

Stock Code:1535



China Ecotek Corporation

2026 Annual General Meeting

Meeting Handbook

Form of meeting: Physical AGM

May 28, 2026 (Thursday) 9:00AM

Kaohsiung Business Convention Center ,

No.5, Zhongshan 2nd Rd, Kaohsiung City, Taiwan

# Table of Contents

	Page No.
<b>One.</b> Meeting Procedures.....	2
<b>Two.</b> Meeting Agenda .....	3
I. Report Items .....	4
II. Proposals for Ratification .....	12
III. Directors Election.....	45
IV. Other Proposals.....	48
V. Extraordinary Motions.....	51
<b>Three.</b> Rules and Regulations .....	52
I. Rules Governing Procedures for Shareholders' Meeting.....	52
II. Regulations for Election of Directors.....	61
III. Articles of Incorporation.....	66
<b>Four.</b> List of Shareholding by Current Directors.....	78

China Ecotek Corporation  
2026 Annual General Meeting  
Meeting Procedures

I. Announce Meeting

II. Chairman Remarks

III. Report Items

IV. Proposals for Ratification

V. Directors Election

VI. Other Proposals

VII. Extraordinary Motions

VIII. Adjournment

# China Ecotek Corporation 2026 Annual General Meeting Meeting Agenda

Form of meeting: Physical AGM

Time: May 28, 2026 (Thursday) 9:00AM

Place: Kaohsiung Business Convention Center , No.5, Zhongshan 2nd Rd, Kaohsiung City, Taiwan

Attendance: Shareholders and proxies authorized by shareholders

Chairman: Chairman of the Board

## I. Chairman Remarks

## II. Report Items

- (I) Report on the Operations of 2025.
- (II) Report on Audit Committee's Review Report of 2025.
- (III) Report on compensation for employees and remuneration for directors of 2025.
- (IV) Report on Amendments to “Ethical Management Best Practice Principles of the Company” and “Established Procedures for Ethical Management and Guidelines for Conduct of the Company”.

## III. Proposals for Ratification:

Proposal 1: Adoption of the 2025 Business Report and Financial Statements.

Proposal 2: Adoption of the Proposal for Distribution of 2025 profits.

## IV. Directors Election:

Proposal 1: Election of the 12th Board of Directors(including Independent Director).

## V. Other Proposals

Proposal 1: To release the ban on competitive trade of the 12th term non independent directors.

## VI. Extraordinary Motions

## VII. Adjournment

# I. Report Items

- (I). Report on the Operations of 2025.
- (II). Report on Audit Committee's Review Report of 2025.  
(Please refer to Page 5 in this handbook)
- (III). Report on compensation for employees and remuneration for directors of 2025.

Proposed by Board of Directors

## Explanatory Note:

1. According to the requirements under Article 32 of the Company's Articles of Incorporation, when the Company recorded profits in any given year, the Board of Directors shall appropriate no less than one in a thousand as the remuneration for employees, and no more than one in a hundred as the remuneration for Directors; the distribution target for employee's remuneration includes employees of its affiliates who satisfied certain conditions, and no less than 30% of the employee remuneration should be allocated to grassroots employees. However, when the Company has accumulated losses, retain the amount for compensation in advance before providing for the remuneration of employees and remuneration of Directors according to the above percentage.
2. In 2025, the Company recorded a profit of NT\$625,639,022 (i.e., profit before income tax to deducting remuneration of employees and directors). The Company intends to provide 3.0979% equivalent to an amount of NT\$19,381,593 (of these, 60.8% were allocated to grassroots employees) as the employees' remuneration and 0.6196% equivalent to an amount of NT\$3,876,319 as the remunerations of directors. All were distributed in cash.

## **China Ecotek Corporation Audit Committee's Review Report**

The Board of Directors has prepared the Company's 2025 Financial Statement audited by Deloitte & Touche Taiwan, earnings distribution plan and business report. The Audit Committee has reviewed the aforementioned financial statements and documents, and concluded all information is presented fairly. We hereby submit this report pursuant to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act.

To:  
2026 Annual General Shareholders' Meeting

China Ecotek Corporation  
Convener of the Audit Committee: Po-Han Wang

February 24, 2026

(IV) Report on Amendments to “Ethical Management Best Practice Principles of the Company” and “Established Procedures for Ethical Management and Guidelines for Conduct of the Company”.

Proposed by Board of Directors

Explanatory Note:

- (1) In accordance with the amendment to the "Organizational Regulations" passed at the 13<sup>th</sup> meeting of the 11<sup>th</sup>-term Board of Directors Meeting, the former Legal Office and Corporate Research Office have been merged into the Corporate Planning Department as a first-level unit.
- (2) Please see attachment 1 and 2.

**Attachment 1**

**Comparison Table for Amendments to the Ethical Management Best Practice Principles of the Company**

Revised clauses	Clauses in force	Description
<p><b>Article 17 :</b> (Item 1 omitted) To achieve sound ethical corporate management, the Company shall establish each dedicated unit responsible for the handling of the following matters and supervising the execution of matters as well as reporting to the board of directors on a regular basis: I. Human Resource Department: (I) Planning of internal organization, staffing and job duties, establish mutual supervision and balance mechanisms for operating activities of relatively higher unethical conduct risk in the scope of business. (II) Promotion and coordination of ethical policy promotion. II. <u>Corporate Planning Department:</u> (I) Assisting in incorporating ethics and moral values into the company's business strategy. (II) Establishing Ethical Management Operation Procedures and Code of</p>	<p><b>Article 17 :</b> (Item 1 omitted) To achieve sound ethical corporate management, the Company shall establish each dedicated unit responsible for the handling of the following matters and supervising the execution of matters as well as reporting to the board of directors on a regular basis: I. Human Resource Department: (I) Planning of internal organization, staffing and job duties, establish mutual supervision and balance mechanisms for operating activities of relatively higher unethical conduct risk in the scope of business. (II) Promotion and coordination of ethical policy promotion. II. <u>Legal Office:</u> (I) Assisting in incorporating ethics and moral values into the company's business strategy. (II) Establishing Ethical Management Operation Procedures and Code of Conduct according to regulatory system.</p>	<p>1. In accordance with the amendment to the "Organizational Regulations" passed at the 11th Board Meeting, the former Legal office and Corporate Research office have been merged into the Corporate Planning Department as a first-level unit. 2. The "Code of Conduct for Directors and Supervisor" has been corrected to "Code of Conduct for Directors".</p>

<p>Conduct according to regulatory system.</p> <p>(III) Establishing and maintaining relevant company internal regulations, such as <u>Code of Conduct for Directors</u>, Code of Conduct for Practitioners and Regulations for Ethics of Practitioners, Ethical norms for practitioners, etc.</p> <p>(below omitted)</p>	<p>(III) Establishing and maintaining relevant company internal regulations, such as <u>Code of Conduct for Directors and Supervisor</u>, Code of Conduct for Practitioners and Regulations for Ethics of Practitioners, Ethical norms for practitioners, etc.</p> <p>(below omitted)</p>	
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Attachment 2

Comparison Table for Amendments to Established Procedures for Ethical Management and Guidelines for Conduct of the Company

Revised clauses	Clauses in force	Description
<p><b>Article 1</b> The Company performs business activities based on the principles of fairness, honesty, trust and transparency. To implement the ethical corporation management policy, and to actively prevent unethical conducts, the Company establishes these Procedures and Guidelines according to the “Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies” and Article 6 and <u>Article 21</u> of the Ethical Corporate Management Best Practice Principles of the Company in order to specify the precautions for personnel of the Company performing duties.</p>	<p><b>Article 1</b> The Company performs business activities based on the principles of fairness, honesty, trust and transparency. To implement the ethical corporation management policy, and to actively prevent unethical conducts, the Company establishes these Procedures and Guidelines according to the “Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies” and Article 6 and <u>Article 18</u> of the Ethical Corporate Management Best Practice Principles of the Company in order to specify the precautions for personnel of the Company performing duties.</p>	<p>According to Article 21 of the " Ethical Management Best Practice Principles", the original Article number 18 of the “Ethical Corporate Management Best Practice Principles of the Company” was incorrect, so it has been corrected to the article number.</p>
<p><b>Article 5</b> The Auditing Office shall be responsible for the execution of these Procedures and Guidelines and shall handle the recording and filing of reports as well as the monitoring of implementation and the Auditing Office shall also</p>	<p><b>Article 5</b> The Auditing Office shall be responsible for the execution of these Procedures and Guidelines and shall handle the recording and filing of reports as well as the monitoring of implementation and the Auditing Office shall also submit regular</p>	<p>In accordance with the amendment to the "Organizational Regulations", the former Legal Office and Corporate Research Office have been merged into the Corporate Planning</p>

<p>submit regular reports to the board of directors.</p> <p>The amendment, implementation, interpretation and advisory services with respect to these Procedures and Guidelines shall be handled by the <u>Corporate Planning Department</u>.</p>	<p>reports to the board of directors.</p> <p>The amendment, implementation, interpretation and advisory services with respect to these Procedures and Guidelines shall be handled by the <u>Legal Office</u>.</p>	<p>Department as a first-level unit.</p>
<p><b>Article 12</b></p> <p>The Company's <u>Corporate Planning Department</u> is responsible for establishing and implementing the Company's trade secret, trademark, patent, and copyright management, and regularly reviews implementation results to ensure the continued effectiveness of operating procedures.</p> <p>Company personnel shall follow related regulations pertaining to the Company's intellectual property in the preceding paragraph, and may not disclose to any other party any trade secrets, trademarks, patents, and copyright of the Company of which they have learned, nor may they inquire about or compile any trade secrets, trademarks, patents, and copyright of the Company unrelated to their individual</p>	<p><b>Article 12</b></p> <p>The Company's <u>Legal Office</u> is responsible for establishing and implementing the Company's trade secret, trademark, patent, and copyright management, and regularly reviews implementation results to ensure the continued effectiveness of operating procedures.</p> <p>Company personnel shall follow related regulations pertaining to the Company's intellectual property in the preceding paragraph, and may not disclose to any other party any trade secrets, trademarks, patents, and copyright of the Company of which they have learned, nor may they inquire about or compile any trade secrets, trademarks, patents, and copyright of the Company unrelated to their individual duties.</p>	<p>In accordance with the amendment to the "Organizational Regulations", the former Legal Office and Corporate Research Office have been merged into the Corporate Planning Department as a first-level unit.</p>

duties..		
<p><b>Article 18</b> (Item 1~3 omitted) The Company's dedicated unit shall handle reports according to the following procedures: I. If the report involves a regular employee, it shall be submitted to the department supervisors. If the report involves a director or senior manager, it shall be submitted to an independent director. II. The Company's Auditing Office and supervisor or personnel who receive the report in the preceding subparagraph shall immediately conduct an investigation, and the <u>Corporate Planning Department</u> or other related departments may provide assistance if necessary. (Below omitted)</p>	<p><b>Article 18</b> (Item 1~3 omitted) The Company's dedicated unit shall handle reports according to the following procedures: I. If the report involves a regular employee, it shall be submitted to the department supervisors. If the report involves a director or senior manager, it shall be submitted to an independent director. II. The Company's Auditing Office and supervisor or personnel who receive the report in the preceding subparagraph shall immediately conduct an investigation, and the <u>Legal Office</u> or other related departments may provide assistance if necessary. (Below omitted)</p>	<p>In accordance with the amendment to the "Organizational Regulations", the former Legal Office and Corporate Research Office have been merged into the Corporate Planning Department as a first-level unit.</p>

## II. Proposals for Ratification

**Proposal 1:** Adoption of the 2025 Business Report and Financial Statements.

Proposed by Board of Directors

Explanatory Note: Please refer to Attachement 1 for the 2025 Business Report and financial statements for the year ended December 31<sup>st</sup>,2025.

Resolution:

## China Ecotek Corporation 2025 Business Report

### I. Operational policy

The main axis of our company's business strategy is to develop a growth strategy that focuses on the four pillars of "Engineering Field," "Operation and Maintenance," "Circular Economy" and "Sales Business", and is supplemented by the following operating policies to promote:

- (1) Strengthen core technology management and development;
- (2) Develop digital transformation and improve management efficiency;
- (3) Promote the integration of refractory engineering materials;
- (4) Develop circular economy engineering business.

