtual-only shareholders' meeting.

Article 6:

1. The Company shall specify in its shareholders' meeting notices the time during which attendance registrations for shareholders, solicitors, and proxies (collectively "shareholders") will be accepted, the place to register for attendance, and other matters for attention.
2. The time during which shareholder attendance registrations will be accepted, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations. For virtual shareholders' meetings, shareholders may begin to register on the virtual meeting platform 30 minutes before the meeting starts. Shareholders completing registration will be deemed as attend the shareholders' meeting in person.
3. Shareholders shall attend shareholders' meetings based on attendance cards, sign-in cards, or other certificates of attendance. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.
4. The Company shall furnish the attending shareholders with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in.
5. The Company shall furnish attending shareholders with the meeting handbook, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors, pre-printed ballots shall also be furnished.
6. When the government or a juristic person is a shareholder, it may be represented by more than one representative at a shareholders' meeting. When a juristic person is appointed to attend as proxy, it may designate only one person to represent it in the meeting.
7. In the event of a virtual shareholders' meeting, shareholders wishing to attend the meeting online shall register with the Company two days before the meeting date.
8. In the event of a virtual shareholders' meeting, the Company shall upload the meeting handbook, annual report, and other meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

Article 6-1:

1. To convene a virtual shareholders' meeting, the Company shall include the follow particulars in the shareholders' meeting notice:
  - (1) How shareholders attend the virtual meeting and exercise their rights.
  - (2) Actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents, or other force majeure events, at least covering the following particulars:
    - A. The time when the preceding obstacles cannot be ruled out and it is necessary to postpone or continue the meeting, and if it is necessary to postpone or continue the meeting.
    - B. Shareholders not having registered to attend the affected virtual shareholders' meeting shall not attend the postponed or resumed session.
    - C. In case of a hybrid shareholders' meeting, when the virtual meeting cannot be continued, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders' meeting

online, meets the minimum legal requirement for a shareholders' meeting, then the shareholders' meeting shall continue. The shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, and the shareholders attending the virtual meeting online shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders' meeting.

- D. Actions to be taken if the outcomes of all proposals have been announced and extraordinary motion has not been carried out.
2. To convene a virtual-only shareholders meeting, appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders meeting online shall be specified. Unless otherwise provided in Paragraph 6, Article 44-9 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall at least provide shareholders connection device and necessary assistance for the shareholders' meeting with video conferencing and shall specify the application period and other matters for shareholders.

#### Article 7:

1. If a shareholders' meeting is convened by the board of directors, the meeting shall be chaired by the Chairman. In the Chairman's absence or unavailability due to any reason, the Chairman shall appoint one of the directors to act in his place. In the event that the Chairman does not make such designation, one director shall be elected from among themselves to act in his place.
2. When a director serves as an acting chair, as referred to in the preceding paragraph, the director shall be one who has held that position for 6 months or more and who understands the financial and business conditions of the company. The same shall be true for a representative of a juristic person director that serves as an acting chair.
3. It is advisable that shareholders' meetings convened by the board of directors be chaired by the chairperson of the board in person and attended by a majority of the directors, and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes.
4. If a shareholders' meeting is convened by a party with power to convene but other than the board of directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves.
5. The Company may appoint its attorneys, certified public accountants, or related persons retained by it to attend a shareholders' meeting in a non-voting capacity.

#### Article 8:

1. The Company, beginning from the time it accepts shareholder attendance registrations, shall make an uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders' meeting, and the voting and vote counting procedures.
2. The recorded materials of the preceding paragraph shall be retained for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, these documents shall be retained until the conclusion of the litigation.
3. Where a shareholders' meeting is held online, the Company shall keep records of shareholder registration, sign-in, check-in, questions raised, votes cast and results of votes counted by the Company, and continuously audio and video record, without interruption, the proceedings of the virtual meeting from beginning to end.
4. The information and audio and video recording in the preceding paragraph shall be properly kept by the Company during the entirety of its existence, and copies of the audio and video recording shall be provided to and kept by the party appointed to handle matters of the virtual meeting.
5. In case of a virtual shareholders' meeting, the Company is advised to audio and video record the back-end operation interface of the virtual meeting platform.

