Stock code：3057

Promise Technology,Inc.

Handbook for the 2026

Annual Meeting of shareholder

Meeting Time: JUNE 29, 2026, (Monday) 09:00 a.m.
PLACE：No. 1, Industrial East 2nd Road, Hsinchu Science Park (Newton Hall, 2nd Floor, Science and Technology Life Museum)
Meeting type：Physical shareholders' meeting
The original of this handbook is written in Chinese language. If there is any discrepancy between the Chinese version and this English translation, the Chinese version shall prevail.

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Promise Technology,Inc.

Year 2026 Agenda of Annual Meeting of Shareholders

Time： June 29, 2026, (Monday) 09:00 a.m.

Place：No. 1, Industrial East 2nd Road, Hsinchu Science Park (Newton Hall, 2nd Floor, Science and Technology Life Museum)。

I. Calling the meeting to order：

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VII. Other Proposal(s)：

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VIII. Extemporary Motions：

IX. Adjournment

Report item(s)

No. 1 : 2025 Business Report

Business Report

Thank you for attending our 2026 Annual General Meeting. We would like to express our sincere gratitude for your continued support in 2025. The following is a report on our business results for the fiscal year 2025 and our operational outlook for 2026.

I. Financial Performance Analysis

Financial Item	2025	2024
Financial Structure		
Debt-to-Asset Ratio (%)	37.38	42.16
Long-term Capital to Fixed Assets Ratio (%)	3684.91	745.67
Solvency		
Current Ratio (%)	264.12	222.07
Quick Ratio (%)	146.22	122.93
Interest Coverage Ratio (times)	0	0
Profitability		
Return on Assets (ROA) (%)	-5.2	-13.17
Return on Equity (ROE) (%)	-9.28	-22.83
Net Profit Margin (%)	-9.14	-26.6
Basic Earnings Per Share (NTD)	-0.88	-2.52

II. 2025 Research and Development Achievements

Year	Research and development results
2025	**AI Innovations:** Launched the BoosTrak AI storage and server systems, powered by AIBoost technology. **Storage System Upgrades:** Introduced the all-new Pegasus5 storage systems. **Video Surveillance Solutions:** • Vess A8110 integrated with Vess R3600 and Genetec Security Center. • Vess A8600 optimized for Bosch BVMS, suitable for large-scale centralized deployment. **High-Performance Computing:** Launched the VTrak 8206d AFA (All-Flash Array), featuring low latency and ultra-high performance.

III.2026 Operational Outlook and Strategy

1. Market Opportunities

We aim to capitalize on the explosive global growth in AI model computation and demand for processing power. By leveraging our 38-year core expertise in storage technology, we will launch "AI-Driven Innovative Storage Solutions" to secure a competitive edge in a rapidly evolving market.

2. Operational Transformation Strategy

- **Market Positioning:** Beyond our existing customer base, we are actively developing AI data center requirements for global academic, research, and national institutions.
- **Technological R&D:** Adopting a modular architectural design and integrating AI elements into storage technology to shorten the development cycle for new products.
- **Production Strategy:** Moving towards outsourced manufacturing to optimize our cost structure, allowing us to concentrate corporate resources on marketing, product definition, and core technology R&D.
- **Vision:** In response to the AI technological revolution, we are transforming our traditional business logic to reshape our competitiveness and reclaim our leadership position.

3. Key Execution Priorities

- **Strengthening Marketing:** Implementing precision market development plans and enhancing the execution capabilities of our sales teams for project deployment.
- **Accelerating R&D:** Utilizing AI-assisted development tools to ensure our product innovation keeps pace with market demands.
- **Optimizing Operational Efficiency:** Enhancing management control, establishing periodic efficiency assessment mechanisms, and conducting competency redevelopment training for middle and senior management.

Over the past 38 years, Promise Technology has remained dedicated to the field of data storage. We are committed to developing new products focused on "high performance and low power consumption" while concurrently integrating resources to streamline our organization and reduce expenses. By executing these priorities, we aim to achieve **profitability in 2026**, laying a solid foundation for sustainable growth and leading Promise Technology back to glory.

We wish you good health and great fortune.

Chairman: Lee,Jyh-En President: Lee,Jyh-En Accounting Supervisor: Chen Ro-Ha

No. 2: Audit Committee’s Review Report

Promise Technology,Inc.

Audit Committee audits the report

2025 financial statements (January 1, 2025 to December 31, 2025) of Promise Technology, Inc. are prepared by the board of directors, Pursuant to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, we hereby submit this review reportfor your consideration.

Submit to

2026 Annual Meeting of Shareholders, Promise Technology, Inc.

Promise Technology,Inc.
Chairman of the Audit Committee: Lu,Hong-Sheng

March 12, 2026

No.3 Report on the Company's 2025 Shareholders' Meeting Resolution on the Han-dling of Private Equity Cases

Description:

1. The private placement of securities was approved by the Shareholders' Meeting on May 26, 2025, to be executed in one or multiple installments (up to three) within one year from the date of the resolution. On March 12, 2026, the Board of Directors resolved to approve the list of subscribers, subscription amounts, and the pricing date for the 2025 private placement of common shares. The actual number of shares subscribed was 7,539,000 shares, with a total private placement amount of NT$101,474,000. The remaining balance of 2,716,000 shares will not be issued.

2. The aforementioned private placement of common shares was officially registered with the Hsinchu Science Park Bureau, National Science and Technology Council, on March 27, 2026, per Letter No. #1150008987.

No.4 Report on the Implementation of the Company's Capital Reduction and Improved Operations Plan

Description: As stipulated in the approval letter (Ref. No. Tai-Zheng-Shang-Yi-Zi 1141802952) issued by the Taiwan Stock Exchange (TWSE) on July 16, 2025, the report is as follows:

1. Pursuant to the resolution of the Shareholders' Meeting on May 26, 2025, to proceed with capital reduction to offset accumulated deficits, and as approved/effective under the TWSE letter dated July 16, 2025 (Ref. No. 1141802952), the Company is required to report the execution status of its "Operation Improvement Plan" to the Shareholders' Meeting.
2. The execution status is summarized in the table below:

(Unit: NT$ Thousand)

Item	Plan Projection	2025 Actual Results	Variance	Achievement Rate (%)
Operating Revenue	683,363	583,850	(99,514)	85%
Gross Profit	234,162	193,106	(41,056)	82%
Operating Expenses	309,727	327,475	17,748	-
Operating Income (Loss)	(75,566)	(134,369)	(58,803)	-
Net Income (Loss) for the Period	5,193	(53,368)	(58,561)	-

Revenue Performance: In the second half of 2025, revenue growth momentum was hindered by the tariff policies and export controls implemented by the Trump administration, coupled with shortages and significant price surges in critical components such as HDDs, SSDs, and memory. Consequently, full-year revenue remained flat compared to the previous year, failing to meet the original growth target of 20%.

Profitability Analysis: Prior to the recognition of inventory valuation losses, the gross margin for the year remained robust, exceeding expectations at 37%. However, due to market volatility in the second half of the year, an inventory write-down of NT$24 million was recognized for the year, resulting in an adjusted final gross margin of 33%, which is slightly below the target.

Operating Expenses: Operating expenses for the year increased compared to previous years due to short-term restructuring costs and human capital investments associated with the ongoing organizational transformation and talent optimization programs.

Ratification Item(s)

No.1（Proposed by the Board）

Proposal：Adoption of the 2025 Business Report and Financial Statements

Explanation：

1. The Company's 2025 annual financial statements were approved by the Board of Directors on March 12, 2026, and the audit report with unqualified opinions was issued after the verification of two accountants, LIN,HSIN-TUNG and TSAI,MEI-CHEN, of Deloitte Touche Tohmatsu Limited.
2. 2025 Business Report and Financial Statements have been reviewed by the Audit Committee, and approved by the board of directors. For the related Business Report and Financial Statements, please refer to Handbook page 3 and Attachments 3.

