Stock Code: 2646

STARLUX Airlines Co., Ltd.
2026 Annual General Shareholders' Meeting Handbook

Meeting Time: May 29, 2026 (Friday) at 9:00 AM
Meeting location: Grand Ballroom I, No. 199, Lequn 2nd Road, Zhongshan District, Taipei City (Taipei Marriott Hotel)
Convening method: Physical shareholders' meeting

Notice to Readers
This English version meeting handbook is a summary translation of the Chinese version and is not an official document of the shareholders' meeting. If there is any discrepancy between the English and Chinese versions, the Chinese version shall prevail.

Table of Contents

I. Meeting Procedure

STARLUX Airlines Co., Ltd. 2026 Annual General Shareholders' Meeting Procedure
Meeting Time: May 29, 2026 (Friday) at 9:00 AM
Meeting location: Grand Ballroom I, No. 199, Lequn 2nd Road, Zhongshan District, Taipei City (Taipei Marriott Hotel)
Convening method: Physical shareholders' meeting
Meeting Procedure:

I. Call the meeting to order (report the number of shares in attendance)

II. Chair's Address

III. Report Items:
  (1) The Company's 2025 Business Report.
  (2) The Company's 2025 Audit Committee's Financial Statement Review Report.
  (3) 2025 Compensation of Employees and Directors Report.
  (4) 2025 Directors' Remuneration Report.
  (5) Report on the issuance of the Company's 1st to 4th Domestic Secured Corporate Bonds in 2025.

IV. Ratification Items:
  (1) The Company's 2025 Business Report and Financial Statements.
  (2) The Company's 2025 Earnings Distribution.

V. Discussion Item:
  (1) Proposal for amending certain provisions of the Company's "Articles of Incorporation."

VI. Extemporary Motions

VII. Adjournment

II. Report Items

Motion 1

Cause: The Company's 2025 Business Report, submitted for review.

Description: Please refer to Attachment 1 (page 4-7) of this Handbook for the Company's 2025 Business Report.

Motion 2

Cause: The Company's 2025 Audit Committee Financial Statement Review Report, submitted for review.

Description: Please refer to Attachment 2 (page 8) of this Handbook for the Company's 2025 Audit Committee's Review Report.

Motion 3

Proposal: 2025 Compensation of Employees and Directors Report, submitted for review.

Description:

1. According to Article 21 of the Company's Articles of Incorporation, before closing the annual accounts of the Company, if there is profit, the Company shall set aside an amount not less than 1% of the profit as employees' compensation and an amount not more than 1% of the profit as compensation for directors.
2. The Company's profit for 2025 (excluding remuneration of employees and directors) was NT$69,971,543. In accordance with the aforementioned requirements, NT$26,500,000 was allocated for remuneration of employees, representing approximately 37.9% of the profit in 2025, and was distributed in cash. No remuneration of directors was distributed for the current year.
3. This proposal has been approved by the Board of Directors through resolution on March 10, 2026.

Motion 4

Proposal: 2025 Directors' Remuneration Report , submitted for review.

Description: Please refer to Attachment 3 (pages 9) of the Handbook for details regarding the status of payment of directors' remuneration in 2025, including the remuneration policy, individual remuneration content and amount received by the directors.

Motion 5

Proposal: Report on the issuance of the Company's 1st to 4th Domestic Secured Corporate Bonds in 2025, submitted for review.

Description: Please refer to Attachment 4 (page 10) of this Handbook for details regarding the issuance of the Company's 1st to 4th Domestic Secured Corporate Bonds in 2025.

III. Ratification Items

Motion 1 **Proposed by the Board of Directors**

Cause: The Company's 2025 Business Report and Financial Statements , submitted for ratification.

Description:

1. The Board of Directors has submitted the Company's 2025 Financial Statements, which have been audited and certified by CPAs Yu, Chien-Ju and Huang, Tzu-Ping of Ernst & Young, Taiwan and the business report to the Audit Committee for review.
2. For the preceding business report, independent auditors' report, and Financial Statements, please see Attachments 1 and 5 (page 4-7 & page 11-19) of this Handbook.

Resolution:

Motion 2 **Proposed by the Board of Directors**

Proposal: The Company's 2025 Earnings Distribution, submitted for ratification.

Description: The Company's 2025 Earnings Distribution Table has been reviewed by the Audit Committee and approved by the Board of Directors. To meet the Company's future development plan requirements, it is proposed that no dividends are to be distributed. Please refer to Attachment 6 (page 20) of this Handbook.

Resolution:

IV. Discussion Item

Proposed by the Board of Directors

Cause: Proposal for amending certain provisions of the Company's "Articles of Incorporation," submitted for discussion.

Description:

1. To meet the Company's operational needs, it is proposed to amend the businesses indicated in the "Articles of Incorporation" to include "G602011 Airport Ground Services".
2. Please refer to Attachment 7 (page 21) of this Handbook for the Comparison Table for Amendments to "Articles of Incorporation" of the Company.

Resolution:

V. Extemporary Motions

VI. Adjournment

Attachment 1

STARLUX Airlines Co., Ltd.
2025 Business Report

I. Operational Overview and Outlook

In 2025, global aviation demand gradually recovered. However, beginning in the second quarter, the market was affected by adverse factors such as uncertainties surrounding reciprocal tariffs, earthquake rumors in Japan, and the tightening of U.S. visa policies, which negatively impacted profitability. In response to challenges in the external environment, STARLUX Airlines continues to advance its long-term strategic initiatives, covering areas such as network expansion, fleet introduction, enhancement of passenger experience, and sustainability practices. These operational objectives are integrated into daily operations and management to strengthen operational fundamentals and growth momentum.

With the delivery of new aircraft, the Company introduced two A350-900 and one A330-900neo during the year, bringing the total fleet size to 29 aircraft. Annual passenger volume reached 4.9 million, while cargo volume totaled 87,000 tonnes. To support medium- to long-term development and market demand, the Company also signed an agreement in June of the same year with Airbus for the purchase of an additional ten A350-1000 passenger aircraft. This further strengthens the wide-body fleet composition and lays the foundation for expanding intercontinental long-haul routes.

In terms of cargo operations, the Company has acquired all four IATA CEIV qualifications – CEIV Lithium Batteries, CEIV Pharma, CEIV Fresh, and CEIV Live Animals – and become the first Taiwanese airline to achieve these four IATA CEIV qualifications. This milestone not only demonstrates that the Company's operational quality, process management, and risk control in the high-value cargo transportation sector are world-class, but also significantly enhances the added value of the cargo business and market trust.

In terms of digitalization and service enhancement, the Company continues to improve passenger experience and operational efficiency. With the official launch of the cloud-based call center system at the Taiwan Customer Service Center, service stability and real-time response capabilities have been strengthened. At the same time, the Company introduced the new digital reading platform JX Reader and completed the digitalization of its in-flight magazine Kiânn, fully embracing a new era of paperless reading. This initiative not only optimizes the reading experience for passengers but also balances environmental sustainability with operational efficiency.

As a result of the above-mentioned efforts, the Company's operational performance and service quality improvement continue to be recognized by international professional organizations. The Company has won SKYTRAX "5-Star Airline" certification and the "World's Most Improved Airline Award", and has been consistently awarded the APEX Five-Star Airline honor, while also acquiring the "7-Star PLUS" highest safety rating from Airline Ratings. These awards not only recognize the professionalism and dedication of all employees, but also highlight the Company's outstanding achievements in service quality, safety management, and sustainable governance.

In addition, sustainable development and employee care are also essential foundations of the Company's operations. The Company is committed to creating a safe, healthy, and friendly workplace environment. During the year, it completed the establishment and certification of the ISO 14001 Environmental Management System and the HACCP Food Safety Management System, and also implemented the ISO 50001 Energy Management System, demonstrating its professional capability and long-term commitment to improving energy efficiency and managing carbon emissions. Its outstanding performance has also received widespread recognition, earning it the TCSA Gold Award for Sustainability Report and the ESG Transportation Sustainability Gold Award, demonstrating concrete achievements in advancing operation management and sustainable governance.

Looking ahead, as the impacts of global trade and tariffs gradually stabilize, the outlook for the aviation industry remains positive. STARLUX Airlines will seize the opportunity presented by the market recovery by continuing to expand its route network, enhance its products and services, and further embed a culture of safety management and sustainable development, thereby laying a solid foundation for the Company's long-term and steady growth.

The Company's major milestones for the current year are as follows:

Month	Key Milestone
JAN.	• Announced the exercise of options with Airbus for 5 units of A350F freighter, increasing the freighter scale to 10 aircraft. • Acquired dual certifications for CEIV Pharma pharmaceutical cold chain transportation and CEIV Fresh cargo transportation.
FEB.	• Acquired TIPS (Technology Intellectual Property Management System) Class A certification.
APR.	• Launched the flight route of Taoyuan-Kobe and Taichung-Kobe.
JUN.	• Launched the flight route of Taoyuan–Ontario, California. • Received the SKYTRAX"Five-Star Airline" Certification and the First Prize of the "Global Excellence Progressive Award". • Signed a contract with Airbus for additional purchase of 10 units of A350-1000 passenger aircraft. • Signed an alliance agreement with Etihad Airways to significantly expand its global flight network.
JUL.	• Qualified ISO 14001 and HACCP food safety control system certification. • Launched digital reading platform "JX Reader" Online and in-flight electronic magazine "Kiânn".
AUG.	• Qualified ISO 50001:2018 Energy management system. • Launched the flight route of Taoyuan–Miyako Island.
SEP.	• Consecutively received the award of "APEX 5-Star Airline".
OCT.	• Joined the International Air Transport Association (IATA) to promote the "CO2 Connect" Program.
DEC.	• Received Airline ratings 7-star PLUS safety rating. • Received the ESG Transportation Sustainability Gold Award, and TCSA Sustainability Report Gold Award. • Acquired IATA ISAGO (IATA Safety Audit for Ground Operations) ground handling safety audit certification. • Re-launch the flight route of Taoyuan-Manila.