#### Article 9:

1. Attendance at a shareholders' meeting shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, and the shares checked in on the virtual meeting platform, plus the number of shares whose voting rights are exercised by correspondence or electronically.
2. The chair shall call the meeting to order at the appointed meeting time and disclose relevant information concerning the number of nonvoting shares and number of shares represented by shareholders attending the meeting. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than one hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned. In the event of a virtual shareholders' meeting, the Company shall also declare the meeting adjourned at the virtual meeting platform.
3. If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within one month. In the event of a virtual shareholders meeting, shareholders intending to attend the meeting online shall re-register to the Company in accordance with Article 6.
4. When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders' meeting pursuant to Article 174 of the Company Act.

Article 10:

1. If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. Votes shall be cast on each separate proposal in the agenda (including extraordinary motions and amendments to the original proposals set out in the agenda). The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders' meeting.
2. The provisions of the preceding paragraph apply mutatis mutandis to a shareholders' meeting convened by a party with the power to convene that is not the board of directors.
3. The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the shareholders' meeting. If the chair declares the meeting adjourned in violation of the rules of procedure, the other members of the board of directors shall promptly assist the attending shareholders in electing a new chair in accordance with statutory procedures, by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting.
4. The chair shall allow ample opportunity during the meeting for explanation and discussion of proposals and of amendments or extraordinary motions put forward by the shareholders; when the chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed, call for a vote, and schedule sufficient time for voting.

Article 11:

1. Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair.
2. A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.

3. Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.
4. When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation.
5. When a juristic person shareholder appoints two or more representatives to attend a shareholders' meeting, only one of the representatives so appointed may speak on the same proposal.
6. After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.
7. Where a virtual shareholders' meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting open until the chair declaring the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 Chinese characters. The regulations in paragraphs 1 to 5 do not apply.
8. As long as questions so raised in accordance with the preceding paragraph are not in violation of the regulations or beyond the scope of a proposal, it is advisable the questions be disclosed to the public at the virtual meeting platform.

Article 12:

1. Voting at a shareholders' meeting shall be calculated based the number of shares.
2. With respect to resolutions of shareholders' meetings, the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares. When a shareholder is an interested party in relation to an agenda item, and there is the likelihood that such a relationship would prejudice the interests of the Company, that shareholder may not vote on that item, and may not exercise voting rights as proxy for any other shareholder.
3. The number of shares for which voting rights may not be exercised under the preceding paragraph shall not be calculated as part of the voting rights represented by attending shareholders.
4. With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed three percent of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.

Article 13:

1. A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Article 179, paragraph 2 of the Company Act.
2. When the Company holds a shareholder' meeting, it shall adopt exercise of voting rights by electronic means and may adopt exercise of voting rights by correspondence. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders' meeting notice. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting; it is therefore advisable that the Company avoid the submission of extraordinary motions and amendments to original proposals.
3. A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to the Company before 2 days before the date of the shareholders' meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except for a declaration to revoke

- a prior expression of intent.
4. After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders' meeting in person or online, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to the Company, by the same means by which the voting rights were exercised, before 2 business days before the date of the shareholders' meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders' meeting, the voting rights exercised by the proxy in the meeting shall prevail.
  5. Except as otherwise provided in the Company Act and in the Company's Articles of Incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.
  6. When there is an amendment or an alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.
  7. 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 the Company. 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.
  8. When the Company convenes a virtual shareholders' meeting, after the chair declares the meeting open, shareholders attending the meeting online shall cast votes on proposals and elections on the virtual meeting platform before the chair announces the voting session ends or will be deemed abstained from voting.
  9. In the event of a virtual shareholders' meeting, votes shall be counted at once after the chair announces the voting session ends, and results of votes and elections shall be announced immediately.
  10. When the Company convenes a hybrid shareholders' meeting, if shareholders who have registered to attend the meeting online in accordance with Article 6 decide to attend the physical shareholders' meeting in person, they shall revoke their registration 2 days before the shareholders' meeting in the same manner as they registered. If their registration is not revoked within the time limit, they may only attend the shareholders' meeting online.
  11. When shareholders exercise voting rights by correspondence or electronic means, unless they have withdrawn the declaration of intent and attended the shareholders' meeting online, except for extraordinary motions, they will not exercise voting rights on the original proposals or make any amendments to the original proposals or exercise voting rights on amendments to the original proposal.