Resolution:

No.2（Proposed by the Board）

Proposal：Adoption of the Proposal for 2024 Deficit Compensation。

Explanation：

Please refer to the 2025 Deficit Compensation Statement as follows：

Promise Technology,Inc.
Deficit Compensation Statement
2025 / 12 / 31

Items	Unit: NTD
Unappropriated retained earnings (or accumulated deficit) of prior years	(323,529,393)
+：Capital reduction to offset losses	323,529,390
+：net profit (loss) after tax in 2025	(53,368,117)
uarial (profit) losses are in�cluded in undistributed earnings	1,944,065
Deficit yet to be compensated – at the end of 2025	(51,424,055)
Deficit yet to be compensated	($51,424,055)

Chairman: Lee,Jyh-En　　President: Lee,Jyh-En　　Accounting Supervisor: Chen Ro-Ha

Discussion Items
Item 1: Proposal for Private Placement of Securities

Proposal：Proposal for Company's Private Equity Securities Issuance. Please proceed to discuss
Explanation：

(I) In order to seek opportunities for technical cooperation or strategic alliances with domestic and foreign manufacturers or customers, and to repay bank loans and at the same time enrich working capital to meet future operating needs, the company intends to consider market conditions and the needs of the company through private placement. Issuing ordinary shares to introduce insiders or related company directors, managers, strategic investors, etc., can identify with the company's business philosophy and can directly or indirectly help the company's future business strategic planning, and can assist the company to strengthen management and expand business For resources, The private placement quota is expected to be 10,179 thousand shares, which is approximately 15% of the total number of issued shares (which is determined based on the current stock price before the capital reduction, and the capital reduction is subject to adjustment according to the capital reduction ratio)；in accordance with the provisions of Article 43-6 of the Securities and Exchange Act, it is proposed to submit a resolution to the regular meeting of shareholders for approval, starting from the date of the resolution of the regular meeting of shareholders Once a year or in installments (no more than three times).

(II) According to Article 43-6 of the Securities and Exchange Act, the matters to be explained in private placement are as follows：

1.Basis and rationality for setting the private placement price:

A.The price of ordinary shares in this private placement shall be determined at no less than 80% of the higher of the following two benchmarks:

(a) Choose one of 1, 3, or 5 business days before the pricing date to calculate the simple arithmetic average of the closing prices of ordinary shares after deducting the ex-rights and dividends of gratuitous allotment of shares, and adding back the stock price after deducting the rights of ex-rights for capital reduction.

(b) The simple arithmetic average of the closing prices of ordinary shares in the 30 business days before the pricing date, deducting the ex-rights and dividends of gratuitous allotment of shares, and adding back the stock price after deducting the ex-rights of capital reduction and anti-exemption rights.

B.The actual pricing date and issue price shall be based on the above-mentioned principles, in accordance with Article 43-6 of the Securities Exchange Act and the regulations on matters that public offering companies should pay attention to in handling private placement of securities, and will be negotiated in the future to determine the situation of specific persons and depending on the current market conditions, and submit to shareholders It will authorize the board of directors to decide.

C.If the subscription price is lower than the face value of the stock due to market factors in the future, it should be reasonable because it has been processed according to the pricing basis of laws and regulations and has reflected the market price situation. In the future, depending on the company's operations and market conditions, it will be dealt with in the 8 form of capital reduction, surplus, and capital reserves to make up for losses.

2、The method, purpose, necessity and expected benefits of the specific person's choice:

A. Specific person selection method: Specific persons shall be selected in accordance with Article 43-6, Item 1 of the Securities and Exchange Act and relevant orders. The selection of applicants is limited to specific persons who meet the requirements of the competent authority. The selection of applicants shall be decided by the board of directors authorized by the general meeting of shareholders.

B. Purpose and necessity: In order to seek opportunities for technical cooperation or strategic alliances with domestic and foreign manufacturers or customers, and to repay bank loans and at the same time enrich working capital to meet future operating needs, the company intends to consider market conditions and the needs of the company , to introduce insiders or related company directors, managers, strategic investors, etc. through private placement, who can identify with the company's business philosophy and have director indirect benefits to the company's future business strategic planning, and can assist the company to strengthen business management and To expand business resources, it is expected to issue common stock through private placement.

C. Estimated benefits:One or multiple (not more than three) private placements are expected to increase profits, reduce costs, improve operational efficiency, expand market size, strengthen the company's competitiveness, promote the stable growth of the company's operations, and benefit shareholders' rights and interests.

D.So far, the applicant has not been determined. After the case is approved by the shareholders' meeting, if the applicant to be negotiated is an insider or a related party, the list of applicants and their relationship with the company are as follows:

(a) Applicant (insider or related person)

Applicant	Relationship with the company
Qixiang Co., Ltd.	Corporate director of the company
Zifeng Investment Co., Ltd.	Corporate director of the company
HO, JHI- WU	Representative of the company's legal person directors
Syntec Technology Co., Ltd.	Corporate director of the company
HUANG,FANG-CHIH	Representative of the company's legal person directors
Lee,Jyh-En	Chief Information Officer and R&D Director of the compan
Chen Ro-Han	Financial Supervisor of the Company
Chu ,Hui-Ling	Legal and Human Resources Manager of the Company
YU,JIN-HAO	director of the Company
SANTOSH KUMAR	director of the Company

(b) If the applicant is a legal person, the names of the top ten shareholders and their shareholding ratios

(1) Qixiang Co., Ltd.

Name of main share-holder	Shareholding ratio	Relationship with the company
Lee,Jyh-En	100%	President

(2) Zifeng Investment Co., Ltd.

Name of main share-holder	Shareholding ratio	Relationship with the company
MiTAC Internation Corp.	100%	None

(3) Syntec Technology Co., Ltd.

Name of main share-holder	Shareholding ratio	Relationship with the company
TSAI,YU-KENG	9.96%	None
HUANG,WEI-SHENG	6.27%	None
RealHunt Ltd	5.49%	None
Songbao Engineering Consulting Co., Ltd.	4.72%	None
CHEN,HENG-REN	4.50%	None
HUANG,FANG-CHIH	4.42%	Corporate director representative
TSAI,PEI-HSIN	4.37%	None
TSAI,CHANG-WEI	4.31%	None
RealCrown LTD.	3.57%	None
TSAI,HUI-CHEN	3.37%	None

E、The applicant is a strategic investor and the relationship with the company: not yet determined

3、**Necessity of Private Placement:**

A. **Reason for Not Using Public Offering:** Unlike public offerings, the three-year transfer restriction on privately placed securities ensures a long-term cooperative relationship with strategic partners. Additionally, considering the time-sensitivity of fund-raising, a private placement is preferred.

B. **Total Issuance:** Up to 10,179,000 shares, within 15% of total issued shares, in one or more tranches (up to three times).

4、Use of Funds and Expected Benefits:

The funds will be used to repay bank borrowings to strengthen the financial structure and introduce long-term strategic partners. With an average borrowing interest rate of 2.441%, the Company expects to save approximately NT$3,891,000 in annual interest expenses.

5、**Independent Directors'** Opinions: None (No objections or reservations).

(III) The rights and obligations of the common shares issued in this private placement are identical to those of the Company's existing issued common shares. However, pursuant to Article 43-8 of the Securities and Exchange Act, these privately placed common shares are subject to a three-year transfer restriction from the date of delivery. Upon the expiration of three years from the delivery date, the Company intends to apply for the necessary consent letters from the Taiwan Stock Exchange

regarding listing standards in accordance with relevant regulations, and subsequently file for retroactive public offering with the Financial Supervisory Commission to apply for listing and trading.

(IV) The major terms of this private placement, including the actual issuance price, number of shares, issuance conditions, total placement amount, selection of specific offerees, capital increase record date, fund utilization plan, expected schedule, projected benefits, and all other matters related to the issuance plan, are submitted to the Annual General Meeting (AGM) for authorization. The Board of Directors is authorized to adjust, determine, and execute these terms based on market conditions. In the event of future regulatory changes, instructions from competent authorities, market fluctuations, operational assessments, or changes due to objective environmental factors, the Board of Directors is also authorized to handle such matters at its full discretion.

(V) To facilitate this private placement, the Company proposes that the AGM authorizes the Chairman or their designated representative to represent the Company in negotiating and signing all contracts and documents related to this private placement plan, and to handle all necessary matters on behalf of the Company.

(VI) The Company proposes that the AGM authorizes the Board of Directors to carry out this private placement in one or more tranches (up to three times) within one year from the date of the AGM resolution. If the private placement cannot be completed within the one-year period, the Board of Directors is authorized to hold a meeting before the deadline to decide on the discontinuation of the private placement and to make the appropriate public disclosures on the Market Observation Post System (MOPS) in accordance with significant information regulations.

(VII) There has been no significant change in the management of the Company from one year prior to the Board's resolution to conduct the private placement until one year after the delivery of the privately placed securities.

(VIII) Any matters not addressed herein shall be handled by the Board of Directors in accordance with the law, subject to the authorization of the AGM.