II. Business Plan Implementation Outcome:

The operating revenue was NT$44.05 billion, showing an increase of NT$8.56 billion, or 23.9%, compared to the previous year.

(1) Operating revenue from passenger transportation

The operating revenue from passenger transportation was NT$35.45 billion, accounting for 80.5% of the total operating revenue, representing a YoY increase of 15.4%. Driven by the introduction of new aircraft and continued network expansion, the Company's passenger capacity grew by 20.52% year-on-year.

(2) Operating revenue from cargo transportation

The revenue from the freight transportation business was NT$4.95 billion, accounting for 11.2% of the total operating revenue, representing a YoY increase of 57.1%, primarily as a result of the introduction of 3 wide-body passenger aircraft to expand the belly capacity in 2025.

(3) Other operating revenues

Other operating revenue was NT$3.65 billion, accounting for 8.3% of the total operating revenue, representing a YoY increase of 118.9%.

(4) Aircraft fleet scale

According to the Company's aircraft fleet planning, one A330-900neo and two A350-900 wide-body passenger aircraft were introduced successively in 2025. Until the end of 2025, the Company has owned a total of thirteen A321neo narrow-body passenger aircraft, six A330-900neo wide-body passenger aircraft and ten A350-900 wide-body passenger aircraft.

III. Budget Implementation Status

The budgeted operating revenue for 2025 was NT$45.96 billion, and the actual operating revenue was NT$44.05 billion, with an achievement rate of 95.86%. The budgeted net profit after tax was NT$1.33 billion, and the actual net profit after tax was NT$272.61 million.

IV. Financial Revenue/Expenditure and Profitability Analysis

(1) Financial revenue and expenditure:

The operating revenue in 2025 was NT$44.05 billion, representing a YoY increase of 23.9%. The operating expenditure amounted to NT$42.42 billion, representing a YoY increase of 27.85%.

(2) Profitability:

Return on assets: 1.06%
Return on equity: 0.89%
After-tax profit margin: 0.62%
Earnings per share: NT$0.09

V. Research and Development Status

(1) The Company continues to optimize the ticketing and sales functions of its official website and strengthen international cooperation. Through its codeshare partnership with Etihad Airways, its network has been extended to the Middle East and inland Europe. At the same time, the Company has strengthened its cooperation with Alaska Airlines to expand coverage to 20 major destinations within the United States. In addition, we have added a new Interline sales partnership with American Airlines, allowing passengers to complete

cross-airline ticket purchases on our official website, extending to the U.S. West Coast and major cities across the country.

(2) The Company continued to enhance its digital membership services by optimizing the award ticket redemption system and completing technical integrations with partner airlines. In addition to STARLUX Airlines' existing online award ticket redemption service, an online redemption option for Alaska Airlines flights has also been introduced. Members can check seat availability in real time and issue tickets on their own, effectively reducing customer service inquiry costs while enhancing the digital travel experience and increasing the value of mileage redemption.

(3) The company implements member rights protection and strengthens information security by introducing OTP (One-Time Password) verification to the COSMILE member area, providing reliable security for member accounts.

(4) In collaboration with Fubon Insurance, a "one-stop insurance purchase system" has been established. Through cross-platform data integration technology, travelers can quickly purchase insurance via the "Manage My Trip" section on the official website without the need for repeated data entry, creating a simpler and smoother user experience.

(5) The Company independently developed the online reading platform "JX Reader," enabling passengers to download more than 7,000 popular publications worldwide to their personal mobile devices prior to departure, comprehensively promoting a paperless reading experience.

(6) The cargo website was upgraded to Version 2.0, optimizing the user interface to make information browsing and inquiries more intuitive and convenient. In 2025, the Company also initiated the development of the cargo mobile application "JX Cargo." In addition to providing basic functions such as shipment status updates and cargo customs clearance status inquiries, the app also offers value-added services for members, including quick booking, goods abnormality notice, and e-AWB data transmission reminders.

(7) In 2025, the member system management backend was upgraded, encompassing both individual and corporate membership management mechanisms, laying the groundwork for future alliance member cooperation projects.

(8) To facilitate Internet development and digital marketing, the Company has partnered with online airfare search engines Skyscanner and Google Flight Search to establish a connection that provides real-time information on the Company's available seats and fares to these search platforms. Passengers searching through these platforms will receive information consistent with that on the official website, enhancing fare credibility and boosting sales on the official website.

Attachment 2

STARLUX Airlines Co., Ltd.
Audit Committee's Review Report

The Board of Directors has formulated the Company's 2025 business report, financial statements and earnings distribution proposals. The financial statements have been audited by CPAs Yu, Chien-Ju and Huang, Tzu-Ping of Ernst & Young, who have also issued an audit report.

The preceding business report, financial statements, and earnings distribution proposals have been reviewed by the Audit Committee and found to comply with all applicable regulations. Therefore, this report is submitted for your review and approval pursuant to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act.

Submitted to

2026 Annual General Shareholders' Meeting of STARLUX Airlines Co., Ltd.

Audit Committee Convener: Tsai, Duei

March 10, 2026

Attachment 3

STARLUX Airlines Co., Ltd.

2025 Distribution of Remuneration of Directors

Unit: NT$ thousand

Job Title	Name	Remuneration of directors								Total of four items of A+B+C+D as a percentage of net income after tax		Remuneration received for serving as an employee concurrently								Total of seven items of A+B+C+D+E+F+G as a percentage of net income (Note 6)		Remuneration from investees other than subsidiaries or from the parent company
		Remuneration (A) (Note 1)		Severance and pension (B)		Remuneration of directors (C) (Note 2)		Expenses for execution of business (D) (Note 3)				Salary, bonus and special allowance (E) (Note 4)		Severance and pension (F)		Remuneration of employees (G) (Note 5)						
																The Company		All companies in the financial statements				
		The Company	All companies in the financial statements	The Company	All companies in the financial statements	The Company	All companies in the financial statements	The Company	All companies in the financial statements	The Company	All companies in the financial statements	The Company	All companies in the financial statements	The Company	All companies in the financial statements	Cash amount	Stock amount	Cash amount	Stock amount	The Company	All companies in the financial statements	
Chairman	STARLUX Investments Limited Representative: Chang, Kuo-Wei	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Director	STARLUX Investments Limited Representative: Chai, Chien-Hua	-	-	-	-	-	-	-	-	-	-	5,221	5,221	108	108	5	-	5	-	5,334 1.96%	5,334 1.96%	-
Director	STARWAY Developing Investments Limited Representative: Yeh, Shu-Wen	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Director	ABICO AVY Co., Ltd. Representative: Tong, Chun-Yi	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Independent Director Undertaking Public Welfare	Tsai, Duei	1,000	1,000	-	-	-	-	21	21	1,021 0.37%	1,021 0.37%	-	-	-	-	-	-	-	-	1,021 0.37%	1,021 0.37%	-
Independent Director	Wang, Te-Ho	1,000	1,000	-	-	-	-	21	21	1,021 0.37%	1,021 0.37%	-	-	-	-	-	-	-	-	1,021 0.37%	1,021 0.37%	-
Independent Director	Hung, Ching-Shan (Note 7)	500	500					15	15	515 0.19%	515 0.19%									515 0.19%	515 0.19%	
Independent Director	Huang, Chih-Cheng(Note 7)	417	417	-	-	-	-	6	6	423 0.16%	423 0.16%	-	-	-	-	-	-	-	-	423 0.16%	423 0.16%	-

1. Please describe the payment policy, system, standard and structure for remuneration of directors and independent directors, and explain the relationship with the remuneration payment according to the job duties handled, risks and time invested, etc.:
   (1) The Company installs three independent directors (including one independent director undertaking public welfare) according to the Articles of Incorporation, and regardless whether the Company is operating at a profit or loss, independent directors shall collect a fixed remuneration on a monthly basis and further collects transportation allowance for each time of attendance of board of directors’ meeting or shareholders’ meeting. After the consideration of the necessity, reasonableness, legality, company risk appetite and assessment based on the standards adopted in the same industry, the Company decides to not provide compensation items other than the aforementioned remuneration described above to the independent directors, which are not related to the Company’s profitability; nevertheless, the remuneration of independent directors of the Company is still considered to be reasonable.
   (2) The remuneration to directors is based on their level of participation in the Company’s operations and the value of their contributions, along with the consideration of reasonable remuneration standard adopted in the same industry. According to the Company’s Articles of Incorporation, if the Company makes a profit in a year, it shall appropriate no more than 1% of the earnings as remuneration of directors. When the Company still has accumulated losses, it shall reserve an amount to compensate such losses, followed by appropriating the remuneration in accordance with the aforementioned percentage. The Remuneration Committee shall consider the overall performance of the Board of Directors, the Company’s business performance, future operations and risk appetite, and shall establish a distribution proposal that may be submitted by the Board of Directors when preparing the earnings distribution proposal. A separate distribution shall then be made according to individual director’s performance and the results of the director’s performance evaluation (including meeting attendance, participation in the Company’s operations, internal relationship management and communication, director’s professionalism and continuing education, promotion of sustainable development, and implementation of corporate governance). The accumulated losses of the Company have been fully compensated t in 2025. However, considering the Company’s future Development plan, the Board of Directors’ meeting dated March 10, 2026 has reached the resolution to not distribute the directors’ remuneration.
2. In addition to the disclosure of the table above, the remuneration collected by directors of the Company for providing services to all companies listed in the financial report (such as acting as non-employee consultant of the parent company/companies/investees indicated in the financial report): None.