### II. Implementation status of operational policy

1. We will continue to implement the existing environmental protection electromechanical turnkey projects and maintenance operations, and fully cooperate with the environmental protection equipment obsolescence, renewal and improvement projects planned by the group company; projects outside the group include the construction of an oil tank and fire protection system for Okinawa Denryoku, the addition of high and low-voltage onshore power supply system at Port of Kaohsiung's Pier 19~20, and solar power systems construction projects for Tang Eng Iron Works Co., Ltd. and Ho Hsiung Machinery Industrial Co., Ltd. etc. With the joint efforts of all colleagues, the consolidated revenue in 2025 reached 11.366 billion NTD which was also once again achieved a brilliant performance of 10 billion NTD in revenue.
2. Introduce a resource management system, continue to improve core technologies and increase the proportion of independent project design. At the same time, develop smart projects and establish a smart inspection system to enhance project management capabilities; comprehensively strengthen the operational decision support system to effectively improve management efficiency.
3. Cooperate with the group's environmental protection projects, strengthen the research and development and testing capabilities of refractory formulas, establish QR code storage management for refractory materials, establish partnerships with professional refractory material manufacturers, and cultivate our own professional bricklaying

engineering team to enhance the refractory engineering value chain.

4. Continue to promote circular economy business, such as recycled water system engineering, steel co-production, flue gas carbon capture engineering, etc.; improve desulfurization, denitrification and dust collection technology to help customers improve air pollution; expand energy storage combined with microcomputer system engineering and solar system settings Engineering. In addition to existing products such as LED lamps, activated carbon adsorbents, air purifiers and filters, we have added sales items such as sedatives, water dispensers, raw materials, and biotechnology equipment agency businesses.

### **III. Business Outcome**

The company's target market is positioned in diversified engineering fields such as environmental protection engineering, electromechanical engineering, biotechnology plant construction engineering, electromechanical maintenance and resource recovery plants, and advanced water purification plant agency operation. The main construction projects in 2025 are as follows:

1. Environmental protection projects: CSC Group PV System Construction Project ; EP Revamping Renewal Project of CSC ; Power Plant No. 9 and No. 10 Boiler Denitrification and Desulfurization System Addition Project of CSC ; Futian Reclaimed Water Plant Project of DSC, and Solar Power Systems for Tang Eng Iron Works Co., Ltd. and Ho Hsiung Machinery Industrial Co., Ltd. Construction Project, totaled NT\$1.942 billion, accounting for 17.09% of overall revenue.
2. Electrical and mechanical engineering projects: No.1 BFR1 Blast Furnace & Coke Plant, Revamping Project of DSC ; No.1&No.2 Sintering Equipment Revamping Project of DSC ; Stage 1&2 Coke Oven Revamping Project of CSC; Enclosed Coal Conveying Process Project of CSC ; Oil tank and fire protection system Construction Project of Okinawa Denryoku; 23kV Switchyard C-GIS and ancillary equipment Renewal Project of Okinawa Denryoku; addition of high and low voltage onshore power supply system at Port of Kaohsiung's Pier 19~20; and High-voltage onshore power facility construction project at

Keelung Port, these projects totaled NT\$6.029 billion, accounting for 53.04% of overall revenue.

3. Operation and electrical/mechanical maintenance and others: Electrical/mechanical maintenance projects of China Steel and Dragon Steel Co., as well as the operation of Chengcing Lake and Kinmen Taihu water treatment plants, totaled NT\$ 3.395 billion, accounting for 29.87% of overall revenue.

#### IV. Profit comparison with last year

Unit: In Thousand NTD

Year Business Item	2025	2024	Increase (Decrease) amount	Rate of change (%)
Operating revenues	11,366,055	10,858,807	507,248	4.67%
Operating costs	10,296,505	9,851,646	444,859	4.52%
Unrealized gain from sale	1,227	3,341	-2,114	-63.27%
Realized gain from sale	6,555	6,826	-271	-3.97%
Realized operating margin	1,074,878	1,010,646	64,232	6.36%
Operating expense	603,527	530,523	73,004	13.76%
Net operating income	471,351	480,123	-8,772	-1.83%
Net operating income (expenditure)	138,226	145,143	-6,917	-4.77%
Net income before tax	609,577	625,266	-15,689	-2.51%
Income tax expense	114,297	123,373	-9,076	-7.36%
Consolidated total net income	495,280	501,893	-6,613	-1.32%

1. Operating revenues in 2025 increased by NT\$507,248 thousand compared to 2024, operating costs are recognized proportionally to the percentage of projects that are completed. However, the increased cost of preparing bids for public works projects resulted in an decrease of NT\$8,772 thousand in operating profit compared to 2024.
2. Non-operating income and expenses in 2025 decreased by NT\$6,917 thousand compared to 2024. The decrease was mainly due to an increase of NT\$39,799 thousand Interest in financial assets and liabilities at fair value through profit or loss, and the decrease of in Share of the profit of associates was NT\$20,534 thousand, and the decrease of NT\$9,939 thousand in interest income, and the decrease of NT\$16,889 thousand in dividend income.
3. In summary, net income before tax in 2025 decreased by NT\$15,689 thousand compared to 2024, and annual consolidated net income decreased by NT\$6,613 thousand compared to 2024.

## **V. Research and Development Status**

Given the global commitment to achieving net-zero emissions by 2050, the Company has collaborated with the R&D unit of China Steel Co. to establish a flue gas CO<sub>2</sub> capture pilot plant and is already in operation, which can capture 500 tons of CO<sub>2</sub> per year. We are currently exploring practical applications for CO<sub>2</sub> and are dedicated to establishing solutions for Carbon Capture Utilization and Storage (CCUS). For wastewater treatment, we have developed a specialized removal agent for fluoride emissions. This agent is added to wastewater with high fluoride concentrations. It reacts to form an insoluble compound which is removed via subsequent precipitation, effectively reducing fluoride emission levels. As for air pollution prevention technology, as air pollution prevention regulations in Kaohsiung City become more rigorous, the Company has proactively developed technology for removing sulfur oxides emissions control from fixed pollution sources. Additionally, in collaboration with the

R&D unit of China Steel Co., we have developed a composite (desulfurization + PM2.5 removal) process. The system completes a 120-hour consecutive operational testing under conditions simulating actual flue gas composition at the sinter plant. It achieves removal rates of over 95% for sulfur oxides and over 90% for PM2.5. Evaluation is underway for its application on the existing desulfurization reactor at sinter No. 3.

In terms of NOx emission control, we are collaborating with the R&D unit of China Steel Co. to evaluate the feasibility of low- to medium-temperature selective catalytic reduction (SCR). We have successfully completed a small-scale application within the existing denitrification reactor at China Steel sinter No. 1, where we continue to monitor catalytic effectiveness under gradually decreasing temperatures. Data on temperature and performance are collected to verify numerical simulations, with an estimated on-site denitrification/dioxin degradation rate of over 80%. Full replacement of the denitrification reactor with a low- to medium-temperature catalyst in the future would reduce fuel demand; consequently, we are evaluating further applications in the Stage 3 and 4 coke plants to maximize environmental and energy-saving benefits.

Chairman : Ying-Pin Hsieh

Managerial Officer/

President : Yung-Yu Chiang

Accounting Officer : Ya-Min Chuang

## Independent Auditors' Report

The Board of Directors and Shareholders  
China Ecotek Corporation

### **Opinion**

We have audited the accompanying consolidated financial statements of China Ecotek Corporation (The “Company”) and its subsidiaries, which comprise the consolidated balance sheets as of December 31, 2025 and 2024, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company and its subsidiaries as of December 31, 2025 and 2024, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

### **Basis for Opinion**

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing standards generally accepted in 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 Company and its subsidiaries 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, 2025. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters of the Company and its subsidiaries' consolidated financial statements for the year ended December 31, 2025 are stated as follows:

### Assessment of the estimated total project cost

The Company and its subsidiaries have signed many construction contracts, and recognized construction revenues according to the percentage completion method during the contract period. Construction progress is calculated based on the actual construction costs incurred under each contract as a percentage of the estimated total construction cost of the project. The estimated total project cost involves a major accounting estimate, and affects the recognition of construction progress and revenues. Hence, the assessment of estimated total project cost is listed as a key audit matter. For relevant accounting policies, major accounting estimates, and explanations of determination, please refer to the Consolidated Financial Statements Note 4 and Note 5.

Our audit procedures performed included the following:

1. Understand control procedures for the assessment of the estimated total project cost, and conduct sampling inspections of the consistency between preparation process and internal controls.
2. Conduct a sampling inspection of documentation related to the assessment of the estimated total project cost for new projects and additions/reductions in the current year.
3. Conduct a sampling inspection to see if there are any major abnormalities between the actual total cost of projects concluded this year and their estimated total project cost, in order to verify the reasonableness of estimated total project cost. Conduct a

sampling inspection of abnormal changes in estimated total cost, in order to determine the reasonableness of calculating the percentage of construction progress based on the estimated total project cost before the balance sheet date.

### **Other Matter**

We have also audited the standalone financial statements of the Company as of and for the years ended December 31, 2025 and 2024 on which we have issued an unqualified 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 the 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 ability of the Company and its subsidiaries to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company and its subsidiaries or to cease operations, or has no realistic alternative but to do so.

Those charged with governance, including the audit committee or supervisors, are responsible for overseeing the Company and its subsidiaries' 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 auditing standards generally accepted in Republic of China will

always detect a material misstatement when it exists. Misstatement 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 auditing standards generally accepted in 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 omission, misrepresentation, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company and its subsidiaries' internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company and its subsidiaries' ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company and its subsidiaries to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the 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 Company and its subsidiaries to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision, and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended December 31, 2025 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audits resulting in this independent auditors' report are Lee-Yuan Kuo and Chao-Chun Wang.

Deloitte & Touche  
Taipei, Taiwan  
Republic of China

February 24, 2026

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.*

China Ecotek Corporation and Subsidiaries  
Consolidated Balance Sheets  
December 31, 2025 and 2024

In Thousand of NTD

Code	Asset	December 31, 2025		December 31, 2024	
		Amount	%	Amount	%
	Current assets				
1100	Cash and cash equivalents (Notes 4, 6, and 14)	\$ 1,520,376	21	\$ 1,203,566	17
1110	Financial assets at fair value through profit or loss - current (Notes 4 and 7)	205,048	3	48,193	1
1120	Financial assets at fair value through other comprehensive income - current (Notes 4 and 8)	21,850	-	22,597	-
1139	Financial assets for hedging - current (Notes 4 and 12)	90,674	1	431,145	6
1140	Contract assets - current (Notes 4, 25, and 31)	1,330,499	18	1,262,978	18
1170	Accounts receivable, net (Notes 4 and 9)	152,896	2	194,148	3
1180	Accounts receivable - related parties (Notes 4, 9, and 31)	568,084	8	597,780	8
1200	Other receivables (Note 9)	78,813	1	50,687	1
1220	Current tax assets (Note 27)	206	-	917	-
130X	Inventories (Notes 4 and 10)	35,455	1	26,711	-
1476	Other financial assets - current (Notes 12 and 32)	665,480	9	294,350	4
1479	Other current assets (Note 13)	149,411	2	137,654	2
11XX	Total current assets	<u>4,818,792</u>	<u>66</u>	<u>4,270,726</u>	<u>60</u>
	Noncurrent assets				
1510	Financial assets at fair value through profit or loss - noncurrent (Notes 4 and 7)	26,454	-	25,823	-
1550	Investments accounted for using equity method (Notes 4 and 11)	1,047,200	14	1,047,328	15
1600	Property, plant and equipment (Notes 4 and 15)	701,346	10	742,384	10
1755	Right-of-use assets (Notes 4 and 16)	50,052	1	78,188	1
1760	Investment properties (Notes 4, 17, and 31)	323,521	5	323,521	5
1780	Intangible assets (Note 4)	9,783	-	11,341	-
1840	Deferred tax assets (Note 27)	62,077	1	47,284	1
1915	Advance payments for equipment	832	-	1,728	-
1920	Refundable deposits	7,762	-	8,277	-
1980	Other financial assets - noncurrent (Note 12)	209,796	3	593,146	8
1995	Other noncurrent assets	7,365	-	7,684	-
15XX	Total noncurrent assets	<u>2,446,188</u>	<u>34</u>	<u>2,886,704</u>	<u>40</u>
1XXX	Total assets	<u>\$ 7,264,980</u>	<u>100</u>	<u>\$ 7,157,430</u>	<u>100</u>
	Liabilities and equity				
	Current liabilities				
2100	Short-term borrowings (Notes 4 and 18)	\$ -	-	\$ 50,000	1
2130	Contract liabilities - current (Notes 4, 14, 25, and 31)	1,400,070	19	1,153,232	16
2170	Accounts payable (Note 19)	946,583	13	1,009,478	14
2180	Accounts payable - related parties (Notes 19 and 31)	15,358	-	17,900	-
2200	Other payables (Notes 14 and 20)	670,436	10	654,621	9
2230	Current tax liabilities (Note 27)	72,993	1	75,933	1
2250	Provisions - current (Notes 4 and 21)	19,397	-	12,621	-
2280	Lease liabilities - current (Notes 4, 16, and 31)	26,337	-	38,544	1
2399	Other current liabilities (Note 20)	43,876	1	138,268	2
21XX	Total current liabilities	<u>3,195,050</u>	<u>44</u>	<u>3,150,597</u>	<u>44</u>
	Noncurrent liabilities				
2527	Contract liabilities - noncurrent (Notes 4, 14 and 25)	40,466	1	41,290	1
2570	Deferred tax liabilities (Note 27)	65,061	1	59,701	1
2580	Lease liabilities - noncurrent (Notes 4, 16, and 31)	24,326	-	39,091	1
2640	Net defined benefit liability (Notes 4 and 22)	117,952	1	124,237	1
25XX	Total noncurrent liabilities	<u>247,805</u>	<u>3</u>	<u>264,319</u>	<u>4</u>
2XXX	Total liabilities	<u>3,442,855</u>	<u>47</u>	<u>3,414,916</u>	<u>48</u>
	Equity (Note 24)				
3110	Capital - common stock	1,237,426	17	1,237,426	17
3200	Capital surplus	630,995	9	628,655	9
	Retained earnings				
3310	Legal reserve	834,560	11	780,991	11
3320	Special reserve	75,604	1	29,604	-
3350	Undistributed earnings	1,176,234	16	1,141,442	16
3300	Total retained earnings	<u>2,086,398</u>	<u>28</u>	<u>1,952,037</u>	<u>27</u>
3400	Other equity	<u>(132,694)</u>	<u>(1)</u>	<u>(75,604)</u>	<u>(1)</u>
3XXX	Total equity	<u>3,822,125</u>	<u>53</u>	<u>3,742,514</u>	<u>52</u>
	Total liabilities and equity interests	<u>\$ 7,264,980</u>	<u>100</u>	<u>\$ 7,157,430</u>	<u>100</u>