Resolution:

Election Item

Proposal：Election of the 13th Board of Directors。

Explanation：

1. Pursuant to the resolutions of the Board of Directors on March 12 and May 8, 2026, the Company will hold an election for the 13th Board of Directors (including Independent Directors) during this Annual General Meeting.
2. In accordance with the Articles of Incorporation, the Board shall consist of seven (7) directors (including four (4) Independent Directors), with a term of three (3) years.
3. The term of office for the newly elected directors is three years, commencing on June 29, 2026, and ending on June 28, 2029.
4. The Company adopts a candidate nomination system for its Board of Directors (including Independent Directors). The list of candidates, along with their educational background, professional experience, and shareholdings, was reviewed and approved by the Board of Directors on May 8, 2026, as follows:

Candidate Category	Name	Shareholding	Major Educational & Professional Experience	Served as Independent Director for 3 Consecutive Terms?	Supporting Documents (Declaration of Compliance)
directors	Lee,Jyh-En, representative of Qixiang Co. Ltd.	4,649,387	1. 1. M.S. in Electrical Engineering, Stony Brook University, USA 2. VP of R&D, TP-Tronics Inc., USA 3. Director and General Manager, PROMISE Technology, Inc. 4. Managing Director, Promise Technology Europe B.V. 5. Representative Director, PROMISE TECHNOLOGY K.K. 6. Chairman, Qixiang Co., Ltd. 7. Chairman, Promise Yun Technology Inc.	N/A	N/A
directors	HO, JHI- WU, representative of Zifeng Investment Co., Ltd.	2,441,443	1. M.S. in Computer Science, Fairleigh Dickinson University, USA 2. M.A. in International Economics, San Diego State University, USA 3. Marketing Manager, Pao-Hwa Corp. 4. Director and General Manager, MiTAC Holdings Corp. 5. Director and General Manager, MiTAC International Corp. 6. Chairman and CEO, MiTAC Computing Technology Corp. 7. Chairman and CEO, MiTAC Digital Technology Corp. 8. Chairman, Zifeng In-	N/A	N/A

			vestment Co., Ltd. 9. Director, 3PROBE Technologies Corp. 10. Director, Whetron Electronics Co., Ltd. 11. Director, PROMISE Technology, Inc.		
directors	HUANG,FANG-CHIH , representative of Syntec Technology Co., Ltd	2,527,710	1. Department of Mathematics, National Kaohsiung Normal University 2. Director of General Management Office, Syntec Technology Co., Ltd. 3. Chairman, Leantec Intelligence Co., Ltd. 4. Director, HOYA Biotec Co., Ltd. 5. Chairman, Syntec Education Foundation 6. Director, PROMISE Technology, Inc. 7. 6th Principal, National Experimental High School at Hsinchu Science Park	N/A	N/A
independent directors	CHEN,YI-LIANG	0	1. B.A. in Accounting, Soochow University 2. CPA, Yi-Siang Joint CPA Firm 3. Assistant Manager, Deloitte & Touche 4. Independent Director, Cheng Mei Materials Technology Corp. 5. Independent Director, PROMISE Technology, Inc.	No	Attached
independent directors	TUNG,SHIH-MING	0	1. MBA, University of Southern California (2011) 2. B.A. in Economics and	No	Attached

			Business, University of Maryland, College Park 3. AVP, Finance Department, Yageo Corporation 4. Vice President, Citibank Corporate & Investment Banking 5. Director, Chilisin International Holding Ltd.		
independent directors	OU YANG,YEN-CHIEH	0	1. Ph.D. in Electrical Engineering, University of Maryland 2. Professor, Department of Electrical Engineering, National Chung Hsing University	No	1. Attached 2. Approval letter from NCHU
independent directors	CHANG,CHE-JUNG	224,000	1. B.S. in Industrial Engineering, National Tsing Hua University; M.S. in Finance, Fu Jen Catholic University 2. Director, Adtech Technology Co., Ltd.	No	Attached

5. This item is submitted for election.

Election Results:

Other Proposal(s)：

Proposal：13th Board of Directors Non-Competition Term Removal Proposal
Explanation：

1. In accordance with Article 209 of the Company Act, it is proposed that the Shareholders' Meeting authorize the removal of non-compete restrictions on the candidates for the 13th Board of Directors (including Independent Directors) upon their election and assumption of office. This is to ensure compliance with the law, as such directors may concurrently hold positions in other companies that operate businesses identical or similar to that of the Company.

2. The following table lists all candidates for the Board of Directors for whom the removal of non-compete restrictions is proposed, along with their primary concurrent positions:

Job Title	Name	Name of Concurrent Company/Organization	Concurrent Position
director	Lee, Jyh-En (Qixiang Co., Ltd.)	Promise Technology Europe B.V. PROMISE TECHNOLOGY K.K Promise Yun Technology Inc.,	Managing Director Representative Director Chairman
director	HO, CHI-WU (Zifeng Investment Co., Ltd.)	MiTAC Holdings Corporation MITAC INTERNATIONAL CORPORATION MITAC COMPUTING TECHNOLOGY CORPORATION MiTAC Digital Technology Corporation 3PROBE TECHNOLOGIES CORP. Whetron Electronics Co., Ltd. MiTAC Advance Technology Corp.	Director and General Manager Director and General Manager Chairman and CEO Chairman and CEO director director director
director	HUANG,FANG-CHIH (SYNTEC TECHNOLOGY CO., LTD.)	SYNTEC TECHNOLOGY CO., LTD. Leantec Intelligence Co., Ltd. HOYAO BIOTECH CORPORATION	Director of General Management Office Chairman director
Independent Directors	CHEN,YI-LIANG	Cheng Mei Materials Technology Corporation	Independent Directors
Independent Directors	TUNG,SHIH-MING	YAGEO Corporation	AVP (Assistant Vice President)

Job Title	Name	Name of Concurrent Company/Organization	Concurrent Position
		Chilisin International Holding Ltd.	director
Independent Directors	CHANG,CHE-JUNG	N/A	N/A
Independent Directors	OU YANG,YEN-CHIEH	N/A	N/A

3. It is further proposed that the Shareholders' Meeting authorize the Board of Directors to permit any of the aforementioned directors to engage in conduct within the Company's business scope, should they assume new concurrent positions after their election, provided that such activities do not prejudice the interests of the Company.

Resolution:

Extraordinary Motions：

Adjournment：

Appendix(I) Articles of Incorporation

Promise Technology,Inc.

Articles of Incorporation

Chapter I. General Provisions

Article 1: The company is organized in accordance with the provisions of the Company Law Co., Ltd. and is named Promise Technology, Inc.

Article 2: The company's business is as follows:
CC01060 Wired communication machinery and equipment manufacturing industry
CC01070 wireless communication machinery and equipment manufacturing industry
CC01080 electronic components manufacturing industry
CC01110 computer and peripheral equipment manufacturing industry
I301010 information software service industry
F401010 international trade industry

1. Research, development, production, manufacturing, and sale of the following products and their ASICs(Application Specific Integrated Circuits)：
(1)Storage Controller and Systems；
(2)Networking and Graphic Systems；
(3)Multimedia Software/Hardware and Systems；
(4) Computer Telephone Integration Relative Products。

2. Being manager, consultant, advisor or technology transferring import and export trade of the above related products.

Article 3: When the company is a shareholder of another company, the amount of its invested capital shall not exceed 40% of the company's paid-in capital under the first paragraph of Article 13 of the Company Law.

Article 3.1: The company may guarantee externally.

Article 4: The company is located in Hsinchu Science and Industrial Park, and if necessary, with the resolution of the board of directors and the consent of the competent authority, it may establish branches or offices at home and abroad.

Article 5: Deletion.

Chapter II. Shares

Article 6: The total capital of the company is NT$2.5 billion, divided into 250 million shares, each NT$10, authorized by the board of directors to issue in installments. The total amount of shares in the preceding paragraph shall be 20,000,000 shares reserved for the conversion of corporate bonds with warrants, special shares with warrants, and warrant certificates.

Article 6.1：The shares repurchased by the Company in accordance with Article 28-2, Paragraph 1 of the Securities Exchange Law may be transferred to employees at a price lower than the average price of the actual repurchased shares, or at a price lower than the closing price of the stocks on the date of issue. Issue employee stock option certificates at the stock price.

Article 6.2：The treasury shares purchased by the company shall be transferred to employees of controlling or subordinate companies who meet certain conditions. The company's employee stock option certificates are issued to objects, including employees of controlling or subordinate companies who meet certain conditions. When the company issues new shares, the employees who purchase the shares include employees of the controlling or subordinate companies who meet certain conditions.

Article 7: The stock certificates of the company shall be in registered form and shall be numbered and issued after being signed or stamped by the director representing the company and legally certified. Shares issued by the company may be exempted from printing stock certificates, and shall be registered with a centralized securities depository institution.

Article 8: When the shareholders of the company handle stock affairs such as stock transfer, pledge of rights, report of loss, inheritance, gift, change of report of loss of seal or change of address, and exercise all their rights, unless otherwise stipulated by laws and securities regulations, they shall abide by "Standards for Handling Share Affairs of Companies Offering Shares to the Public"

Article 9: Deletion.