Note 1:Refers to the remuneration of directors for the most recent year (including the directors’ salary, allowance, severance pay, various bonuses and rewards etc.).
Note 2:The amount of directors’ remuneration appropriated in the most recent year and approved by the Board of Directors.
Note 3:Refers to the relevant business execution expense of directors in the most recent year (including transportation fee, special disbursement, various subsidies, accommodation, company vehicles and other physical offers etc.)
Note 4:Refers to the expense for the compensation, including salary, allowance, severance pay, various bonuses, rewards, transportation fee, special disbursement, various subsidies, accommodation, company car etc. and physical offers etc., collected by directors concurrently acting as employees (including adjunct Presidents, Vice Presidents, other managerial officers and employees).
Note 5:Where directors concurrently acting as employees (including adjunct President, Vice President, other Managers and employees) obtain employees’ remuneration (including stocks and cash), the employees’ remuneration amount appropriated in the most recent year based on the approval of the Board of Directors shall be disclosed. If such amount cannot be estimated, then the proposed appropriation amount for present year shall be calculated according to the actual appropriation amount ratio of last year.
Note 6:Net income after tax refers to the net income after tax disclosed in the individual financial statements of the most recent year.
Note 7: The term of office of independent director Chih-Cheng Huang expired on June 13, 2026; Ching-Shan Hung was elected as an independent director at the shareholders’ meeting dated June 13, 2026.

Attachment 4

STARLUX Airlines Co., Ltd.
Report on Issuance of Corporate Bonds

Type of corporate bond		The first domestic secured ordinary corporate bond of 2025	The second domestic secured ordinary corporate bond of 2025	The third domestic secured ordinary corporate bond of 2025	The forth domestic secured ordinary corporate bond of 2025
Issue (transaction) date		October 28, 2025	October 29, 2025	October 29, 2025	October 29, 2025
Face value		NTD 1,000,000 per note	NTD 1,000,000 per note	NTD 1,000,000 per note	NTD 1,000,000 per note
Place of issue and trading		R.O.C. (Taiwan)	R.O.C. (Taiwan)	R.O.C. (Taiwan)	R.O.C. (Taiwan)
Issue price		Issued at par	Issued at par	Issued at par	Issued at par
Issue amount		NTD 2,000,000,000	NTD 500,000,000	NTD 1,500,000,000	NTD 1,000,000,000
Coupon rate		Fixed annual interest rate of 1.70%	Fixed annual interest rate of 1.75%	Fixed annual interest rate of 1.78%	Fixed annual interest rate of 1.78%
Term		3 years. Maturity date: October 28, 2028.	3 years. Maturity date: October 29, 2028.	5 years. Maturity date: October 29, 2030	5 years. Maturity date: October 29, 2030
Guarantor		E.Sun Commercial Bank, Ltd.	Shin Kong Commercial Bank Co., Ltd.	Mega International Commercial Bank Co., Ltd.	Taiwan Cooperative Bank, Ltd.
Trustee		Yuanta Commercial Bank Co., Ltd.	Mega International Commercial Bank Co., Ltd.	Yuanta Commercial Bank Co., Ltd.	Mega International Commercial Bank Co., Ltd.
Underwriter		E.Sun Commercial Bank, Ltd.	IBF Securities Co., Ltd.	Mega Securities Co., Ltd.	Taiwan Cooperative Securities Co., Ltd.
Attesting lawyer		Wei Chung-chieh Law Offices Wei Chung-chieh, Attorney-at-Law	Wei Chung-chieh Law Offices Wei Chung-chieh, Attorney-at-Law	Wei Chung-chieh Law Offices Wei Chung-chieh, Attorney-at-Law	Wei Chung-chieh Law Offices Wei Chung-chieh, Attorney-at-Law
Attesting CPA		Ernst & Young Taiwan Yu, Chien-Ju, CPA Huang, Tzu-Ping, CPA	Ernst & Young Taiwan Yu, Chien-Ju, CPA Huang, Tzu-Ping, CPA	Ernst & Young Taiwan Yu, Chien-Ju, CPA Huang, Tzu-Ping, CPA	Ernst & Young Taiwan Yu, Chien-Ju, CPA Huang, Tzu-Ping, CPA
Redemption method		Principal repaid in full at maturity	Principal repaid in full at maturity	Principal repaid in full at maturity	Principal repaid in full at maturity
Unredeemed balance		NTD 2,000,000,000	NTD 500,000,000	NTD 1,500,000,000	NTD 1,000,000,000
Conditions for redemption or early redemption		None	None	None	None
Restrictive covenants		None	None	None	None
Name of the rating agency, date, and result of rating		None	None	None	None
Other rights	The monetary amount of common shares, global depositary receipts, or other securities already converted, exchanged, or subscribed up to the annual report publication date	None	None	None	None
	The issuance and conversion, exchange, or subscription rules	None	None	None	None
The possible dilution of shareholding and influence on shareholder equity caused by the issuance and conversion, exchange, or subscription rules and the terms of issuance.		Not applicable	Not applicable	Not applicable	Not applicable
Name of custodian institution for the exchangeable underlyings		None	None	None	None

Attachment 5

安永聯合會計師事務所
11012 台北市基隆路一段333號9樓
9F, No. 333, Sec. 1, Keelung Road
Taipei City, Taiwan, R.O.C.
電話 Tel: 886 2 2757 8888
傳真 Fax: 886 2 2757 6050
www.ey.com/tw

Independent Auditors' Report Translated from Chinese

To Starlux Airlines Co., Ltd.

Opinion

We have audited the accompanying individual balance sheets of Starlux Airlines Co., Ltd. (the "Company") as of December 31, 2025 and 2024, and the related individual statements of comprehensive income, changes in equity and cash flows for the years ended December 31, 2025 and 2024, and notes to the individual financial statements, including the summary of material accounting policies (together "the individual financial statements").

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

Basis for Opinion

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

Key Audit Matters

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

EY 安永
Building a better working world

Recognition of Passenger Revenue

For the year ended December 31, 2025, the amount of passenger revenue was NT$35,451,719 thousand, which was the major operating activities of the Company and comprised 80% of the total revenue. In accordance with IFRS 15 “Revenue from Contracts with Customers”, passenger ticket sales are accounted for as contract liabilities before transportation services are provided and as passenger revenue after such services are rendered. Since the passenger revenue accounted for a great proportion of the total revenue and the amount was material to the financial statements, we identified recognition of passenger revenue as a key audit matter.

We performed audit procedures including but not limited to obtaining an understanding, evaluating the design, and testing the operating effectiveness, of internal controls over the Company′s passenger revenue recognition process; obtaining an understanding, evaluating the design, and testing the effectiveness, of information system involved in the Company′s passenger revenue recognition process; obtaining a list of flown tickets and selecting a certain number of them to test if the proceeds were collected and the periods where the revenue being recognized was consistent with the flight dates; performing analytical procedures on revenue and comparing with internal and external information to assess the reasonableness of such variances.

In addition, we evaluated the adequacy of disclosures of passenger revenue. Please refer to Notes 4 and 6 to the individual financial statements.

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

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

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

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

EY安永
Building a better working world

Auditors' Responsibilities for the Audit of the Individual Financial Statements

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

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

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

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

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

4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability to continue as a going concern of the Company. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the individual 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 individual financial statements, including the accompanying notes, and whether the individual financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

EY 安永
Building a better working world

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.

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

/s/Yu, Chien-Ju

/s/Huang, Tzu-Ping

Ernst & Young, Taiwan

March 10, 2026

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

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

English Translation of Individual Financial Statements Originally Issued in Chinese
STARLUX AIRLINES CO., LTD.
INDIVIDUAL BALANCE SHEETS
December 31, 2025 and 2024
(Expressed in Thousands of New Taiwan Dollars)

Assets	Notes	December 31, 2025 Amount	December 31, 2025 %	December 31, 2024 Amount	December 31, 2024 %
Current assets					
Cash and cash equivalents	4 and 6	$15,339,816	11	$16,041,913	13
Financial assets at fair value through profit or loss, current	4 and 6	1,004,398	1	-	-
Financial assets measured at amortized cost, current	4, 6 and 8	311,949	-	613,712	1
Financial assets for hedging, current	4 and 6	6,123	-	-	-
Notes receivable, net	4 and 6	103,628	-	79,773	-
Accounts receivable, net	4 and 6	1,536,695	1	1,128,412	1
Other receivables	4	120,393	-	69,077	-
Other receivables-related parties	4 and 7	473	-	-	-
Current tax assets	4	53,384	-	24,973	-
Inventories	4 and 6	2,684,362	2	1,613,621	1
Other current assets	7	1,169,181	1	1,030,645	1
Total current assets		22,330,402	16	20,602,126	17
Non-current assets					
Financial assets measured at amortized cost, non-current	4, 6 and 8	1,107,233	1	1,066,990	1
Property, plant and equipment	4, 6 and 8	55,404,060	40	45,993,511	39
Right-of-use assets	4 and 6	33,579,438	25	33,462,263	28
Intangible assets	4	175,014	-	177,434	-
Deferred tax assets	4, 5 and 6	2,220,065	2	2,331,353	2
Prepayment for equipment	6	21,191,501	15	14,200,477	12
Refundable deposits		1,289,847	1	1,230,647	1
Total non-current assets		114,967,158	84	98,462,675	83
Total assets		$137,297,560	100	$119,064,801	100

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

English Translation of Individual Financial Statements Originally Issued in Chinese
STARLUX AIRLINES CO., LTD.
INDIVIDUAL BALANCE SHEETS
December 31, 2025 and 2024
(Expressed in Thousands of New Taiwan Dollars)

