Stock Code：3005

# Getac Holdings Corporation

## 2025 Annual Shareholders' Meeting

## Handbook

The original of this handbook is written in Chinese language. If there is any discrepancy between the Chinese version and this English translation, the Chinese version shall prevail.

**May 22, 2025**

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# Getac Holdings Corporation
# 2025 Annual Shareholders’ Meeting Agenda

**Convening Method of Meeting: Physical Shareholders’ Meeting**

**Date/Time: 09:00 a.m., May 22, 2025 (Thursday)**

**Location: 1F., No. 209, Sec.1, Nangang Rd., Nangang Dist., Taipei City**

Call the Meeting to Order

Chairman Remarks

Report Items:

1. Report on 2024 Business Report.
2. Report on Audit Committee's Review Report.
3. Report on the 2024 Distribution of Compensation to Employees and Directors.
4. Report on the Distribution of the 2024 Earnings as Cash Dividends.

Ratification Items:

1. Ratification of the 2024 Business Report and Financial Statements.
2. Ratification of the 2024 Earnings Distribution.

Discussion Items:

1. Proposal for Amendment to the “Articles of Incorporation”.

Election Items:

1. Election of Directors.

Other Items:

1. Release of Directors from Non-competition Restrictions.

Extemporary Motions

Adjournment

# Report Items

## Agenda 1

Proposal: 2024 Business Report.

Description: Please refer to Attachment 2.

## Agenda 2

Proposal: Audit Committee's Review Report on Various 2024 Statements and Related Reports.

Description: Please refer to Attachment 1.

## Agenda 3

Proposal: 2024 Distribution of Compensation to Employees and Directors.

Description:

1. Pursuant to Paragraph 1 Article 23 of the Company’s Articles of Incorporation, when the Company has a profit for any fiscal year (profit means the profit before tax, excluding the amounts of employees’ and directors’ compensation), the Company shall allocate no less than 0.1% of the profit as employees’ compensation, and allocate no more than 1% of the profit as directors’ compensation, with the distribution determined by the Board of Directors.
2. The Company distributed NT$5,000,000 for employees’ compensation and NT$12,600,000 for directors’ compensation in 2024, both of which were distributed in cash.

## Agenda 4

Proposal: Cash Dividends for Distribution of 2024 Earnings.

Description:

1. Pursuant to Paragraph 5 Article 240 of the Company Act and Paragraph 3 Article 23 of the Company’s Articles of Incorporation, in circumstances where dividends are distributed in cash, the Board of Directors is authorized to determine the distribution and shall report it to the Shareholders’ Meeting.
2. The Board of Directors has approved the appropriation of cash dividends of NT$3,713,447,400 at NT$6.0 per share (In the event of changes in the number of shares that the Company is entitled to participate in for the allocation of dividends, resulting in adjustments to the dividend payout ratio, the Chairman is fully authorized to handle the matter accordingly). The cash dividends are scheduled to be distributed on July 23, 2025.

# Ratification Items

**Agenda 1** **(Proposed by the Board of Directors)**

Proposal: Ratification of the 2024 Business Report and Financial Statements.

Description:

1. 2024 Business Report and Financial Statements have been approved by the Board of Directors, and reviewed by the Audit Committee. For relevant information, please refer to Attachments 2 and 3.

2. Ratification is respectfully requested.

Resolution:

**Agenda 2** **(Proposed by the Board of Directors)**

Proposal: Ratification of the 2024 Earnings Distribution.

Description:

1. 2024 earnings after tax is NTD 4,447,802,773. The proposal for distribution of earnings has been reviewed by the Audit Committee and herein provided as follows:

2024 Profits Distribution Table

Unit: NTD

| Item | Amount | |
|---|---|---|
| Unappropriated retained earnings, beginning balance | | 5,239,294,480 |
| (a) Add：Profit for the year<br>Add：Share of associates for under equity method disposal of financial asset measured at fair value through other comprehensive income<br>Add：Other comprehensive (Loss) income- (Share of associates for under equity method actuarial income on defined benefit plan)<br>Less：Changes in ownership interests in subsidiaries<br>Net profit after tax for the year plus other items adjusted to the unappropriated retained earnings. | 4,447,802,773<br>72,275,122<br>2,754,438<br>(16,830,698) | 4,506,001,635 |
| (b) Less：Legal Reserve<br>Add：Reversal of Special Reserve | | (450,600,164)<br>243,322,567 |
| Distributable retained earnings | | 9,538,018,518 |
| (c) Distribution items：<br>Cash Dividends to Shareholders ($6.0 per share) | | (3,713,447,400) |
| Unappropriated retained earnings, ending balance | | 5,824,571,118 |

Note：

1.Pursuant to Paragraph 5 Article 240 of the Company Act and Paragraph 3 Article 23 of the Articles of Incorporation, the distribution of cash dividends is determined by the Board of Directors and shall be reported in the Shareholders' Meeting as agenda 4 of report items.

2.The cash dividend payout ratio was based on the number of shares qualified for allocation as of 31 January, 2025, i.e., 618,907,900 shares.

3.The calculation of the cash dividend is based on the proportion of shareholdings up to the round unit of a New Taiwan dollar. Any value less than one NTD will be rounded off. The sum of any such round-off will be recognized as other income of the Company.

2. Ratification is respectfully requested.

Resolution:

# Discussion Items

**Agenda 1** **(Proposed by the Board of Directors)**

Proposal: Amendment to the "Articles of Incorporation".

Description:

1. The Company's principal place of business is currently registered at 1F, No. 200, Wunhua 2nd Rd., Guishan Dist., Taoyuan City. To accommodate the Company's business development needs, it is proposed to relocate the registered principal place of business to Taipei City, granting the Chairman full authority to handle all related matters.

2. For compliance with Order No. 11300069631, dated August 7, 2024, promulgated by the President of the R.O.C., the needs of business development and the practical operational requirements, it is proposed to amend the "Articles of Incorporation". For a comparison table of the amended articles and original articles, please refer to Attachment 4.

3. Approval is respectfully requested.

Resolution:

# Election Items

**Agenda 1** **(Proposed by the Board of Directors)**

Proposal: Election of Directors.

Description:

1. The term of service of the current Board of Directors is from May 27, 2022 to May 26, 2025, and such three-year term of service is about to expire.

2. The board recommends that the Annual Shareholders' Meeting elect ten directors (including four independent directors) in accordance with the Articles of Incorporation. The term of service of the newly elected directors will be three years from the date of election, i.e., from May 22, 2025 to May 21, 2028.

3. The Company shall adopt a candidate nomination system for the proposed election of directors (including independent directors) as stipulated in Paragraph 2, Article 14 of the Articles of Incorporation and relevant provisions of the Company Act. For a list of the candidates for directors (including independent directors), please refer to Attachment 5.

4. Election is respectfully requested.

Resolution of Elecction

# Other Items

**Agenda 1** **(Proposed by the Board of Directors)**

Proposal: Release of Directors from Non-competition Restrictions.

Description:

1. According to Article 209 of the Company Act, a director who does anything for himself or on behalf of another person that is within the scope of the company's business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval.
2. The directors elected at the 2025 Annual Shareholders' Meeting may engage in business activities within the scope of the Company's operations, either for themselves or on behalf of others. To align with practical needs, it is proposed to approve the release and exemption from non-competition restrictions for directors, representatives of juristic-person directors, or juristic-person shareholders whose representatives are elected as directors.
3. For a list of proposed releases from non-competition restrictions for director candidates, please refer to Attachment 6.
4. Approval is respectfully requested.

Resolution:

# Extemporary Motions

# Adjournment

## Attachment 1

# Getac Holdings Corporation

# Audit Committee's Review Report

2024 financial statements (January 1, 2024 to December 31, 2024) of Getac Holdings Corporation are prepared by the board of directors and audited by Liu Chien-Yu and Li Tien-Yi, CPAs, PricewaterhouseCoopers (PwC), Taiwan. These financial statements, along with 2024 business reports and earnings distribution plan, have been reviewed by Audit Committee ourselves and these reports and statements are indeed compliant with the related laws and regulations. Per Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, we Audit Committee submit this review report for your consideration.