Article 10:Within 60 days before the regular shareholders' meeting, within 30 days before the extraordinary shareholders' meeting, or within 5 days before the company decides to distribute dividends, bonuses or other benefits, the stock transfer shall be suspended; the exercise of its rights shall be carried out on the basis date Only shareholders listed in the company's shareholder register.

Chapter III. Shareholders’ Meetings

Article 11: The company's shareholders' meeting is divided into two types: ordinary shareholders' meeting and extraordinary shareholders' meeting. The general meeting of shareholders shall be convened at least once a year, and shall be held within six months after the end of each fiscal year. Extraordinary shareholder meetings shall be convened by the board of directors when the board of directors deems it necessary, or upon the written request of shareholders who have held more than 3% of the total issued shares for more than one year.

Article 12: The regular meeting of shareholders shall be convened 30 days in advance; the extraordinary meeting of shareholders shall be convened 15 days in advance, and the date, place and reason for the meeting shall be notified to all shareholders. Article 12-1 When the company's shareholders' meeting is held, it may be held by video conference or other methods announced by the Ministry of Economic Affairs.

Article 13: Except as otherwise provided by laws and regulations, each shareholder of the company has one voting right.

Article 14:Resolutions of the shareholders' meeting, unless otherwise provided by the Company Act, shall be attended by shareholders representing more than half of the total number of issued shares, and shall be carried out with the consent of more than half of the voting rights of the present shareholders.

Article 15: When a shareholder is unable to attend the shareholders' meeting for any reason, he shall issue a power of attorney printed and issued by the company, sign or seal it, specifying the scope of authorization, and entrust a proxy to attend the shareholders' meeting. Shareholders' entrusted attendance shall be handled in accordance with the "Company Law" and " Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies".

Article 16: When the shareholders' meeting is held, the chairman shall be the chairman. When the chairman asks for leave or is unable to exercise his powers for some reason, the chairman shall designate a director to act as his representative; if the chairman does not appoint one, the directors shall recommend one of them to act as his representative.

Article 17: The resolutions of the shareholders' meeting shall be recorded in minutes, signed or sealed by the chairman, and distributed to all shareholders within 20 days after the meeting. The distribution of the minutes of the preceding paragraph shall be handled in accordance with the provisions of the Company Law. The minutes of the meeting shall record the year, month, day, place, name of the chairman, resolution method, essentials and results of the meeting, and shall be kept permanently during the existence of the company; the signature book of the attending shareholders and the power of attorney to attend, Its shelf life is at least one year. However, if a shareholder files a lawsuit in accordance with Article 189 of the Company Law, it shall be preserved until the lawsuit is concluded.

Chapter IV. Directors

Article 18: The company has seven directors, adopts a candidate nomination system, and is elected by the shareholder meeting with competent persons. The term of office of directors is three years, and they can be re-elected.

Among the number of directors of the company, there shall be at least three independent directors, who shall be selected by the shareholders' meeting from the list of candidates for independent directors. Regulations concerning the professional qualifications of independent directors, restrictions on shareholding and part-time jobs, determination of independence, methods of nomination, and other matters to be complied with shall be in accordance with the relevant regulations of the competent securities authority.

Independent directors and non-independent directors shall be elected together, and the number of elected persons shall be calculated separately.

Article 18-1: The company shall set up an audit committee in accordance with Article 14-4 of the Securities and Exchange Law, and the audit committee shall be composed of all independent directors. The Audit Committee or the members of the Audit Committee are responsible for the execution of the duties and powers of the supervisors stipulated in the Company Law, the Securities and Exchange Law, and other laws and regulations.

Article 19: The board of directors is composed of directors and meets once a quarter. Its functions and powers are as follows: 1. Make a business plan, 2. Proposals on distribution of surplus or compensation of losses, 3. Proposing proposals for capital increase or capital reduction, 4. Approval of important rules and contracts, 5. Appointment and dismissal of the company's managers, 6. Approved budget and final accounts, 7. Acquisition, transfer, and grant of know-how and patent rights, approval and revision of technical cooperation contracts, 8. Examination and approval of investment in related businesses, 9. Other functions and powers in accordance with the company law or resolutions of the shareholders' meeting.

Article 19-1: When convening the board of directors of the company, the reason for the convening shall be stated, and all directors shall be notified seven days in advance.

However, in case of emergency, it can be called at any time. The convening notice mentioned in the preceding paragraph shall state the reason and be done in writing, e-mail or fax.

Article 20: The board of directors shall be attended by more than two-thirds of the directors and more than half of the directors present shall elect one person as the chair￾man of the board of directors. The chairman of the board shall represent the company. When the chairman asks for leave or is unable to exercise his powers for some reason, the chairman shall designate a director to act as an agent; if the chairman does not designate an agent, the directors shall recommend one of the directors to act as the agent.

Article 21: When a director is unable to attend the board meeting for any reason, he may en￾trust another director to attend the meeting on his behalf. The agent referred to in the preceding paragraph is limited to the entrustment of one person.

Article 22: The board of directors may appoint a secretary to handle the affairs of the board of directors in accordance with the instructions of the board of directors.

Chapter V Supervisors

Article 23: Deletion.
Article 24: Deletion.
Article 25: Deletion.

Chapter VI Managerial Officers

Article 26: The establishment of the manager of the company shall be handled in accordance with the organizational regulations.

Article 27: The appointment and removal of the President of the company must be approved by more than half of the directors; the appointment and removal of other man￾agers shall be proposed by the President and submitted to the board of directors for approval.

Article 28: Deletion.

Chapter VII Accounting

Article 29: The accounting year of the company adopts the calendar year system, from Janu￾ary 1st to December 31st of the same year; at the end of each accounting year, the board of directors shall follow the provisions of Article 228 of the Company Law. Prepare various forms and submit them to the general meeting of shareholders for approval.

Article 30: The Company’s annual pre-tax profit for the current period, before deduction of the employees' compensation and directors' remuneration, shall be allocated as follows: no less than 5% as employees' compensation (of which no less than 3% shall be allocated to non-managerial employees) and no more than 3% as directors' remuneration. However, if the Company has accumulated losses (including adjusted undistributed earnings), it shall reserve an amount to offset such losses before allocating employees' compensation and directors' remuneration in accordance with the aforementioned ratios.
Employees' compensation may be distributed in the form of shares or cash. The distribution of employees' compensation may include employees of the Company’s con-

trolling or subsidiary companies who meet certain criteria, and such criteria shall be determined by the Board of Directors. The proposal for the distribution of employees' compensation and directors' remuneration shall be reported to the Shareholders' Meeting.

Article 30-1: If the company has net profit after tax for the current period in its annual final accounts, it shall be distributed in the following order:

1. Make up for losses (including adjusting the amount of undistributed surplus).
2. Allocate 10% of the statutory reserve, except when the statutory reserve has reached the total capital of the company;
3. Appropriate or reverse the special surplus reserve according to laws and regulations.
4. The distribution of the remaining surplus and the cumulative undistributed surplus of the previous year (including the adjusted amount of undistributed surplus) and the adjusted amount of undistributed surplus for the current year shall be determined by the board of directors and shall be resolved by the shareholders' meeting. Pursuant to Article 240, Paragraph 5 of the Company Law, the Company authorizes the Board of Directors to distribute dividends and bonuses or as stipulated in Article 241, Paragraph 1 of the Company Law, with more than two-thirds of the directors present and a resolution passed by more than half of the directors present. All or part of the statutory surplus reserve and capital reserve shall be distributed in cash and reported to the shareholders' meeting. In order to cooperate with the overall environment and the characteristics of industrial growth, and to consider the funding needs of the future capital expenditure budget, in order to achieve the company's sustainable operation, the pursuit of long-term interests of shareholders and the goal of stable operating performance, the company's dividend policy, the distribution of surplus can be cash Dividends or stock dividends, of which cash dividends shall not be less than 10% of the total dividends. The amount of this dividend payment depends on the actual operating conditions of the current year, and the capital budget planning for the next year is considered, and the most appropriate dividend policy is decided by the shareholders meeting.

Article 31: The directors and consultants of the company, etc., may receive travel expenses on a monthly basis according to the actual situation. The individual payment shall be determined by the authorized chairman, but the total payment listed above shall not exceed NT$200,000 per month.

Article 31-1:The remuneration of directors shall be determined by the board of directors according to the degree of participation and contribution value of each director in the company's operations, and in consideration of the usual payment levels in domestic and foreign industries.

Chapter VIII Supplementary Provisions

Article 32: The company's organizational regulations and operating rules shall be stipulated separately.

Article 33: If there are matters not mentioned in this Articles of Association, they shall be handled in accordance with the Company Law.