Liabilities and Equity	Notes	December 31, 2025		December 31, 2024	
		Amount	%	Amount	%
Current liabilities					
Financial liabilities for hedging, current	4 and 6	$3,711,971	3	$3,505,333	3
Contract liabilities, current	4 and 6	8,686,147	6	7,737,370	7
Accounts payable		3,469,105	3	2,759,926	2
Accounts payable-related parties	7	483	-	417	-
Other payables		1,057,588	1	1,076,108	1
Lease liabilities, current	4 and 6	234,163	-	277,356	-
Current portion of long-term loans	4, 6 and 8	1,586,798	1	1,853,339	2
Other current liabilities		1,422,280	1	969,849	1
Total current liabilities		20,168,535	15	18,179,698	16
Non-current liabilities					
Financial liabilities for hedging, non-current	4 and 6	29,825,599	22	31,066,349	26
Contract liabilities, non-current	4 and 6	427,654	-	189,958	-
Bonds payable	6	4,992,822	4	-	-
Long-term loans	4, 6 and 8	47,866,064	35	36,996,425	31
Provisions, non-current	4, 5 and 6	955,092	-	946,413	1
Deferred tax liabilities	4, 5 and 6	120,918	-	142,572	-
Lease liabilities, non-current	4 and 6	1,480,141	1	1,654,491	1
Guarantee deposits		64,447	-	50,444	-
Total non-current liabilities		85,732,737	62	71,046,652	59
Total liabilities		105,901,272	77	89,226,350	75
Equity	6				
Capital					
Common stock		30,087,350	22	30,087,350	25
Capital surplus		2,044,685	2	9,775,179	8
Retained earnings					
Unappropriated earnings (Accumulated losses)		272,608	-	(7,730,494)	(6)
Other equity		(1,008,355)	(1)	(2,293,584)	(2)
Total equity		31,396,288	23	29,838,451	25
Total liabilities and equity		$137,297,560	100	$119,064,801	100

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

English Translation of Individual Financial Statements Originally Issued in Chinese

STARLUX AIRLINES CO., LTD.

INDIVIDUAL STATEMENTS OF COMPREHENSIVE INCOME

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars, Except for Earnings Per Share)

Items	Notes	2025		2024	
		Amount	%	Amount	%
Net operating revenue	4, 6 and 7	$44,053,262	100	$35,546,851	100
Operating costs	6 and 7	(37,346,211)	(85)	(28,355,417)	(80)
Gross porfit		6,707,051	15	7,191,434	20
Operating expenses	4, 6 and 7				
General and administrative expenses		(5,069,019)	(11)	(4,821,146)	(14)
Expected credit impairment losses		(771)	-	(526)	-
Subtotal		(5,069,790)	(11)	(4,821,672)	(14)
Operating income		1,637,261	4	2,369,762	6
Non-operating income and loss	4, 6 and 7				
Other income		249,689	-	228,923	1
Other gains and losses		(478,262)	(1)	(327,371)	(1)
Finance costs		(1,365,217)	(3)	(977,813)	(3)
Subtotal		(1,593,790)	(4)	(1,076,261)	(3)
Income before income tax		43,471	-	1,293,501	3
Income tax benefit	4, 5 and 6	229,137	1	30,937	-
Net income		272,608	1	1,324,438	3
Other comprehensive income	4 and 6				
Items that may be reclassified subsequently to profit or loss					
Gains (losses) on hedging instruments		1,604,000	4	(1,911,623)	(5)
Income tax related to items that may be reclassified subsequently		(318,771)	(1)	382,325	1
Total other comprehensive income (loss), net of tax		1,285,229	3	(1,529,298)	(4)
Total comprehensive income (loss)		$1,557,837	4	$(204,860)	(1)
Earnings per share (NT$)	4 and 6				
Basic earnings per share		$0.09		$0.53	
Diluted earnings per share		$0.09		$0.53	

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

English Translation of Individual Financial Statements Originally Issued in Chinese

STARLUX AIRLINES CO., LTD.

INDIVIDUAL STATEMENTS OF CHANGES IN EQUITY

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars)

Items	Capital		Retained earnings	Other equity	
	Common stock	Capital surplus	Unappropriated earnings (Accumulated losses)	Gains and losses on hedging instruments	Total equity
Balance as of January 1, 2024	$20,887,350	$2,451,220	$(11,506,152)	$(764,286)	$11,068,132
Accumulated losses offset by capital surplus	-	(2,451,220)	2,451,220	-	-
Net income for the year ended December 31, 2024	-	-	1,324,438	-	1,324,438
Other comprehensive income (loss), net of tax for the year ended December 31, 2024	-	-	-	(1,529,298)	(1,529,298)
Total comprehensive income (loss) for the year ended December 31, 2024	-	-	1,324,438	(1,529,298)	(204,860)
Issue of shares	9,200,000	9,348,973	-	-	18,548,973
Share-based payment	-	426,206	-	-	426,206
Balance as of December 31, 2024	$30,087,350	$9,775,179	$(7,730,494)	$(2,293,584)	$29,838,451
Balance as of January 1, 2025	$30,087,350	$9,775,179	$(7,730,494)	$(2,293,584)	$29,838,451
Accumulated losses offset by capital surplus	-	(7,730,494)	7,730,494	-	-
Net income for the year ended December 31, 2025	-	-	272,608	-	272,608
Other comprehensive income (loss), net of tax for the year ended December 31, 2025	-	-	-	1,285,229	1,285,229
Total comprehensive income (loss) for the year ended December 31, 2025	-	-	272,608	1,285,229	1,557,837
Balance as of December 31, 2025	$30,087,350	$2,044,685	$272,608	$(1,008,355)	$31,396,288

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

English Translation of Individual Financial Statements Originally Issued in Chinese
STARLUX AIRLINES CO., LTD.
INDIVIDUAL STATEMENTS OF CASH FLOWS
For the years ended December 31, 2025 and 2024
(Expressed in Thousands of New Taiwan Dollars)

Items	2025 Amount	2024 Amount
Cash flows from operating activities:		
Net income before tax	$43,471	$1,293,501
Adjustments to reconcile net income before tax to net cash provided by operating activities:		
Items of incomes and expenses:		
Depreciation	7,067,842	5,511,093
Amortization	100,067	151,408
Expected credit impairment losses	771	526
Gains on financial assets at fair value through profit or loss	(4,398)	-
Interest expense	1,365,217	977,813
Gains on disposal of property, plant and equipment	(3,192)	(394)
Interest income	(239,225)	(220,551)
Share-based payment	-	426,206
Changes in operating assets and liabilities:		
Notes receivable	(23,855)	(4,186)
Accounts receivable	(409,054)	(452,634)
Other receivables	(102,521)	8,370
Other receivables-related parties	(473)	-
Inventories	(609,550)	(532,758)
Other current assets	(138,536)	168,853
Contract liabilities	1,186,473	2,802,981
Accounts payable	709,179	483,679
Accounts payable-related parties	66	417
Other payables	(43,183)	561,400
Provisions	(6,135)	-
Other current liabilities	452,431	234,926
Cash provided by operations	9,345,395	11,410,650
Interest received	290,430	188,091
Interest paid	(1,547,116)	(617,666)
Income tax paid	(28,411)	(15,594)
Net cash provided by operating activities	8,060,298	10,965,481
Cash flows from investing activities:		
Decrease in financial assets measured at amortized cost	261,520	52,935
Acquisition of financial assets measured at fair value through profit or loss	(1,000,000)	-
Acquisition of property, plant and equipment	(13,188,668)	(23,810,211)
Proceeds from disposal of property, plant and equipment	4,844	704
Acquisition of intangible assets	(97,647)	(64,111)
Increase in prepayment for equipment	(6,770,547)	(5,790,293)
Increase in refundable deposits	(59,200)	(392,363)
Net cash used in investing activities	(20,849,698)	(30,003,339)
Cash flows from financing activities:		
Increase in short-term loans	1,305,000	2,010,000
Decrease in short-term loans	(1,305,000)	(2,860,000)
Increase in short-term notes payable	-	1,000,000
Decrease in short-term notes payable	-	(1,300,000)
Proceeds from bonds issued	4,992,822	-
Increase in long-term loans	17,183,800	28,480,450
Decrease in long-term loans	(6,580,702)	(12,916,206)
Payments of lease liabilities	(3,486,135)	(3,601,497)
Increase in guarantee deposits	14,003	29,672
Proceeds from issuing shares	-	18,548,973
Net cash provided by financing activities	12,123,788	29,391,392
Effect of exchange rate changes on cash and cash equivalents	(36,485)	47,861
Net (decrease) increase in cash and cash equivalents	(702,097)	10,401,395
Cash and cash equivalents at beginning of year	16,041,913	5,640,518
Cash and cash equivalents at end of year	$15,339,816	$16,041,913

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

Attachment 6

STARLUX Airlines Co., Ltd.
2025 Earnings Distribution Table

Unit: NTD

Item	Amount
Unappropriated earnings at the beginning of the period	0
Plus: Net income after tax	272,608,463
Less: Legal reserve appropriated	(27,260,846)
Current distributable earnings	245,347,617
Distribution item	
Shareholders' bonuses	0
Undistributed earnings at the end of the period	245,347,617

Attachment 7

STARLUX Airlines Co., Ltd.
"Articles of Incorporation" Amendment Text Comparison Table

Provision Before Amendment	Provision After Amendment	Reason of Amendment
Article 2 The business scope of the Company shall be as follows: 1. G501011 Civil Air Transportation. 2. J201051 Approved Training Organizations. 3. F401171 Alcohol Products Importation. 4. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.	Article 2 The business scope of the Company shall be as follows: 1. G501011 Civil Air Transportation. 2. <u>G602011Airport Ground Services</u> 3. J201051 Approved Training Organizations. 4. F401171 Alcohol Products Importation. 5. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.	For company business needs.
"STARLUX Airlines Co., Ltd. Articles of Incorporation" Establishment and Amendment Summary: 1. These Articles of Incorporation were duly enacted on April 16, 2018. 2. The 1st amendment was made on June 19, 2020. 3. The 2nd amendment was made on August 10, 2020. 4. The 3rd amendment was made on September 24, 2021. 5. The 4th amendment was made on May 16, 2022. 6. The 5th amendment was made on August 29, 2022. 7. The 6th amendment was made on June 24, 2024. 8. The 7th amendment was made on June 13, 2025.	"STARLUX Airlines Co., Ltd. Articles of Incorporation" Establishment and Amendment Summary: 1. These Articles of Incorporation were duly enacted on April 16, 2018. 2. The 1st amendment was made on June 19, 2020. 3. The 2nd amendment was made on August 10, 2020. 4. The 3rd amendment was made on September 24, 2021. 5. The 4th amendment was made on May 16, 2022. 6. The 5th amendment was made on August 29, 2022. 7. The 6th amendment was made on June 24, 2024. 8. The 7th amendment was made on June 13, 2025. 9. <u>The 8th amendment was made on May 29, 2026.</u>	Newly added the amendment date.