Article 14:

1. The election of directors at a shareholders' meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names of those elected as directors and the numbers of votes with which they were elected, and the names of directors not elected and number of votes they received.
2. The ballots for the election referred to in the preceding paragraph shall be sealed with the

signatures of the monitoring personnel and kept in proper custody for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, these documents shall be retained until the conclusion of the litigation.

Article 15:

1. Matters relating to the resolutions adopted at a shareholders' meeting shall be recorded in the minutes of the meeting, which shall be signed or sealed by the chair of the meeting and shall be distributed to each shareholder within 20 days after the conclusion of the meeting. The preparation and distribution of the minutes of shareholders' meeting may be effected by means of electronic transmission.
2. The Company may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the MOPS.
3. The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their voting results (including the number of voting rights), and disclose the number of voting rights won by each candidate in the event of an election of directors or supervisors. The minutes shall be retained for the duration of the existence of the Company.
4. Where a virtual shareholders meeting is convened, in addition to the particulars to be included in the meeting minutes as described in the preceding paragraph, the start time and end time of the shareholders meeting, how the meeting is convened, the chair's and secretary's name, appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders' meeting online, and actions to be taken in the event of disruption to the virtual meeting platform or participation in the meeting online due to natural disasters, accidents or other force majeure events, and how issues are dealt with shall also be included in the minutes.
5. When convening a virtual-only shareholder meeting, other than compliance with the requirements in the preceding paragraph, the Company shall specify in the meeting minutes alternative measures available to shareholders with difficulties in attending a virtual-only shareholders' meeting online.

Article 16:

1. On the day of a shareholders' meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation, the number of shares represented by proxies, and the number of shares represented by shareholders attending the meeting by correspondence or electronic means, and shall make an express disclosure of the same at the place of the shareholders' meeting. In the event a virtual shareholders' meeting, the Company shall upload the above meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.
2. During the Company's virtual shareholders' meeting, when the meeting is called to order, the total number of shares represented at the meeting shall be disclosed on the virtual meeting platform. The same shall apply whenever the total number of shares represented at the meeting and a new tally of votes is released during the meeting.
3. If matters put to a resolution at a shareholders' meeting constitute material information under applicable laws or regulations or under Taiwan Stock Exchange Corporation (or Taipei Exchange Market) regulations, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.

Article 17:

1. Staff handling administrative affairs of a shareholders' meeting shall wear identification cards or arm bands.
2. The chair may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor."

3. At the place of a shareholders' meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by the Company, the chair may prevent the shareholder from so doing.
4. When a shareholder violates the rules of procedure and defies the chair's correction, obstructing the proceedings and refusing to heed calls to stop, the chair may direct the proctors or security personnel to escort the shareholder from the meeting.

Article 18:

1. When a meeting is in progress, the chair may announce a break based on time considerations. If a force majeure event occurs, the chair may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.
2. If the meeting venue is no longer available for continued use and not all of the items (including extraordinary motions) on the meeting agenda have been addressed, the shareholders' meeting may adopt a resolution to resume the meeting at another venue.
3. A resolution may be adopted at a shareholders' meeting to defer or resume the meeting within 5 days in accordance with Article 182 of the Company Act.