Article 34：The articles of association of the company were established on January 24, 1991, First revised on June 26, 1993. The second revision was on May 28, 1994. The third revision was on June 10, 1996. Fourth revision on October 18, 1997. Fifth revision on June 5, 1999. Sixth revision on May 17, 2000. Seventh revision on June 27, 2001. Eighth revision on May 13, 2002. Ninth revision on May 13, 2002. Tenth revision on

June 10, 2003. Eleventh revision on May 10, 2004. Twelfth revision on May 10, 2004. Thirteenth revision on June 13, 2005. Fourteenth revision dated June 26, 2006. Fifteenth revision on May 15, 2007. Sixteenth revision dated June 13, 2008. Seventeenth revision on June 10, 2009. Eighteenth revision on June 23, 2010. Nineteenth revision on June 22, 2011. Twentieth revision on June 12, 2012. Twenty-first revision dated June 17, 2013. Twenty-second revision on June 11, 2014. Twenty-third revision on May 24, 2016. Twenty-fourth revision on June 14, 2017. Twenty-fifth revision on June 10, 2019. Twenty-sixth revision on June 23, 2022.Twenty-Seventh revision on mMay 26, 2025.

Promise Technology,Inc.
Chairman and President：Lee,Jyh-En

(II) Rules of Procedure for Shareholders Meetings

Promise Technology,Inc.

Rules of Procedure for Shareholders Meetings

Article 1 The shareholders' meeting of the company shall be conducted in accordance with these rules.

Article 2. The shareholder referred to in these rules refers to the shareholder himself or the agent entrusted by the shareholder.

Article 3. The company shall specify in the meeting notice the time for accepting shareholders' report, the location of the report, and other matters that should be paid attention to. The time for acceptance of shareholder registration in the preceding paragraph shall be handled at least 30 minutes before the start of the meeting; the registration office shall be clearly marked, and adequate and qualified personnel shall be assigned to handle it. Shareholders should present their attendance certificates, attendance cards or other attendance certificates to attend the shareholders' meeting; the solicitor of the power of attorney solicitation should bring their identity documents for verification. The company shall set up a signature book for the attendance of shareholders to sign in, or the attendance card shall be submitted by the attending shareholder to sign in.

Article 4. The company may appoint a lawyer, accountant or related personnel to attend the shareholder meeting. Personnel handling the shareholders' meeting shall wear identification badges or armbands.

Article 5. The company shall make audio and video recordings of the shareholder meeting.

The audio-visual materials mentioned in the preceding paragraph shall be kept for at least one year. However, if a shareholder files a lawsuit in accordance with Article 189 of the Company Law, it shall be preserved until the lawsuit is concluded.

Article 6. Unless otherwise stipulated by the Company Law, specific resolutions should be followed. If shareholders representing more than half of the total number of issued shares attend the meeting, the chairman will announce the opening of the meeting. , the number of delays is limited to two times, and the delay time shall not exceed one hour. If the number of shareholders who represent more than one-third of the total number of issued shares is still insufficient after two delays, it may be handled in accordance with the provisions of Article 175 of the Company Law: resolution". Before the end of the current meeting, if the number of shares represented by the attending shareholders has reached the statutory number, the chairman may resubmit the false resolution made to the general meeting for voting in accordance with Article 174 of the Company Law.

Article 7. The agenda of the shareholders' meeting shall be determined by the board of directors, and the meeting shall be conducted in accordance with the procedure set by the agenda, and shall not be changed without the resolution of the shareholders' meeting. Before the conclusion of the agenda scheduled in the preceding paragraph, the chairman shall not declare the meeting closed unless a resolution is passed. After the meeting is adjourned, shareholders are not allowed to elect another chairman to continue the meeting at the original location or find another place.

Article 8. During the meeting, the chairman may announce a break at a discretionary time.

Article 9. When presenting a shareholder's speech, the speech slip must first be filled in with the gist of the speech, shareholder account number (or attendance card number) and account name, and the order of the speeches will be determined by the chairman. Shareholders attending the meeting who only put forward speech slips but did not make a speech shall be deemed as having not made a speech. If there is any discrepancy between the content of the speech and the record in the statement, the content of the speech shall prevail. When a shareholder present speaks, other shareholders are not allowed to interfere with the speech unless the chairman and the shareholder who speaks agree, and the chairman should stop the violation.

Article 10 Each shareholder shall speak on the same proposal for no more than two times without the consent of the chairman, and each time shall not exceed five minutes. If a shareholder violates the provisions of the preceding paragraph or exceeds the scope of the agenda, the chairman may stop the shareholder from speaking.

Article 11. When a legal person is entrusted to attend the shareholders' meeting, the legal person can only designate one representative to attend. When a legal person shareholder appoints two or more representatives to attend the shareholders' meeting, only one person may speak on the same proposal.

Article 12 After attending shareholders' speeches, the chairman may reply in person or by designating relevant personnel.

Article 13. When discussing a proposal, the chairman may announce the end of the discussion at an appropriate time, and may announce the suspension of the discussion when necessary, and the chairman will put it to the vote.

Article 14. The scrutineers and counting personnel for voting on proposals shall be designated by the chairman, but the scrutineers shall have the status of shareholders, and the vote counting operations for voting or election proposals at the shareholders' meeting shall be performed in open places in the shareholders' meeting place, and shall be After the counting of votes is completed, the voting result is announced on the spot, including the weight of statistics, and a record is made.

Article 15. When voting on proposals, unless otherwise stipulated by the Company Law, special resolutions shall be passed with the consent of more than half of the voting rights of the shareholders present. When voting, if there is no objection after consultation by the chairman, it shall be deemed passed, and its effect is the same as Vote the same.

Article 16. Unless otherwise stipulated by laws and regulations, each shareholder of the company has one voting right; if a shareholder is unable to attend the shareholders' meeting for some reason, he shall issue a power of attorney issued by the company specifying the scope of authorization, and sign or seal an agent to 20 attend the shareholders' meeting. Shareholders' entrusted attendance shall be handled in accordance with the "Company Law" and "Public Issued Companies Attending Shareholders' Meetings Using Power of Attorney Rules".

Article 17. If a meeting cannot be concluded, the meeting may be postponed or continued in accordance with Article 182 of the Company Law.

Article 18. The chairman may designate pickets to assist in maintaining order. Pickets should wear "Picket" armbands. Shareholders shall obey the instructions of the chairman or pickets regarding the maintenance of order. The chairman or pickets may exclude those who obstruct the progress of the meeting. Shareholders who are excluded should leave the meeting place immediately, and if necessary, the chairman may apply for police officers to be present at the meeting to divert traffic and maintain order.

Article 19. Shareholders, pickets and other persons participating in the meeting are not allowed to carry items that can endanger the life, body, freedom or property safety of others.

Article 20. Matters not stipulated in these rules shall be handled in accordance with the provisions of the Company Law, the company's articles of association and other relevant laws and regulations.

Article 21. These rules shall come into force after being approved by the shareholders' meeting, and the same shall apply when they are revised.

Article 22、These rules were made on May 17, 2000,First revised on May 13, 2002.The second revision was on June 12, 2012.The third revision was on June 17, 2013.Fourth revision on June 11, 2014

(III) 2025 Financial Statements

Promise Technology,Inc.

Balance Sheet

December 31, 2025 and 2024

Unit: NT$ thousand

codes	Assets	December 31,2025 amount	amount	December 31,2024 amount	%
	Current Assets				
1100	Cash and cash equivalents (Notes 4, 6 and 27)	$ 287,340	33	$ 266,516	26
1136	Financial assets measured at amortized cost - current（Notes 4,7,27 and 29）	1,384	-	1,380	-
1170	Net accounts receivable（Notes 4,8,19 and 27）	63,173	7	27,608	3
1180	Net accounts receivable（Notes 4,19,27 and 28 ）	114,334	13	76,675	7
1210	Other receivables from related parties（Notes 4,27and 28）	2,512	-	2,581	-
130X	Inventories（Notes 4, 5 and 9）	300,024	34	302,917	30
1479	Prepayments and other current assets（Notes 4 and 14,21）	11,810	1	10,815	1
11XX	total Current Assets	780,577	88	688,492	67
	Non-current assets				
1550	Investments using the equity method（Notes 4 and 10）	65,260	7	172,101	17
1600	Property, plant and equipment（Notes 4 , 11and 29）	13,188	2	90,218	9
1755	Right-of-use assets（Notes 4,12 and 28）	20,440	2	48,398	5
1780	Intangible assets（Notes 4 and 13）	2,209	-	2,236	-
1840	Deferred tax assets（Notes 4 and 21）	-	-	20,276	2
1990	Other non-current assets （ Notes 4 ,14and 27）	3,526	1	3,170	-
15XX	Other non-current assets	104,623	12	336,399	33
1XXX	total assets	$ 885,200	100	$ 1,024,891	100