Appendix 1

STARLUX Airlines Co., Ltd.
Articles of Incorporation

Chapter I General Provision

Article 1: The Company shall be incorporated in accordance with the provisions of the Company Act. Its name shall be 星宇航空股份有限公司 in the Chinese language, and STARLUX AIRLINES CO., LTD. in the English language.

Article 2: The business scope of the Company shall be as follows:

1. G501011 Civil Air Transport.
2. J201051 Approved Training Organizations.
3. F401171 Alcohol Products Importation.
4. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3: The Company shall have its head office in Taipei City, and may set up branch offices or liaison offices within or outside of Taiwan when it is deemed necessary, subject to a Board of Directors' resolution .

Article 4: Depending on business requirements, the Company may act as a guarantor. The Company is not subject to the restriction stipulated in Article 13 of the Company Act that the total amount of its investments in other companies shall not exceed forty percent of the amount of its paid-in capital.

Chapter II Capital Stock

Article 5: The total capital of the Company shall be in the amount of 70 billion New Taiwan Dollars, divided into 7 billion shares, at ten New Taiwan Dollars each, of which the unissued shares may be issued in installments by the Board of Directors, depending on business requirements.

Article 6: The share certificates of the Company shall be in registered form, signed by or affixed with the seals of directors representing the Company, and then authenticated and issued in accordance with the laws.

Shares issued by the Company may be exempted from printing share certificates, but shall be registered with the Centralized Securities Depository Enterprises, subjected to the enterprise's relevant regulations .

Article 7: Alterations of the shareholders' roster will be made pursuant to Article 165 of the Company Act.

The shareholders service shall be handled in accordance with the "Regulations Governing the Administration of Shareholder Services of Public Companies" promulgated by the competent authority.

Chapter III Shareholders' Meeting

Article 8: Shareholders' meeting of the Company are of two kinds: regular and special meeting. Regular meeting shall be held once every year, and convened by the Board of Directors within six months after the close of each fiscal year. Special meeting shall be convened whenever necessary in accordance with laws and regulations.

Article 8-1: The Company's shareholders' meeting may be held via video conferencing or other methods announced by the central competent authority.

If a shareholders' meeting is held via the video conferencing method, the shareholders attending the meeting through video conference shall be deemed to have attended the meeting in person.

According to the preceding two paragraphs, conditions, operating procedures and other matters to be complied with shall be met. If the securities competent authority has other regulations, such regulations shall prevail.

Article 9: In case a shareholder is unable to attend a meeting, he/she may issue a proxy form, setting forth the scope of authorization delegated, to appoint a proxy to attend the meeting.

Unless otherwise provided by the Company Act, the regulations governing shareholders' attendance by proxy shall follow the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies" promulgated by the competent authority.

Article 10: Unless otherwise provided for in the laws, a shareholder shall have one voting power in respect of each share held.

The Company shall exercise its voting rights electronically or in writing when convening a shareholders' meeting. Shareholders who exercise their voting rights in writing or electronically are deemed to have attended the shareholders' meeting in person. The relevant matters shall be handled according to the laws and regulations.

Article 11: Unless otherwise provided for in the Company Act, resolutions of the shareholders' meeting shall be adopted at the meeting with the concurrence of a majority of the votes held by the shareholders present at the meeting attended by shareholders representing more than one half of the total outstanding capital stock of the Company.

Article 12: In case a shareholders' meeting is convened by the Board of Directors, the meeting's chairman shall be determined in accordance with Article 208 of the Company Act. In case it is convened by a person having the convening right other than the Board of Directors, the meeting's chairman shall be such person who convened the meeting. In the case of two or more persons who have the convening right, the meeting's chairman shall be elected from among themselves.

Article 13: The resolutions of the shareholders' meeting of the Company shall be recorded in the minutes which shall be signed or sealed by the chairman of the meeting. The formality regarding the record of the minutes, the distribution and the custody of the minutes or other documents and books shall be handled in accordance with Article 183 of the Company Act.

Chapter IV Directors and Managerial Officer

Article 14: The Company shall designate 5 to 9 directors. The candidates shall be elected during a shareholders' meeting based on their capabilities and shall have 3-years terms with eligibility for subsequent re-elections.

The candidate nomination system outlined in Article 192-1 of the Company Act is adopted for director elections. Of all said directors, there shall be at least 3 independent directors, and the number of independent directors shall constitute at least one-third of the total directors and also include at least one independent director undertaking public welfare.

The professional qualification, shareholdings, restrictions on concurrent positions, nomination and election of independent directors, and other requirements to be met, shall comply with the related requirements posed by the securities competent authority. The professional qualifications, restrictions on concurrent positions, nominations and other matters of compliance for the independent director undertaking public welfare shall be handled according to the Regulations Governing Compliance Matters for Civil Air Transport Enterprise to Appoint Independent Directors Undertaking Public Welfare. The re-election of independent director undertaking public welfare is limited to 2 times.

Article 15: The directors shall constitute the Board of Directors and shall elect one Chairman of the Board from among themselves by a majority at the meeting attended by two thirds or more of the directors, and may also elect in the same manner a Vice Chairman of the Board. The Chairman of the Board of Directors shall internally preside the shareholders' meeting and the Board of Directors’ meeting, and shall externally represent the Company. In case the Chairman of the Board of Directors is on leave or cannot exercise his/her power and authority for any cause, such delegation of authority shall be handled in accordance with Article 208 of the Company Act.

Article 15-1: The Company establishes the Audit Committee in accordance with the Securities and Exchange Act, which consists of all independent directors. The Audit Committee’s powers shall be exercised in accordance with the “Regulations Governing the Exercise of Powers by Audit Committees of Public Companies” promulgated by the competent authority. The Company shall also adopt the regulations governing exercise of powers in accordance with the “Regulations Governing the Exercise of Powers by Audit Committees of Public Companies.”

The Company's Board of Directors may establish the Remuneration Committee or other functional committees, subject to business needs.

Article 16: The Board of Directors’ meetings shall be convened by the Chairman of the Board.

In calling a Board of Directors’ meeting, a notice setting forth the subjects to be discussed at the meeting shall be given, in writing, by electronic mail or facsimile, to each director no later than 7 days prior to the scheduled meeting date. However, in case of emergency, a Board of Directors’ meeting may be convened at any time.

If a Board of Directors’ meeting is conducted via video conference, the director who attends the meeting in such method shall be deemed as present at the meeting in person.

If a director unable to attend a Board of Directors’ meeting, he/she may delegate another director to attend the Board of Directors’ meeting on his behalf by issuing a proxy, stating the scope of authority with reference to the subjects to be discussed at the meeting.

Article 17: Unless otherwise provided for in the Company Act, resolutions of the Board of Directors' meeting shall be adopted at the meeting with the concurrence of a majority of the directors present at the meeting attended by a majority of the directors.

Article 18: Board of Directors is authorized to determine the remuneration of directors of the Company in accordance with the degree of participation in operations by them and the rates generally adopted by other enterprises of the same trade.

The Company may, during the term of office of all directors and key employees, purchase liability insurance for their legal liabilities arising from the performance of their duties within the scope of their business and must report the insurance amount and insurance matters to the next board meeting following the purchase or renewal of the insurance.

Article 19: The Company may appoint managerial officers. The appointment, discharge and remuneration of them shall be handled in accordance with Article 29 of the Company Act.

Chapter V Accounting

Article 20: The Company's fiscal year shall commence from January 1 to December 31 of each year. At the end of each fiscal year, the Board of Directors shall prepare the business report, financial statements and earnings allocation or loss compensation plan, and submit them to the Audit Committee for audit within 30 days prior to an annual general meeting for ratification, and also have the same ratified by the annual general meeting.

Article 21: Before closing the annual accounts of the Company, if there is profit, the Company shall set aside an amount not less than 1% of the profit as employees' compensation and an amount not more than 1% of the profit as compensation of directors. However, if the Company has accumulated deficit, the Company shall reserve an amount thereof for offsetting the deficit before setting aside the proportion of profits aforementioned as compensation for employees and directors.

For the amount of remuneration of employees described in the preceding paragraph, no less than 50% of such amount shall be appropriated as remuneration of the entry-level employees.

The employee remuneration referred to in the preceding two paragraph may be paid, in cash or stock. It shall be resolved by a Board of Directors meeting attended by over two-thirds of all directors with a majority vote of the attending directors and be reported in the shareholders' meeting.

The recipients of the remuneration to employees allocated in the form of stock or in cash, if any, include the employees of parents or subsidiaries of the Company meeting certain requirements. The certain requirements shall be set forth by the Board of Directors.