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

Chairman: Ying-Pin Hsieh

Managerial Officer: Yeong-Yuh Chiang

Accounting Officer: Ya-Min Chuang

China Ecotek Corporation and Subsidiaries  
Consolidated Statements of Comprehensive Income  
January 1 to December 31, 2025 and 2024

In Thousand of NTD, Except EPS

Code	2025		2024	
	Amount	%	Amount	%
Operating revenues (Notes 4, 14, 25, and 31)				
4100	\$ 135,952	1	\$ 147,397	1
4500	10,764,753	95	10,403,418	96
4600	465,350	4	307,992	3
4000	<u>11,366,055</u>	<u>100</u>	<u>10,858,807</u>	<u>100</u>
Operating costs (Notes 10, 14, 26, and 31)				
5110	108,051	1	114,149	1
5500	9,773,334	86	9,456,155	87
5600	415,120	4	281,342	3
5000	<u>10,296,505</u>	<u>91</u>	<u>9,851,646</u>	<u>91</u>
5900	1,069,550	9	1,007,161	9
5910	1,227	-	3,341	-
5920	<u>6,555</u>	<u>-</u>	<u>6,826</u>	<u>-</u>
5950	<u>1,074,878</u>	<u>9</u>	<u>1,010,646</u>	<u>9</u>
Operating expenses (Notes 9 and 26)				
6100	67,983	1	44,543	-
6200	526,082	4	478,807	4
6300	9,448	-	8,224	-
6450	14	-	(1,051)	-
6000	<u>603,527</u>	<u>5</u>	<u>530,523</u>	<u>4</u>
6900	<u>471,351</u>	<u>4</u>	<u>480,123</u>	<u>5</u>
Non-operating income and expenses (Notes 11, 26, and 31)				
7100	66,281	1	76,220	1
7010	13,602	-	30,531	-
7020	21,323	-	(17,907)	-
7050	(1,001)	-	(2,256)	-
7060	38,021	-	58,555	-
7000	<u>138,226</u>	<u>1</u>	<u>145,143</u>	<u>1</u>
7900	609,577	5	625,266	6

Code	2025		2024		
	Amount	%	Amount	%	
7950	Income tax expense (Notes 4 and 27)	114,297	1	123,373	1
8200	Net profit for the year	495,280	4	501,893	5
	Other comprehensive income (Notes 22, 24, and 27)				
8310	Items that will not be reclassified subsequently to profit or loss				
8311	Remeasurements of the net defined benefit	9	-	10,505	-
8316	Unrealized gains and losses on investments in equity instruments at fair value through other comprehensive income	(748)	-	(64,833)	-
8317	Gains and losses on hedging instruments	(8,965)	-	12,881	-
8320	Share of the other comprehensive income of associates	11,912	-	(5,293)	-
8349	Income tax relating to items that will not be reclassified subsequently to profit or loss	1,791	-	17,570	-
8360	Items that may be reclassified subsequently to profit or loss				
8361	Exchange differences on translating foreign operations	(62,170)	-	20,747	-
8370	Share of the other comprehensive income of associates	(1,045)	-	369	-
8399	Income tax relating to items that may be reclassified subsequently to profit or loss	12,434	-	(4,149)	-
8300	Other comprehensive income for the year, net of income tax	(46,782)	-	(12,203)	-
8500	Total comprehensive income in the current year	\$ 448,498	4	\$ 489,690	5
8610	Net profit attributable to owners of the Corporation	\$ 495,280		\$ 501,893	
8710	Total comprehensive income attributable to owners of the Corporation	\$ 448,498		\$ 489,690	
	Earnings per share (Note 28)				
9750	Basic	\$ 4.00		\$ 4.06	
9850	Diluted	3.99		4.04	

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

Chairman: Ying-Pin Hsieh

Managerial Officer: Yeong-Yuh Chiang

Accounting Officer: Ya-Min Chuang

China Ecotek Corporation and Subsidiaries  
Consolidated Statements of Changes in Equity  
January 1 to December 31, 2025 and 2024

In Thousand of NTD

		Equity attributable to owners of the Company						Other equity					
		Capital - common stock		Retained earnings				Exchange differences on translating foreign operations	Unrealized gains and losses on financial assets at fair value through other comprehensive income	Gain and losses on hedging instruments	Total other equity	Total equity	
Code		Shares (In thousand)	Amount	Capital surplus	Legal reserve	Special reserve	Undistributed earnings						Total
A1	Balance at January 1, 2024	123,743	\$ 1,237,426	\$ 628,629	\$ 725,889	-	\$ 1,098,808	\$ 1,824,697	\$ (76,274)	\$ 48,867	\$ (2,197)	\$ (29,604)	\$ 3,661,148
	Appropriation of 2023 earnings (Note 24)												
B1	Legal reserve	-	-	-	55,102	-	(55,102)	-	-	-	-	-	-
B3	Reversal special reserve	-	-	-	-	29,604	(29,604)	-	-	-	-	-	-
B5	Cash dividends to shareholders	-	-	-	-	-	(408,350)	(408,350)	-	-	-	-	(408,350)
		-	-	-	55,102	29,604	(493,056)	(408,350)	-	-	-	-	(408,350)
D1	Net income	-	-	-	-	-	501,893	501,893	-	-	-	-	501,893
D3	Other comprehensive income (loss), net of income tax	-	-	-	-	-	10,083	10,083	16,967	(49,223)	9,970	(22,286)	(12,203)
D5	Total comprehensive income (loss)	-	-	-	-	-	511,976	511,976	16,967	(49,223)	9,970	(22,286)	489,690
Q1	Disposal of investments in equity instruments at fair value through other comprehensive income	-	-	-	-	-	23,714	23,714	-	(23,714)	-	(23,714)	-
T1	Adjustment from changes in equity of associate for using equity method	-	-	26	-	-	-	-	-	-	-	-	26
Z1	Balance at December 31, 2024	123,743	1,237,426	628,655	780,991	29,604	1,141,442	1,952,037	(59,307)	(24,070)	7,773	(75,604)	3,742,514
	Appropriation of 2024 earnings (Note 24)												
B1	Legal reserve	-	-	-	53,569	-	(53,569)	-	-	-	-	-	-
B3	Reversal special reserve	-	-	-	-	46,000	(46,000)	-	-	-	-	-	-
B5	Cash dividends to shareholders	-	-	-	-	-	(371,228)	(371,228)	-	-	-	-	(371,228)
		-	-	-	53,569	46,000	(470,797)	(371,228)	-	-	-	-	(371,228)
D1	Net income	-	-	-	-	-	495,280	495,280	-	-	-	-	495,280
D3	Other comprehensive income (loss), net of income tax	-	-	-	-	-	2,290	2,290	(50,781)	10,643	(8,934)	(49,072)	(46,782)
D5	Total comprehensive income (loss)	-	-	-	-	-	497,570	497,570	(50,781)	10,643	(8,934)	(49,072)	448,498
Q1	Disposal of investments in equity instruments at fair value through other comprehensive income	-	-	-	-	-	8,018	8,018	-	(8,018)	-	(8,018)	-
T1	Adjustment from changes in equity of associate for using equity method	-	-	2,340	-	-	1	1	-	-	-	-	2,341
Z1	Balance at December 31, 2025	123,743	\$ 1,237,426	\$ 630,995	\$ 834,560	\$ 75,604	\$ 1,176,234	\$ 2,086,398	\$ (110,088)	\$ (21,445)	\$ (1,161)	\$ (132,694)	\$ 3,822,125

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

Chairman: Ying-Pin Hsieh

Managerial Officer: Yeong-Yuh Chiang

Accounting Officer: Ya-Min Chuang

China Ecotek Corporation and Subsidiaries  
Consolidated Cash Flow Statements  
January 1 to December 31, 2025 and 2024

In Thousand of NTD

Code		2025	2024
	Cash flow from operating activities		
A10000	Profit before income tax	\$ 609,577	\$ 625,266
A20010	Adjustments for:		
A20100	Depreciation expense	82,595	68,830
A20200	Amortization expense	8,738	9,763
A20300	Expected credit loss (reversal)	14	(1,051)
A20400	Net loss (gain) on financial assets and liabilities at fair value through profit or loss	(20,143)	19,656
A20900	Financial costs	1,001	2,256
A21200	Interest income	(66,281)	(76,220)
A21300	Dividend income	(1,068)	(17,957)
A22300	Share of the profit of associates	(38,021)	(58,555)
A22500	Gains on disposal of property, plant and equipment	(36)	(121)
A23700	Impairment loss recognized on non-financial assets	30,000	-
A23800	Gain from price recovery of inventory	(2,317)	-
A23900	Unrealized sales margin	1,227	3,341
A24000	Realized sales margin	(6,555)	(6,826)
A29900	Recognition of provisions	10,762	7,659
A29900	Others	(2,424)	(269)
A30000	Net changes in operating assets and liabilities		
A31120	Hedging financial assets	331,506	510,996
A31125	Contract assets	(67,521)	11,905
A31150	Accounts receivable	41,238	(138,490)
A31160	Accounts receivable - related parties	29,696	(7,309)
A31180	Other receivables	(4,446)	3,643
A31200	Inventories	(6,427)	(13,406)
A31240	Other current assets	6,214	45,198
A32125	Contract liabilities	246,014	79,465
A32150	Accounts payable	(62,895)	152,935
A32160	Accounts payable - related parties	(2,542)	2,482
A32180	Other payables	41,794	34,273
A32200	Provisions	(3,983)	(3,904)
A32230	Other current liabilities	(77,011)	29,975
A32240	Net defined benefit liability	(6,276)	(17,026)
A33000	Cash generated from operations	1,072,430	1,266,509
A33500	Income tax paid	(110,380)	(124,876)
AAAA	Net cash generated from operating activities	962,050	1,141,633
	Cash flow from investing activities		
B00030	Proceeds from disposal of financial assets at fair value through other comprehensive income	-	70,652
B00100	Acquisition of financial assets at fair value through profit or loss	(213,747)	(32,448)
B00200	Disposal of financial assets at fair value through profit or loss	76,404	55,737
B01800	Acquisition of investments recognized under the equity method	-	(34,000)
B02700	Acquisition of property, plant and equipment	(58,965)	(166,971)
B02800	Proceeds from disposal of property, plant and equipment	36	121
B03700	Increase in refundable deposits	(17,456)	-

Code		2025	2024
B03800	Decrease in refundable deposits	-	12,138
B04500	Acquisition of intangible assets	(7,186)	(9,745)
B06500	Increase in other financial assets	-	(126,581)
B06600	Decrease in other financial assets	12,220	-
B06800	Decrease in other noncurrent assets	319	111
B07500	Interest received	42,601	79,776
B07600	Dividend received from associates	56,684	108,280
B07600	Dividend received from others	1,068	17,957
BBBB	Net cash used in investing activities	(108,022)	(24,973)
	Cash flow from financing activities		
C00200	Decrease in short-term borrowings	(50,000)	(50,000)
C03000	Increase in guarantee deposit received	-	14,953
C03100	Decrease in guarantee deposit received	(17,381)	-
C04020	Repayment of principal of lease liabilities	(34,190)	(39,209)
C04500	Cash dividends paid	(371,228)	(408,350)
C05600	Interest paid	(1,073)	(2,207)
CCCC	Net cash used in financing activities	(473,872)	(484,813)
DDDD	Effect of exchange rate changes on the balance of cash and cash equivalents held in foreign currencies	(63,346)	20,985
EEEE	Net increase in cash and cash equivalents	316,810	652,832
E00100	Cash and cash equivalents at the beginning of year	1,203,566	550,734
E00200	Cash and cash equivalents at the end of year	\$ 1,520,376	\$ 1,203,566

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

Chairman: Ying-Pin Hsieh

Managerial Officer: Yeong-Yuh Chiang

Accounting Officer: Ya-Min Chuang

## Independent Auditors' Report

The Board of Directors and Shareholders  
China Ecotek Corporation

### **Opinion**

We have audited the accompanying standalone financial statements of China Ecotek Corporation (The “Company”), which comprise the standalone balance sheets as of December 31, 2025 and 2024, and the standalone statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the the standalone financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying standalone financial statements present fairly, in all material respects, the standalone financial position of the Company as of December 31, 2025 and 2024, and its standalone financial performance and its standalone 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 Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing standards generally accepted in Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the year ended December 31, 2025. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we

do not provide a separate opinion on these matters.