codes	Liabilities and equity	December 31,2025 amount	%	December 31,2024 amount	%
	Current liabilities				
2100	Short-term borrowings (Notes 4, 15 and 27)	$ 127,000	14	$ 215,220	21
2170	Accounts payable (Notes 4 and 27)	84,512	10	72,888	7
2220	Amount due to related parties,（Notes 4 ,27 and 28）	2,698	-	-	-
2280	Lease liabilities - current (Notes 4, 12 27 and 28）	7,909	1	8,229	1
2399	Expenses payable and other current t liabilities（Notes 4 ,16,19 and 27）	48,838	6	30,648	3
21XX	total current liabilities	270,957	31	326,985	32
	Non-current liabilities				
2570	Deferred tax liabilities (Notes 4 and 21）	-	-	18,871	2
2580	Lease liabilities - non-curren (Notes 4 ,12 ,27 and 28）	13,037	1	41,862	4
2640	Net defined benefit liabilities - non-current（Notes 4 and 17）	26,408	3	27,902	3
2650	Investment balances using the equity method (Notes 4 and 10)				
	Total non-current liabilities	23,189	3	6,983	-
25XX	total liabilities	62,634	7	95,618	9
2XXX	Non-current liabilities	333,591	38	422,603	41
	Equity (Notes 4, 18 and 23）				
	share capital				
3110	common stock capital	603,258	68	926,787	91
3200	capital reserve	84,619	10	84,966	8
	accumulated loss				
3350	pending loss	(51,424)	(6)	(323,876)	(32)
	Other interests				
3410	Conversion of financial statements of foreign operating institutions				
	Unrealized valuation gains and losses on financial assets	(54,629)	(6)	(55,374)	(5)
3420	measured at fair value through other comprehensive income	(30,215)	(4)	(30,215)	(3)
3XXX	total equity	551,609	62	602,288	59
	Total liabilities and equity	$ 885,200	100	$ 1,024,891	100

The attached notes form part of this individual financial report.

Chairman：Lee,Jyh-En　　President：Lee,Jyh-En　　Accounting Supervisor: Chen Ro-Han

Promise Technology,Inc.

Individual Comprehensive Income Statement

1 January to 31 December 2025 and 2024

Unit: NT$ thousand，
the earnings per share are in NT$

codes		2025 Amount	2025 %	2024 Amount	2024 %
	operating income (Notes 4, 19 and 28）				
4100	Sales income	$ 539,885	100	$ 508,123	99
4600	Labor service income	1,315	-	2,946	1
4000	operating income total	541,200	100	511,069	100
5110	Operating costs (Notes 9, 20 and 28)	375,464	70	357,630	70
5900	Operating Gross Profit	165,736	30	153,439	30
5920	Unrealized benefits with subsidiaries	(1,773)	-	3,995	1
5950	Realized Operating Gross Profit	163,963	30	157,434	31
	Operating expenses (Notes 20 and 28)				
6100	Marketing expenses	51,994	10	46,653	9
6200	Management expenses	79,956	15	50,114	10
6300	R & D expenses	104,471	19	95,325	19
6000	Total operating expenses	236,421	44	192,092	38
6900	operating net profit(lose)	(72,458)	(14)	(34,658)	(7)
	Non-operating income and expenses (Notes 4, 20 and28）				
	Interest income				
7100	Other income	4,112	1	7,161	1
7010	Other interests and losses	1,755	-	8,662	2
7020	Financial costs	102,978	19	(2,076)	(1)
7050	Share of losses of subsidiaries and affiliated enterprises using the equity method	(4,255)	(1)	(6,725)	(1)
7070	Foreign currency exchange net gain	(79,267)	(14)	(137,960)	(27)
7230	Non-operating income and expenses Total	(4,822)	(1)	13,442	3
7000	operating income (Notes 4, 19 and 28）	20,501	4	(117,496)	(23)

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codes		2025 Amount	2025 %	2024 Amount	2024 %
7900	Net Profit (lose) Before Taxes	($ 51,957)	(10)	($ 152,154)	(30)
7950	Income tax expenses (Notes 4 and 21)	1,411	-	-	-
8200	Net profit(lose) for the year	(53,368)	(10)	(152,154)	(30)
	Other comprehensive(profit) loss				
8310	Items not reclassified to profit or loss：				
8311	defined benefit plan Measured amount (Notes 4 and 17)	1,944	1	7,603	1
8360	Items that may be subsequently reclassified to profit or loss：				
8361	Exchange difference in the conver�sion of financial statements of for�eign operating institutions (Notes 4 and 18)	745	-	13,212	3
8300	Other comprehensive gains and losses for the year (net of tax)	2,689	1	20,815	4
8500	Total comprehensive (profit) loss for the year	($ 50,679)	(9)	($ 131,339)	(26)
	Earnings per share (Note 22)				
9710	Basic	($ 0.88)		($ 2.52)	
9810	Diluted	($ 0.88)		($ 2.52)	

The attached notes form part of this individual financial report.

Chairman： Lee,Jyh-En President: Lee,Jyh-En Accounting Supervisor:Chen Ro-Han

Promise Technology,Inc.

Individual Equity Ch an ge Statement

1 January to 31 December 2025 and 2024

Unit: Unless otherwise specified,
in thousands of NT dollars

codes		Share Capital (Common Stock) Number of shares (thousand shares)	Share Capital (Common Stock) Amount	capital reserve	accumulated loss -------------- pending loss	other equity: Exchange Differences on Translation of Financial Statements of Foreign Operations.	other equity: Unrealized Valuation Gain (Loss) on Financial Assets at Fair Value Through Other Comprehensive Income (FVTOCI).	total equity
A1	Balance as of January 1, 2024	92,679	$ 926,787	$ 86,971	($ 181,330)	($ 68,586)	($ 30,215)	$ 733,627
C11	Capital surplus used to offset accumulated deficit	-	-	(2,005)	2,005	-	-	-
D1	2024 Net loss	-	-	-	(152,154)	-	-	(152,154)
D3	2024 Other comprehensive income	-	-	-	7,603	13,212	-	20,815
Z1	Balance as of December 31, 2024	92,679	926,787	84,966	(323,876)	(55,374)	(30,215)	602,288
C11	Capital surplus used to offset accumulated deficit	-	-	(347)	347	-	-	-
F1	Capital reduction to offset accumulated deficit	(32,353)	(323,529)	-	323,529	-	-	-
D1	2025 Net loss	-	-	-	(53,368)	-	-	(53,368)
D3	2025 Other comprehensive income	-	-	-	1,944	745	-	2,689
Z1	Balance as of December 31, 2025	60,326	$ 603,258	$ 84,619	($ 51,424)	($ 54,629)	($ 30,215)	$ 551,609

The attached notes form part of this individual financial report.

Chairman：Lee,Jyh-En President：Lee,Jyh-En Accounting Supervisor:Chen Ro-Han

Promise Technology, Inc.

Individual Cash Flow Statement

1 January to 31 December 2025 and 2024

Unit: NT$ thousand

codes		2025	2024
	Cash flows from operating activities		
A10000	Net loss before tax	($ 51,957)	($ 152,154)
A20000	Adjustments:		
A20100	Depreciation expense	16,653	20,833
A20200	Amortization expense	1,007	930
A20900	Finance costs	4,255	6,725
A21200	Interest income	(4,112)	(7,161)
A22300	Share of loss of associates accounted for using equity method	79,267	137,960
A22500	Gain on disposal of property, plant and equipment	(114,423)	-
A23100	Loss on disposal of investments	4,055	-
A23700	Inventory devaluation and obsolescence loss	20,364	1,947
A24000	Unrealized (gain) loss on intercompany transactions	1,773	(3,995)
A24100	Foreign exchange gain	(2,338)	(14,335)
A29900	Gain on lease modification	(1,463)	(110)
A30000	Changes in operating assets and liabilities:		
A31150	Notes and accounts receivable	(34,867)	(5,424)
A31160	Accounts receivable – related parties	(33,343)	(31,365)
A31190	Other receivables – related parties	35	(2,402)
A31200	Inventories	(19,534)	68,325
A31240	Prepayments and other current assets	(1,399)	581
A32150	Accounts payable	11,477	6,154
A32190	Other payables – related parties	2,698	(21,321)
A32200	Refund liabilities	-	(1,109)
A32230	Accrued expenses and other current liabilities	18,397	2,896
A32240	Net defined benefit liabilities	450	581
A33000	Cash flow (outflow) from operations	(103,005)	7,556
A33500	Income tax paid	(20)	(630)
AAAA	Net cash flow (outflow) from operating activities	(103,025)	6,926