Article 22: After the year-end closing of annual accounts of the Company, if there are earnings, the Company shall first pay the corporate income tax, and offset accumulated deficit, then set aside 10% of the remaining earnings as legal reserve. If the accumulated legal reserve equals to the capital of the Company, this provision shall not apply. The remaining earnings will be set aside according to regulations or existing necessity or to reverse special reserve. Then leftover earnings (distributable earnings for the financial year) shall be combined with undistributed surplus earnings, if there is any balance left over, the Board of Directors shall propose an earnings distribution proposal, which shall then be submitted to the shareholders' meeting for approval.

The company’s dividend policy is based on a stable and balance issuing principles, taking into consideration shareholders’ profit as well as capital investments and operating cycle needs. Distribution of common share dividends shall be no less than 10% of distributable earnings for the financial year, and cash dividends shall be no less than 10% of the total amount of dividends issued.

The Company shall authorize the Board of Directors to pass a resolution adopted by a majority vote at a meeting attended by over two-thirds of the directors to distribute all or part of the bonuses or dividends in cash and report the matter to the shareholders’ meeting. If executed in the form of new share issuance, a proposal shall be submitted to the shareholders’ meeting for a resolution pursuant to the Company Act.

Chapter VI Supplementary Provisions

Article 23: In regard to any and all matters not provided for in these Articles of Incorporation, the provisions setting forth in the Company Act and the relevant rules and regulations shall govern.

“STARLUX Airlines Co., Ltd. Articles of Incorporation” Establishment and Amendment Summary:

1. These Articles of Incorporation were duly enacted on April 16, 2018.
2. The 1st amendment was made on June 19, 2020.
3. The 2nd amendment was made on August 10, 2020.
4. The 3rd amendment was made on September 24, 2021.
5. The 4th amendment was made on May 16, 2022.
6. The 5th amendment was made on August 29, 2022.
7. The 6th amendment was made on June 24, 2024.
8. The 7th amendment was made on June 13, 2025.

STARLUX Airlines Co., Ltd.

Chairman of the Board: CHANG, KUO-WEI

Appendix 2

STARLUX Airlines Co., Ltd.
Rules and Procedures for Shareholders' Meetings

Article 1: **Purpose**

STARLUX Airlines (hereinafter referred to as "the Company") has established the Corporate Governance Principles in accordance with the "Rules and Procedures for Shareholders' Meetings" in order to establish a good governance system, ensure sound supervisory capabilities, and strengthen management functions for the Company's shareholders' meetings.

Article 2: **Scope**

Unless otherwise provided for by laws and regulations or the Articles of Incorporation, the rules and procedures for the Company's shareholders' meetings shall be governed by the Rules.

Article 3: **Convention and Notice of Shareholders' Meetings**

1. Unless otherwise provided by laws or regulations, the Company's shareholders' meetings shall be convened by the Board of Directors.

   If a shareholders' meeting is held via video conference, a resolution must be approved by a majority of the directors present, with over two-thirds of all directors attending the meeting.
2. Changes to how the Company's shareholders' meeting are convened shall be resolved by the Board of Directors, and shall be made no later than the mailing of the shareholders' meeting notice.
3. The Company shall prepare electronic files of the shareholders' meeting notice and proxy letters and the explanatory materials relating to proposals, including for ratification, discussions, or the election or dismissal of directors, and upload them to the Market Observation Post System (MOPS) 30 days before the annual shareholders' meeting or 15 days before a special shareholders' meeting. The Company shall also prepare electronic files of the shareholders' meeting handbook and supplemental meeting materials and upload them to the MOPS 21 days before the annual general shareholders' meeting or 15 days before the special shareholders' meeting. In addition, the Company shall make the shareholders' meeting handbook and supplemental meeting material available for view at any time by shareholders 15 days before the shareholders' meeting. The meeting handbook and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby.
4. The Company shall make the meeting handbook and supplemental meeting materials in the preceding paragraph available to shareholders for review in the following manner on the date of the shareholders' meeting:
   (1) For physical shareholders' meetings, they are distributed on-site at the meeting.
   (2) For hybrid shareholders' meetings, they are distributed on-site at the meeting, and shared on the virtual meeting platform in electronic format.

(3) For virtual shareholders' meetings, they shall be shared on the virtual meeting platform in electronic format.

5. The reasons for convening a shareholders' meeting shall be specified in the meeting notice and public announcement. With the consent of recipients, the meeting notice may be given in electronic means.
6. The election or dismissal of directors, amendments to the Articles of Incorporation, capital reduction, application for suspension of public offering, the lifting of non-competition restrictions, capitalization of earnings, capitalization of capital surplus, the dissolution, merger, or demerger of the Company, or any matter set forth in Article 185, Paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities and Exchange Act, or Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers, shall be set out as reasons for convening the shareholders meeting, and the main content of which shall be explained None of the above matters may be raised by an extraordinary motion.
7. Where re-election of all directors has been set out as a reason for convening the shareholders' meeting, with the date they will take office specified, after the re-election at the shareholders' meeting, the aforesaid date shall not be changed by an extraordinary motion or other means at the same meeting.
8. The Company shall publicly announce the acceptance of shareholder proposals, written or electronic acceptance methods, acceptance locations, and acceptance period before the book closure date prior to a shareholders' meeting, and the proposal acceptance period shall be no less than 10 days.
9. Shareholder holding 1% or more of the Company's issued shares may make a proposal to the annual general shareholders' meeting. The number of proposals is limited to one. Proposals in excess of the limit will not be listed in the agenda. However, the Board of Directors shall include any proposal on urging the Company to promote public interest or fulfill social responsibilities in the agenda. The number of words in shareholder-submitted proposals are limited to 300, and no proposals containing more than 300 words will be included in the agenda. In addition, the Board of Directors shall not include any proposal that falls under any of the circumstances set forth in Article 172-1, paragraph 4 of the Company Act in the agenda. Shareholders who have submitted a proposal shall attend, in person or by proxy, the annual general shareholders' meeting whereat their proposals are to be discussed and shall take part in the discussion of such proposals.
10. Prior to the date for issuance of a shareholders' meeting notice, the Company shall inform the shareholders who submitted proposals of the acceptance results, and shall list in the meeting notice the proposals that conform to the provisions of this Article. At the shareholders' meeting the Board of Directors shall explain the reason why there are shareholder proposals not included in the agenda.

Article 4: **Proxy Letter**

1. For each shareholders' meeting, a shareholder may appoint a proxy to attend the meeting by issuing a proxy letter prepared by the Company and stating the scope of the authorization.

2. A shareholder may issue only one proxy letter and appoint only one proxy for any given shareholders' meeting, and shall deliver the proxy letter to the Company five days before the shareholders' meeting. When duplicate proxy letters are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.
3. If, after a proxy letter has been delivered to the Company if the shareholder intends to attend the shareholders' meeting in person or to exercise voting rights by correspondence or electronically, a written notice of cancellation of proxy appointment shall be given to the Company two days before the meeting date. If the cancellation notice is given after that time, voting rights exercised at the meeting by the proxy shall prevail.
4. If, after a proxy letter has been delivered to the Company, a shareholder intends to attend the shareholders' meeting through video conferencing, a written notice of cancellation of the proxy appointment shall be given to the Company two days before the meeting date. If the cancellation notice given after that time, voting rights exercised at the meeting by the proxy shall prevail.

Article 5: Principles for Determining the Time and Place of a Shareholders' Meeting

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

Article 6: Preparation of Attendance Registers and Other Documents

1. The Company shall specify in a shareholders' meeting notices the time and place of attendance registration for shareholders, solicitors and authorized proxies (hereinafter collectively referred to as "shareholders") as well as other matters to note.
2. The shareholder attendance registration in the preceding paragraph shall conducted at least 30 minutes prior to the time the meeting commences. The place for attendance registration shall be clearly marked and have a sufficient number of suitable personnel assigned to handle the registration process. For a virtual shareholders' meeting, the shareholder attendance registration shall be conducted on the virtual meeting platform at least 30 minutes prior to the time the meeting commences. Shareholders who have completed attendance registration are deemed to have attended the shareholders' meeting in person.
3. Shareholders shall attend shareholders' meetings with attendance cards, sign-in cards, or other certificates of attendance. The Company shall not arbitrarily add requirements for documents beyond those presented by shareholders to confirm their eligibility to attend meetings. Proxy solicitors shall also bring their identification documents for verification.
4. The Company shall have an attendance register in place for attending shareholders to sign, or alternatively, the attending shareholders may hand in a sign-in card in lieu of signing in.

5. The Company shall furnish attending shareholders with the meeting handbook, attendance card, speaker's slips, voting slips, annual report and other meeting materials. Where there is an election of directors, ballots shall also be furnished.
6. When the government agency 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 a shareholders' meeting as proxy, only one person may represent it at the meeting.
7. When a virtual shareholders' meeting is convened, shareholders intending to attend the meeting online shall register with the Company two days before the meeting date.
8. When a virtual shareholders' meeting is convened, the Company shall upload the meeting handbook, annual report and other meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep these materials disclosed until the end of the meeting.