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

Assessment of the estimated total project cost

The Company has signed many construction contracts, and recognized construction revenues according to the percentage completion method. Construction progress is calculated based on the actual construction costs incurred under each contract as a percentage of the estimated total construction cost of the project. The estimated total project cost involves a major accounting estimate, and affects the recognition of construction progress and revenues. Hence, the assessment of estimated total project cost is listed as a key audit matter. For relevant accounting policies, major accounting estimates, and explanations of determination, please refer to the Standalone Financial Statements Note 4 and Note 5.

Our audit procedures performed included the following:

1. Understand control procedures for the assessment of the estimated total project cost, and conduct sampling inspections of the consistency between preparation process and internal controls.
2. Conduct a sampling inspection of documentation related to the assessment of the estimated total project cost for new projects and additions/reductions in the current year.
3. Conduct a sampling inspection to see if there are any major abnormalities between the actual total cost of projects concluded this year and their estimated total project cost, in order to verify the reasonableness of estimated total project cost. Conduct a sampling inspection of abnormal changes in estimated total cost, in order to determine the reasonableness of calculating the percentage of construction progress based on the estimated total project cost before the balance sheet date.

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

Management is responsible for the preparation and fair presentation of the standalone

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 standalone financial statements that are free from material misstatement, whether due to fraud or error.

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

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

### **Auditors' Responsibilities for the Audit of the Standalone Financial Statements**

Our objectives are to obtain reasonable assurance about whether the standalone 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 auditing standards generally accepted in Republic of China will always detect a material misstatement when it exists. Misstatement 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 standalone financial statements.

As part of an audit in accordance with the auditing standards generally accepted in 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 standalone 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 omission, misrepresentation, or the override of internal control.

2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone 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 Company to express an opinion on the standalone financial statements. We are responsible for the direction, supervision, and performance of the group audit. We remain solely responsible for our audit opinion.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be

thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements for the year ended December 31, 2025 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audits resulting in this independent auditors' report are Lee-Yuan Kuo and Chao-Chun Wang.

Deloitte & Touche  
Taipei, Taiwan  
Republic of China

February 24, 2026

Notice to Readers

*The accompanying standalone financial statements are intended only to present the standalone 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 standalone financial statements are those generally applied in the Republic of China.*

*For the convenience of readers, the independent auditors' report and the accompanying standalone 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 standalone financial statements shall prevail.*

China Ecotek Corporation  
Standalone Balance Sheets  
December 31, 2025 and 2024

In Thousand of NTD

Code	Asset	December 31, 2025		December 31, 2024	
		Amount	%	Amount	%
	<b>Current assets</b>				
1100	Cash and cash equivalents (Notes 4, 6, and 14)	\$ 1,473,084	21	\$ 1,161,459	17
1110	Financial assets at fair value through profit or loss - current (Notes 4 and 7)	205,048	3	48,193	1
1120	Financial assets at fair value through other comprehensive income - current (Notes 4 and 8)	21,850	-	22,597	-
1139	Financial assets for hedging - current (Notes 4 and 12)	90,674	1	431,145	6
1140	Contract assets - current (Notes 4, 25, and 31)	1,318,588	18	1,261,502	18
1170	Accounts receivable, net (Notes 4 and 9)	145,884	2	151,077	2
1180	Accounts receivable - related parties (Notes 4, 9, and 31)	558,696	8	588,600	8
1200	Other receivables (Note 9)	9,639	-	7,309	-
130X	Inventories (Notes 4 and 10)	33,917	1	24,642	-
1476	Other financial assets - current (Notes 12 and 32)	21,338	-	350	-
1479	Other current assets (Note 13)	64,217	1	51,838	1
11XX	<b>Total current assets</b>	<b>3,942,935</b>	<b>55</b>	<b>3,748,712</b>	<b>53</b>
	<b>Noncurrent assets</b>				
1510	Financial assets at fair value through profit or loss - noncurrent (Notes 4 and 7)	26,454	-	25,823	-
1550	Investments accounted for using equity method (Notes 4 and 11)	2,090,863	29	2,123,390	30
1600	Property, plant and equipment (Notes 4 and 15)	699,401	10	739,147	10
1755	Right-of-use assets (Notes 4 and 16)	43,330	1	67,542	1
1760	Investment property (Notes 4, 17, and 31)	323,521	4	323,521	5
1780	Intangible assets (Note 4)	9,783	-	11,247	-
1840	Deferred tax assets (Note 27)	62,077	1	47,284	1
1915	Advance payments for equipment	832	-	1,728	-
1920	Refundable deposits	6,806	-	7,272	-
1995	Other noncurrent assets	7,365	-	7,684	-
15XX	<b>Total noncurrent assets</b>	<b>3,270,432</b>	<b>45</b>	<b>3,354,638</b>	<b>47</b>
1XXX	<b>Total assets</b>	<b>\$ 7,213,367</b>	<b>100</b>	<b>\$ 7,103,350</b>	<b>100</b>
	<b>Liabilities and equity</b>				
	<b>Current liabilities</b>				
2100	Short-term borrowings (Notes 4 and 18)	\$ -	-	\$ 50,000	1
2130	Contract liabilities - current (Notes 4, 14, 25 and 31)	1,393,434	19	1,147,646	16
2170	Accounts payable (Note 19)	939,226	13	999,325	14
2180	Accounts payable - related parties (Notes 19 and 31)	15,358	-	17,900	-
2200	Other payables (Notes 14 and 20)	667,330	9	651,287	9
2230	Current tax liabilities (Note 27)	48,911	1	55,781	1
2250	Provisions - current (Notes 4 and 21)	19,351	-	12,572	-
2280	Lease liabilities - current (Notes 4, 16, and 31)	23,187	1	35,017	1
2399	Other current liabilities (Note 20)	40,682	1	134,722	2
21XX	<b>Total current liabilities</b>	<b>3,147,479</b>	<b>44</b>	<b>3,104,250</b>	<b>44</b>
	<b>Noncurrent liabilities</b>				
2527	Contract liabilities - noncurrent (Notes 4, 14 and 25)	40,466	1	41,290	1
2570	Deferred tax liabilities (Note 27)	65,061	1	59,701	1
2580	Lease liabilities - noncurrent (Notes 4, 16, and 31)	20,284	-	31,358	-
2640	Net defined benefit liability (Notes 4 and 22)	117,952	1	124,237	2
25XX	<b>Total noncurrent liabilities</b>	<b>243,763</b>	<b>3</b>	<b>256,586</b>	<b>4</b>
2XXX	<b>Total liabilities</b>	<b>3,391,242</b>	<b>47</b>	<b>3,360,836</b>	<b>48</b>
	<b>Equity (Note 24)</b>				
3110	Capital - common stock	1,237,426	17	1,237,426	17
3200	Capital surplus	630,995	9	628,655	9
	<b>Retained earnings</b>				
3310	Legal reserve	834,560	12	780,991	11
3320	Special reserve	75,604	1	29,604	-
3350	Undistributed earnings	1,176,234	16	1,141,442	16
3300	<b>Total retained earnings</b>	<b>2,086,398</b>	<b>29</b>	<b>1,952,037</b>	<b>27</b>
3400	Other equity	(132,694)	(2)	(75,604)	(1)
3XXX	<b>Total equity</b>	<b>3,822,125</b>	<b>53</b>	<b>3,742,514</b>	<b>52</b>
	<b>Total liabilities and equity interests</b>	<b>\$ 7,213,367</b>	<b>100</b>	<b>\$ 7,103,350</b>	<b>100</b>

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

Chairman: Ying-Pin Hsieh

Managerial Officer: Yeong-Yuh Chiang

Accounting Officer: Ya-Min Chuang

China Ecotek Corporation  
Standalone Statements of Comprehensive Income  
January 1 to December 31, 2025 and 2024

In Thousand of NTD, Except EPS

Code	2025		2024	
	Amount	%	Amount	%
	Operating revenues (Notes 4, 14, 25, and 31)			
4100	\$ 135,952	1	\$ 147,397	1
4500	10,608,250	95	10,258,992	96
4600	465,350	4	307,992	3
4000	<u>11,209,552</u>	<u>100</u>	<u>10,714,381</u>	<u>100</u>
	Operating costs (Notes 10, 14, 26, and 31)			
5110	108,051	1	114,894	1
5500	9,636,853	86	9,337,816	87
5600	415,120	4	281,342	3
5000	<u>10,160,024</u>	<u>91</u>	<u>9,734,052</u>	<u>91</u>
5900	1,049,528	9	980,329	9
5910	1,227	-	3,341	-
5920	<u>6,555</u>	<u>-</u>	<u>6,826</u>	<u>-</u>
5950	<u>1,054,856</u>	<u>9</u>	<u>983,814</u>	<u>9</u>
	Operating expenses (Note 26)			
6100	67,983	1	44,545	1
6200	496,406	4	445,464	4
6300	9,448	-	8,224	-
6000	<u>573,837</u>	<u>5</u>	<u>498,233</u>	<u>5</u>
6900	<u>481,019</u>	<u>4</u>	<u>485,581</u>	<u>4</u>
	Non-operating income and expenses (Notes 11, 26, and 31)			
7100	19,800	-	27,684	-
7010	13,168	-	29,976	1
7020	21,459	-	(17,970)	-
7050	(857)	-	(2,048)	-
7060	67,792	1	94,310	1
7000	<u>121,362</u>	<u>1</u>	<u>131,952</u>	<u>2</u>
7900	602,381	5	617,533	6

Code	2025		2024		
	Amount	%	Amount	%	
7950	Income tax expense (Notes 4 and 27)	107,101	1	115,640	1
8200	Net profit for the year	495,280	4	501,893	5
	Other comprehensive income (Notes 22, 24, and 27)				
8310	Items that will not be reclassified subsequently to profit or loss				
8311	Remeasurements of the net defined benefit	9	-	10,505	-
8316	Unrealized gains and losses on investments in equity instruments at fair value through other comprehensive income	(748)	-	(64,833)	(1)
8317	Gains and losses on hedging instruments	(8,965)	-	12,881	-
8320	Share of the other comprehensive income of associates	11,912	-	(5,293)	-
8349	Income tax relating to items that will not be reclassified subsequently to profit or loss	1,791	-	17,570	-
8360	Items that may be reclassified subsequently to profit or loss				
8370	Share of the other comprehensive income of associates	(63,215)	-	21,116	1
8399	Income tax relating to items that may be reclassified subsequently to profit or loss	12,434	-	(4,149)	-
8300	Other comprehensive income for the year, net of income tax	(46,782)	-	(12,203)	-
8500	Total comprehensive income in the current year	\$ 448,498	4	\$ 489,690	5
	Earnings per share (Note 28)				
9750	Basic	\$ 4.00		\$ 4.06	
9850	Diluted	3.99		4.04	

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

Chairman: Ying-Pin Hsieh

Managerial Officer: Yeong-Yuh Chiang

Accounting Officer: Ya-Min Chuang

China Ecotek Corporation  
Standalone Statements of Changes in Equity  
January 1 to December 31, 2025 and 2024

