



Stock code:5263

Brogent Technologies Inc.

2025 Annual Meeting of Shareholders

Proceedings Manual

Date: Tuesday, June 10, 2025

Location: No. 9, Fuxing 4th Rd., Qianzhen District, Kaohsiung City, Taiwan
(Assembly Hall, Building A, Brogent Technologies)

Table of Contents

	<u>Page</u>
I.Meeting Procedures.....	1
II.Meeting Agenda.....	2
III.Reports.....	3
IV.Ratifications.....	7
V.Matters for Discussion.....	8
VI.Extempore motions.....	8
VII. Attachments	
(1).Business Report.....	9
(2).Audit Committee Audit Report.....	12
(3).Sound Operation Plans.....	13
(4).2024 CPA Audit Report and Financial Statements.....	15
(5).Comparison Table of Amended Articles of Incorporation.....	33
VIII. Appendixes	
(1).Articles of Incorporation.....	36
(2).Rules of Procedure for Shareholders Meetings.....	41
(3).Shareholding Status of Directors.....	50

Brogent Technologies Inc.
Proceedings of the 2025 Annual Meeting of Shareholders

- 1) Call to Order
- 2) Chairperson's Remarks
- 3) Reports
- 4) Ratifications
- 5) Matters for Discussion
- 6) Extempore Motions
- 7) Meeting Adjourned

Brogent Technologies Inc.

Agenda of the 2025 Annual Meeting of Shareholders

Meeting Type: Physical Shareholders' Meeting

Time: 9:00AM, Tuesday, June 10, 2025

Venue: No. 9, Fuxing 4th Road, Qianzhen District, Kaohsiung City (Assembly Hall,
Building A, Brogent Technologies)

- 1) Call to Order (respective holding of shareholders present announced)
- 2) Chairperson's Remarks
- 3) Reports
 - (1): 2024 Business Report.
 - (2): 2024 Audit Committee Audit Report.
 - (3): 2024 Employees and Directors' Distribution of Remunerations Report.
 - (4): 2024 Directors' Remuneration Report.
 - (5): To report the status of 2024 cash dividends of earnings distribution.
 - (6): To report the issuance status of convertible corporate bonds.
 - (7): To report the execution status of the business plan for improvement.
- 4) Ratifications
 - (1): 2024 Business Report and Financial Statements.
 - (2): 2024 Earnings Distribution Proposal.
- 5) Matters for Discussion
 - (1): Amendments to some provisions of Articles of Incorporation.
- 6) Extempore Motions
- 7) Meeting Adjourned

Reports

I: The 2024 Business Report is hereby submitted for review.

Explanation: Please refer to Attachment 1 on page 9-11 of the Manual for the Business Report.

II: The 2024 Audit Committee Audit Report is hereby submitted for review.

Explanation: Please refer to Attachment 2 on page 12 of the Manual for the Audit Committee Audit Report.

III: The 2024 Employees and Directors' Distribution of Remunerations Report is hereby submitted for review.

Explanation: Pursuant to Article 21 of the Company's Articles of Incorporation, if the Company makes a profit in the year, it should set aside 5% to 15% as employees' remuneration, and directors' remuneration should not exceed 2%. However, if the Company still has accumulated deficit, it should reserve the amount to make up for it in advance. The Company's pre-tax profit for the year 2024 (before deducting the profit distributed to employees and directors) is NT\$106,485,499. It plans to set aside NT\$5,748,377 for employees' remuneration and NT\$1,068,000 for directors' remuneration, accounting for 5.40% and 1.00% respectively. All remuneration will be paid in cash and in installments, and the payment time is authorized to be approved by the chairman.

IV: The 2024 Directors' Remuneration Report is hereby submitted for review.

Explanation: The Company's policy, standards and composition of remuneration for directors and independent directors, the process for determining remuneration and its relationship with operating performance and future risks:

1. Directors

The directors' remuneration is determined in accordance with the "Regulations for Directors and Managers' Remuneration Administration". Directors' remuneration includes transportation allowance and attendance fees for attending board meetings. Among them, pursuant to Article 21 of the Company's Articles of Incorporation, if the Company makes a profit in the year, it should set aside 5% to 15% as employees' remuneration, and directors' remuneration should not exceed 2%. However, if the Company still has accumulated deficit, it should reserve the amount to make up for it in advance. It is reviewed and approved by the Remuneration Committee and the Board of Directors. Independent directors do not participate in the distribution of directors' remuneration.

2. Independent Directors

The independent directors' remuneration is in accordance with the "Regulations for Directors and Managers' Remuneration Administration", receive a fixed monthly remuneration and transportation allowance and attendance fees for attending board meetings. Independent directors appointed by the board of directors as members of functional committees will receive additional committee remuneration, which will be reviewed and approved by the Remuneration Committee and the Board of Directors.

3. The details of individual remuneration of the Directors are as follows:

Unit: NT\$ 1,000

Title	Name	Remuneration								Ratio of Total Remuneration (A+B+C+D) to Net Income (%)		Relevant Remuneration Received by Directors Who are Also Employees								Ratio of Total Compensation (A+B+C+D+E+F+G) to Net Income (%)		Compensation Paid to Directors from an Invested Company Other than the Company's Subsidiary				
		Base Compensation (A)		Severance Pay (B)		Bonus to Directors (C)		Allowances (D)				Salary, Bonuses, and Allowances (E)		Severance Pay (F)		Profit Sharing- Employee Bonus (G)										
		brogent	All companies in the consolidated financial statements	brogent	Companies in the consolidated financial statements	brogent	Companies in the consolidated financial statements	brogent	Companies in the consolidated financial statements	brogent	Companies in the consolidated financial statements	brogent	Companies in the consolidated financial statements	brogent	Companies in the consolidated financial statements	Cash bonus	Stock bonus	Cash bonus	Stock bonus	brogent	Companies in the consolidated financial statements					
Chairman & CEO	Chih-Hung Ouyang	-	-	-	-	267	267	42	42	309	309	0.42	0.42	3,630	3,630	-	-	-	-	-	-	3,939	3,939	5.37	5.37	None.
Director	Chang Quan Investment Co. Ltd. Representative: Chih-Chuan Chen	-	-	-	-	267	267	30	30	297	297	0.40	0.40	-	-	-	-	-	-	-	-	297	297	0.40	0.40	None.
Director	Chin-Huo Huang	-	-	-	-	267	267	42	42	309	309	0.42	0.42	-	-	-	-	-	-	-	-	309	309	0.42	0.42	None.
Director	Largou mori Co. Ltd. Representative: Cheng Shen Hao	-	-	-	-	267	267	42	42	309	309	0.42	0.42	-	-	-	-	-	-	-	-	309	309	0.42	0.42	None.
Independent Director	Lewis Lee	744	744	-	-	-	-	192	192	936	936	1.28	1.28	-	-	-	-	-	-	-	-	936	936	1.28	1.28	None.
Independent Director	Chih-Poung Liou	744	744	-	-	-	-	192	192	936	936	1.28	1.28	-	-	-	-	-	-	-	-	936	936	1.28	1.28	None.
Independent Director	Jih-Ching Chiu	744	744	-	-	-	-	192	192	936	936	1.28	1.28	-	-	-	-	-	-	-	-	936	936	1.28	1.28	None.
Independent Director	Keng-Shin Lin	744	744	-	-	-	-	192	192	936	936	1.28	1.28	-	-	-	-	-	-	-	-	936	936	1.28	1.28	None.

*Besides disclosing above-mentioned, the Company directors received remunerations from providing services to all companies in the financial report (such as being a non-employee advisor and so on) : None.

V: The status of 2024 cash dividends of earnings distribution report is hereby submitted for review.

- Explanation: 1. The Company set aside cash dividends of NT\$63,502,279 from its distributable earnings in 2024. Based on the 70,558,088 shares outstanding, the cash dividend per share of earnings is NT\$0.9.
2. Cash dividend distribution is calculated by "rounding down to an integer". The total amount of fractional amounts less than NT\$1 is adjusted in order of decimal places from largest to smallest and account numbers from earliest to latest to meet the total cash dividend distribution amount.
3. In the future, if the number of outstanding shares is affected by changes in the Company's share capital or other reasons, resulting in a change in the shareholder dividend rate and the need for revision, the chairman will have full authority to handle it.

VI: To report the issuance status of convertible corporate bonds.

Explanation: The status of issuing convertible corporate bonds is as follows:

Type	Third domestic secured convertible bonds	Fourth domestic secured convertible bonds	Fifth domestic secured convertible bonds
Issue date	2020.10.12	2020.10.15	2024.3.4
Par value	NT\$100,000	NT\$100,000	NT\$100,000
Issue price	Issued by 101.64% of par value	Issued by par value	Issued by 114.83% of par value
Total value	NT\$700,000,000	NT\$500,000,000	NT\$800,000,000
Interest rate	0%	0%	0%
Expiration date	5 year Expiration date: Oct. 12,2025	4 year Expiration date: Oct. 15,2024	3 year Expiration date: Mar. 4,2027
Assurance institution	Shin Kong Bank Co., Ltd.	Shin Kong Bank Co., Ltd.	TAICHUNG COMMERCIAL BANK Co., Ltd.
Repayment	Except for the repayment by the company, sell of the bond holders or person who convert, when it comes to expiration, the company will repay per par value along with interest by cash.	Except for the repayment by the company, sell of the bond holders or person who convert, when it comes to expiration, the company will repay per par value along with interest by cash.	Except for the repayment by the company, sell of the bond holders or person who convert, when it comes to expiration, the company will repay by cash.
Outstanding principal	NT\$12,200,000	NT\$0	NT\$430,700,000
Till April 12, 2025 book closing date amount of the corporate bonds convertible into shares	Till April 12, 2025, amount of execution on conversion bonds: NT\$687,800,000; total (converted) common shares: 6,559,666	Till October 15, 2024, amount of execution on conversion bonds: NT\$499,400,000; total (converted) common shares: 4,709,385	Till April 12, 2025, amount of execution on conversion bonds: NT\$396,300,000; total (converted) common shares: 3,541,627
The possible dilution conditions and influence on shareholders' equity caused by the issuance and conversion and the terms of issuance	No great influences yet.	No great influences yet.	No great influences yet.

VII. To report the execution status of the business plan for improvement.

Explanation: 1. According to the Financial Supervisory Commission's letter No. 1120365441 dated January 16, 2024, the Company has applied for the execution status of the fifth domestic secured convertible corporate bonds issuance and sound operation plans. The implementation status should be reported to the board of directors for control on a quarterly basis, and a report to the shareholders' meeting should be submitted.