Article 6-1: **Particulars to be Included in Virtual Shareholders' Meeting Notices**

To convene a virtual shareholders' meeting, the Company shall include the following particulars in the shareholders meeting notice:

1. How shareholders attend the virtual meeting and exercise their rights.
2. Actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events, at least covering the following particulars:
   (1) To what time the meeting is postponed or from what time the meeting will resume if the above obstruction continues and cannot be removed, and the date to which the meeting is postponed or on which the meeting will resume.
   (2) Shareholders not having registered to attend the affected virtual shareholders' meeting shall not attend the postponed or resumed meeting.
   (3) When the video conference at a hybrid shareholders' meeting cannot continue and the total number of shares represented in the meeting, net of those represented by virtual attendees, meets the minimum legal requirement for a shareholders' meeting, the shareholders' meeting shall continue. The shares represented by the virtual attendees shall be counted towards the total number of shares represented by shareholders present at the meeting, and the virtual attendees shall be deemed to have abstained from voting on all proposals on the meeting agenda of that shareholders' meeting.
   (4) Actions to be taken if the results of all proposals have been announced and no extraordinary motion has been made.
3. To convene a virtual shareholders' meeting, appropriate alternative measures available to shareholders with difficulties in attending the shareholders' meeting online shall be specified. Unless otherwise provided in Article 44-9, Paragraph 6 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall at least provide shareholders with online connection equipment and necessary assistance and specify the period during which shareholders may applications with the Company and other relevant matters that must be noted.

Article 7: The Chair and Non-voting Participants of a Shareholders' Meeting

1. 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, unable to exercise his/her powers, the Deputy Chairman shall act on his/her behalf. If there is no Deputy Chairman or the Deputy Chairman is also on leave, or for any reason, unable to exercise his/her powers, the Chairman shall designate a managing directors to act on his/her behalf. If there is no managing director, a directors shall be appointed to act as deputy. If the Chairman does not appoint a deputy, managing directors or directors shall select one person from among themselves to act as deputy.
2. If a managing director or a director serves as the deputy chair as referred to in the preceding paragraph, the managing director or the director shall have held that position for 6 months or more and who understands the financial and business conditions of the Company. The same shall apply if the representative of a juristic person director serves as the deputy chair.
3. 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, with at least one member of each functional committee present in person on half thereof. The attendance shall be recorded in the meeting minutes.
4. If a shareholders' meeting is convened by a person with the right to convene the meeting instead of the Board of Directors, the person shall chair the meeting. When there are two or more persons having the right to convene the meeting, they shall select a chair from among themselves.
5. The Company may appoint its attorneys, CPAs, or related persons retained by it to attend a shareholders' meeting in a non-voting capacity.

Article 8: Video or Audio Recording of Shareholders' Meeting as Evidence

1. The Company, beginning from the time shareholder attendance registrations starts, shall make an uninterrupted audio and video recording of the shareholder registration process, the shareholders' meeting, and the voting and vote counting processes.
2. The video and audio recordings in the preceding paragraph shall be retained for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the lawsuit.
3. Where a virtual shareholders' meeting is convened, the Company shall keep records of shareholder registrations, questions raised, votes cast and the number of votes counted by the Company, and continuously audio and video record, without interruption, the virtual meeting from beginning to end.
4. The records and audio and video recordings in the preceding paragraph shall be properly retained during the Company's existence, If the Company has commissioned an external body to handle matters related to the Company's virtual meetings, the audio and video recording shall be provided to and retained by the body.
5. Where a virtual shareholders' meeting is convened, the Company is advised to audio and video record the back-end operation interface of the virtual meeting platform.

Article 9: **Formal Meeting**

1. The numbers of shares shall be used as the calculation basis for attendance at shareholders' meetings. The number of shares in attendance shall be calculated according to the shares indicated by the attendance register or the sign-in cards handed in plus the number of shares whose voting rights are exercised by correspondence or electronically.
2. The chair shall call a meeting to order at the specified meeting time and, at the same time, announce the number of non-voting shares, the number of shares present, and other relevant information. However, when the attending shareholders do not represent a majority of the total issued shares, the chair may announce a postponement of the meeting, and the number of postponements is limited to two, for which the total combined time shall not exceed one hour. If the attending shareholders still do not represent one-third or more of the total of issued shares after two postponements, the chair shall declare the meeting adjourned. If the meeting is convened virtually, the Company shall announce separately on the virtual meeting platform that the meeting is adjourned.
3. If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one-third or more of the total issued shares, a tentative resolution may be adopted pursuant to Article 175, Paragraph 1 of the Company Act. all shareholders shall be notified of the tentative resolution and another shareholders' meeting shall be convened within one month. If the meeting is convened virtually, shareholders who intend to attend the meeting online shall be register again with the Company in accordance with Article 6 hereof.
4. When, prior to the conclusion of a meeting, the attending shareholders represent a majority of the total issued shares, the chair may put the tentative resolution adopted to a vote at the shareholders' meeting pursuant to Article 174 of the Company Act.

Article 10: **Discussion of proposals**

1. If a shareholders' meeting is convened by the Board of Directors, the meeting agenda shall be set by the Board of Directors. Relevant proposals (including extraordinary motions and amendments to the original proposals) shall be put to a vote separately. The meeting shall proceed in the order specified in the agenda, which shall not be changed without a resolution of the shareholders' meeting.
2. The preceding paragraph shall apply mutatis mutandis to a shareholders' meeting convened by a person with the right to convene the meeting instead of the Board of Directors.
3. The chair shall not declare a meeting adjourned prior to completion of deliberation on the agenda items (including extraordinary motions) in the preceding two paragraphs unless a resolution is passed. If the chair declares the meeting adjourned in violation of the Rules, 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 a majority of voting rights represented by the attending shareholders to continue the meeting.

4. The chair shall give ample opportunity for the explanation and discussion of proposals and the amendments or extraordinary motions put forward by shareholders. When the chair deems that a proposal has been discussed to the extent that it may be put to a vote, the chair may announce the discussion closed, call for a vote, and arrange adequate time for voting.

Article 11: Shareholder Speeches

1. Before giving a speech, an attending shareholder shall specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders give speeches shall be set by the chair.
2. A attending shareholder who has submitted a speaker's slip, but has not given a speech shall be deemed to have not done so. If the content of the speech does not conform to the subject given on the speaker's slip, the spoken content shall prevail.
3. Except with the consent of the chair, a shareholder shall not give more than two speeches on the same proposal, and a single speech shall not exceed five minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.
4. When an attending shareholders is giving a speech, other shareholders shall not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; otherwise, the chair shall stop such violation.
5. When a juristic person shareholder appoints two or more representatives to attend a shareholders' meeting, only one of the representatives may give a speech on the same proposal.
6. After an attending shareholder gave a speech, the chair may respond in person or appoint relevant personnel to respond.
7. Where a virtual shareholders' meeting is convened, shareholders attending the virtual meeting online may raise questions in writing on the virtual meeting platform from the time the chair declares the meeting open until the chair declares the meeting adjourned. No more than two questions may be raised for the same proposal. Each question shall contain no more than 200 words. Paragraphs 1 to 5 of this Article do not apply.
8. As long as questions so raised in accordance with the preceding paragraph are not in violation of the regulations or beyond the scope of a proposal, it is advisable they be disclosed to the public on the virtual meeting platform.

Article 12: Calculation of Voting Shares

1. The number of shares shall be used as the calculated basis for voting at shareholders' meetings .
2. With respect to resolutions at shareholders' meetings, the number of shares held by shareholders with no voting rights shall not be counted towards the total number of issued shares.
3. When a shareholder is an interested party in relation to an agenda item and the relationship is likely to prejudice the interest of the Company, the shareholder shall not participate in voting on that agenda item, and shall not exercise voting rights as proxy for another shareholder.

4. The number of shares whose voting rights shall not be exercised under the preceding paragraph shall not be counted towards the number of the voting rights represented by attending shareholders.
5. When one person is concurrently appointed as a proxy by two or more shareholders, the voting rights represented by that proxy shall not exceed 3% of the voting rights of the total issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be counted.

Article 13: **Voting on Proposals**

1. A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Article 179, Paragraph 2 of the Company Act.
2. At the Company's shareholders meeting, shareholder may exercise their voting rights electronically, which may be supplemented by correspondence means. The methods of the exercise of voting rights shall be specified in the shareholders' meeting notice. A shareholder exercising his/her voting rights by correspondence or in 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 any amendments to the original proposals for the meeting. It is therefore advisable that the Company avoid the submission of extraordinary motions and any amendments to the original proposals.
3. A shareholder intending to exercise his/her voting rights by correspondence or electronic means under the preceding paragraph shall deliver a declaration of intent to the Company two days before 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.
4. In the event that shareholders intend to attend a shareholders' meeting in person or online after exercising their voting rights by correspondence or electronic means, they shall withdraw their previous declaration of intent in the same manner as they exercised their voting rights two days before the shareholders' meeting. If they fail to withdraw the declaration of intent within the time frame, the voting rights already exercised by correspondence or electronic means shall prevail. When shareholders have exercised their voting rights by correspondence or electronic means and issue a proxy letter to appoint a proxy to attend a shareholders' meeting on their behalf, the voting rights exercised by the proxy at the meeting shall prevail.
5. Unless otherwise provided in the Company Act and in the Company's Articles of Incorporation, proposals shall be passed by an affirmative vote of a majority of the voting rights represented by the attending shareholders.
6. At the time of voting on proposals, after the chair or a person designated thereby announces the total number of voting rights represented by attending shareholders, each proposal is put to a vote by shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.

7. When there is an amendment or alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and decide the order in which it will be put to a vote. If any one among them is passed, the other proposals shall be deemed rejected, and no further voting on them is required.
8. The chair is to assign the staff to inspect voting on proposals and count the ballots; the inspectors, however, shall be shareholders.
9. Vote counting for shareholders' meeting proposals or elections shall be conducted in public at the venue of the shareholders' meeting. Immediately after the vote counting is completed, the voting results, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting and kept in records.
10. At a virtual shareholders' meeting, after the chair declares the meeting open, shareholders attending the meeting online shall cast votes on proposals and elections on the virtual meeting platform and complete the vote casting process before the chair announces the voting session ended, or the shareholders will be deemed to have abstained from the voting.
11. Where a virtual shareholders' meeting is convened, votes shall be counted at once after the chair announces the voting session ended, and results of votes and elections shall be announced immediately.
12. For a hybrid shareholders' meeting, if shareholders who registered to attend the meeting online in accordance with Article 6 hereof intend to attend physically in person, they shall withdraw their registration two days before the shareholders' meeting in the same manner as they registered. If their registration is not withdrawn within the time limit, they may only attend the shareholders' meeting online.
13. When shareholders attend a shareholders' meeting online after exercising their voting rights by correspondence or electronic means, without withdrawing their previous declaration of intent, they shall not exercise voting rights on the original proposals, expect for extraordinary motions, make any amendments to the original proposals, or exercise voting rights on any amendments to the original proposals.