In Thousand of NTD

		Equity attributable to owners of the Company						Other equity					
		Capital - common stock		Retained earnings				Exchange differences on translating foreign operations	Unrealized gains and losses on financial assets at fair value through other comprehensive income	Gain and losses on hedging instruments	Total other equity	Total equity	
Code		Shares (In thousand)	Amount	Capital surplus	Legal reserve	Special reserve	Undistributed earnings						Total
A1	Balance at January 1, 2024	123,743	\$ 1,237,426	\$ 628,629	\$ 725,889	-	\$ 1,098,808	\$ 1,824,697	\$ (76,274)	\$ 48,867	\$ (2,197)	\$ (29,604)	\$ 3,661,148
	Appropriation of 2023 earnings (Note 24)												
B1	Legal reserve	-	-	-	55,102	-	(55,102)	-	-	-	-	-	-
B3	Reversal special reserve	-	-	-	-	29,604	(29,604)	-	-	-	-	-	-
B5	Cash dividends to shareholders	-	-	-	-	-	(408,350)	(408,350)	-	-	-	-	(408,350)
		-	-	-	55,102	29,604	(493,056)	(408,350)	-	-	-	-	(408,350)
D1	Net income	-	-	-	-	-	501,893	501,893	-	-	-	-	501,893
D3	Other comprehensive income (loss), net of income tax	-	-	-	-	-	10,083	10,083	16,967	(49,223)	9,970	(22,286)	(12,203)
D5	Total comprehensive income (loss)	-	-	-	-	-	511,976	511,976	16,967	(49,223)	9,970	(22,286)	489,690
Q1	Disposal of investments in equity instruments at fair value through other comprehensive income	-	-	-	-	-	23,714	23,714	-	(23,714)	-	(23,714)	-
T1	Adjustment from changes in equity of associate for using equity method	-	-	26	-	-	-	-	-	-	-	-	26
Z1	Balance at December 31, 2024	123,743	1,237,426	628,655	780,991	29,604	1,141,442	1,952,037	(59,307)	(24,070)	7,773	(75,604)	3,742,514
	Appropriation of 2024 earnings (Note 24)												
B1	Legal reserve	-	-	-	53,569	-	(53,569)	-	-	-	-	-	-
B3	Reversal special reserve	-	-	-	-	46,000	(46,000)	-	-	-	-	-	-
B5	Cash dividends to shareholders	-	-	-	-	-	(371,228)	(371,228)	-	-	-	-	(371,228)
		-	-	-	53,569	46,000	(470,797)	(371,228)	-	-	-	-	(371,228)
D1	Net income	-	-	-	-	-	495,280	495,280	-	-	-	-	495,280
D3	Other comprehensive income (loss), net of income tax	-	-	-	-	-	2,290	2,290	(50,781)	10,643	(8,934)	(49,072)	(46,782)
D5	Total comprehensive income (loss)	-	-	-	-	-	497,570	497,570	(50,781)	10,643	(8,934)	(49,072)	448,498
Q1	Disposal of investments in equity instruments at fair value through other comprehensive income	-	-	-	-	-	8,018	8,018	-	(8,018)	-	(8,018)	-
T1	Adjustment from changes in equity of associate for using equity method	-	-	2,340	-	-	1	1	-	-	-	-	2,341
Z1	Balance at December 31, 2025	123,743	\$ 1,237,426	\$ 630,995	\$ 834,560	\$ 75,604	\$ 1,176,234	\$ 2,086,398	\$ (110,088)	\$ (21,445)	\$ (1,161)	\$ (132,694)	\$ 3,822,125

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

Chairman: Ying-Pin Hsieh

Managerial Officer: Yeong-Yuh Chiang

Accounting Officer: Ya-Min Chuang

China Ecotek Corporation  
Standalone Cash Flow Statements  
January 1 to December 31, 2025 and 2024

Code		In Thousand of NTD	
		2025	2024
	Cash flow from operating activities		
A10000	Profit before income tax	\$ 602,381	\$ 617,533
A20010	Adjustments for:		
A20100	Depreciation expense	78,321	64,274
A20200	Amortization expense	8,650	9,637
A20400	Net loss (gain) on financial assets and liabilities at fair value through profit or loss	(20,143)	19,656
A20900	Financial costs	857	2,048
A21200	Interest income	(19,800)	(27,684)
A21300	Dividend income	(1,068)	(17,957)
A22300	Share of the profit of associates	(67,792)	(94,310)
A22500	Gains on disposal of property, plant and equipment	(36)	(121)
A23700	Impairment loss recognized on non-financial assets	30,000	-
A23900	Unrealized sales margin	1,227	3,341
A24000	Realized sales margin	(6,555)	(6,826)
A29900	Recognition of provisions	10,762	7,659
A29900	Others	(2,424)	(270)
A30000	Net changes in operating assets and liabilities		
A31120	Hedging financial assets	331,506	510,996
A31125	Contract assets	(57,086)	(8,082)
A31150	Accounts receivable	5,193	(107,240)
A31160	Accounts receivable - related parties	29,904	(6,852)
A31180	Other receivables	(2,900)	(369)
A31200	Inventories	(9,275)	(12,938)
A31240	Other current assets	5,653	42,265
A32125	Contract liabilities	244,964	88,860
A32150	Accounts payable	(60,099)	151,373
A32160	Accounts payable - related parties	(2,542)	2,482



Code		2025	2024
C03100	Decrease in guarantee deposit received	(17,140)	-
C04020	Repayment of principal of lease liabilities	(30,889)	(35,838)
C04500	Cash dividends paid	(371,228)	(408,350)
C05600	Interest paid	(929)	(1,999)
CCCC	Net cash used in financing activities	(470,186)	(481,287)
EEEE	Net increase in cash and cash equivalents	311,625	734,815
E00100	Cash and cash equivalents at the beginning of year	1,161,459	426,644
E00200	Cash and cash equivalents at the end of year	\$ 1,473,084	\$ 1,161,459

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

Chairman: Ying-Pin Hsieh

Managerial Officer: Yeong-Yuh Chiang

Accounting Officer: Ya-Min Chuang

To facilitate the shareholders' understanding and to download a complete financial report and content thereof

Shareholders are requested to visit the China Ecotek Corporation's website

(website: **<http://www.ecotek.com.tw>** )

and section "Shareholders Service" for inquiries

**Proposal 2** : Adoption of the proposal for distribution of 2025 profits.  
Proposed by Board of Directors

Explanatory Note:

For the 2025 earnings distribution, the distribution is planned to be handled according to Article 32-1 of the Articles of Incorporation, and shareholders' cash bonus of NT\$ 371,227,656 is to be distributed, and the cash bonus of NT\$ 3 per share is to be distributed. Please refer to Attachment 2 for details.

Cash bonus and dividends distribution base date is to be authorized to the Chairman for determination. During the issuance of cash bonus, the distribution ratio is calculated to the integer dollar and the decimal value is truncated and for the total of the odd amount less than one dollar, the decimal numbers are adjusted from large to small and the account number from first to last sequentially until it satisfies the total amount of the cash dividend distribution

Resolution:

## China Ecotek Corporation 2025 Expected Earning Distribution Table

NT\$

Summary	Amount
2025 beginning undistributed earnings	\$ 670,644,823
2025 Net income	495,279,809
Investment adjusted retained earnings under equity method	10,302,170
Defined benefit plan re-measurement recognized in retained earnings	<u>6,874</u>
Adjusted undistributed earnings	\$ 1,176,233,676
Legal reserve	( 50,558,885 )
Special reserve	<u>( 57,089,056 )</u>
Earnings available for distribution	\$ 1,068,585,735
Distribution item:	
Shareholders cash bonus (NT\$3 per share)	<u>( 371,227,656 )</u>
Undistributed earnings at end of 2025	\$ 697,358,079

Note: Income tax for the undistributed earnings according to Article 66-9 of the Income Tax Act, the earnings of the most recent year shall be distributed in priority.

Chairman : Ying-Pin Hsieh  
 Managerial Officer : Yung-Yu Chiang  
 President  
 Accounting Officer : Ya-Min Chuang

# III. Directors Election

**Proposal 1** : Election of the 12th Board of Directors(including Independent Directors).

Proposed by Board of Directors

Explanatory Note:

1. The term of the current 11th Board of directors will end on June 20, 2026, It is proposed that the 12th Board of Directors be fully re-elected in conjunction with the 2026 Annual Shareholders' Meeting, and the 11th Board of Directors will serve until the 12th Board of Directors takes office.
2. In accordance with Article 18 of the Company' Articles of Incorporation, there shall be 9 to 15 directors, the number of independent directors shall not be less than 3, and candidate nomination system shall be adopted; 9 directors, including 6 non-independent directors and 3 independent directors are to be elected at the Annual Shareholders' Meeting in 2026. The term of office is three years from May 28, 2026 to May 27, 2029.
3. The list of nominations for directors (including independent directors) is as Attachment 3, and shareholders are invited to election.

Election Results:

Attachment 3

List of Candidates for Directors of the 12th Board of Directors

No.	Title (Director, Independent Director)	Name	Education	Experience	Current position	Juridical person represented& shares
1	Director	Ying-Pin Hsieh	Master of Business Administration National Sun Yat-sen University	Assistant Vice President of Corporate Planning Division, China Steel Corporation	Chairman of China Ecotek Corporation	China Steel Corporation 55,393,138 shares
2	Director	Chien- Chih Hwang	Bachelor of Economics, Tunghai University	Executive Vice President of China Steel Corporation	Chairman of China Steel Corporation	
3	Director	Shou-Tao Chen	Bachelor of Power Mechanical Engineering, National Tsing Hua University	Vice President of Production Division, China Steel Corporation	President of China Steel Corporation	
4	Director	Kuo-Hua Huang	Master of Nuclear Engineering, National Tsing Hua University	General Manager of Ironmaking Department, China Steel Corporation	Assistant Vice President of Production Division, China Steel Corporation	
5	Director	Hsiu-Mei Liu	Master of Accounting, Long Island University	Accounting Manager of Hua Eng Wire & Cable Co.	Vice President of Administration Dept of Hua Eng Wire & Cable Co.	Hua Eng Wire and Cable Co., Ltd. 11,843,430 shares
6	Director	Yu-Lun Kuo	MBA, School of Management, Taiwan University	Special Assistant to the General Manager, Great Grandeul Steel Co.	Vice President of Great Grandeul Steel Co.	Great Grandeul Steel Co. 3,962,000 shares

## List of Candidates for Independent Directors of the 12th Board of Directors

No.	Title (Director, Independent Director)	Name	Education	Experience	Current position	shares
7	Independent Director	Tai-Guang Peng	Doctor of Management, Texas Tech University, USA	Professor of I- Shou University and Dean of International College	Retired Professor of the College of Management at I-Shou University	0
8	Independent Director	Lan-Feng Kao	Doctor of Accounting, National Cheng Kung University	Head of the Department of Financial Management, National Kaohsiung University	Professor of Department of Finance, National Kaohsiung University	0
9	Independent Director	Ching-Pei Huang	Doctor of Delaware of University, USA	Chairman of the Taiwan Water Industry Development Association	Tenured Chair Professor, Institute of Environmental Engineering, National Yangming Chiao Tung University	0

## V. Other Proposals

**Proposal 1** : To release the ban on competitive trade of the 12th term non-independent directors; please refer to the referendum.

Proposed by Board of Directors

Explanatory Note:

1. In accordance with Article 209 of the Company Act, a director shall obtain permission from the shareholders' meeting to perform acts for himself/herself or for others that fall within the scope of the Company's business.
2. In consideration of the fact that the newly elected non-independent directors of the 12th Board of Directors of the Company (including, in the case of directors elected by corporate shareholders, the corporate shareholders and their designated representatives) have invested in or operated other companies with the same or similar business scope as the Company and served as their directors or managers, we hereby request the shareholders' meeting to agree to release the newly elected non-independent directors of the 12th Board of Directors of the Company (including, in the case of directors elected by corporate shareholders, the corporate shareholders and their designated representatives) from the non-competition restriction if the aforementioned circumstances arise.
3. Details of the positions held by the candidates for the non-independent directors of the 12th Board of Directors of the Company who also hold major positions in other companies are set out in Attachment 4.

Resolution :

China Ecotek Corporation 12th Session Candidates for  
Non-Independent Directors  
Concurrently holding other major positions of other  
companies

Director candidate name	Concurrently holding positions in other companies
Representative of China Steel Corporation: Ying-Pin Hsieh	-
Representative of China Steel Corporation: Chien-Chih Hwang	Chairman : China Steel Corporation, China Steel Chemical Corporation Director : Dragon Steel Co., Ltd., China Steel Global Trading Co., Gain Investment Co., Taiwan High Speed Rail Corporation
Representative of China Steel Corporation: Shou-Tao Chen	President of China Steel Corporation Chairman: China Steel Machinery Corporation Director : China Steel Corporation, Dragon Steel Corporation , Chung Hung Corporation, Gain Investment Corporation, China Steel Express Corporation
Representative of China Steel Corporation: Kuo-Hua Huang	Assistant Vice President of Production Division, China Steel Corporation Director : China Steel Machinery Corporation
Representative of Huarong Wire and Cable Company: Hsiu-Mei Liu	Vice President of Administration Dept of Hua Eng Wire and Cable Co., Director: Wafer Works Corporation, Co-Tech Development

	<p>Corporation, Bionime Coropration</p> <p>Supervisor of Hua Ho Engineering Co., Ltd.</p>
<p>Representative of Great Grandeul Steel Co.:</p> <p>Yu-Lun Kuo</p>	<p>Vice President of Great Grandeul Steel Co.</p> <p>Director : Great Grandeul Steel Co.</p> <p>Supervisor : Hongyun Iron and Steel Industry Co.</p>

## IV. Extraordinary Motions

# Three. Regulations and Rules

## Regulations and Rules 1

### China Ecotek Corporation Rules of Procedures for Shareholders Meetings

#### Article 1

The rules of procedures for shareholders meeting of the Company, except as otherwise provided by law, regulation or the articles of incorporation, shall be as provided in these Rules.