2. Please refer to Attachment 3 on page 13-14 of the Manual for the Sound Operation Plans.

Ratifications

Item 1: The 2024 Business Report and Financial Statements are hereby submitted for ratification. (Proposed by the Board of Directors)

Explanation: 1. The Company's 2024 Financial Statements has been audited by CPAs Chiu-Yen Wu and Li-Yuan Kuo of Deloitte & Touche. The Financial Statements and Business Report have been forwarded to the Audit Committee for review, and the written Audit Report is submitted for approval.

2. The Company's 2024 Business Report (please refer to Attachment 1 on page 9-11 of the Manual) and CPA Audit Report and Financial Statements (please refer to Attachment 4 on page 15-32 of the Manual).

3. The reports are hereby submitted for ratification.

Resolution:

Item 2: The 2024 Earnings Distribution Proposal is hereby submitted for ratification. (Proposed by the Board of Directors)

Explanation: 1. The Company's 2024 Earnings Distribution Proposal is as follows:

BROGENT TECHNOLOGIES INC.		
2024 Earnings Distribution Proposal		
UNIT : NT\$		
Item	Amount	
	Subtotal	Total
Beginning Retained Earnings		0
ADD(LESS):		
Net Income After Tax for the Period	73,402,941	
Distributable Earnings		73,402,941
LESS:		
Appropriation for Legal Reserve	(7,340,294)	
Items of Distribution:		
Cash Dividends (NT\$ 0.9 per share)	(63,502,279)	(70,842,573)
Retained Earnings at End of Period		2,560,368

Chairman: 

General Manager: 

Accounting Manager: 

2. The reports are hereby submitted for ratification.

Resolution:

Matters for Discussion

Item 1: The amendment of clauses of the “Articles of Incorporation” is hereby submitted for discussion. (Proposed by the Board of Directors)

Explanation: 1. Revised in accordance with amendment in laws and regulations, amendments for clauses of the Company's “Articles of Incorporation” are proposed.

2. Please refer to Attachment 5 on page 33-35 of the Manual for the Comparison Table of the "Articles of Incorporation" before and after revision.

3. Submitted for discussion.

Resolution:

Extempore motions

Meeting adjourned

Brogent Technologies Inc. Business Report

1) Operating Policies

The main business of our company includes software and hardware R&D and manufacturing, system integration, design planning and construction of immersive simulation rides, and digital content production. From single component system to complete projects, they are all within the scope of Brogent's services. After years of R&D experience, our company combines core technology with innovative 5D immersive simulation technology to create various new-generation media-based attractions. Our main business strategies are as follows:

- (1). Diversified product lines:
Increase the quantity of the products, and ensure the smooth transformation of technology into “products”.
- (2). Expansion of production capacity:
 - i) Theme parks have successively announced tens of billions of dollars investment plans, the Middle East is also actively investing in leisure and entertainment construction. In order to meet the market demand, Brogent build up new factory in Ciaotou Science Park to expand its scale. In the future, it will become a more advanced R&D manufacturing, production and testing site for large-scale entertainment construction to expand the large-scale high-end markets production capacity.
 - ii) Build up a complete supply chain team in China.
- (3). Improve financial and operational efficiency:
Implement results-oriented monitoring indicator to ensure financial and operational effectiveness.
- (4). Strengthen design and content output:
 - i) Expand “location shooting” and “animation production” databases.
 - ii) Apply AI technology and modularization to enhance quality and quantity of design and content output.

2) Business Plan Implementation Results

The Company's consolidated net operating revenue in 2024 amounted to NT\$1,391.843 million, an increase of approximately 61.34% from the net operating revenue of NT\$862.703 million in 2023. The Company's net profit in the current period amounted to NT\$73.402 million, an increase of 140.78% from the net loss of NT\$179.975 million in 2023.

3) Operating Income and Budget Execution

(1). Operating Income

The categories of consolidated operating revenue in 2024 included project revenue, service revenue, ticket revenue and other operations. The total amount was NT\$1,391.843 million, mainly due to the increase in projects and orders, and the growth in revenue.

(2). Operating Expenses

Total consolidated operating expenses in 2024 amounted to NT\$608.358 million, an increase of NT\$22.178 million from the NT\$586.180 million of 2023. The main reason is that the Company continues to invest resources in product marketing and

R&D product design to increase the market visibility of products and operational sites.

4) Profitability Analysis

The Company's net profit increased 140.78% compared with 2023, mainly due to the increase in new orders and the foreign exchange gain.

5) Research and Development

Our Company has continued R&D and integration for many years, and has continued to accumulate high-end core technologies of Motion Control. In the field of MBA (Media Base Attraction) product, we break through Disney's patent and create a top-level flying theater. It's not only the value of operational functions, but also the value of experiencing emotions, and even social value, thus establishing a leading position in the market. With technological advantages and market demand, Brogent continues to develop and expand product lines. The company ranges from high-end i-Ride, the middle-end m-Ride, to the cost-effective flying theater o-Ride; v-Ride series such as the medium sized entertainment system t-Ride, Balloon Ride; 8K 3D LED dome theaters with ultra-high image quality and 4K micro-LED small dome theaters. Last year, Brogent innovated the industry. We initiated barrier-free design and developed a dynamic experience platform for people with disabilities to take a ride. It also passed certification, which improved the facility's popularity and inclusiveness. Brogent continues to R&D and innovates various product lines to meet the needs and budgets of different customers and enhance market coverage.

With the rise of new technologies such as AI, 5G, and AIoT, Brogent has taken advantage of the situation to add new technologies to its immersive simulation ride products. It uses sensors installed on the ride and combines them with AI technology to upgrade the ride into smart amusement facilities. For example, in terms of passenger safety and monitoring, adding AI technology can analyze in real time whether tourists' seat belts are worn correctly or in unsafe postures, and automatically activate warnings. Another example is the use of AI to analyze tourists' reactions (such as facial expressions or voices) in real time. In addition to automatically adjusting the level of stimulation and creating an adaptive entertainment experience, it can also analyze the relationship between the plot of the film and the age of the passengers, and generate digital content in the future to add emotional value to the tourists' experience. Integrating AI technology can play very innovative and interactive functions in amusement ride, improving tourists' experience and increasing the added value of products.

In addition to obtaining users interaction data, the data collected by the sensors used on the ride records the operating status of the ride. It is integrated and analyzed through AI into useful information to assist owners in daily operations, logistical maintenance and repair, and create predictive maintenance services. This is also the main purpose of developing Genii software products. Traditional customer purchase records and data, that is, event data, gradually transform into interactive data to bring new services to customers.

In terms of digital content R&D, the company not only continues to expand digital content video production, but also introduces AI-driven content generation technology to improve the efficiency and quality of video production. At the same time, the company has invested in the R&D of animation processes of game engines, established

standard process specifications for Unreal Engine animation projects, and used AI automation tools to reduce production costs, improved output and operating efficiency, and further enhanced the competitive advantage of content.

Looking forward to the future, we will deeply integrate 5G, AI, AIoT, big data analysis and other technologies to continue to create diversified simulator rides and rich content databases, using technology to increase human immersive experience. In the future, the company will further promote innovative applications and educational entertainment, allowing experiencers to understand the natural scenery and cultural customs around the world. It conveys the sustainable value of environmental protection and caring for the earth, realizing the vision of advancing technology and humanities.

Chairman: 

General Manager: 

Accounting Manager: 

(Attachment 2)

**Brogent Technologies Inc.
Audit Committee Audit Report**

The Business Report, Financial Statements and Earnings Distribution Proposal of 2024 prepared by the Board of Directors have been audited and certified by Chiu-Yen Wu and Li-Yuan Kuo of Deloitte & Touche. After reviewing such documents, this Audit Committee found no nonconformity, in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act.

To

2025 Annual Shareholders Meeting of Brogent Technologies Inc.

Audit Committee Convener:



March 11, 2025

Brogent Technologies Inc.

Execution Status of the Fifth Domestic Secured Convertible Corporate Bonds Issuance and Sound Operation Plans

1) Operating Policies

The main business of our company includes software and hardware R&D and manufacturing, system integration, design planning and construction of immersive simulation rides, and digital content production. From single component system to complete projects, they are all within the scope of Brogent's services. After years of R&D experience, our company combines core technology with innovative 5D immersive simulation technology to create various new-generation media-based attractions. Our main business strategies are as follows:

(1). Diversified product lines:

Increase the quantity of the products, and ensure the smooth transformation of technology into “products”.

(2). Expansion of production capacity:

i) Theme parks have successively announced tens of billions of dollars investment plans, the Middle East is also actively investing in leisure and entertainment construction. In order to meet the market demand, Brogent build up new factory in Ciaotou Science Park to expand its scale. In the future, it will become a more advanced R&D manufacturing, production and testing site for large-scale entertainment construction to expand the large-scale high-end markets production capacity.

ii) Build up a complete supply chain team in China.

(3). Improve financial and operational efficiency:

Implement results-oriented monitoring indicator to ensure financial and operational effectiveness.

(4). Strengthen design and content output:

i) Expand “location shooting” and “animation production” databases.

ii) Apply AI technology and modularization to enhance quality and quantity of design and content output.

2) Reasons for profit in Year 2024

The categories of consolidated operating revenue in 2024 included project revenue, service revenue, ticket revenue and other operations. The total amount was NT\$1,391.843 million, an increase of approximately 61.34% from the net operating revenue of NT\$862.703 million in 2023, mainly due to the increase in projects and orders, and the growth in revenue.