Article 14: Election

1. At election of directors at a shareholders' meeting shall be held in accordance with the Company's relate election regulations, and the voting results shall be announced on-site immediately, including the names of those elected as directors and the numbers of votes with which they were elected.
2. The ballots for the election referred to in the preceding paragraph shall be sealed, with signatures of the monitoring personnel on the seal, and retained properly 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 lawsuit.

Article 15: Shareholders' Meeting Minutes and Announcements

1. Matters relating to the resolutions of a shareholders' meeting shall be recorded in the meeting minutes, The meeting minutes shall be signed or stamped by chair of the meeting, and a copy thereof shall be distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form.

2. The Company may distribute the meeting minutes in the preceding paragraph by means of a public announcement made on the MOPS.
3. Meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's name, the methods by which resolutions are adopted, and a summary of the deliberations and their results, and when there is an election of directors, the number of votes for each person elected as a directors shall be disclosed. The meeting minutes shall be retained for during the existence of the Company.
4. Where a virtual shareholders' meeting is convened, in addition to the particulars to be included in the meeting minutes as set forth in the preceding paragraph, the start time and end time of the shareholders' meeting, how the meeting is convened, the chair's and minute taker's name, and actions to be taken in the event of disruption to the virtual meeting platform or participation in the meeting online due to natural disasters, accidents or other force majeure events, and how it is dealt with shall also be included in the minutes.
5. When convening a virtual shareholders' meeting, in addition to compliance with the preceding paragraph, the Company shall specify in the meeting minutes alternative measures available to shareholders with difficulties in attending a virtual shareholders' meeting online.
6. On the day of a shareholders meeting, the Company shall compile in the prescribed format a statistical table of the number of shares solicited by solicitors, the number of shares by proxies, and the number of shares represented by shareholders attending the meeting by correspondence or electronic means, and shall make an express disclosure of the same at the venue of the shareholders' meeting. Where the shareholders meeting is held virtually, the Company shall upload the above information to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.
7. At the virtual shareholders' meeting, when the meeting is called to order, the total number of shares represented in the meeting shall be disclosed on the virtual meeting platform. The same shall apply if the numbers of the total shares held and voting rights represented by the shareholders in the meeting are calculated during the meeting.
8. If resolutions adopted at a shareholders' meeting constitute material information under applicable laws or regulations or as defined by Taiwan Stock Exchange Corporation (Taipei Exchange), the Company shall upload the content of such resolution to the MOPS within the prescribed time period.

Article 16: **Maintaining Order in the Meeting Venue**

1. Staff handling administrative affairs at a shareholders' meeting shall wear identification cards or arm bands.
2. The chair may direct the proctors or security personnel to help maintain order in the meeting venue. When the proctors or security personnel help maintain order in the meeting venue, they shall wear arm bands or identification cards bearing the word "Proctor".
3. At the venue of a shareholders' meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by the Company, the chair may prevent the shareholder from so doing.

4. When a shareholder violates the Rules and defies the chair's correction, obstructing the meetings and refusing to heed calls to stop, the chair may direct the proctors or security personnel to escort the shareholder from the meeting.

Article 17: **Recess and Resumption of Shareholders' Meeting**

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

Article 18: **Information Disclosure at Virtual Meetings**

Where a virtual shareholders' meeting is convened, the Company shall disclose the results of votes and elections immediately after the end of the voting session on the virtual meeting platform according to the regulations, and this disclosure shall continue for at least 15 minutes after the chair has announced the meeting adjourned.

Article 19: **Location of the Chair and Minute Taker of Virtual Shareholders' Meeting**

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

Article 20: **Handling of Disconnection during Virtual Meeting**

1. Where a virtual shareholders' meeting is convened, the Company may offer a simple connection test to shareholders prior to the meeting and provide relevant real-time services before and during the meeting to help resolve technical communication issues.
2. Where a virtual shareholders' meeting is convened, when declaring the meeting open, the chair shall declare that, unless under a circumstance where a meeting is not required to be postponed to or resumed at another time under Article 44-20, Paragraph 4 of the Regulations Governing the Administration of Shareholder Services of Public Companies, if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events before the chair announces the meeting adjourned and the obstruction continues for more than 30 minutes, the meeting shall be postponed to or resumed on another date within five days, in which case Article 182 of the Company Act does not apply.
3. For a meeting to be postponed or resumed under Paragraph 2 of this Article, shareholders who have not registered to participate in the affected shareholders' meeting online shall not attend the postponed or resumed meeting.

4. For a meeting to be postponed or resumed under Paragraph 2 of this Article, the number of shares represented, and the numbers of voting rights and election rights exercised at the affected shareholders' meeting by the shareholders who have registered to participate in and have successfully signed in the meeting, but do not attend the postpone or resumed meeting, shall be counted towards the total number of shares, the number of voting rights, and the number of election rights represented at the postponed or resumed meeting.
5. During a postponed or resumed shareholders' meeting held under Paragraph 2 of this Article, no further discussion or resolution is required for proposals for which votes have been cast and counted and the voting results or a list of directors elected has been announced.
6. When the video conference at a hybrid shareholders' meeting cannot continue as described in Paragraph 2 of this Article and the total number of shares represented at the meeting, net of those represented by virtual attendees, still meets the minimum legal requirement for a shareholders' meeting, the shareholders' meeting shall continue, and no postponement or resumption thereof under Paragraph 2 of this Article is required.
7. Under circumstances where a meeting shall continue under the preceding paragraph, the shares represented by virtual attendees at the shareholders' meeting shall be counted towards the total number of shares represented by shareholders present at the meeting, provided these shareholders shall be deemed to have abstained from voting on all proposals on meeting agenda of that shareholders' meeting.
8. When postponing or resuming a meeting under Paragraph 2 of the Article, the Company shall handle the preparatory work based on the date of the original shareholders' meeting in accordance with the requirements set forth in Article 44-20, Paragraph 7 of the Regulations Governing the Administration of Shareholder Services of Public Companies.
9. The Company shall carry out the matters set forth in Article 12, second half, and Article 13, Paragraph 3 of Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, and Article 44-5, Paragraph 2, Article 44-15, and Article 44-17, Paragraph 1 of the Regulations Governing the Administration of Shareholder Services of Public Companies based on the date that a shareholders' meeting shall be postponed to or resumed on under Paragraph 2 of the Article.

Article 21: Handling of Digital Divide

When convening a virtual shareholders' meeting, the Company shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders' meeting online. Unless otherwise provided in Article 44-9, Paragraph 6 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall at least provide shareholders with online connection equipment and necessary assistance and specify the period during which shareholders may applications with the Company and other relevant matters that must be noted.

Article 22: Implementation and Amendment

1. The Rules shall be implemented after being approved by the shareholders' meetings, and the same shall apply to any amendment thereto.
2. The virtual meeting platform as referred to in Rules shall be implemented in accordance with applicable laws and regulations.

Amendment History of the "STARLUX Airlines Rules of Procedure for Shareholders' Meetings"

1. The Rules were established on June 19, 2020.
2. The 1st amendment was made on August 10, 2020.
3. The 2nd amendment was made on September 24, 2021.
4. The 3rd amendment was made on May 16, 2022.
5. The 4th amendment was made on August 29, 2022.
6. The 5th amendment was made on June 14, 2024.

Appendix 3

STARLUX Airlines Co., Ltd.
Shareholding Status of all Directors

Account transfer termination date: March 31, 2026

I. The Company has issued a total of 3,008,735,000 shares. According to the "Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies," all directors of the Company must hold at least 72,209,640 shares.

II. Since the Company has established an Audit Committee, the legal requirement for supervisors to hold a certain number of shares does not apply.

III. As of the share transfer record date for this regular shareholders' meeting, the individual and total number of shares held by the directors, as recorded in the shareholders' register, are as follows:

<table>
<tr><th>Job title</th><th>Name</th><th>Representative</th><th>Shares held</th><th>Shareholding ratio</th></tr>
<tr><td>Chairman</td><td>STARLUX Investments Limited</td><td>Chang, Kuo-Wei</td><td rowspan="2">827,055,000</td><td rowspan="2">27.49%</td></tr>
<tr><td>Director</td><td>STARLUX Investments Limited</td><td>Chai, Chien-Hua</td></tr>
<tr><td>Director</td><td>STARWAY Developing Investments Limited</td><td>Yeh, Shu-Wen</td><td>827,055,000</td><td>27.49%</td></tr>
<tr><td>Director</td><td>ABICO AVY Co., Ltd.</td><td>Tong , Chun-Yi</td><td>8,654,227</td><td>0.29%</td></tr>
<tr><td>Public Welfare Independent Director</td><td colspan="2">Tsai, Duei</td><td>-</td><td>-</td></tr>
<tr><td>Independent Director</td><td colspan="2">Wang, Te-Ho</td><td>-</td><td>-</td></tr>
<tr><td>Independent Director</td><td colspan="2">Hung, Chi-Shan</td><td>-</td><td>-</td></tr>
<tr><td colspan="3">Total shares held by all directors</td><td>1,662,764,227</td><td>55.27%</td></tr>
</table>