Submit to
2025 Annual Meeting of Shareholders, Getac Holdings Corporation

Getac Holdings Corporation

Audit Committee convener： CHANG,CHIA-HSIN

February 27, 2025

# Attachment 2

## Getac Holdings Corporation

## 2024 Business Report

In 2024, the global economy continued to face multiple challenges, with high inflation and fluctuating interest rates impacting corporate capital expenditures and consumer demand, posing further challenges to Getac's business growth. Additionally, the restructuring of global supply chains and geopolitical conflicts further disrupted international trade and industry supply chain stability. However, through our prudent business strategies and strong market positioning, we successfully maintained business stability and even achieved growth in certain core product lines. In 2024, Getac Holdings recorded steady revenue growth compared to the previous year, with an increase in gross margin. Both operating profit and net profit after tax reached record highs since the company's inception. Below is an overview of Getac Holdings' financial performance over the past year:

**Income and Profitability**

Getac Holdings reported consolidated revenue of NTD 35.668 billion in 2024, marking a 2.5% increase from the NTD 34.793 billion recorded in the previous year. Consolidated gross profit reached NTD 11.328 billion, reflecting a 16.4% year-over-year increase. Operating profit stood at NTD 5.202 billion, up 31.1% from the previous year. Net income attributable to the parent company was NTD 4.448 billion, representing an 18.8% increase from the prior year. Earnings per share (EPS) for 2024 were NTD 7.26, growing 17.7% compared to NTD 6.17 in the previous year. As the company did not provide financial forecasts for 2024, no budget achievement reports are available for reference.

**Business Overview and Prospects**

**For Rugged Computer Products,** In 2024, Getac maintained steady growth in the rugged computing sector, achieving strong performance in defense, public safety, utilities, manufacturing, and transportation vertical markets. The company successfully expanded its customer base and secured additional orders compared to previous periods. Growth was primarily driven by increased government procurement from the U.S. and several European countries, alongside the growing maturity of 5G infrastructure and the rise of AI, which accelerated enterprise digital transformation, fueling demand for rugged computers and 5G communication equipment.

**For mechanical products, t**he global laptop market experienced a gradual recovery in 2024. In the first half of the year, inventory levels returned to normal, supporting strong shipment volumes for Getac's laptop mechanical parts. However, in the second half, demand weakened due to high interest rates and uncertainty around future rate cuts, leading to shipments falling below expectations. To navigate this challenging environment, Getac remains focused on technological innovation, next-generation product development, and deepening strategic customer collaborations to ensure stable shipments. Revenue for 2024 showed steady growth compared to 2023.

**For automotive mechanical product,** In 2024, the global automotive industry faced significant challenges due to declining market demand and excess production capacity, forcing multiple automakers and suppliers to downsize or shut down operations. Additionally, the rise of China's new energy vehicle industry has further pressured traditional European and U.S. automakers, intensifying market competition.

As a result of weak demand and supply chain adjustments, revenue for Getac's automotive business unit declined compared to 2023. In response to market volatility, the company remains committed to process innovation, production efficiency improvements, automation adoption, and cost control to enhance operational flexibility.

**For aerospace fastener products,** global air passenger traffic continued to grow in 2024, driving market demand. However, labor shortages and the Boeing strike affected supply chain stability and aircraft delivery schedules. Nevertheless, according to IATA data, passenger numbers have returned to pre-pandemic levels.

In response to geopolitical factors and industry deployment, Our affiliated company, National Aerospace Fasteners Corporation (NAFCO), passed its investment proposal in Malaysia in 2023. The project is progressing smoothly and has already obtained manufacturing and business licenses. In addition, in June 2024, NAFCO received qualified supplier certification from international aerospace engine manufacturer Pratt & Whitney (P&W). This makes NAFCO a qualified supplier for all four major global aerospace engine manufacturers: General Electric (GE), Pratt & Whitney (P&W), Rolls-Royce, and Safran Group, enhancing its competitiveness and strategic positioning in the international market.