#### Article 2

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) before 30 days before the date of an Annual Meeting of Shareholders or before 15 days before the date of a special shareholders meeting.

The Company shall prepare electronic versions of the shareholders meeting agenda and supplemental meeting materials and upload them to the MOPS before 21 days before the date of the Annual Meeting of Shareholders or before 15 days before the date of the special shareholders meeting.

In addition, 15 days prior to 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 notice and announcement shall describe the reason of convention. Where the consent of the counterparty of the notice is obtained, an electronic method may be adopted.

Matters to be listed in the convening cause include election or dismissal of directors, changes in the Articles of Association, reduction of capital, application for cessation of public offering, directors' permission to compete for business, conversion of surplus to capital increase, and conversion of public reserve to capital increase, company dissolution, mergers, or segmentation, or matters related to the issuer's handling and collection of securities under Article 185, paragraph 1 of the

Company Act, Article 26-1 of the Securities Exchange Act, Article 43-6 of the Securities and Exchange Act, and Issues 56-1 and 60-2 of the Issuer's Guidelines for Dealing with and Offering Securities. Its main content should be listed and explained in the reason for convening. There shall be not by extraordinary motion. Where re-election of all Directors as well as their inauguration date is stated in the notice of the reasons for convening the Shareholders' Meeting, such inauguration date shall not be altered by any extraordinary motion or otherwise in the said meeting after the completion of the re-election in the same meeting.

A shareholder holding 1 percent or more of the total number of issued shares may submit to the Company a written proposal for discussion at a Annual Meeting of Shareholders. Such proposals, however, are limited to one item only, and no proposal containing more than one item will be included in the meeting agenda. In addition, when the circumstances of any Sub-paragraph of Paragraph 4 of Article 172-1 of the Company Act apply to a proposal put forward by a shareholder, the board of directors may exclude it from the agenda. Shareholders may put forward proposals to urge the company to promote public interests or fulfill its social responsibilities. The procedure shall be limited to one item in accordance with the relevant provisions of Article 172-1 of the Company Law. Any proposal with more than one item shall not be included in the proposal.

The company shall announce the acceptance of the shareholders proposals, written or electronic acceptance method, acceptance premises and acceptance period before the shareholders' closing date before the shareholders' general meeting is held. The period of acceptance shall not be less than ten days.

The number of words of a proposal to be submitted by a shareholder shall be limited to not more than three hundred (300) words, and any proposal containing more than 300 words shall not be included in the agenda of the shareholders' meeting. The shareholder who has submitted a proposal shall attend, in person or by a proxy, the regular shareholders' meeting whereat his proposal is to be discussed and shall take part in the discussion of such proposal.

The company shall, before the notice date of the shareholders' meeting, notify the proposal shareholders of the processing result, and list the motions stipulated in this article in the meeting notice. For shareholder proposals not included in the proposal, the board of directors shall explain the reasons for the non-listing at the shareholders' meeting.

### Article 3

For each shareholders' meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Company and stating the scope of the proxy's authorization.

A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders meeting, and shall deliver the proxy form to the Company before 5 days before the date of the shareholders meeting. When duplicate proxy

forms are delivered, the one received earliest shall prevail; unless a declaration is made to cancel the previous proxy appointment.

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 before 2 business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

#### Article 4

The venue for a shareholders' meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a shareholders meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m.

#### Article 5

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 for 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 assigned to handle the registrations.

Shareholders and their proxies (collectively, "shareholders") shall attend shareholders' meetings based on attendance cards, sign-in cards or other certificates of attendance. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.

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

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 6

If a shareholders' meeting is convened by the board of directors, the meeting shall be chaired by the Chairman. When the Chairman is on leave or for any reason is unable to exercise the powers of the chairperson, one of the directors shall be appointed to act as chair. Where the Chairman does not make such a designation,

the directors shall select from among themselves one person to serve as chair. When a director serves as chair, as referred to in the preceding paragraph, the 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 chaired by the Chairman in person and attended by a majority of the directors in person, and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes.

If a shareholders meeting is convened by a party with power to convene but other than the board of directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves.

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 7

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 materials of the preceding paragraph shall be retained for at least 1 year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

#### Article 8

Attendance at shareholders' meetings shall be calculated based on the number of shares. The number of shares in attendance shall be calculated according to the sign-in cards handed in, and if written or electronic method is adopted for the exercise of voting rights, then it shall be counted plus the number of shares whose voting rights are exercised by correspondence or electronically. During the meeting, if the total number of voting rights of shareholders present increases, it should be updated immediately.

The chairman shall call the meeting to order at the appointed meeting time. At the same time, relevant information such as the number of non-voting rights and the number of shares attended will be announced. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chairman 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 chairman 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 Paragraph 1 of Article 175 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within 1 month. However, for special resolutions specified in the Company Act or other laws or articles of incorporation, such restrictions shall not be applied.

When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may re-submit the tentative resolution for a vote by the shareholders' meeting pursuant to Article 174 of the Company Act.

#### Article 9

If a shareholders' meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. Relevant motions (including provisional motions and amendments to original motions) shall be voted on a case-by-case 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 extraordinary motions), except by a resolution of the shareholders meeting. If the chair declares the meeting adjourned in violation of the rules of procedure, the other members of the board of directors shall promptly assist the attending shareholders in electing a new chair in accordance with statutory procedures, by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting.

After the end of a meeting and after the chair declares the meeting adjourned, shareholders shall not further elect a chair to continue the meeting at the original site or at another place.

The chair shall allow ample opportunity during the meeting for explanation and discussion of proposals and of amendments or extraordinary motions put forward by the shareholders; when the chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed and call for a vote.

The chairman should be in a position of impartiality and detachment, strictly implement the rules of procedure, and make the meeting proceed smoothly. The shareholders present are obliged to abide by the rules of procedure, speak politely and maintain order in the conference room.

## Article 10

Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number and shareholders' name or 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 chairperson 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 11

5. 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 a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed 3 percent of the voting rights represented by the total number of issued shares. If exceeded, the voting rights exceeded will not be counted, but it shall still be included in the total number of shares present.

## Article 12

Each company's shareholder shall be entitled to one vote for each share held,

except when the shares are restricted shares or are deemed non-voting shares under Article Subparagraph 3 of Article 157 Item 1 and Paragraph 2 of 179 of the Company Act.

When the company holds a shareholders' meeting, it shall use electronic means and may exercise its voting rights in writing. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders' meeting notice. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting; it is therefore advisable that the Company avoid the submission of extraordinary motions and amendments to original proposals.

A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to the Company before 2 days before the date of the shareholders meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail; except 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, before 2 business days before the date of the shareholders' meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders' meeting, the voting rights exercised by the proxy in the meeting shall prevail.

Except as otherwise provided in the Company Act and in the Company's Articles of Association, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. When voting, the chairman or his designated person shall announce the total number of voting rights to attend shareholders on a case-by-case basis. Shareholders vote on a case-by-case basis, and after the shareholders meeting the day, entry shall be made of the results of shareholders' consent, opposition and abstaining into the Market Observation Post System.

When there are amendments or alternatives to the same motion, the chairman and the original motion determine the order of voting; If one of the motion has been passed, other motions are regarded as vetoes and shall not be voted on again.

Before voting, a number of examiners and counting staff shall be appointed by the chairman to perform various related duties. The examiner shall have shareholder status.

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 13

When the shareholders have elected directors, they should be handled in accordance with the company's director election method and announce the election results on the spot. It should include the list of elected directors and their number of votes and the list of unsuccessful directors and the number of voting rights they have obtained.

Votes for the election matters in the preceding paragraph shall be sealed and signed by the examiners, stored properly and kept for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation..

#### Article 14

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 Market Observation Post System (MOPS).

Proceedings shall be recorded according to year, month, day, venue, name of the chairman, resolution method, method of proceeding and voting results (including number of voting rights). In the event of an election of directors, the proceedings shall disclose the number of voting rights won by each candidate . During the existence of the company, it should be kept permanently and fully disclosed on the company's website.

#### Article 15

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

#### Article 16

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.

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 chairperson's correction, obstructing the proceedings and refusing to heed calls to stop, the chairperson may direct the proctors or security personnel to escort the shareholder from the meeting.

#### Article 17

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 extraordinary 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 18

These Rules shall be implemented upon approval by a Shareholders' Meeting; the same shall apply when amendments are made hereto.

## Regulations and Rules 2

# China Ecotek Corporation Regulations for Election of Directors

Article 1 Except as otherwise provided by laws or by the Company's articles of incorporation, elections of directors of the Company shall be conducted in accordance with these Regulations.

Article 2 The overall composition of the board of directors shall be taken into consideration in the selection of the Company's directors. The composition of the board of directors shall be determined by taking diversity into consideration and formulating an appropriate policy on diversity based on the company's business operations, operating dynamics, and development needs. It is advisable that the policy include, without being limited to, the following two general standards:

- (I) Basic requirements and values: Gender, age, nationality, and culture.
- (II) Professional knowledge and skills: A professional background (*e.g.*, law, accounting, industry, finance, marketing or technology), professional skills and industry experience.

Each board member shall have the necessary knowledge, skill, and experience to perform their duties; the abilities that must be present in the board as a whole are as follows:

- (1) The ability to make judgments about operations.
- (2) Accounting and financial analysis ability.
- (3) Business management ability.
- (4) Crisis management ability.
- (5) Knowledge of the industry.
- (6) An international market perspective.
- (7) Leadership ability.
- (8) Decision-making ability.

More than half of the directors of the Company shall be persons who have neither a spousal relationship nor a relationship within the second degree of kinship with any other director.

Article 3 The Company adopts the candidate nomination system to elect directors. When nominating a director candidate, the name, education and experience of the nominee shall be stated, and shall be handled in accordance with Article 192-1 of the Company Law.

Independent directors and non-independent directors shall be nominated separately, and shareholders shall select and appoint from the two candidates respectively.

The nomination of independent directors of the company shall be handled in accordance with the provisions of Article 5 of the Regulations on the Establishment and Compliance of Independent Directors of Public Offering Companies..

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

Elections for independent directors and non-independent directors of the Company shall be held concurrently, and the lists of successful candidates shall be calculated separately.

When any director is dismissed for any reason, causing the number of directors to fall below the number as required by the articles of incorporation, the Company shall hold a by-election for the directors at the most recent shareholders meeting. However, when the number of directors falls short by one-third of the total number of directors prescribed in the articles of incorporation, the Company shall convene an extraordinary shareholders' meeting within 60 days from the occurrence of such event to hold a by-election for the directors.

Where the number of independent directors falls below the number prescribed in the proviso of Paragraph 1 of Article 14-2 of Securities and Exchange Act, the Company shall hold by-election at the most recent shareholders' meeting. When all independent directors are dismissed, the Company shall convene an extraordinary shareholders' meeting within 60 days from the occurrence of such event to hold a by-election for the independent directors.

Article 4 The single-name cumulative voting method shall be used for election of the directors of the Company. Each ordinary share shall have voting rights in number equal to the directors to be elected, and may be cast for a single candidate or split among multiple candidates.

Article 5 The board of directors shall prepare ballots for directors in numbers corresponding to the directors to be elected. The attendance card number shall be printed out and the number of voting rights associated with each ballot shall be specified on the ballots, which shall then be

distributed to the attending shareholders of ordinary shares at the shareholders meeting.

The name of the voting shareholders shall be replaced by the attendance card numbers printed on the ballots.

For the shareholders of ordinary shares exercising the voting rights via the electronic method, no ballots are prepared and provided to such shareholders.

Article 6 According to the number of positions of the independent directors and non-independent directors of the Company required to be elected, those candidates receiving ballots representing the highest numbers of voting rights will be elected as the independent directors or non-independent directors sequentially according to their respective numbers of votes. When two or more persons receive the same number of votes, thus exceeding the specified number of positions, they shall draw lots to determine the winner, with the chair drawing lots on behalf of any person not in attendance.

Article 7 Before the election begins, the chair shall appoint two vote monitoring personnel and several vote counting personnel to perform the all relevant duties. The vote monitoring personnel shall be equipped with the shareholder status.

Article 8 The duties of the vote monitoring personnel are as follows:

- I. Prior to the voting, examine the ballot box publicly.
- II. After the voting is complete, seal the ballot box, and unseal the box for retrieving ballots before opening the ballot box and hand over the ballots to vote counting personnel for counting the ballots.
- III. Examination or determination of invalid ballots.
- IV. Verify the number of ballots and the number of voting rights statistically counted by the vote counting personnel.
- V. Assist the chair to maintain the order during voting and ballot box opening.