Article 19:

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

Article 20:

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

Article 21:

1. In the event of a virtual shareholders' meeting, the Company may offer a simple connection test to shareholders prior to the meeting, and provide relevant real-time services before and during the meeting to help resolve communication technical issues.
2. In the event of a virtual shareholders' meeting, when declaring the meeting open, the chair shall also declare, unless under a circumstance where a meeting is not required to be postponed to or resumed at another time under Article 44-20, paragraph 4 of the Regulations Governing the Administration of Shareholder Services of Public Companies, if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents, or other force majeure events before the chair has announced the meeting adjourned, and the obstruction continues for more than 30 minutes, the meeting shall be postponed to or resumed on another date within 5 days, in which case Article 182 of the Company Act shall not apply.
3. For a meeting to be postponed or resumed as described in the preceding paragraph, shareholders who have not registered to participate in the affected shareholders' meeting online shall not attend the postponed or resumed session.
4. For a meeting to be postponed or resumed under the second paragraph, the number of shares represented by, and voting rights and election rights exercised by the shareholders who have registered to participate in the affected shareholders' meeting and have successfully signed in the meeting, but do not attend the postpone or resumed session, at the affected shareholders' meeting, shall be counted towards the total number of shares, number of voting rights and number of election rights represented at the postponed or resumed session.
5. During a postponed or resumed session of a shareholders' meeting held under the second paragraph, no further discussion or resolution is required for proposals for which votes have been cast and counted and results have been announced, or list of elected directors and supervisors.
6. When the Company convenes a hybrid shareholders' meeting, and the virtual meeting cannot

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

7. Under the circumstances where a meeting should continue as in the preceding paragraph, the shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, provided these shareholders shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders' meeting.
8. When postponing or resuming a meeting according to the second paragraph, the Company shall handle the preparatory work based on the date of the original shareholders' meeting in accordance with the requirements listed under Article 44-20, paragraph 7 of the Regulations Governing the Administration of Shareholder Services of Public Companies.
9. For dates or period set forth under Article 12, second half, and Article 13, paragraph 3 of Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, and Article 44-5, paragraph 2, Article 44-15, and Article 44-17, paragraph 1 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall handle the matter based on the date of the shareholders' meeting that is postponed or resumed under the second paragraph.

Article 22:

When convening a virtual-only shareholders' meeting, the Company shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders' meeting online. Unless otherwise provided in Paragraph 6, Article 44-9 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall at least provide shareholders connection device and necessary assistance for the shareholders' meeting with video conferencing and shall specify the application period and other matters for shareholders.

Article 23:

These Rules shall take effect after having been submitted to and approved by a shareholders' meeting. Subsequent amendments thereto shall be effected in the same manner.

## Arch Meter Corporation Procedures for Director Election

Article 1: To ensure a fair, impartial, and transparent election of directors, this procedure is established in accordance with Articles 21 and 41 of the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.

Article 2: The election of directors of the Company shall be conducted in accordance with this procedure, except as otherwise provided by laws or the Articles of Incorporation.

Article 3: The election of directors of the Company shall take into account the overall composition of the Board. The composition of Board members should consider diversity, and an appropriate diversification policy should be formulated based on the Board's operations, business model, and development needs. Such diversity should include, but is not limited to, the following two major aspects:

1. Basic qualifications and values: Gender, age, nationality, and culture.
2. Professional knowledge and skills: Professional background (e.g., law, accounting, industry, finance, marketing, technology, professional expertise, and industry experience)."

Members of the Board shall generally possess the knowledge, skills, and qualities necessary for the execution of their duties. Collectively, the Board should have the following competencies:

1. Business judgment
2. Accounting and financial analysis
3. Business management
4. Crisis leadership
5. Industry knowledge
6. Global vision
7. Leadership
8. Strategic decision-making

The majority of board seats shall not be held by individuals who have a spousal or second-degree familial relationship with other directors.

The composition of the Company's Board of Directors shall be reviewed and adjusted based on the results of performance evaluations.

Article 4: The qualifications of the Company's independent directors shall comply with Articles 2, 3, and 4 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies.

The appointment of the Company's independent directors shall comply with Articles 5, 6, 7, 8, and 9 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies and shall be conducted in accordance with Article 24 of the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.