**Research and development**

In 2024, Getac invested NTD 1.873 billion in R&D, accounting for 5.3% of total consolidated revenue. Key R&D achievements include:

- Introducing the AI-powered fully rugged ZX80 tablet (Android) and the world's first AI rugged laptop, S510, enhancing intelligent applications.
- Launching the next-generation fully rugged F110 and K120 tablets to further meet industrial and fieldwork demands.
- Increasing the proportion of recycled materials in rugged laptop mechanical parts, reinforcing circular economy principles and improving resource efficiency.
- In mechanical components and manufacturing technology, Getac has advanced its expertise in high-temperature MHCM molding, high-recycled-content PC resin forming, and thin aluminum sheet stamping, strengthening its market competitiveness.

**Future Outlook**

Getac will continue to invest in AI applications to seize emerging industry opportunities. In light of global supply chain adjustments and new tariff policies driven by geopolitical factors, the company will proactively adapt its strategies, adjust production capacity allocations, and ensure supply chain stability to mitigate operational risks and sustain performance.

On behalf of all employees at Getac, we extend our sincere gratitude for your continued support and trust over the past year. We remain committed to sustainable growth and profitability, striving to create maximum value for our customers, suppliers, employees, and shareholders.

We wish you Good health and fortune.

Chairman：Hwang, Ming-Hang

President：Hwang, Ming-Hang

Accountant in Charge：Hsieh, Sue-Chuan

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

PWCR24000446

To the Board of Directors and Stockholders of Getac Holdings Corp.

## *Opinion*

We have audited the accompanying consolidated balance sheets of Getac Holdings Corp. and its subsidiaries (the "Group") as at December 31, 2024 and 2023, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of material accounting policies.

In our opinion, based on our audits and the report of other auditors (please refer to the *Other matter* section), the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2024 and 2023, and its consolidated financial performance and its consolidated cash flows for the years then ended, in accordance with the "Regulations Governing the Preparation of Financial Reports by Securities Issuers" and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations that came into effect as endorsed by the Financial Supervisory Commission.

## *Basis for opinion*

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

## *Key audit matters*

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

The key audit matters in relation to the consolidated financial statements for the year ended December 31, 2024 are outlined as follows:

**Evaluation of inventories**

Description

Refer to Note 4(13) for the accounting policies on evaluation of inventories, Note 5(2) for the critical accounting estimates and assumptions on evaluation of inventories and Note 6(6) for the details of inventories.

The Group is engaged in the research, development, manufacture and sales of notebook computers, handheld equipment for military and industrial computer system, structure parts for electronic, automotive and home appliance industries, and aerospace fasteners. Due to the rapid technological innovations and market competition, there is a higher risk of inventory losses due to slow-moving inventory and obsolescence. As inventories are stated at the lower of cost and net realisable value, the determination of net realisable value of inventories is subject to subjective judgment and uncertainties. Thus, we considered the evaluation of inventories as a key audit matter.

How our audit addressed the matter

We performed the following audit procedures in respect of the above key audit matter: Sampled and validated inventory line items from the inventory aging report and agreed quantities and amounts to inventory sub-ledger and examined the appropriateness of categorization within the inventory aging report; verified the classification of obsolete inventories; and sampled and validated the net realisable value of slow-moving and obsolete inventories against respective historical information for diminution in inventory value in order to ensure the reasonableness of provision for inventory loss.

**Revenue recognition of sales of products**

Description

Refer to Note 4(31) for the accounting policies on recognition of sales of products, and Note 6(25) for the details of operating revenue. Sales of products is the main operating activity and relevant to the Group's financial performance. The Group sells different kinds of products with various transaction terms, which require judgment in determining the timing of the transfer of control of goods. Thus, we considered revenue recognition of sales of products as a key audit matter.

How our audit addressed the matter

We performed the following audit procedures in respect of the above key audit matter: Obtained an understanding of and evaluated internal controls over the revenue recognition of sales of products, and tested the operating effectiveness of related control activities; sampled and validated transaction terms, performance obligations, prices, orders, shipping documents and assessed appropriateness of amount and timing of revenue recognition; sampled transactions from a specific period of time prior to and after the balance sheet date; and validated respective transaction terms and shipping documents in order to ensure sales of products are recognised in the proper period.