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codes		2025	2024
	Cash flows from investing activities		
B00040	Acquisition of financial assets at amortized cost	(4)	(4)
B01800	Acquisition of investments accounted for using equity method	(81,860)	-
B01900	Disposal of investments accounted for using equity method	120,557	-
B02700	Acquisition of property, plant and equipment	($ 15,309)	($ 3,539)
B02800	Proceeds from disposal of property, plant and equipment	201,305	11
B03700	Refundable deposits	(26)	17
B04500	Acquisition of intangible assets	(2,205)	(831)
B07500	Interest received	4,536	7,463
BBBB	Net cash flow from investing activities	226,994	3,117
	Cash flows from financing activities		
C00100	Increase in short-term borrowings	384,000	635,220
C00200	Repayment of short-term borrowings	(472,220)	(667,000)
C04020	Repayment of the principal portion of lease liabilities	(8,204)	(8,977)
C05600	Interest paid	(4,324)	(6,742)
CCCC	Net cash flow (outflow) from financing activities	(100,748)	(47,499)
DDDD	Effect of exchange rate changes on cash and cash equivalents	(2,397)	15,127
EEEE	Net increase (decrease) in cash and cash equivalents	20,824	(22,329)
E00100	Cash and cash equivalents at beginning of period	266,516	288,845
E00200	Cash and cash equivalents at end of period	$ 287,340	$ 266,516

The attached notes form part of this individual financial report.

Chairman：Lee,Jyh-En President:Lee,Jyh-En Accounting Supervisor:Chen Ro-Han

Promise Technology, Inc. and Subsidiaries

consolidated balance sheet

December 31, 2025 and 2024

Unit: NT$ thousand

		December 31,2025		December 31,2024	
codes	Assets	amount	%	amount	%
	Current Assets				
1100					
	Cash and cash equivalents (Notes 4,				
	6 and 27)	$ 325,227	37	$ 362,174	35
1136					
	Financial assets measured at amortized				
	cost - current (Notes 4,7,27 and 29)	1,384	-	1,380	-
1170	Net accounts receivable (Notes 4,8,19				
	and 27)	92,538	11	65,676	6
130X	Net accounts receivable (Notes 4,19,27	320,369	36	326,475	31
1479	and 28)				
	Other receivables from related parties	15,070	2	17,183	2
11XX	(Notes 4,27and 28)	754,588	86	772,888	74
	Inventories (Notes 4, 5 and 9)				
	Prepayments and other current assets				
1600	(Notes 4 and 14,21)				
	total Current Assets	16,154	2	93,012	9
1755		28,183	3	55,108	5
1780	Non-current assets	7,566	1	13,233	1
1840		70,171	8	103,256	10
1990	Investments using the equity method				
	(Notes 4 and 10)				
	Property, plant and equipment (Notes 4	4,533	-	4,495	1
15XX	, 11and 29)	126,607	14	269,104	26
1XXX	total assets	$ 881,195	100	$ 1,041,992	100

		December 31,2025		December 31,2024	
codes	Liabilities and equity	amount	%	amount	%
	Current liabilities				
	Short-term borrowings (Notes 4, 16 and				
2100	28)	$ 127,000	14	$ 215,220	21
2170	Accounts payable (Notes 4 and 28)	94,394	11	73,253	7
	Current income tax liabilities (Notes 4				
2230	and 22)	18	-	19	-
2280	Lease liabilities - current (Notes 4, 13.				
	and 28,29)	11,311	1	11,940	1
	Expenses payable and other current liabilities				
2399					
	(Note 4, 17,20 and 28)	52,977	6	47,603	4
21XX	Total current liabilities	285,700	32	348,035	33
	Non-current liabilities				
2570	Deferred tax liabilities (Notes 4 and 22)	-	-	18,871	2
2580	Lease liabilities - non-current (Notes				
	4, 13 and 28,29)	17,252	2	44,504	4
2640	Net defined benefit liabilities -				
	non-current (notes 4 and18)	26,408	3	27,902	3
25XX	Total non-current liabilities	43,660	5	91,277	9
2XXX	Total liabilities	329,360	37	439,312	42
	Equity attributable to the owner of the company (Note 4.19 and24)				
	share capital				
3110	common stock capital	603,258	69	926,787	89
3200	capital reserve	84,619	10	84,966	8
	accumulated loss				
3350	pending loss	(51,424)	(6)	(323,876)	(31)
	Other interests				
3410	Exchange difference on translation of financial				
	statements of foreign operating institutions	(54,629)	(6)	(55,374)	(5)
	Unrealized valuation gains and losses on financial assets				
3420					
	measured at fair value through other comprehensive income	(30,215)	(4)	(30,215)	(3)
31XX	Total owner's equity of the company	551,609	63	602,288	58
36XX	Non-controlling interests (Note 19)	226	-	392	-
3XXX	total equity	551,835	63	602,680	58
	Liabilities and Equity Total	$ 881,195	100	$ 1,041,992	100

The attached notes form part of this individual financial report.

Chairman： Lee,Jyh-En　　President： Lee,Jyh-En　　Accounting Supervisor:Chen Ro-Han

Promise Technology, Inc. and Subsidiaries

Consolidated statement of comprehensive income

1 January to 31 December 2025 and 2024

Unit: NT$ thousand，
the earnings per share are in NT$

codes		2025 amount	2025 %	2024 amount	2024 %
	Operating income (Notes 4 and 20,29)				
4100	sales revenue	$ 582,518	100	$ 570,157	99
4600	Labor income	1,332	-	3,035	1
4000	Total Operating income	583,850	100	573,192	100
5110	Operating costs (Notes 9, 21 and 29)	390,744	67	374,852	65
5950	operating profit	193,106	33	198,340	35
	Operating expenses (Notes 21 and 29)				
6100	promotional expenses	115,980	20	129,305	23
6200	management costs	102,873	18	70,874	12
6300	R & D costs	108,612	18	117,512	21
6450	Total operating expenses	10	-	-	-
6000		327,475	56	317,691	56
	net operating loss				
6900		(134,369)	(23)	(119,351)	(21)
	non-operating income and expenses(Notes 21 and 29)				
	interest income				
7100	Other income	4,279	1	7,565	1
7010	Other gains and losses	1,940	-	3,772	1
7020	Financial costs	95,447	17	(5,659)	(1)
7050	Share of profit (loss) of affiliated enterprises recognized using the equity method (Note 11)	(4,456)	(1)	(7,043)	(1)
7230	Net foreign currency exchange gain (loss)	(5,237)	(1)	14,732	2
7000	Total non-operating income and expenses	91,973	16	13,367	2

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codes		2025 amount	2025 %	2024 amount	2024 %
7900	Net Profit Before Taxes	($ 42,396)	(7)	($ 105,984)	(19)
7950	Income tax expenses (Notes 4 and 22)	11,140	2	46,494	8
8200	Net profit for the year	(53,536)	(9)	(152,478)	(27)
	Other comprehensive (profit) loss(Notes 4 and 19)				
8310	Items not reclassified to profit or loss				
8311	defined benefit plan Measured amount (Notes 4 and 18)	1,944	-	7,603	2
8360	Items that may be reclas-sified to profit or loss in the future				
8361	Exchange difference in the conversion of fi-nancial statements of foreign operating in-stitutions	747	-	13,222	2
8300	Other comprehensive gains and losses for the year (net of tax)	2,691	-	20,825	4
8500	Total comprehensive (profit) loss for the year	($ 50,845)	(9)	($ 131,653)	(23)
	Net profit (loss) attributable to：				
8610	The owner of the company	($ 53,368)	(9)	($ 152,154)	(27)
8620	non-controlling interest	(168)	-	(324)	-
8600		($ 53,536)	(9)	($ 152,478)	(27)
	Total comprehensive (profit) loss attributable to：				
8710	The owner of the company	($ 50,679)	(9)	($ 131,339)	(23)
8720	non-controlling interest	(166)	-	(314)	-
8700		($ 50,845)	(9)	($ 131,653)	(23)
	Earnings per share (Note 23)				
9710	Basic	($ 0.88)		($ 2.52)	
9810	Diluted	($ 0.88)		($ 2.52)	

The attached notes form part of this individual financial report.