3) Execution Status of Sound Operational Plans

The differences between the execution status of sound operation plans for the fourth quarter of year 2024 and the estimated figures given in the sound operation plan attached to the application submitted to the Securities and Futures Bureau in December 2023 for the issuance of the fifth domestic secured convertible corporate bonds are explained as follows:

Quarterly Profit and Loss Estimates for 2024

Unit: NT\$/thousand; %

Item	Quarter	Q4 (Actuals)	Q4 (Estimates)	Differences	
				Amount	Proportion
Operating Revenue		508,216	475,011	33,205	7%
Operating Costs		282,016	250,916	31,100	12%
Gross Profit		226,200	224,095	2,105	1%
Gross Profit Ratio (%)		44.51	47.18	-2.67	-6%
Operating Expenses		197,228	134,376	62,852	47%
Operating Expenses Ratio (%)		38.81	28.29	10.52	37%
Operating Net Income (Loss)		28,971	89,719	-60,748	-68%
Non-Operating Income and Expenses		43,848	3,943	39,905	1012%
Profit (Loss) Before Tax		72,820	93,662	-20,842	-22%

The fourth quarter of year 2024

The operating revenue and operating gross profit had reached the estimated amount, mainly due to the amount of the orders was close to the budget goal. The actual amount of the operating expense was higher than expectations, mainly due to expected credit losses, and the increase in the proportion of accounts receivable and contract assets. In terms of other income and expenses, foreign exchange gain were recognized NT\$25,291 thousand in the fourth quarter, mainly due to the exchange rate of the US dollar was 32.78 on December 31, 2024, which compared with the exchange rate of 31.65 on September 30, 2024, it had appreciated, causing foreign currency asset exceeded expectations. Although profit before tax isn't higher than expectations in the fourth quarter of year 2024, as orders are fulfilled, our profit will gradually stabilize.

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Brogent Technologies Inc.

Opinion

We have audited the accompanying consolidated financial statements of Brogent Technologies Inc. (the “Corporation”) and its subsidiaries (collectively referred to as the “Group”), which comprise the consolidated balance sheets as of December 31, 2024 and 2023, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the consolidated financial statements, including material accounting policy information (collectively referred to as the “consolidated financial statements”).

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2024 and 2023, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and enforced by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis 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 consolidated financial statements for the year ended December 31, 2024. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matter identified during the audit of the Group's consolidated financial statements for the year ended December 31, 2024 is stated as follows:

The recognition of project contract revenue

Project contract revenue is the main operating revenue of the Group. The Group recognizes revenue based on the stage of completion of performance obligations. Since the recognition of project contract revenue is calculated manually and involves material accounting estimates and judgments, the accuracy of project contract revenue was deemed to be a key audit matter.

Refer to Notes 4, 5 and 25 for accounting policy on project contract, accounting estimates and assumptions, and details of project revenue.

We performed the following key audit matter procedures:

1. We obtained an understanding of and tested the design and operating effectiveness of internal control for its accuracy in the recognition of project contract revenue, including the measurement of the percentage of completion.
2. We verified and recalculated, on a sampling basis, the accuracy of the percentage of completion, including the related supporting documents.
3. We recalculated the sampled project contract revenue measured by the percentage of completion and checked whether the revenue was recognized correctly.

Other Matter

We have also audited the parent company only financial statements of the Corporation as of and for the years ended December 31, 2024 and 2023, on which we have issued an unmodified opinion.

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

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

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

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

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended December 31, 2024 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audits resulting in this independent auditors' report are Chiu-Yen Wu and Li-Yuan Kuo.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 11, 2025

Notice to Readers

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

For the convenience of readers, the independent auditors' report and the accompanying consolidated financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and consolidated financial statements shall prevail.

Brogent Technologies Inc. and Subsidiaries

CONSOLIDATED BALANCE SHEETS DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

ASSETS	December 31, 2024		December 31, 2023	
	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalents (Notes 4 and 6)	\$ 761,952	14	\$ 839,730	17
Financial assets at fair value through profit or loss - current (Notes 4 and 7)	35,637	1	32	-
Financial assets at fair value through other comprehensive income - current (Notes 4 and 8)	72,400	1	64,300	1
Financial assets at amortized cost - current (Notes 4, 9 and 33)	145,815	3	148,010	3
Accounts receivable, net (Notes 4, 5 and 10)	594,794	11	638,706	13
Contract assets - current (Notes 4, 5 and 25)	1,065,990	20	954,078	19
Finance lease receivables, net (Notes 4 and 11)	2,981	-	1,851	-
Current tax assets (Notes 4 and 27)	2,241	-	1,659	-
Inventories (Notes 4 and 12)	239,150	4	251,618	5
Prepayments	54,292	1	77,832	1
Refundable deposits - current	3,897	-	5,567	-
Other current assets	29,482	-	19,017	-
Total current assets	3,008,631	55	3,002,400	59
NON-CURRENT ASSETS				
Financial assets at fair value through profit or loss - non-current (Notes 4 and 7)	489,580	9	409,515	8
Financial assets at fair value through other comprehensive income - non-current (Notes 4 and 8)	-	-	1,379	-
Financial assets at amortized cost - non-current (Notes 4, 9 and 33)	145,219	3	54,413	1
Investments accounted for using the equity method (Notes 4 and 14)	116,295	2	18,824	1
Property, plant and equipment (Notes 4, 15 and 33)	810,193	15	736,179	15
Right-of-use assets (Notes 4 and 16)	317,712	6	356,727	7
Intangible assets (Notes 4 and 17)	312,600	6	203,030	4
Deferred tax assets (Notes 4 and 27)	116,189	2	125,223	3
Refundable deposits	14,922	-	14,651	-
Long-term receivables (Note 10)	19,668	-	-	-
Long-term finance lease receivables (Notes 4 and 11)	20,360	-	15,117	-
Other non-current assets	77,523	2	112,935	2
Total non-current assets	2,440,261	45	2,047,993	41
TOTAL	\$ 5,448,892	100	\$ 5,050,393	100
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term borrowings (Note 18)	\$ 49,564	1	\$ 495,000	10
Notes payable (Note 20)	2,209	-	487	-
Accounts payable (Note 20)	47,155	1	55,272	1
Contract liabilities (Note 25)	81,693	2	134,490	3
Other payables (Notes 21 and 32)	121,967	2	88,914	2
Current tax liabilities (Notes 4 and 27)	3,716	-	877	-
Provisions - current (Note 4)	37,114	1	4,964	-
Lease liabilities - current (Notes 4 and 16)	67,102	1	64,323	1
Current portion of long-term borrowings (Note 18)	30,955	1	30,502	1
Current portion of bonds payable (Notes 4 and 19)	12,379	-	163,102	3
Other current liabilities	3,179	-	2,445	-
Total current liabilities	457,033	9	1,040,376	21
NON-CURRENT LIABILITIES				
Bonds payable (Notes 4 and 19)	383,932	7	79,014	2
Long-term borrowings (Note 18)	296,647	5	438,089	9
Provisions - non-current (Note 4)	1,000	-	1,000	-
Deferred tax liabilities (Notes 4 and 27)	26,362	1	13,003	-
Lease liabilities - non-current (Notes 4 and 16)	284,754	5	329,287	6
Guarantee deposits received	990	-	450	-
Total non-current liabilities	993,685	18	860,843	17
Total liabilities	1,450,718	27	1,901,219	38
EQUITY (Note 24)				
Share capital				
Ordinary shares	701,317	13	647,786	13
Advance receipts for ordinary share	4,264	-	571	-
Total share capital	705,581	13	648,357	13
Capital surplus	3,179,313	58	2,672,817	53
Retained earnings (deficit to be compensated)				
Unappropriated earnings (accumulated deficit)	73,402	1	(167,662)	(4)
Other equity	39,878	1	(4,338)	-
Total equity	3,998,174	73	3,149,174	62
TOTAL	\$ 5,448,892	100	\$ 5,050,393	100

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

Brogent Technologies Inc. and Subsidiaries

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars, Except Earnings (Loss) Per Share)

	2024		2023	
	Amount	%	Amount	%
NET OPERATING REVENUE (Notes 4, 5, 25 and 32)	\$ 1,391,843	100	\$ 862,703	100
OPERATING COSTS (Notes 12 and 26)	<u>794,314</u>	<u>57</u>	<u>500,891</u>	<u>58</u>
GROSS PROFIT	<u>597,529</u>	<u>43</u>	<u>361,812</u>	<u>42</u>
OPERATING EXPENSES (Notes 9, 25, 26 and 32)				
Selling and marketing expenses	120,245	9	110,134	13
General and administrative expenses	312,107	22	290,803	34
Research and development expenses	138,062	10	106,891	12
Expected credit loss	<u>37,944</u>	<u>3</u>	<u>78,352</u>	<u>9</u>
Total operating expenses	<u>608,358</u>	<u>44</u>	<u>586,180</u>	<u>68</u>
OPERATING LOSS	<u>(10,829)</u>	<u>(1)</u>	<u>(224,368)</u>	<u>(26)</u>
NON-OPERATING INCOME AND EXPENSES (Note 26)				
Interest income	10,946	1	13,762	1
Other income	17,055	1	7,851	1
Other gains and losses	131,450	9	10,474	1
Finance costs	(32,681)	(2)	(27,294)	(3)
Share of profit or loss of associates accounted for using the equity method	<u>(14,309)</u>	<u>(1)</u>	<u>(2,708)</u>	<u>-</u>
Total non-operating income and expenses	<u>112,461</u>	<u>8</u>	<u>2,085</u>	<u>-</u>
PROFIT (LOSS) BEFORE INCOME TAX	101,632	7	(222,283)	(26)
INCOME TAX (EXPENSE) BENEFIT (Notes 4 and 27)	<u>(28,230)</u>	<u>(2)</u>	<u>42,308</u>	<u>5</u>
NET PROFIT (LOSS) FOR THE YEAR	<u>73,402</u>	<u>5</u>	<u>(179,975)</u>	<u>(21)</u>
OTHER COMPREHENSIVE INCOME (LOSS) (Notes 22 and 24)				
Items that will not be reclassified subsequently to profit or loss:				
Unrealized gains (losses) on investments in equity instruments at fair value through other comprehensive income	6,693	-	(4,536)	(1)
Items that may be reclassified subsequently to profit or loss:				

(Continued)

Brogent Technologies Inc. and Subsidiaries

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars, Except Earnings (Loss) Per Share)

	2024		2023	
	Amount	%	Amount	%
Exchange differences on translation of the financial statements of foreign operations	\$ 37,782	3	\$ (12,217)	(1)
Share of the other comprehensive loss of associates accounted for using the equity method	<u>(259)</u>	<u>-</u>	<u>(163)</u>	<u>-</u>
Other comprehensive income (loss) for the year, net of income tax	<u>44,216</u>	<u>3</u>	<u>(16,916)</u>	<u>(2)</u>
TOTAL COMPREHENSIVE INCOME (LOSS) FOR THE YEAR	<u>\$ 117,618</u>	<u>8</u>	<u>\$ (196,891)</u>	<u>(23)</u>
NET PROFIT (LOSS) ATTRIBUTABLE TO:				
Owners of the Corporation	\$ 73,402	5	\$ (179,764)	(21)
Non-controlling interests	<u>-</u>	<u>-</u>	<u>(211)</u>	<u>-</u>
	<u>\$ 73,402</u>	<u>5</u>	<u>\$ (179,975)</u>	<u>(21)</u>
TOTAL COMPREHENSIVE INCOME (LOSS) ATTRIBUTABLE TO:				
Owners of the Corporation	\$ 117,618	8	\$ (196,662)	(23)
Non-controlling interests	<u>-</u>	<u>-</u>	<u>(229)</u>	<u>-</u>
	<u>\$ 117,618</u>	<u>8</u>	<u>\$ (196,891)</u>	<u>(23)</u>
EARNINGS (LOSS) PER SHARE (NT\$; Note 28)				
Basic	<u>\$ 1.10</u>		<u>\$ (2.79)</u>	
Diluted	<u>\$ 1.10</u>		<u>\$ (2.79)</u>	