### *Other matter – Reference to audits of other auditors*

We did not audit the financial statements of certain investments accounted for under the equity method for the years ended December 31, 2024 and 2023 which were audited by other auditors. Therefore, our opinion expressed herein, insofar as it relates to the amounts included in respect of these investees, is based solely on the reports of other auditors. The balances of related investments accounted for under the equity method was NT$1,355,955 thousand and NT$1,109,095 thousand both constituting 3% of the total consolidated assets as of December 31, 2024 and 2023, respectively, and comprehensive income from these investments accounted for under the equity method amounted to NT$264,714 thousand and NT$265,394 thousand, constituting 4% and 7% of the total consolidated comprehensive income for the years then ended, respectively.

### *Other matter – Parent company only financial statements*

We have audited and expressed an unmodified opinion with other matter section on the parent company only financial statements of Getac Holdings Corp. as at and for the years ended December 31, 2024 and 2023.

### *Responsibilities of management and those charged with governance for the consolidated financial statements*

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

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

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

## *Auditors' responsibilities for the audit of the consolidated financial statements*

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

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

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

internal controls.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our 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.

| | |
|---|---|
| Chien -Yu Liu | Li, Tien-Yi |

For and on behalf of PricewaterhouseCoopers, Taiwan

February 27, 2025

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

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

GETAC HOLDINGS CORP. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

| | Assets | Notes | December 31, 2024 AMOUNT | % | December 31, 2023 AMOUNT | % |
|---|---|---|---|---|---|---|
| | **Current Assets** | | | | | |
| 1100 | Cash and cash equivalents | 6(1) | $ 14,371,963 | 31 | $ 12,398,737 | 30 |
| 1110 | Financial assets at fair value through profit or loss - current | 6(2) | 35,154 | - | 14,932 | - |
| 1136 | Current financial assets at amortised cost, net | 6(4) and 8 | 26,444 | - | 4,782 | - |
| 1150 | Notes receivable - net | 6(5) | - | - | 82 | - |
| 1170 | Accounts receivable - net | 6(5) | 8,490,046 | 18 | 8,585,399 | 21 |
| 1180 | Accounts receivable - related parties | 6(5) and 7 | 45,092 | - | 38,554 | - |
| 1200 | Other receivables | 7 | 85,638 | - | 36,166 | - |
| 130X | Inventories - net | 6(6) | 6,902,469 | 15 | 5,942,517 | 14 |
| 1410 | Prepayments | | 548,323 | 1 | 516,182 | 1 |
| 11XX | **Total current assets** | | 30,505,129 | 65 | 27,537,351 | 66 |
| | **Non-current assets** | | | | | |
| 1517 | Financial assets at fair value through other comprehensive income - non-current | 6(3) and 7 | 1,902,318 | 4 | 1,420,352 | 3 |
| 1550 | Investments accounted for under the equity method | 6(7) | 1,692,544 | 4 | 1,593,645 | 4 |
| 1600 | Property, plant and equipment - net | 6(8), 7 and 8 | 9,728,988 | 20 | 8,607,152 | 21 |
| 1755 | Right-of-use assets | 6(9) and 7 | 745,341 | 2 | 586,510 | 1 |
| 1760 | Investment property - net | 6(10) | 24,684 | - | 24,864 | - |
| 1780 | Intangible assets | 6(11)(12) | 725,032 | 2 | 691,422 | 2 |
| 1840 | Deferred income tax assets | | 898,551 | 2 | 900,613 | 2 |
| 1900 | Other non-current assets | 6(13)(18) and 8 | 293,487 | 1 | 223,472 | 1 |
| 15XX | **Total non-current assets** | | 16,010,945 | 35 | 14,048,030 | 34 |
| 1XXX | **TOTAL ASSETS** | | $ 46,516,074 | 100 | $ 41,585,381 | 100 |