Chairman：Lee,Jyh-En President:Lee,Jyh-En Accounting Supervisor:Chen Ro-Han

Promise Technology, Inc. and Subsidiaries

Consolidated Statement of Changes in Equity

1 January to 31 December 2025 and 2024

Unit: Unless otherwise specified, in thousands of NT dollars

		Equity attributable to the owner of the company								
						other equity				
		common stock capital								
codes		Number of shares (thousand shares)	amount	capital reserve	accumulated loss pending loss	Exchange differences on translation of foreign operations	Unrealized valuation gains and losses on financial assets measured at fair value through other comprehensive income and losses	Total	non-controlling equity	total equity
A1	Balance at January 1, 2024	92,679	$ 926,787	$ 86,971	($ 181,330)	($ 68,586)	($ 30,215)	$ 733,627	$ 706	$ 734,333
C11	Capital surplus used to offset accumulated deficits	-	-	(2,005)	2,005	-	-	-	-	-
D1	Net loss for the year 2024	-	-	-	(152,154)	-	-	(152,154)	(324)	(152,478)
D3	Other comprehensive loss for the year 2024	-	-	-	7,603	13,212	-	20,815	10	20,825
Z1	Balance at December 31, 2024	92,679	926,787	84,966	(323,876)	(55,374)	(30,215)	602,288	392	602,680
C11	Capital surplus used to offset accumulated deficits	-	-	(347)	347	-	-	-	-	-
F1	Capital reduction used to offset accumulated deficits	(32,353)	(323,529)	-	323,529	-	-	-	-	-
D1	Net loss for the year 2025	-	-	-	(53,368)	-	-	(53,368)	(168)	(53,536)
D3	Other comprehensive loss for the year 2025	-	-	-	1,944	745	-	2,689	2	2,691
Z1	Balance at December 31, 2025	60,326	$ 603,258	$ 84,619	($ 51,424)	($ 54,629)	($ 30,215)	$ 551,609	$ 226	$ 551,835

The attached notes form part of this individual financial report.

Chairman： Lee,Jyh-En　　President： Lee,Jyh-En　　Accounting Supervisor:Chen Ro-Han

Promise Technology, Inc. and Subsidiaries
Consolidated Cash Flow Statement
1 January to 31 December 2025 and 2024

Unit: NT$ thousand

codes		2025	2024
	Cash Flow from Operating Activities		
A10000	Net profit before tax for the year	($ 42,396)	($ 105,984)
A20000	Adjustment items:		
A20100	Depreciation expense	24,324	30,117
A20200	Amortization fee	6,152	6,226
A20300	Financial costs	10	-
A20900	interest income	4,456	7,043
A21200	The share of related enterprise (profit) losses recognized using the equity method	(4,279)	(7,565)
A22500	Disposal of property, plant and equipment losses	(114,423)	-
A23100	Inventory depreciation and sluggish loss (recovery benefit)	11,642	-
A23700	Net benefit from foreign currency exchange	23,435	(2,492)
A24100	Government Grant Loan Forgiveness Income	(5,360)	(9,089)
A29900	lease modification benefit	(1,520)	(110)
A30000	Changes in operating assets and liabilities		
A31150	Accounts receivable	(26,294)	(11,265)
A31200	Total changes in operating assets and liabilities.	(20,003)	80,588
A31240	Accounts Receivable	1,525	1,806
A32150	Inventory	20,994	6,293
A32200	Prepayments and other current assets	-	(1,109)
A32230	accounts payable	5,632	(564)
A32240	refund liability	450	581
A33000	Accruals and other current liabilities	(115,655)	(5,524)
A33500	Net defined benefit liability	(40)	(3,253)
AAAA	Net cash outflow from operations	(115,695)	(8,777)
	Cash flows from investing activities		
B00040	Acquisition of financial assets measured at amortized cost	(4)	(4)
B00050	Disposal of financial assets measured at amortized cost	-	4,737
B02700	Acquisition of real estate, plant and equipment	(15,785)	(3,702)
B02800	Proceeds from disposal of property, plant and equipment	201,305	405
B03700	Refundable deposits increased	-	(84)

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codes		2025	2024
B03800	Refundable deposits decreased	291	-
B04500	Acquisition of intangible assets	(2,205)	(831)
B07500	Interest received	4,703	7,868
BBBB	Net cash flow from investing activities	188,305	8,389
	Cash flows from financing activities		
C00100	Increase in short-term borrowings	$ 384,000	$ 635,220
C00200	Repayment of short-term borrowings	(472,220)	(667,000)
C04020	Repayment of the principal portion of lease liabilities	(14,079)	(16,562)
C05600	Interest paid	(4,525)	(7,060)
CCCC	Net cash flow (outflow) from financing activities	(106,824)	(55,402)
DDDD	Effect of exchange rate changes on cash and cash equivalents	(2,733)	16,312
EEEE	Net increase (decrease) in cash and cash equivalents	(36,947)	(39,478)
E00100	Cash and cash equivalents at beginning of period	362,174	401,652
E00200	Cash and cash equivalents at end of period	$ 325,227	$ 362,174

The attached notes form part of this individual financial report.

Chairman：Lee,Jyh-En　President:Lee,Jyh-En　Accounting Supervisor:Chen Ro-Han

(Ⅳ) Company Director Election Method

Rules for Election of Directors
PROMISE Technology, Inc.

Article 1: The election of directors of the Company shall be conducted in accordance with these Rules.

Article 2: The election of directors shall be conducted at the Shareholders' Meeting, for which ballot boxes shall be provided.

Article 3: In the election of directors, each share shall have voting rights equal to the number of directors to be elected. Shareholders may cast all their votes for a single candidate or split them among multiple candidates. Independent and non-independent directors shall be elected concurrently, with the number of elected seats calculated separately.

Article 4: The Board of Directors shall prepare ballots corresponding to the number of directors to be elected, and the number of voting rights shall be specified on each ballot.

Article 5: At the commencement of the election, the chairperson shall designate a number of scrutineers and ballot counters to perform the relevant duties.

Article 6: The ballot boxes shall be prepared by the Board of Directors and shall be opened in public by the scrutineers before voting commences.

Article 7: If a candidate is a shareholder, the voter must enter the candidate's name and shareholder account number in the "Candidate" column on the ballot. If the candidate is not a shareholder, the candidate's name and national identification number (or tax ID) shall be entered. If the candidate is a government or corporate shareholder, the name of such government or corporate body shall be entered in the "Candidate" column; the name of the government or corporate body and its representative(s) may also be entered.

Article 8: Directors shall be elected by the Shareholders' Meeting from among those with legal capacity, based on the number of seats stipulated in the Company's Articles of Incorporation. Candidates who receive the most voting rights shall be elected as directors. If two or more candidates receive the same number of voting rights, exceeding the number of available seats, the candidates with the same number of voting rights shall resolve the matter by drawing lots or mutual agreement (as stipulated by local practice); if no agreement is reached, the seat shall remain vacant.

Article 9: Should an elected director waive their right to the position before the Company applies for registration of the change with the competent authority, the vacancy shall be filled by the candidate who received the next highest number of voting rights.

Article 10: Ballots shall be deemed invalid under any of the following circumstances:

1. The ballot does not conform to the format prescribed in these Rules.
2. The ballot contains the names of two or more candidates.
3. The ballot contains characters or symbols other than the required candidate information (account number/ID, name) and the number of votes allocated.
4. The ballot is left blank and cast into the ballot box.
5. The handwriting is illegible or has been altered.
6. The shareholder account number or name of a candidate who is a shareholder does not match the information in the Company's register of shareholders; or the ID or name of a candidate who is not a shareholder does not match the records.
7. The candidate's account number (ID) or name is omitted.

Article 11: The ballots shall be opened immediately upon the conclusion of voting, and the results shall be announced by the chairperson on the spot.

Article 12: Matters not provided for in these Rules shall be governed by the Company Act, the Company's Articles of Incorporation, and other relevant laws and regulations.

Article 13: These Rules shall be effective upon approval by the Shareholders' Meeting. The same shall apply to any amendments hereto.

Article 14: These Rules were enacted on May 17, 2000. The first amendment was made on May 13, 2002, and the second amendment on June 11, 2014.

(V) Current Shareholding of Directors：：

Number of shares held by individual and all directors as recorded in the register of shareholders as of May 1, 2026：

Register of Directors and Independent Directors 2026 / 05 / 01

Job title	Name	Number of shares held
Chairman	Qixiang Co., Ltd.： Lee,Jyh-En	4,649,387 0
Director	Zifeng Investment Co., Ltd：HO,CHI-WU	2,441,443 0
Director	Syntec Technology Co., Ltd.：HUANG,FANG-CHIH	2,527,710 0
Independent Directors	LU,Hong-Sheng	0
Independent Directors	Chang,Wen-Thong	0
Independent Directors	Chen, Jyh-Cheng	0
Independent Directors	Chen, Yi Liang	0
SUM		9,618,540

Remarks:

1. Statutory Shares to be Held by All Directors of the Company: Not Applicable
2. The actual number of shares issued as of May 1, 2026 was .67,864,629 shares。