The ballot box described in Subparagraph 1 of the preceding paragraph shall be prepared by the board of directors.

Article 9 The voters shall enter the following information at the “candidate” field on the candidate roster of independent director or non-independent director, followed by dropping the ballot into the ballot box:

- I. When a candidate is a natural person shareholder or a natural person

who is not a shareholder, fill in the name of the candidate and the candidate number.

II. When a candidate is a corporate shareholder or a government shareholder, the name and candidate number of such corporate shareholder or government shareholder shall be entered.

III. When a candidate is a representative designated by a corporate shareholder or government shareholder, the name, candidate number of the corporate shareholder or government shareholder as well as the name of the representative shall be entered..

Article 10 A ballot is invalid under any of the following circumstances:

- I. Where the attendance sign-in card is not submitted to complete the sign-in procedure.
- II. Where the ballot provided by the board of director is not used.
- III. Where more than two candidates are entered on the ballot.
- IV. Where texts other than the name, account number of identification number of the candidate are entered on the ballot.
- V. Where the ballot is torn or damaged such that it is not a complete ballot.
- VI. Where the ballot is contained such that the candidate entered thereon cannot be identified clearly.
- VII. Where the ballot is completely blank.
- VIII. Where the writing is unclear and unidentifiable or is altered; however, correction or addition/deletion for errors shall not be restricted.
- IX. The name and candidate number of the candidate filled in are missing or inconsistent with the candidate list.
- X. Where candidate for the independent director or non-independent director entered on the ballot is not in the roster of the independent directors or non-independent directors.

Article 11 The voting rights shall be calculated on site immediately after the end of the voting. In case where there is a doubt on a ballot, the vote monitoring personnel shall determine whether it is an invalid ballot. When there is a dispute in such determination, it shall be resolved by the voting of all of the vote monitoring personnel. When the voting result indicates the same number of votes for assenting and dissenting, then such ballot shall be determined to be invalid.

Article 12 After the voting rights are counted completely, the vote monitoring personnel shall verify that the total amount of the valid ballots and invalid ballots are correct, followed by entering the number of valid ballots, invalid ballots and the number of voting rights of the two into the record table respectively, and shall submit it to the chair to announce the list of directors elected and the number of votes which they are elected, list of unsuccessful director and the number of votes which they are elected.

Article 13 The vote monitoring personnel shall seal the valid ballots and invalid ballots separately, and shall jointly provide signatures at the sealing area. In addition, the cover of the package sealed with the invalid ballots shall be indicated with the texts of invalid ballots, and shall be submitted to the Company for custody. The period of custody shall be at least one year. However, where a shareholder files a lawsuit related to the election of directors pursuant to Article 189 of the Company Act, the files shall be retained until the conclusion of the litigation.

Article 14 Any amendments of these Regulations shall be approved by the shareholders' meeting before implementation.

## Regulations and Rules 3

# China Ecotek Corporation Articles of Incorporation

### *Chapter 1 General Rules*

**Article 1** The Company shall be incorporated under the Company Act and its English name shall be “China Ecotek Corporation”.

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

1. C802120 Industrial Catalyst Manufacturing
2. C802990 Other chemical products manufacturing industry
3. C901060 Refractory Materials Manufacturing
4. CA01020 Iron and Steel Rolls over Extends and Crowding
5. CA01030 Iron and Steel Casting
6. CA01050 Iron and Steel Rolling, Drawing, and Extruding
7. CA01120 Copper Casting
8. CA01990 Other Non-ferrous Metal Basic Industries
9. CA02010 Metal Architectural Components Manufacturing
10. CA02050 Metal Valves Manufacturing
11. CA02060 Metal Containers Manufacturing
12. CA02090 Metal line Products Manufacturing
13. CA02990 Other Fabricated Metal Products Manufacturing Not Elsewhere Classified
14. CA03010 Metal Heat Treating
15. CA04010 Metal Surface Treating
16. CB01010 Machinery and Equipment Manufacturing
17. CB01030 Pollution Controlling Equipment Manufacturing
18. CC01040 Lighting Facilities Manufacturing
19. CB01990 Other Machinery Manufacturing Not Elsewhere Classified
20. CC01010 Electric Power Supply, Electric Transmission and Power Distribution Machinery Manufacturing
21. CC01990 Electrical Machinery, Supplies Manufacturing
22. CD01010 Ship and Parts Manufacturing
23. CD01020 Tramway Cars Manufacturing
24. CD01030 Automobiles and Parts Manufacturing
25. CE01010 Precision Instruments Manufacturing
26. D101050 Steam and Electricity Paragenesis
27. D101060 Self-usage power generation equipment utilizing renewable energy industry
28. D301010 Water Supply
29. D601011 Reclaimed Water Operators
30. E103101 Environmental Protection Construction

31. E401010 Dredge Engineering
32. E402010 Ballast and Mud Construction on Sea
33. E501011 Water Pipe Construction
34. E502010 Fuel Pipe Construction
35. E599010 Pipe Lines Construction
36. E601010 Electric Appliance Construction
37. E601020 Electric Appliance Installation
38. E603010 Cables Construction
39. E603020 Elevator Construction
40. E603040 Fire Fighting Equipments Construction
41. E603050 Cybernation Equipments Construction
42. E603080 Traffic Signals Construction
43. E603090 Illumination Equipments Construction
44. E603100 Electric Welding Construction
45. E603110 Quench Construction
46. E603120 Sand Spurting Construction
47. E603130 Gas Water Heater Installation
48. E604010 Machinery Installation Construction
49. E605010 Computing Equipments Installation Construction
50. E606010 Electricity Equipments Checking and Maintenance
51. E607010 Solar Heat Energy Equipments Installation Construction
52. E701020 Channel KU and C of Satellite TV Equipments and Materials  
Construction
53. E701030 Restrained Telecom Radio Frequency Equipments and Materials  
Construction
54. E701040 Basic Telecommunications Equipment Construction
55. E801010 Building Maintenance and Upholstery
56. E801020 Doors and Windows Construction
57. E801030 Interior Light Rigid Frame Construction
58. E801040 Glass Construction
59. E801070 Kitchen and Bath Facilities Construction
60. E901010 Painting Construction
61. E903010 Eroding and Rusting Construction
62. EZ02010 Derrick Construction
63. EZ03010 Furnace Installation Construction
64. EZ05010 Apparatus Installation Construction
65. EZ06010 Traffic Labels Construction
66. EZ07010 Drilling Construction
67. EZ09010 Static Electricity Protecting and Clearing Construction
68. EZ14010 Sports Ground Equipments Construction
69. EZ15010 Warming and Cooling Maintainance Construction
70. EZ99990 Other Construction

71. F106010 Wholesale of Ironware
72. F106040 Wholesale of Water Containers
73. F107010 Wholesale of Paints, Varnishes and Lacquers
74. F107050 Wholesale of Manure
75. F107080 Wholesale of Environmental Medicines
76. F107170 Wholesale of Industrial Catalyst
77. F107200 Wholesale of Chemistry Raw Materials
78. F107990 Wholesale of Other Chemical Products
79. F113010 Wholesale of Machinery
80. F113020 Wholesale of Household Appliances
81. F113030 Wholesale of Precision Instruments
82. F113050 Wholesale of Computing and Business Machinery Equipment
83. F113060 Wholesale of Metrological Instruments
84. F113070 Wholesale of Telecom Instruments
85. F113090 Wholesale of Traffic Signal Equipments and Materials
86. F113100 Wholesale of Pollution Controlling Equipments
87. F113110 Wholesale of Batteries
88. F113990 Wholesale of Other Machinery and Equipment
89. F118010 Wholesale of Computer Software
90. F120010 Wholesale of Refractory Materials
91. F207010 Retail Sale of Paints, Varnishes and Lacquers
92. F207020 Retail Sale of Dyeing Mills and Dyestuff
93. F207080 Retail Sale of Environmental Medicine
94. F207170 Retail Sale of Industrial Catalyst
95. F207200 Retail sale of Chemistry Raw Material
96. F207990 Retail Sale of Other Chemical Products
97. F213010 Retail Sale of Household Appliance
98. F213040 Retail Sale of Precision Instruments
99. F213050 Retail Sale of Metrological Instruments
100. F213060 Retail Sale of Telecom Instruments
101. F213080 Retail Sale of Machinery and Equipment
102. F213090 Retail Sale of Traffic Signal Equipments and Materials
103. F213100 Retail Sale of Pollution Controlling Equipments
104. F213990 Retail Sale of Other Machinery and Equipment
105. F214080 Retail Sale of Tramway Cars and Parts
106. F217010 Retail Sale of Fire Fighting Equipments
107. F218010 Retail Sale of Computer Software
108. F219010 Retail Sale of Electronic Materials
109. F220010 Retail Sale of Refractory Materials
110. F299990 Retail Sale of Other Retail Trade Not Elsewhere Classified
111. F399040 Retail Business Without Shop
112. F401010 International Trade

- 113. H201010 Investment
- 114. H701050 Public Works Construction and Investment
- 115. I101061 Engineering Consultancy
- 116. I101070 Agriculture, Forestry, Fishing and Animal Husbandry  
Consultancy
- 117. I101090 Food Consultancy
- 118. I101110 Textile Industry Consultancy
- 119. I102010 Investment Consultancy
- 120. I103060 Management Consulting Services
- 121. I199990 Other Consultancy
- 122. I301010 Software Design Services
- 123. I301020 Data Processing Services
- 124. I301030 Digital Information Supply Services
- 125. I501010 Product Designing
- 126. I503010 Landscape and Interior Designing
- 127. I599990 Other Designing
- 128. IF04010 Harmless Checking Services
- 129. IG01010 Biotechnology Services
- 130. IG02010 Research Development Service
- 131. IG03010 Energy Technical Services
- 132. IZ99990 Other Industry and Commerce Services Not Elsewhere Classified
- 133. J101030 Waste Clearing
- 134. J101040 Waste Disposing
- 135. J101050 Sanitary and Pollution Controlling Services
- 136. J101060 Wastewater (Sewage) Treatment
- 137. J101070 Radwaste Disposing Service
- 138. J101080 Waste Recycling
- 139. J101090 Waste Collecting and Disposing
- 140. J101990 Other Environmental Protection Construction
- 141. JB01010 Exhibition Services
- 142. JE01010 Rental and Leasing Business
- 143. ZZ99999 All business items that are not prohibited or restricted by law,  
except those that are subject to special approval.

**Article 2-1** In the event of business needs, the Company may proceed with endorsement and guarantee matters according to the Regulations for Making Endorsements and Guarantees to the External of the Company.

**Article 3** To achieve the objective of business diversification, the Company may re-invest in other companies, and the total investment amount of re-investment made is not limited to 40 percent of the paid-in share capital of the Company described in the Company Act.

**Article 4** The Company shall have its head office in Kaohsiung City, R.O.C., and when it is determined to be necessary, branch offices may be established domestically or overseas.

**Article 5** The public announcement method of the Company, Unless otherwise stipulated by the competent authority of securities, the Company's announcements will be made on newspapers, e-newspapers, or websites established or designated by the central competent authority.

### ***Chapter 2 Shares***

**Article 6** The total capital of the Company shall be in the amount of NT\$ 2,200,000,000, divided into 220,000,000 shares, at NTD 10 per share, which may be issued at discrete times.

**Article 7** Unless the Company does not print physical securities, the printed share certificates shall be numbered and specify matters required by law, affixed with the signature or seal of the director representing the Company, and shall be legally certified by the bank serving as the registrar before issuance.

The Company is exempted from printing physical securities, but must register its shares and comply with regulations of Centralized Securities Depository Enterprises.

**Article 8** The printing of the share certificates of the Company is exempted and all of the shares shall be registered shares. The shares shall be indicated with the name of each shareholder. For a government or corporate shareholder, the government or corporate shareholder and the name of its representative as well as the address thereof shall be recorded clearly in the shareholders' roster.

**Article 9** The stock affairs of the Company shall be handled according to the Company Act and regulations of the competent authority.

**Article 10** Any transfer registration of shares shall be prohibited within 60 days prior to an Annual Meeting of Shareholders, 30 days prior to an extraAnnual Meeting of Shareholders, or 5 days prior to the target date for the distribution of dividends and bonuses or other interests by the Company.

### ***Chapter 3 Shareholders' Meeting***

**Article 11** Unless otherwise specified by law or Articles of Incorporation, shareholders' meetings are convened by the board of directors.

The Company's shareholders' meetings is divided into the following two types:

I. The annual general meeting shall be convened by the board of directors according to the law within six months after the end of each fiscal year.

II. Extraordinary shareholders' meetings shall be convened whenever necessary according to the law.

**Article 12** The convention procedures for Annual Meeting of Shareholders shall be handled according to the regulations of the Company Act, Securities and Exchange Act and relevant laws.