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

(Concluded)

Brogent Technologies Inc. and Subsidiaries

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

	Equity Attributable to Owners of the Corporation											
	Retained Earnings (Deficit to be Compensated)						Other Equity			Non-controlling Interests	Total Equity	
	Ordinary Shares	Advance Receipts for Ordinary Share	Capital Surplus	Legal Reserve	Special Reserve	Unappropriated Earnings (Accumulated Deficit)	Exchange Differences on Translation of Foreign Operations	Unrealized Gain or loss On financial Assets at FVTOCI	Total			Total
BALANCE AT JANUARY 1, 2023	\$ 614,431	\$ 10,743	\$ 2,648,189	\$ 127,421	\$ 14,857	\$ (243,005)	\$ (8,516)	\$ 30,000	\$ 21,484	\$ 3,194,120	\$ 253	\$ 3,194,373
Offset of the deficit of 2022 (Note 24)	-	-	-	(127,421)	-	127,421	-	-	-	-	-	-
Legal reserve used to offset accumulated deficits	-	-	-	-	(14,857)	14,857	-	-	-	-	-	-
Reversal of special reserve	-	-	-	(127,421)	(14,857)	142,278	-	-	-	-	-	-
Capital surplus used to offset accumulated deficits (Note 24)	-	-	(100,727)	-	-	100,727	-	-	-	-	-	-
Cash dividends from capital surplus (Note 24)	-	-	(93,776)	-	-	-	-	-	(93,776)	-	-	(93,776)
Net loss in 2023	-	-	-	-	-	(179,764)	-	-	-	(179,764)	(211)	(179,975)
Other comprehensive loss in 2023, net of income tax	-	-	-	-	-	-	(12,362)	(4,536)	(16,898)	(16,898)	(18)	(16,916)
Total comprehensive loss in 2023	-	-	-	-	-	(179,764)	(12,362)	(4,536)	(16,898)	(196,662)	(229)	(196,891)
Disposal of investments in equity instruments designated as at fair value through other comprehensive income	-	-	-	-	-	12,102	-	(12,102)	(12,102)	-	-	-
Convertible bonds converted to ordinary shares (Note 19)	33,355	(10,172)	219,131	-	-	-	-	-	-	242,314	-	242,314
Disposal of subsidiaries (Note 13)	-	-	-	-	-	-	3,178	-	3,178	3,178	(24)	3,154
BALANCE AT DECEMBER 31, 2023	647,786	571	2,672,817	-	-	(167,662)	(17,700)	13,362	(4,338)	3,149,174	-	3,149,174
Equity component of convertible bonds (Note 19)	-	-	152,711	-	-	-	-	-	-	152,711	-	152,711
Capital surplus used to offset accumulated deficits (Note 24)	-	-	(167,662)	-	-	167,662	-	-	-	-	-	-
Cash dividends from capital surplus (Note 24)	-	-	(34,350)	-	-	-	-	-	-	(34,350)	-	(34,350)
Net profit in 2024	-	-	-	-	-	73,402	-	-	-	73,402	-	73,402
Other comprehensive income in 2024, net of income tax	-	-	-	-	-	-	37,523	6,693	44,216	44,216	-	44,216
Total comprehensive income in 2024	-	-	-	-	-	73,402	37,523	6,693	44,216	117,618	-	117,618
Convertible bonds converted to ordinary shares (Note 19)	53,531	3,693	547,020	-	-	-	-	-	-	604,244	-	604,244
Share-based payment (Note 29)	-	-	8,777	-	-	-	-	-	-	8,777	-	8,777
BALANCE AT DECEMBER 31, 2024	\$ 701,317	\$ 4,264	\$ 3,179,313	\$ -	\$ -	\$ 73,402	\$ 19,823	\$ 20,055	\$ 39,878	\$ 3,998,174	\$ -	\$ 3,998,174

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

Brogent Technologies Inc. and Subsidiaries

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit (loss) before income tax	\$ 101,632	\$ (222,283)
Adjustments for:		
Income and expenses		
Depreciation expense	152,776	146,702
Amortization expense	44,400	31,324
Expected credit loss	37,944	78,352
Net loss (gain) on fair value changes of financial assets at fair value through profit or loss	(17,867)	1,956
Finance cost	32,681	27,294
Interest income	(10,946)	(13,762)
Dividend income	(2,500)	(4,000)
Share-based payment of compensation costs	8,777	-
Share of profit or loss of associates accounted for using the equity method	14,309	2,708
Loss on disposal of subsidiaries	-	3,178
Gain on disposal of investments accounted for using the equity method	-	(2,276)
Loss on inventories	2,523	4,524
Loss (gain) on foreign currency exchange	(5,928)	2,742
Gain on right-of-use assets sublease	(8,728)	(12,402)
Changes in operating assets and liabilities		
Financial assets mandatorily classified as at fair value through profit or loss	(32,044)	124,420
Accounts receivable	12,285	(428,258)
Contract assets	(138,214)	330,811
Inventories	9,945	55,208
Prepayments	23,540	(14,130)
Other current assets	(11,199)	15,012
Notes payable	1,722	(11,285)
Accounts payable	(8,117)	(55,377)
Contract liabilities	(52,797)	66,267
Other payables	27,137	1,075
Provisions	32,150	(3,656)
Other current liabilities	734	(745)
Cash generated from operations	214,215	123,399
Income tax paid	(3,582)	(8,733)
Net cash generated from operating activities	<u>210,633</u>	<u>114,666</u>
CASH FLOWS USED IN INVESTING ACTIVITIES		
Proceeds from disposal of financial assets at fair value through other comprehensive income	637	61,465
Purchase of financial assets at amortized cost	(414,455)	(133,446)
Proceeds from disposal of financial assets at amortized cost	331,669	130,073

(Continued)

Brogent Technologies Inc. and Subsidiaries

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

	2024	2023
Purchase of financial instruments at fair value through profit or loss	\$ (45,509)	\$ (43,258)
Acquisition of investments accounted for using the equity method	(112,038)	(20,000)
Payments for property, plant and equipment	(164,463)	(68,856)
Decrease (increase) in refundable deposits	1,388	(704)
Acquisition of intangible assets	(116,372)	(86,518)
Decrease in long-term lease receivables	2,927	917
Interest received	10,952	13,762
Dividends received	<u>2,500</u>	<u>4,000</u>
Net cash used in investing activities	<u>(502,764)</u>	<u>(142,565)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase (decrease) in short-term borrowings	(445,296)	173,160
Proceeds from issuance of convertible bonds	899,786	-
Repayment of issuance of convertible bonds	(600)	-
Proceeds from long-term borrowings	289,400	300,000
Repayment of long-term borrowings	(430,389)	(149,002)
Repayment of the principal portion of lease liabilities	(55,899)	(53,418)
Increase in guarantee deposits received	540	450
Cash dividends from capital surplus	(34,350)	(93,776)
Interest paid	(19,380)	(23,196)
Change in non-controlling interests	<u>-</u>	<u>(24)</u>
Net cash generated from financing activities	<u>203,812</u>	<u>154,194</u>
EFFECT OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH AND CASH EQUIVALENTS HELD IN FOREIGN CURRENCIES		
	<u>10,541</u>	<u>(8,301)</u>
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	(77,778)	117,994
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	<u>839,730</u>	<u>721,736</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>\$ 761,952</u>	<u>\$ 839,730</u>

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

(Concluded)

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Brogent Technologies Inc.

Opinion

We have audited the accompanying parent company only financial statements of Brogent Technologies Inc. (the "Corporation"), which comprise the parent company only balance sheets as of December 31, 2024 and 2023, and the parent company only statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the parent company only financial statements, including material accounting policy information (collectively referred to as the "financial statements").

In our opinion, the accompanying parent company only financial statements present fairly, in all material respects, the parent company only financial position of the Corporation as of December 31, 2024 and 2023, and its parent company only financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers..

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements section of our report. We are independent of the Corporation 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 parent company only financial statements for the year ended December 31, 2024. These matters were addressed in the context of our audit of the parent company only financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matter identified during the audit of the Corporation's parent company only financial statements for the year ended December 31, 2024 is stated as follows:

The recognition of project contract revenue

Project contract revenue is the main operating revenue of the Corporation. The Corporation recognizes revenue based on the stage of completion of performance obligations. Since the recognition of project contract revenue is calculated manually and involves material accounting estimates and judgments, the accuracy of project contract revenue was deemed to be a key audit matter.

Refer to Notes 4, 5 and 23 for accounting policy on project contract, accounting estimates and assumptions, and details of project revenue.

We performed the following key audit matter procedures:

1. We obtained an understanding of and tested the design and operating effectiveness of the internal control relevant to the accuracy of recognition of the project contract revenue, including the measurement of the percentage of completion.
2. We verified and recalculated, on a sampling basis, the accuracy of the percentage of completion, including the related supporting documents.
3. We recalculated the sampled project contract revenue measured by the percentage of completion and checked whether it was recognized correctly.

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

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

In preparing the parent company only financial statements, management is responsible for assessing the Corporation'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 Corporation 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 Corporation's financial reporting process.

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

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

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

1. Identify and assess the risks of material misstatement of the parent company only financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Corporation'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 Corporation's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the parent company only financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report.

However, future events or conditions may cause the Corporation to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the parent company only financial statements, including the disclosures, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of entities or business activities within the Corporation to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision, and performance of the audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the parent company only financial statements for the year ended December 31, 2024 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audits resulting in this independent auditors' report are Chiu-Yen Wu and Li-Yuan Kuo.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 11, 2025

Notice to Readers

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

For the convenience of readers, the independent auditors' report and the accompanying parent company only financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and parent company only financial statements shall prevail.

Brogent Technologies Inc.