Article 5: The election of the Company's independent directors shall be conducted pursuant to Article 192-1 of the Company Act and the candidate nomination process set forth in the Company's Articles of Incorporation. The acceptance, announcement, and other related matters concerning the nomination of independent director candidates shall be handled in accordance with the provisions of the Company Act, the Securities and Exchange Act, and relevant regulations.

After the Company becomes listed on TWSE/TPEX, the election of all directors shall be conducted in accordance with the preceding provisions.

If a director is dismissed for any reason, resulting in fewer than five directors remaining, the Company shall hold a supplementary election at the next shareholders' meeting. However, if the number of vacancies reaches one-third of the seats specified in the Articles of Incorporation, the Company shall convene an extraordinary shareholders' meeting for a supplementary election within sixty days from the date of occurrence.

If the number of independent directors falls below the threshold set forth in the proviso of Paragraph 1, Article 14-2 of the Securities and Exchange Act, a supplementary election shall be held at the next shareholders' meeting. If all independent directors are dismissed, an extraordinary shareholders' meeting shall be convened within sixty days from the date of occurrence for a supplementary election.

Article 6: The election of the Company's directors shall adopt the Single-Mark Cumulative Voting System. Each share carries voting rights equivalent to the number of directors to be elected, which may be concentrated on a single candidate or distributed among multiple candidates.

Article 7: The Board of Directors shall prepare ballots equivalent to the number of directors to be elected, with voting rights duly allocated. These ballots shall be distributed to shareholders attending the shareholders' meeting. The voter's name may be replaced by the printed attendance certificate number on the ballot.

Article 8: The Company's directors shall be elected based on the number of seats set forth in the Articles of Incorporation, with voting rights separately calculated for independent and non-independent directors. Candidates receiving the highest number of votes shall be elected in order. If two or more candidates receive the same number of votes and exceed the designated number of seats, the election shall be determined by drawing lots. If a candidate is absent, the Chairperson shall draw lots on their behalf.

Article 9: Before the election begins, the Chairperson shall appoint a certain number of scrutineers and ballot counters from among the shareholders to carry out relevant duties. The ballot box shall be prepared by the Board of Directors and publicly inspected by the scrutineers

before voting commences.

Article 10: A ballot shall be deemed invalid if any of the following conditions apply:

1. A ballot not prepared by the convening authority is used.
2. A blank ballot is cast into the ballot box.
3. The handwriting is unclear, making the ballot unrecognizable, or it has been altered.
4. The candidate listed on the ballot does not match the official list of director candidates.
5. Additional text is written on the ballot, except for the allocation of voting rights.

Article 11: After voting is completed, the ballots shall be counted immediately, and the Chairperson shall announce the results on the spot, including the list of elected directors and the number of votes each received.

The ballots from the election shall be sealed and signed by the scrutineers, properly stored, and retained for at least one year. However, if a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the final resolution of legal proceedings.

Article 12: The elected directors shall be issued a Notification of Successful Election by the Company's Board of Directors.

Article 13: This procedure shall become effective upon approval by the shareholders' meeting, and any amendments shall follow the same process.

### Shareholdings of All Directors

1. As of April 22, 2025, the book closure starting date, total shares issued are 42,985,000.
2. In accordance with Article 26 of Securities and Exchange Act, the minimum number of shares held by all directors shall be 3,600,000.
3. As the book closure starting date, the shareholdings of all directors recorded in the shareholder register is as follows :

Title	Name	Current shareholdings	
		Shares	Percentage (%)
Chairman	Chen, Jan-Ku	1,226,000	2.85
Director	Tseng, Wen-Liang	760,000	1.77
Director	Shihlin Electric & Engineering Corp. Representative : Chang, Chin-Wen	5,636,050	13.11
Director	Alex Chang	-	-
Director	Yung, Teh-Yuh	400,000	0.93
Director	Tseng, Chun Hung	867,000	2.02
Independent Director	Chen, Shih-Chien	-	-
Independent Director	Shih, Jung Shun	-	-
Independent Director	Hsu, Wan Hsin	-	-
Independent Director	Hsiao, Chin-Yi	-	-
Shareholdings of all directors		8,889,050	20.68