**Article 13** Any resolution at a shareholders' meeting, unless otherwise specified in the Company Act, shall be adopted by a majority of the shareholders presented, who represent more than half of the total number of the company's outstanding shares and shall be executed based on the majority of the voting rights of the attending shareholders.

**Article 14** A shareholder shall be entitled to one vote for each share held, except where the voting rights are restricted or shareholders are deemed to have no voting rights under Paragraph 2 of Article 179 of the Company Act.

**Article 15** Where a shareholder for any reasons cannot attend the shareholders' meeting in person, he or she may appoint a proxy to attend a shareholders' meeting in his/her/its behalf by executing a power of attorney printed by the Company, stamped with a seal of the Company preserved on record, stating therein the scope of power authorized to the proxy. With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed 3 percent of the voting rights represented by the total number of issued shares, and the part of the voting rights exceeding such percentage shall not be counted.

**Article 16** Shareholders' meetings that are convened by the Board of Directors shall be chaired by the chairman. In case where the chairman is on leave or cannot exercise his/her power and authority for any reason, the chairman may appoint a director to act as a proxy thereof; where the chairman fails to appoint a proxy, the directors shall elect one person from among the directors to act as the proxy.

**Article 17** Resolutions adopted at a shareholders' meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the chair of the meeting. The meeting minutes along with the attendance list bearing the signatures of the attending shareholders and the powers of attorney of the proxies for attending the meeting shall be archived by the board of directors for

preservation at the Company. In addition, the meeting minutes shall be distributed to all shareholders within twenty days after the close of the meeting. The preparation and distribution of the meeting minutes may be effected by means of electronic transmission.

#### ***Chapter 4 Directors, Audit Committee, and Managerial Officers***

**Article 18** The Company has nine to fifteen directors and adopts the candidate nomination system with the term of office of three years. Supervisors with capability shall be elected by the shareholders' meeting according to the regulations of the Company Act, and re-election shall be applicable.

In the roster of directors described in the preceding paragraph, the number of independent directors among the number of directors of each term shall not be less than three and shall not be less than one fifth of the total number of directors.

The professional qualifications, restrictions on both shareholding and concurrent positions held, determination of independence, method of nomination and other requirements shall comply with relevant regulations of the Securities and Exchange Act. Elections for independent directors and non-independent directors shall be held concurrently, and the lists of successful candidates shall be calculated separately.

**Article 18-1** The Company established an Audit Committee in accordance with Article 14-4 of the Securities and Exchange Act. The Audit Committee shall be responsible for performing the duties of supervisors set forth in the Company Act, Securities and Exchange Act, and other laws and regulations. The Audit Committee shall be composed of all independent directors. The committee members shall not be fewer than three persons in number, one of the committee members shall be the committee convener, and at least one of the committee members shall have accounting or financial expertise.

Resolutions of the Audit Committee meetings shall be adopted with the approval of half or more of all members; the convener of the Audit Committee represents the Audit Committee externally.

The exercise of authorities, organization charter and other matters requiring compliance of the Audit Committee shall be handled according to the Securities and Exchange Act and other relevant laws or the Company's rules and regulations.

**Article 19** The powers of the board of directors are as follows:

- I. Approval of annual business guidelines and budget.
- II. Approval of the appointment and dismissal of the president, vice presidents, financial and accounting managers, chief internal auditor, and consultants.
- III. Approval of annual business reports and financial statements.
- IV. Approval of pledge, sale/purchase or other disposal methods related to major assets of the Company.

- V. Approval of investment plans.
- VI. Approval of capital expenditures above NT\$40 million.
- VII. Approval of specialized technology, purchase or transfer of patent rights, and technical cooperation contracts above NT\$40 million.
- VIII. Approval of the establishment and dissolution of branch institutions.
- IX. Formulation of proposals to amend the Articles of Incorporation, change of capital, and Company's dissolution or merger.
- X. Formulation of proposals for earnings distribution or to offset losses.
- XI. Approval of the appointment, dismissal, and remuneration of accountants.
- XII. Approval of the Company's internal organizations and their authority and responsibilities.
- XIII. Review and approval of the establishment or amendment of procedures, internal control system, and other important regulations for the acquisition or disposal of assets, derivatives trading, lending to others, and providing endorsements or guarantees for others.
- XIV. Approval of the offering, issuance, or private placement of securities with equity characteristics and domestic and overseas corporate bonds.
- XV. Approval of other matters with powers provided by laws and regulations.

**Article 20** Unless otherwise stipulated in the Company Act and other laws and regulations, the resolutions in a Board meeting shall be adopted by a majority vote of the directors present, who represent more than half of the total number of directors.

**Article 21** Board of directors' meeting shall be attended by more than two third of the directors along with the consents of the majority of the attending directors in order to elect a Chairman among the directors. The Chairman shall represent the Company externally, and shall internally act as the chair of the shareholders meetings and board of directors meetings. In case where the Chairman is on leave or cannot exercise his power and authority for any cause, the Chairman may appoint a director to act as a proxy thereof; where the Chairman fails to appoint a proxy, the directors shall elect one person from among the directors to act as the proxy.

**Article 22** Except for the first board of directors' meeting for each term of newly elected directors, which shall be convened by the director who received the most votes, board meetings shall be convened by the chairman. In addition, meeting notices indicating the meeting date, place, agenda and sufficient meeting information shall be submitted to each director in writing, e-mail or facsimile seven days before the convention of the meeting. However, in case of emergencies, meetings may be convened at any time.

**Article 23** The board of directors' meetings of the Company shall be convened once every three months and may be convened at any time whenever necessary. Unless otherwise specified in the Company Act, a Board of Directors' meeting shall be convened by the Chairman.

**Article 24** In case where a director cannot attend a board of directors' meeting due to reasons, he or she may issue a power of attorney indicating the scope of authority for the reasons of such convention of board of directors' meeting in order to appoint another director to act as a proxy for attending the meeting on his or her behalf, provided that the proxy shall only accept the appointment of one director only.

Directors with residences outside the jurisdiction of R.O.C. may issue a power of attorney to another shareholder with residence in the jurisdiction of R.O.C. to act as a proxy thereof in order to attend a board of directors' meeting on his or her behalf according to the Company Act.

During the convention of a board of directors' meeting, if it is held with the video conference method, directors attending the meeting through the video conference shall be deemed to have attended the meeting in person.

**Article 25** The board of directors' executive duties shall comply with the laws, Articles of Incorporation and resolutions of the shareholders' meetings in order to exercise its authorities and duties

**Article 26** (Has been deleted)

**Article 27** (Has been deleted)

**Article 27-1** Transportation expenses of directors, remuneration of independent directors, and salary of the chairman shall be determined by the board of directors according to the relevant standards adopted in the industry and TWSE/TPEX listed companies. In addition, other allowances for the chairman are paid according to regulations for employees' salary and compensation.

**Article 27-2** The Company shall purchase liability insurance for directors with respect to liabilities resulting from exercising their duties, so as to reduce and spread the risk of material harm to the Company and shareholders arising from wrongdoings or negligence of a director.

The Company shall report the insured amount, coverage, premium rate, and other important contents of the liability insurance it has purchased or renewed for directors, at the next board meeting.

**Article 28** The Company has one President as the managerial officer and the appointment, discharge and remuneration thereof shall be handled according to

Article 29 of the Company Act.

**Article 29** The managerial officers of the Company shall handle business operations of the Company according to the resolutions of the board of directors' meetings.

**Article 30** The internal organization of the Company and its authorities shall be handled according to the resolutions of the board of directors' meetings.

### ***Chapter 5 Accounting***

**Article 31** The Company's fiscal year shall be from January 1 to December 31 each year. At the end of each fiscal year, the Board of Directors shall prepare financial statements in accordance with the Company Act, and submit the financial statements to the Audit Committee for review thirty days before the annual general meeting. The Audit Committee shall prepare an audit report to the annual general meeting for acknowledgment.

**Article 32** Where the Company has a profit for a fiscal year, no less than one in a thousand percent of such profit shall be appropriated as employee bonuses and no higher than one in a hundred of such profit shall be appropriated as directors' remuneration through resolutions of the board of directors' meeting. The recipients of employee bonuses include employees of affiliates meeting certain criteria, and no less than 30% of the employee remuneration should be allocated to grassroots employees. A sum shall be set aside in advance to pay down any outstanding cumulative losses before employee bonuses and directors' remuneration can be allocated according to the above percentage. The distribution of employee bonuses and directors' remunerations shall be submitted to the Board of Directors for resolution and shall be reported to the shareholders' meeting.

**Article 32-1** Where the Company has earnings after the settlement of each year, the distribution of earnings shall be made in accordance with the following sequence:

- (I) Compensate losses of previous years;
- (II) Appropriate 10 percent as the legal reserve, until the aggregate amount has reached the total capital of the Company;
- (III) Set aside or reverse a special reserve depending upon the operating needs of the Company and regulatory requirements;
- (IV) Where there are still distributable earnings, the board of directors shall then submit an earnings distribution proposal to the shareholders' meeting for resolution on the distribution thereof.

The Company is in a high-tech engineering market with stable growth and also

develops diverse strategies at the same time. The Company also expands the business operating foundation in the development of investment plans, including environmental protection and energy etc. During the establishment of the proposal for distribution of earnings by the board of directors, it is necessary to consider the stability of dividends. Except when there is need for capital, the earnings distributed each year shall account for more than 50 percent of the distributable earnings, and where the shareholders' cash bonus shall not be less than 10 percent of the shareholders' bonus.

**Article 33** The distribution of the shareholders' dividends shall be limited to the shareholders recorded on the shareholders' list on the dividend distribution target date.

### ***Chapter 6 Supplementary Provisions***

**Article 34** The organizational charters and operational rules of the Company shall be further established by the board of directors.

**Article 35** For any matters not specified in these Articles of Incorporation, such matters shall be handled according to the regulations of the Company Act.

**Article 36** These Articles of Incorporation were established on March 2, 1993. First amendment was made according to the resolution of the extraordinary shareholders' meeting on May 25, 1993. Second amendment was made according to the resolution of the extraordinary shareholders' meeting on November 22, 1993. Third amendment was made according to the resolution of the extraordinary shareholders' meeting on September 22, 1994. Fourth amendment was made according to the resolution of the Annual Meeting of Shareholders on June 11, 1996. Fifth amendment was made according to the resolution of the Annual Meeting of Shareholders on June 25, 1997. Sixth amendment was made according to the resolution of the shareholders' meeting on June 29, 1998. Seventh amendment was made according to the resolution of the shareholders' meeting on June 9, 2000. Eighth amendment was made according to the resolution of the shareholders' meeting on June 8, 2001. Ninth amendment was made according to the resolution of the shareholders' meeting on June 11, 2002. Tenth amendment was made according to the resolution of the shareholders' meeting on June 28, 2005. Eleventh amendment was made according to the resolution of the shareholders' meeting on June 25, 2008. Twelfth amendment was made according to the resolution of the shareholders' meeting on June 28, 2012. Thirteenth amendment was made according to the resolution of the shareholders' meeting on

June 25, 2015. Fourteenth amendment was made according to the resolution of the shareholders' meeting on June 22, 2016. Fifteenth amendment was made according to the resolution of the shareholders' meeting on June 22, 2018. Sixteenth amendment was made according to the resolution of the shareholders' meeting on June 25, 2019. Seventeenth amendment was made according to the resolution of the shareholders' meeting on August 26, 2021. Eighteenth amendment was made according to the resolution of the shareholders' meeting on June 23, 2022. Nineteenth amendment was made according to the resolution of the shareholders' meeting on June 25, 2025

## Four. List of Shareholding by Current Directors

(Up to the book closure of Annual Meeting of Shareholders of this year:  
March 30, 2026)

Unit: Shares %

Job Title	Name		Shareholder Account No.	Shareholding (Ordinary shares)	Holding percentage (%)
Chairman	Ying-Pin Hsieh	China Steel Corporation	1	55,393,138	44.76%
Director	Chien-Chih Hwang				
Director	Shou-Tao Chen				
Director	Kun-Pin Huang				
Director	Kuo-Hua Huang				
Director	Hsiu-Mei Liu	Hua Eng Wire and Cable Co., Ltd.	4	11,843,730	9.57%
Director	Yu-Lun Kuo	Great Grandeul Steel Corporation	19071	3,962,000	3.20%
Director	Po-Nien Lin	Bai-Chien Investment Co., Ltd.	16	3,005,000	2.43%
Independent Director	Chia-Jung Chen			0	0
Independent Director	Po-Han Wang			0	0
Independent Director	Tai-Guang Peng			0	0
Number of shares held by all directors				74,203,868	59.96%
Minimum number of shares required to be held by all directors				10,000,000	

Note : The Company has issued 123,742,552 shares of ordinary shares