PARENT COMPANY ONLY BALANCE SHEETS

DECEMBER 31, 2024 AND 2023

(In Thousands of New Taiwan Dollars)

ASSETS	December 31, 2024		December 31, 2023	
	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalents (Notes 4 and 6)	\$ 375,747	7	\$ 621,181	13
Financial assets at fair value through profit or loss - current (Notes 4 and 7)	35,637	1	32	-
Financial assets at fair value through other comprehensive income - current (Notes 4 and 8)	72,400	1	64,300	2
Financial assets at amortized cost - current (Notes 4, 9 and 31)	140,982	3	145,601	3
Accounts receivable, net (Notes 4, 5 and 10)	160,290	3	157,265	3
Accounts receivable - related parties (Notes 4, 10 and 30)	160,867	3	245,160	5
Contract assets - current (Notes 4, 5 and 23)	1,210,804	23	940,357	20
Other receivables (Note 4)	12,710	-	1,407	-
Other receivables - related parties (Note 30)	5,187	-	8,026	-
Current tax assets (Notes 4 and 25)	963	-	1,516	-
Inventories (Notes 4 and 11)	233,151	5	245,558	5
Prepayments	41,653	1	64,010	1
Refundable deposits - current	3,897	-	5,567	-
Other current assets	11,139	-	12,187	-
Total current assets	<u>2,465,427</u>	<u>47</u>	<u>2,512,167</u>	<u>52</u>
NON-CURRENT ASSETS				
Financial assets at amortized cost - non-current (Notes 4, 9 and 31)	111,069	2	20,403	1
Investments accounted for using the equity method (Notes 4 and 12)	1,238,588	24	995,205	21
Property, plant and equipment (Notes 4, 13 and 31)	802,250	15	725,253	15
Right-of-use assets (Notes 4 and 14)	215,102	4	238,203	5
Intangible assets (Notes 4 and 15)	200,060	4	76,768	2
Deferred tax assets (Notes 4 and 25)	99,356	2	105,374	2
Refundable deposits	8,102	-	7,820	-
Long-term receivables (Notes 4, 5 and 10)	19,668	-	-	-
Other non-current assets	72,856	2	108,175	2
Total non-current assets	<u>2,767,051</u>	<u>53</u>	<u>2,277,201</u>	<u>48</u>
TOTAL	<u>\$ 5,232,478</u>	<u>100</u>	<u>\$ 4,789,368</u>	<u>100</u>
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term borrowings (Note 16)	\$ -	-	\$ 430,000	9
Notes payable (Note 18)	2,209	-	487	-
Accounts payable (Note 18)	46,057	1	54,064	1
Accounts payable - related parties (Note 30)	79	-	921	-
Contract liabilities (Note 23)	92,422	2	145,626	3
Other payables (Notes 19 and 30)	110,377	2	80,852	2
Current tax liabilities	3,716	-	-	-
Provisions - current (Note 4)	37,114	1	4,964	-
Lease liabilities - current (Notes 4 and 14)	27,685	1	27,071	1
Current portion of long-term borrowings (Note 16)	15,473	-	15,203	-
Current portion of bonds payable (Notes 4 and 17)	12,379	-	163,102	3
Other current liabilities	2,945	-	2,249	-
Total current liabilities	<u>350,456</u>	<u>7</u>	<u>924,539</u>	<u>19</u>
NON-CURRENT LIABILITIES				
Bonds payable (Notes 4 and 17)	383,932	7	79,014	2
Long-term borrowings (Note 16)	288,344	6	414,367	9
Deferred tax liabilities (Notes 4 and 25)	14,413	-	-	-
Lease liabilities - non-current (Notes 4 and 14)	197,159	4	222,274	4
Total non-current liabilities	<u>883,848</u>	<u>17</u>	<u>715,655</u>	<u>15</u>
Total liabilities	<u>1,234,304</u>	<u>24</u>	<u>1,640,194</u>	<u>34</u>
EQUITY (Note 22)				
Share capital				
Ordinary shares	701,317	13	647,786	14
Advance receipts for ordinary share	4,264	-	571	-
Total share capital	<u>705,581</u>	<u>13</u>	<u>648,357</u>	<u>14</u>
Capital surplus	3,179,313	61	2,672,817	56
Retained earnings (deficit to be compensated)				
Unappropriated earnings (accumulated deficit)	73,402	1	(167,662)	(4)
Total retained earnings (deficit to be compensated)	<u>73,402</u>	<u>1</u>	<u>(167,662)</u>	<u>(4)</u>
Other equity	39,878	1	(4,338)	-
Total equity	<u>3,998,174</u>	<u>76</u>	<u>3,149,174</u>	<u>66</u>
TOTAL	<u>\$ 5,232,478</u>	<u>100</u>	<u>\$ 4,789,368</u>	<u>100</u>

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

Brogent Technologies Inc.

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars, Except Earnings (Loss) Per Share)

	2024		2023	
	Amount	%	Amount	%
NET OPERATING REVENUE (Notes 4, 5, 23 and 30)	\$ 1,302,159	100	\$ 847,582	100
OPERATING COSTS (Notes 11, 24 and 30)	<u>703,948</u>	<u>54</u>	<u>501,088</u>	<u>59</u>
GROSS PROFIT	<u>598,211</u>	<u>46</u>	<u>346,494</u>	<u>41</u>
OPERATING EXPENSES (Notes 10, 23, 24 and 30)				
Selling and marketing expenses	107,264	8	88,571	10
General and administrative expenses	289,155	22	262,968	31
Research and development expenses	138,062	11	106,891	13
Expected credit loss	<u>32,341</u>	<u>2</u>	<u>77,047</u>	<u>9</u>
Total operating expenses	<u>566,822</u>	<u>43</u>	<u>535,477</u>	<u>63</u>
OPERATING PROFIT (LOSS)	<u>31,389</u>	<u>3</u>	<u>(188,983)</u>	<u>(22)</u>
NON-OPERATING INCOME AND EXPENSES (Notes 24 and 30)				
Interest income	8,955	1	12,341	2
Other income	16,599	1	5,629	1
Other gains and losses	111,011	8	7,053	1
Finance costs	(27,083)	(2)	(21,595)	(3)
Share of profit or loss of subsidiaries and associates accounted for using the equity method	<u>(41,203)</u>	<u>(3)</u>	<u>(22,587)</u>	<u>(3)</u>
Total non-operating income and expenses	<u>68,279</u>	<u>5</u>	<u>(19,159)</u>	<u>(2)</u>
PROFIT (LOSS) BEFORE INCOME TAX	99,668	8	(208,142)	(24)
INCOME TAX BENEFIT (EXPENSE) (Notes 4 and 25)	<u>(26,266)</u>	<u>(2)</u>	<u>28,378</u>	<u>3</u>
NET PROFIT (LOSS) FOR THE YEAR	<u>73,402</u>	<u>6</u>	<u>(179,764)</u>	<u>(21)</u>
OTHER COMPREHENSIVE INCOME (LOSS) (Note 22)				
Items that will not be reclassified subsequently to profit or loss:				
Unrealized gains (losses) on investments in equity instruments at fair value through other comprehensive income	8,100	-	(3,598)	(1)

(Continued)

Brogent Technologies Inc.

**PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars, Except Earnings (Loss) Per Share)**

	2024		2023	
	Amount	%	Amount	%
Share of other comprehensive income of subsidiaries and associates accounted for using the equity method	\$ (1,407)	-	\$ (938)	-
Items that may be reclassified subsequently to profit or loss:				
Share of other comprehensive income (loss) of subsidiaries and associates accounted for using the equity method	<u>37,523</u>	<u>3</u>	<u>(12,362)</u>	<u>(1)</u>
Other comprehensive income (loss) for the year, net of income tax	<u>44,216</u>	<u>3</u>	<u>(16,898)</u>	<u>(2)</u>
TOTAL COMPREHENSIVE INCOME (LOSS) FOR THE YEAR	<u>\$ 117,618</u>	<u>9</u>	<u>\$ (196,662)</u>	<u>(23)</u>
EARNINGS (LOSS) PER SHARE (NT\$; Note 26)				
Basic	<u>\$ 1.10</u>		<u>\$ (2.79)</u>	
Diluted	<u>\$ 1.10</u>		<u>\$ (2.79)</u>	

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

Brogent Technologies Inc.

PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

	Ordinary shares	Advance Receipts for Ordinary Share	Capital Surplus	Retained Earnings (Deficit to be Compensated)			Exchange Differences on Translation of Foreign Operations	Other Equity		Total Equity
				Legal Reserve	Special Reserve	Unappropriated Earnings (Accumulated Deficit)		Unrealized Gain or loss On financial Assets at FVTOCI	Total	
BALANCE AT JANUARY 1, 2023	\$ 614,431	\$ 10,743	\$ 2,648,189	\$ 127,421	\$ 14,857	\$ (243,005)	\$ (8,516)	\$ 30,000	\$ 21,484	\$ 3,194,120
Offset the deficit of 2022 (Note 22)										
Legal reserve used to offset accumulated deficits	-	-	-	(127,421)	-	127,421	-	-	-	-
Reversal of special reserve	-	-	-	-	(14,857)	14,857	-	-	-	-
	-	-	-	(127,421)	(14,857)	142,278	-	-	-	-
Capital surplus used to offset accumulated deficits (Note 22)	-	-	(100,727)	-	-	100,727	-	-	-	-
Cash dividends from capital surplus (Note 22)	-	-	(93,776)	-	-	-	-	-	-	(93,776)
Net loss in 2023	-	-	-	-	-	(179,764)	-	-	-	(179,764)
Other comprehensive loss in 2023, net of income tax	-	-	-	-	-	-	(12,362)	(4,536)	(16,898)	(16,898)
Total comprehensive loss in 2023	-	-	-	-	-	(179,764)	(12,362)	(4,536)	(16,898)	(196,662)
Disposal of investments in equity instruments designated as at fair value through other comprehensive income	-	-	-	-	-	12,102	-	(12,102)	(12,102)	-
Convertible bonds converted to ordinary shares (Note 17)	33,355	(10,172)	219,131	-	-	-	-	-	-	242,314
Disposal of subsidiaries	-	-	-	-	-	-	3,178	-	3,178	3,178
BALANCE AT DECEMBER 31, 2023	647,786	571	2,672,817	-	-	(167,662)	(17,700)	13,362	(4,338)	3,149,174
Equity component of convertible bonds (Note 17)	-	-	152,711	-	-	-	-	-	-	152,711
Capital surplus used to offset accumulated deficits (Note 22)	-	-	(167,662)	-	-	167,662	-	-	-	-
Cash dividends from capital surplus (Note 22)	-	-	(34,350)	-	-	-	-	-	-	(34,350)
Net profit in 2024	-	-	-	-	-	73,402	-	-	-	73,402
Other comprehensive income in 2024, net of income tax	-	-	-	-	-	-	37,523	6,693	44,216	44,216
Total comprehensive income in 2024	-	-	-	-	-	73,402	37,523	6,693	44,216	117,618
Convertible bonds converted to ordinary shares (Note 17)	53,531	3,693	547,020	-	-	-	-	-	-	604,244
Share-based payment (Note 27)	-	-	8,777	-	-	-	-	-	-	8,777
BALANCE AT DECEMBER 31, 2024	\$ 701,317	\$ 4,264	\$ 3,179,313	\$ -	\$ -	\$ 73,402	\$ 19,823	\$ 20,055	\$ 39,878	\$ 3,998,174

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

Brogent Technologies Inc.

PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit (loss) before income tax	\$ 99,668	\$ (208,142)
Adjustments for:		
Income and expenses		
Depreciation expense	123,889	119,586
Amortization expense	25,483	16,916
Expected credit loss	32,341	77,047
Net gain on fair value changes of financial assets at fair value through profit or loss	(5,670)	(6,437)
Finance cost	27,083	21,595
Interest income	(8,955)	(12,341)
Dividend income	(2,500)	(4,000)
Share-based payment compensation costs	8,577	-
Share of profit or loss of subsidiaries and associates accounted for using the equity method	41,203	22,587
Net loss (gain) on foreign currency exchange	(5,469)	4,082
Loss on inventories	2,849	4,244
Changes in operating assets and liabilities		
Financial assets mandatorily classified as at fair value through profit or loss	(32,044)	92,812
Accounts receivable	(29,227)	(1,608)
Accounts receivable - related parties	84,293	(132,156)
Contract assets	(296,163)	(2,423)
Other receivables	(12,037)	10,234
Other receivables - related parties	2,839	12,573
Inventories	9,558	57,790
Prepayments	22,357	(6,753)
Other current assets	1,048	(1,736)
Notes payable	1,722	(11,285)
Accounts payable	(8,007)	(46,348)
Accounts payable - related parties	(842)	921
Contract liabilities	(53,204)	66,303
Other payables	23,567	58
Provisions	32,150	(3,656)
Other current liabilities	696	(14)
Cash generated from operations	85,205	69,849
Income tax paid	(1,566)	(1,827)
Net cash generated from operating activities	<u>83,639</u>	<u>68,022</u>
CASH FLOWS USED IN INVESTING ACTIVITIES		
Proceeds from disposal of financial assets at fair value through other comprehensive income	637	61,465
Acquisition of financial assets at amortized cost	(410,487)	(133,396)
Proceeds from disposal of financial assets at amortized cost	329,909	91,673

(Continued)

Brogent Technologies Inc.

PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

	2024	2023
Acquisition of investments accounted for using the equity method	\$ -	\$ (20,000)
Payments for property, plant and equipment	(167,660)	(61,353)
Acquisition of intangible assets	(113,259)	(85,187)
Decrease (increase) in refundable deposits	1,388	(483)
Decrease in other receivables from related parties	-	58,344
Interest received	8,961	12,465
Dividends received	<u>2,500</u>	<u>4,000</u>
Net cash used in investing activities	<u>(348,011)</u>	<u>(72,472)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase (decrease) in short-term borrowings	(430,000)	200,000
Proceeds from issuance of convertible bonds	899,786	-
Repayment of convertible bonds	(600)	-
Proceeds from long-term borrowings	289,400	300,000
Repayment of long-term borrowings	(415,153)	(114,911)
Repayment of the principal portion of lease liabilities	(28,080)	(27,270)
Cash dividends from capital surplus	(34,350)	(93,776)
Acquisition of additional interests in subsidiaries	(248,270)	(64,660)
Interests paid	<u>(13,795)</u>	<u>(17,450)</u>
Net cash generated from financing activities	<u>18,938</u>	<u>181,933</u>
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	(245,434)	177,483
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	<u>621,181</u>	<u>443,698</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>\$ 375,747</u>	<u>\$ 621,181</u>

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

(Concluded)

Brogent Technologies Inc.
Comparison Table of Amended Articles of Incorporation

Article Number	Articles before amendment	Articles after amendment	Explanation
Article 14	<p>The Company shall have seven to nine Directors, who are elected during shareholders' meetings from among persons of adequate capacity to each serve a term of three years. Their terms of service may be renewed if they are re-elected in the following election. The total amount of shares held by all Directors of the Company shall be determined in accordance with regulations of the competent authority responsible for securities.</p> <p>The aforementioned Directors shall consist of at least three Independent Directors. A candidate nomination system shall be adopted in the election and the Independent Directors shall be elected by the shareholders meeting from the list of candidates. Method of nomination shall be governed by the Article 192-1 of the Company Act.</p> <p>The audit committee shall be composed of all independent directors consist of no less than three independent directors, one of whom shall be the convener. The Company may purchase liability insurance for the Directors during their term of office based on the compensation liabilities associated with their respective business accountabilities. The Board of Directors is authorized to determine the insurance coverage based on industry practices and standards.</p>	<p>The Company shall have seven to nine Directors, who are elected during shareholders' meetings from among persons of adequate capacity to each serve a term of three years. Their terms of service may be renewed if they are re-elected in the following election. The total amount of shares held by all Directors of the Company shall be determined in accordance with regulations of the competent authority responsible for securities.</p> <p>The aforementioned Directors shall consist of at least three Independent Directors, <u>and the number shall not be less than one-third of the board seats.</u> A candidate nomination system shall be adopted in the election and the Independent Directors shall be elected by the shareholders meeting from the list of candidates. Method of nomination shall be governed by the Article 192-1 of the Company Act.</p> <p>The audit committee shall be composed of all independent directors consist of no less than three independent directors, one of whom shall be the convener. The Company may purchase liability insurance for the Directors during their term of office based on the compensation liabilities associated with their respective business accountabilities. The Board of Directors is authorized to determine the insurance coverage based on industry practices and standards.</p>	<p>Pursuant to Article 4 of “Taipei Exchange Directions for Compliance Requirements for the Appointment and Exercise of Powers of the Boards of Directors of TPEX Listed Companies”, a TPEX listed company shall have independent directors numbering not less than one-third of the board seats starting from 2027.</p>
Article 18-1	Directors of the Company who	Directors of the Company who	The Audit

Article Number	Articles before amendment	Articles after amendment	Explanation
	occupy job positions within the Company shall be entitled to monthly salaries in accordance with salary standards of regular managerial staff in addition to the Director or Supervisor remuneration specified in Article 21 of the Articles of Incorporation.	occupy job positions within the Company shall be entitled to monthly salaries in accordance with salary standards of regular managerial staff in addition to the Director remuneration specified in Article 21 of the Articles of Incorporation.	Committee has replaced the Supervisor's authority, so the word " Supervisor " has been deleted.
Article 21	In the event the Company makes a profit during the fiscal year, it shall set aside five (5) to fifteen (15) percent of the profits for employee remuneration. The remuneration for Directors shall be no higher than two percent. However, priority shall be given to funds reserved for compensation of the Company's cumulative losses, if any. The employee remuneration specified in the preceding paragraph may be distributed by parent-sub subsidiary mutually in shares or cash and the recipients may include employees of subordinate companies or controlling companies meeting certain criteria and allocation method, which the Board of Directors shall be authorized to determine at its discretion. Before establishment of an audit committee, distribution ratio of remuneration of supervisors is based on preceding paragraph.	In the event the Company makes a profit during the fiscal year, it shall set aside five (5) to fifteen (15) percent of the profits for employee remuneration. The remuneration for Directors shall be no higher than two percent. However, priority shall be given to funds reserved for compensation of the Company's cumulative losses, if any. <u>Of the employee remuneration amount, no less than 50% should be set aside for distribution of remuneration to grassroots employees.</u> The employee remuneration specified in the preceding paragraph may be distributed by parent-sub subsidiary mutually in shares or cash and the recipients may include employees of subordinate companies or controlling companies meeting certain criteria and allocation method, which the Board of Directors shall be authorized to determine at its discretion.	1. Amended in accordance with Paragraph 6 of Article 14 of Securities and Exchange Act. 2. Adjust the text according to the current situation.

Article Number	Articles before amendment	Articles after amendment	Explanation
Article 25	<p>The Articles of Incorporation were established on October 22, 2001. Omitted. The twentieth amendment was made on May 28, 2020. The twenty-first amendment was made on May 27, 2022.</p>	<p>The Articles of Incorporation were established on October 22, 2001. Omitted. The twentieth amendment was made on May 28, 2020. The twenty-first amendment was made on May 27, 2022. <u>The twenty-second amendment was made on June 10, 2025.</u></p>	<p>Add the revision date and number.</p>

**Brogent Technologies Inc.
Articles of Incorporation**

Chapter 1 General Provisions

Article 1: The Company is constituted in accordance with the Company Act, and shall be known as Brogent Technologies Inc.

Article 2: The business scope of the Company is as follows:

1. F218010 Information software retailer.
2. F219010 Electronic material retailer.
3. E605010 Computer installation.
4. F118010 Information software wholesaler.
5. F119010 Electronic material wholesaler.
6. I301010 Information software service.
7. I301020 Information processing service.
8. I301030 Electronic information supply service.
9. J601010 Arts service.
10. I401010 General advertising service.
11. J305010 Sound publishing.
12. J602010 Arts performance activity.
13. E603050 Automated control equipment engineering.
14. E604010 Machinery installation.
15. F109070 Wholesale of cultural education, musical instrument, and educational entertainment necessities.
16. F113010 Machinery wholesaler.
17. F113050 Computer and business machinery wholesaler.
18. F209060 Retailer of cultural education, musical instrument, and educational entertainment necessities.
19. F213010 Electronic retailer.
20. F213030 Computer and business machinery retailer.
21. F401010 International trade.
22. F601010 Intellectual property rights service.
23. I501010 Product design service.
24. I503010 Landscape and interior design.
25. F213080 Machinery retailer.
26. F213990 Other machinery retailer.
27. J701040 Leisure activity venue service.
28. J701070 Information leisure service.
29. JB01010 Conference and exhibition service.
30. JE01010 Leasing service.
31. ZZ99999 All businesses not prohibited or restricted by law, except those subject to special approval.

Article 3: The Company may, based on business requirements and the reciprocity principle, provide guarantees to external parties which shall be processed in accordance with the Company's External Commitment Management Regulations.

Article 4: The Company's total reinvestment amount may exceed forty percent (40%) of the net value of the most recent financial statements and the Board of Directors shall be authorized for its implementation.

Article 5: The Company is headquartered in Kaohsiung City. Where necessary the

Company may establish branch companies domestically or overseas, subject to the resolution by the Board of Directors meeting

Article 6: The Company's public notices shall be made pursuant to Article 28 of the Company Act.

Chapter 2 Shares

Article 7: The Company's total capital has been set at Nine Hundred Million New Taiwan Dollars (NT\$ 900,000,000), issuable in ninety million (90,000,000) shares at ten dollars (NT\$10) per share. The Board of Directors is authorized to conduct issuance in installments.

An additional NT\$20 million from the capital amount specified in Paragraph 1 shall be reserved for the issuance of employee stock options issuable in two million (2,000,000) shares at ten dollars (NT\$10) per share. The Board of Directors is authorized to conduct issuance in installments.

Article 7-1: Transfer of shares to employees at prices below the market price or the Company's average purchase price can be made subject to the resolution of the most recent shareholders' meeting. The passage of such resolution requires the presence of shareholders representing more than half of all outstanding shares and a favorable vote by more than two-thirds of votes present in the meeting.

Article 8: The Company's stocks shall be registered, and affixed with signature or seal of the director representing a company. The stock shall be issued following certification by the bank which is competent to certify stock under the law, and are not required to be printed. The Company, however, should contact the securities depository and custodian institution for registration of the share certificates.

Article 8-1: The bought back shares to be transferred by the Company, employee stock option, restricted employee stock, and the new shares reserved for employees subscription in the Company's share offering include employees of subsidiaries of the Company meeting certain specific qualifications and the Board or the person duly designated by the Board is authorized to decide such qualifications and allocation.

Article 9: The entries in the List of Shareholders shall not be altered within the period specified in Article 165 of the Company Act. The Company shall administer all stock-related operations in accordance with the Company act and the "Regulations Governing the Handling of Stock Administration of Shareholder Services of Public Companies" promulgated by the competent authority.

Chapter 3 Shareholders' meeting

Article 10: The Company holds annual and extraordinary shareholders' meetings. Annual shareholders' meetings shall be convened on a yearly basis and within six months after the end of each fiscal year, and extraordinary meetings shall be convened when necessary in accordance with the law. Unless otherwise stipulated in laws and regulations, the shareholders' meeting shall be convened by the Board of Directors. The notices for the shareholders' meeting prescribed in the preceding Paragraph may be distributed in electronic form, subject to agreement by the recipient thereof.

When the shareholders' meeting is held, it may be held by video conference or other methods announced by the central competent authority.

Article 11: If a shareholder is unable to attend the shareholders' meeting in person, a proxy can be appointed by presenting a properly signed/sealed proxy form printed in

the Company's prescribed format, while specifying the scope of delegated authority. Shareholders may appoint proxies according to Article 177 of the Company Act and the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies" stipulated by the competent authority.

Article 12: Each shareholder of the Company shall be entitled to one vote for each share. No voting power shall be granted, however, to shareholders of the Company with shares prescribed in Article 179 of the Company Act and relevant laws and regulations.

Article 13: Unless otherwise stipulated in the Company Act, any resolutions in a shareholders' meeting should be approved by a majority vote at a meeting attended by shareholders representing at least one half of total outstanding shares.

Article 13-1: A proposal to cancel the public issuance of the Company's shares after the public offering shall be filed for a resolution in the shareholders' meeting. The clause shall remain unaltered throughout the listing period on the TPEX trading of Emerging Stock trading and Securities Listings.

Chapter 4 Directors and Audit Committee

Article 14: The Company shall have seven to nine Directors, who are elected during shareholders' meetings from among persons of adequate capacity to each serve a term of three years. Their terms of service may be renewed if they are re-elected in the following election. The total amount of shares held by all Directors of the Company shall be determined in accordance with regulations of the competent authority responsible for securities.

The aforementioned Directors shall consist of at least three Independent Directors. A candidate nomination system shall be adopted in the election and the Independent Directors shall be elected by the shareholders meeting from the list of candidates. Method of nomination shall be governed by the Article 192-1 of the Company Act.

The audit committee shall be composed of all independent directors consist of no less than three independent directors, one of whom shall be the convener.

The Company may purchase liability insurance for the Directors during their term of office based on the compensation liabilities associated with their respective business accountabilities. The Board of Directors is authorized to determine the insurance coverage based on industry practices and standards.

Article 14-1: The Company's Directors are elected using the single cumulative voting method. Every share is vested with voting rights that is equivalent to the number of Directors to be elected. The votes can be concentrated on one candidate or distributed among several candidates. Candidates with the highest numbers of votes are elected Directors.

Article 15: The Board of Directors shall be comprised of the Directors of the Company. The chairman of the Board shall be elected by and among the directors by a majority of directors present at a meeting attended by more than two-thirds of directors. As necessary, a vice chairman may be elected by and among the directors in the same manner. The chairman of the Board shall represent the Company externally.

Article 16: When the Chairperson is on leave or unable to exercise his/her official functions for any specific reason, an acting Chairperson shall be designated in accordance with Article 208 of the Company Act.

Article 16-1: Notices for Board of Directors meetings shall be distributed to the Directors at least seven days before the meeting. The purpose of the meeting shall be

clearly stated in the notice. However, a Board of Directors meeting may be convened at any time in the event of an emergency. The notice for meetings may be communicated through written, fax, email, or other methods.

Article 17: Unless otherwise regulated by the Company Act, Board of Directors resolutions are passed when there are more than half of all Directors present in a meeting and with more than half of present Directors voting in favor. If a Director is unable to attend the Board of Directors meeting in person, the Director may delegate one of the other Directors as a proxy in accordance with the law. The Director shall in each instance issue a written proxy stating the scope of authorization with respect to the purpose for the meeting. Any proxy prescribed in the preceding Paragraph, however, shall only represent one Director in the meeting. In case a meeting of the Board of Directors is proceeded via visual communication network, the Directors taking part in such a visual communication meeting shall be deemed to have attended the meeting in person.

Article 18: All Directors shall be entitled to remuneration for their execution of duties regardless of profits or losses. The Board of Directors is authorized to determine remuneration after considering their contribution to the Company and the industry's prevailing rates.

Article 18-1: Directors of the Company who occupy job positions within the Company shall be entitled to monthly salaries in accordance with salary standards of regular managerial staff in addition to the Director or Supervisor remuneration specified in Article 21 of the Articles of Incorporation.

Chapter 5 Managerial officer

Article 19: The Company may appoint managerial staff. The appointment, dismissal and compensation of such managerial staff shall be governed by Article 29 of the Company Act.

Chapter 6 Accounting

Article 20: The Company's accounting period begins from January 1 and ends on December 31 of each year. At the end of each fiscal year, the Board of Directors of the Company shall, in accordance with relevant laws and regulations, prepare and submit (1) a Business Report (2) Financial Statements (3) Proposals on distribution of earnings or compensation of deficits, etc. to the shareholders at the ordinary meeting of shareholders for their acceptance in accordance with the legal procedures.

Article 21: In the event the Company makes a profit during the fiscal year, it shall set aside five (5) to fifteen (15) percent of the profits for employee remuneration. The remuneration for Directors shall be no higher than two percent. However, priority shall be given to funds reserved for compensation of the Company's cumulative losses, if any. The employee remuneration specified in the preceding paragraph may be distributed by parent-subsidiary mutually in shares or cash and the recipients may include employees of subordinate companies or controlling companies meeting certain criteria and allocation method, which the Board of Directors shall be authorized to determine at its discretion. Before establishment of an audit committee, distribution ratio of remuneration of supervisors is based on preceding paragraph.

Article 22: Final annual net profit of the Company, if any, shall firstly be allocated for paying

business tax and compensating the deficit of previous years. After adding the items other than the net profit after tax of the current period into the undistributed earnings of the current year. Ten percent of the remaining profit shall be allocated as legal reserve. The remaining profit, along with the accumulated undistributed earnings for the previous year, shall be booked as the accumulated distributable earnings; however, restrictions shall not apply if the amount of allocated legal reserve has reached the total capital of the Company. The cumulative distributable profits, with the exception of special reserve to be allocated or reversed as required by laws or regulations of the competent authority, may be considered for retention in accordance with business requirements. The remaining sum shall be used for the distribution of dividends and if funds still remain, a resolution may be passed in the shareholder meeting for the distribution of shareholder bonus.

The company authorizes the board of directors with the attendance of more than two-thirds of the directors and the resolution of a majority of the directors present to distribute all or a part of dividends and bonuses, capital surplus or legal reserve in cash, and report to the shareholders meeting. The aforementioned provisions that should be resolved by the shareholders' meeting do not apply.

Article 23: The Company is situated in a changing industrial environment, wherein the corporate life cycle is at a stable growth stage. Considering the Company's capital requirement for continuous expansion and business operations, as well as long-term financial planning to satisfy shareholders needs for cash flow, the Company's dividend policy was formulated based on the residual dividend policy in the relevant laws and regulations of the Company Act. Future capital requirements are measured according to the future capital budget plan of the Company; capital required for earnings financing shall be retained, and the remaining earnings shall be distributed by way of cash or stock dividend. Particularly, cash dividend may not be less than 10% of total dividends.

Chapter 7 Addendum

Article 24: Any matters not addressed in the Articles of Incorporation shall be governed by the Company Act and relevant laws and regulations.

Article 25: The Articles of Incorporation were established on October 22, 2001.

The first amendment was made on July 5, 2002.

The second amendment was made on August 23, 2003.

The third amendment was made on June 27, 2004.

The fourth amendment was made on March 25, 2005.

The fifth amendment was made on September 29, 2005.

The sixth amendment was made on June 30, 2006.

The seventh amendment was made on June 30, 2008.

The eighth amendment was made on February 9, 2010.

The ninth amendment was made on May 31, 2011.

The tenth amendment was made on July 8, 2011.

The eleventh amendment was made on November 23, 2011.

The twelfth amendment was made on June 27, 2012.

The thirteenth amendment was made on June 19, 2013.

The fourteenth amendment was made on June 11, 2014.

The fifteenth amendment was made on May 20, 2015.

The sixteenth amendment was made on May 31, 2016.

The seventeenth amendment was made on May 31, 2017

The eighteenth amendment was made on May 29, 2018

The nineteenth amendment was made on May 29, 2019

The twentieth amendment was made on May 28, 2020.

The twenty-first amendment was made on May 27, 2022.

Brogent Technologies Inc.
Rules of Procedure for Shareholders Meetings

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 Procedure for Shareholders Meetings of the Company, except as otherwise provided by law, regulation, or the Articles of Incorporation, shall be as provided in these Rules.

The shareholder referred to in the Rules shall mean the shareholder or the proxy appointed by the shareholder to attend meetings on his/her behalf.

Article 3 Unless otherwise provided by law or regulation, the Company's shareholders meetings shall be convened by the Board of Directors.

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) at least 30 days before the date of an annual shareholders meeting or at least 15 days before the date of an extraordinary shareholders meeting. The Company shall prepare electronic versions of the shareholders meeting agenda and supplemental meeting materials and upload them to the MOPS at least 21 days before the date of the annual shareholders meeting or at least 15 days before the date of the extraordinary shareholders meeting. In addition, at least 15 days before the date of the shareholders meeting, the Company shall also have prepared the shareholders meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby as well as being distributed on-site at the meeting place. 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. Matters pertaining to election or discharge of directors, alteration of 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, dissolution, merger, spin-off, or any matters as set forth in Paragraph I, Article 185 hereof shall be itemized in

the causes or subjects to be described and the essential contents shall be explained in the notice to convene a meeting of shareholders, and shall not be brought up as extemporaneous motions; the essential contents may be posted on the website designated by the competent authority in charge of securities affairs or the company, and such website shall be indicated in the above notice. All directors of a company are re-elected and its start date is defined in the notice of reasons for the shareholders meeting and shall not be brought up again as extemporaneous motions or in any matters after re-election. Shareholder(s) holding one percent (1%) or more of the total number of outstanding shares of the Company may submit a written proposal for discussion at an annual shareholders' meeting. Such proposals, however, are limited to one item only, and no proposal containing more than one item will be included in the meeting agenda; however, a shareholder proposal proposed for urging a company to promote public interests or fulfill its social responsibilities may still be included in the list of proposals to be discussed at a regular meeting of shareholders by the board of directors. In addition, when the circumstances of any Subparagraph of Article 172-1, Paragraph 4 of the Company Act apply to a proposal submitted by a shareholder, the Board of Directors may exclude it from the agenda.

Prior to the book closure date before a regular shareholders meeting is held, the Company shall publicly announce that it will receive shareholder proposals in writing or by way of electronic transmission, and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days. Shareholder-submitted proposals are limited to 300 words, and no proposal containing more than 300 words will be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the annual shareholders meeting and take part in discussion of the proposal. 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. At the shareholders meeting the Board of Directors shall explain the reasons for exclusion of any shareholder proposals not included in the agenda.

Article 4 If a shareholder is unable to attend the shareholders' meeting in person, a proxy can be appointed by completing the Company's proxy form and by specifying the scope of delegated authority.

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 at least 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. After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written

notice of proxy cancellation shall be submitted to the Company at least 2 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 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 9AM and no later than 3PM.

Article 6 The Company shall specify in its shareholders meeting notices the time during which shareholder attendance registrations will be accepted, the place to register for attendance, and other matters of attention.

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 shall be assigned to handle the registrations.

Shareholders and their proxies (collectively, "shareholders") shall attend shareholders meetings upon presentation of attendance passes, registration cards, or other proof of attendance. Solicitors soliciting proxy forms shall also bring personal identification documents for verification.

The Company shall furnish the attending shareholders with an attendance book to sign, or attending shareholders may hand in a registration card in lieu of signing in.

The Company shall furnish attending shareholders with the proceedings manual, annual report, attendance pass, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors, pre-printed ballots shall also be furnished.

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.

Article 7 Shareholders' meetings that are convened by the Board of Directors shall be chaired by the Chairperson. If the Chairperson is unable to perform such duties due to leave of absence or any reason, the Vice Chairperson shall act on the Chairperson's behalf. If the Vice Chairperson is also unavailable, the Chairperson may appoint the Managing Director to act on behalf. If the Company does not have a Managing Director, one of the Directors shall be appointed to act on behalf; where no delegate has been appointed, the Managing Director or the one appointed among the remaining Director shall act on the Chairperson's behalf.

When a Managing Director or a Director serves as chair, as referred to in the preceding paragraph, the Managing Director or Director shall be one who has

held that position for six 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 chair.

It is advisable that shareholders meetings convened by the Board of Directors be attended by a majority of the Directors.

For shareholders' meetings convened by any authorized party other than the Board of Directors, the convener will act as the meeting Chairperson. If there are two or more conveners at the same time, one shall be appointed among themselves to chair the meeting.

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 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.

The recorded audio-visual materials of the preceding paragraph shall be retained for at least 1 year. However, if a shareholder makes a litigious claim against the Company according to Article 189 of the Company Act, the abovementioned documents must be retained until the end of the litigation.

Article 9 Attendance at shareholders meetings 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 registration cards handed in plus the number of shares whose voting rights are exercised by correspondence or electronically.

The chair shall call the meeting to order at the appointed meeting time. 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 1 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.

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 1 month.

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

Article 10 If a shareholders meeting is convened by the Board of Directors, the meeting agenda shall be set by the Board of Directors. With regard to the voting procedure of resolution of each proposal (including extempore motions), it shall be pass the resolution on a one agenda by one agenda basis. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting. 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. The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extempore 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.

The chair shall allow ample opportunity during the meeting for explanation and discussion of proposals and of amendments or extempore 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 arrange sufficient and appropriate time for voting.

Article 11 Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance pass number), and account name. The order in which shareholders speak will be set by the chair.

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.

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.

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.

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.

After an attending shareholder has spoken, the chair may respond in person or

direct relevant personnel to respond.

Article 12 Voting at a shareholders meeting shall be calculated based the number of shares.

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.

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.

With the exception of trust enterprises and certain share administration agencies approved by the competent authority, a proxy may not represent more than 3% of total voting rights when representing two or more shareholders at a time. Voting rights that exceed this threshold shall be excluded.

Article 13 Shareholders 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. When the Company holds a shareholders meeting, it may allow the shareholders to exercise voting rights by correspondence or electronic means. 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 extempore motions and amendments to original proposals of that meeting; it is therefore advisable that the Company avoid the submission of extempore motions and amendments to original proposals. 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 at least 2 days before the date of the shareholders meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent. 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, 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, at least 2 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.

Except as otherwise provided in the Company Act and in the Company's Articles of Incorporation, the resolution of a proposal shall require an affirmative majority of the voting rights represented by 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.

With the exception of proposals listed on the agenda, other proposals submitted by shareholders or the amended or alternative versions of the original proposal shall require endorsement of other shareholders. The shares represented by the person submitting the proposal and the shareholders that endorsed the proposal is required to exceed one percent (1%) of all voting rights of issued shares. In case there are any amendments or alternative solutions for the same proposal, the chair shall combine these amendments/alternative solutions with the original proposal and decide their priority for voting. In case one of these cases has already been resolved, the other cases shall be considered rejected. No further voting shall be required. The chair shall appoint personnel to monitor or count the votes. The individuals monitoring the votes, however, shall be the 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.

Article 14 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. 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 1 year. However, if a shareholder makes a litigious claim against the Company according to Article 189 of the Company Act, the abovementioned documents must be retained until the end of the litigation.

Article 15 Matters relating to the resolutions of a shareholders meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20

days after the conclusion of the meeting.

The meeting minutes may be produced and distributed in electronic form. The Company may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the MOPS.

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. When there is an election of directors, the each candidate votes shall be disclosed. The meeting minutes and each candidate votes shall be retained for the duration of the existence of the Company.

A proposal passed via the resolution method in the preceding paragraph shall be recorded as "passed unanimously after the chair inquires the all shareholders in attendance" after the chair has inquired all attending shareholders and no shareholders have voiced an objection; however, if a shareholder voiced an objection to the proposal, the method of voting, the approval voting rights, and the voting rights ratio shall be recorded.

Article 16 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 and the number of shares represented by proxies, and shall make an express disclosure of the same at the place of the shareholders meeting.

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) regulations, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.

Article 17 Staff handling administrative affairs of a shareholders meeting shall wear identification cards or arm bands.

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."

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.

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 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.

If the meeting venue is no longer available for continued use and not all of the items (including extempore motions) on the meeting agenda have been addressed, the shareholders meeting may adopt a resolution to resume the meeting at another venue.

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 These Rules, and any amendments hereto, shall be implemented after adoption by shareholders meetings.

The first amendment was made on May 28 2020.

(Appendix 3)

Brogent Technologies Inc.
Shareholding Status of Directors

- 1) The Company's paid-in capital is NT\$705,580,880 a total number of 70,558,088 shares have been issued.
- 2) According to Article 26 of the Securities and Exchange Act, the total amount of shares held by the entire body of Directors or Supervisors shall not be less than the following number of shares: 5,644,647 shares.
According to Article 2 of the "Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies," if a public company has elected two or more Independent Directors, the share ownership figures calculated at the rates set forth in the preceding paragraph for all Directors other than the Independent Directors and shall be decreased by 20 percent.
- 3) The shares held by individual shareholders, and all Directors as of the book closure date of this shareholders' meeting (April 12, 2025) are shown in the table below. The number of shares has reached the amount required by the Securities and Exchange Act.

Title	Name	Date elected	Term (Year)	Number of shares held as recorded in the list of shareholders on the book closure date	
				Shares	Percentage of currently issued shares (%)
Chairperson	Chih-Hung Ouyang	2023.05.31	3	3,907,191	5.54
Director	Changchun Investment Co., Ltd. Representative Chih-Chuan Chen	2023.05.31	3	2,150,271	3.05
Director	Chin-Huo Huang	2023.05.31	3	1,149,442	1.63
Director	LARGOU MORI CO., LTD. Representative Shen-Hao Cheng	2023.05.31	3	1,883,929	2.67
Independent Director	Lewis Lee	2023.05.31	3	0	0.00
Independent Director	Chih-Poung Liou	2023.05.31	3	0	0.00
Independent Director	Jih-Ching Chiu	2023.05.31	3	0	0.00
Independent Director	Keng-Shin Lin	2023.05.31	3	0	0.00
Shareholdings of all directors				9,090,833	12.88