(Continued)

GETAC HOLDINGS CORP. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

| | Liabilities and Equity | Notes | December 31, 2024 AMOUNT | % | December 31, 2023 AMOUNT | % |
|---|---|---|---|---|---|---|
| | **Current liabilities** | | | | | |
| 2100 | Short-term borrowings | 6(14) | $ 879,424 | 2 | $ 818,330 | 2 |
| 2120 | Financial liabilities at fair value through profit or loss - current | 6(15) | 5,020 | - | 54,762 | - |
| 2130 | Contract liabilities - current | 6(25) and 7 | 872,706 | 2 | 717,606 | 2 |
| 2170 | Accounts payable | | 6,524,169 | 14 | 6,648,205 | 16 |
| 2180 | Accounts payable - related parties | 7 | 70,489 | - | 59,022 | - |
| 2200 | Other payables | 6(16) and 7 | 3,777,743 | 8 | 3,314,662 | 8 |
| 2230 | Current income tax liabilities | | 847,908 | 2 | 674,845 | 2 |
| 2250 | Provisions for liabilities - current | 6(20) | 263,937 | 1 | 283,723 | 1 |
| 2280 | Lease liabilities - current | 7 | 157,133 | - | 64,047 | - |
| 2320 | Long-term borrowings, current portion | 6(17) and 8 | 347,064 | 1 | 377,819 | 1 |
| 2365 | Refund liabilities - current | | 849,947 | 2 | 1,013,021 | 2 |
| 2399 | Other current liabilities, others | | 29,285 | - | 24,696 | - |
| 21XX | **Total current liabilities** | | 14,624,825 | 32 | 14,050,738 | 34 |
| | **Non-current liabilities** | | | | | |
| 2527 | Contract liabilities - non-current | 6(25) | 1,194,827 | 3 | 974,673 | 2 |
| 2540 | Long-term borrowings | 6(17) and 8 | 2,038,131 | 3 | 1,449,697 | 3 |
| 2550 | Provisions for liabilities - non-current | 6(20) | 637,267 | 1 | 453,260 | 1 |
| 2570 | Deferred income tax liabilities | | 697,950 | 2 | 791,252 | 2 |
| 2580 | Lease liabilities - non-current | 7 | 267,374 | 1 | 217,547 | 1 |
| 2600 | Other non-current liabilities | | 10,528 | - | 11,808 | - |
| 25XX | **Total non-current liabilities** | | 4,846,077 | 10 | 3,898,237 | 9 |
| 2XXX | **Total liabilities** | | 19,470,902 | 42 | 17,948,975 | 43 |
| | Equity attributable to owners of the parent | | | | | |
| | Share capital | 6(21) | | | | |
| 3110 | Common stock | | 6,181,424 | 13 | 6,098,579 | 15 |
| | Capital surplus | 6(22) | | | | |
| 3200 | Capital surplus | | 3,981,068 | 9 | 3,758,948 | 9 |
| | Retained earnings | 6(23) | | | | |
| 3310 | Legal reserve | | 3,275,606 | 7 | 2,898,191 | 7 |
| 3320 | Special reserve | | 262,983 | 1 | 199,988 | - |
| 3350 | Unappropriated retained earnings | | 9,745,296 | 21 | 8,734,893 | 21 |
| | Other equity | 6(24) | | | | |
| 3400 | Other equity interest | | 1,064,272 | 2 | ( 262,983) | - |
| 31XX | **Total equity attributable to owners of the parent** | | 24,510,649 | 53 | 21,427,616 | 52 |
| 36XX | Non-controlling interest | | 2,534,523 | 5 | 2,208,790 | 5 |
| 3XXX | **Total equity** | | 27,045,172 | 58 | 23,636,406 | 57 |
| | Significant Contingent Liabilities and Unrecognised Contract Commitments | 9 | | | | |
| 3X2X | **TOTAL LIABILITIES AND EQUITY** | | $ 46,516,074 | 100 | $ 41,585,381 | 100 |

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

GETAC HOLDINGS CORP. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars, except for earnings per share amounts)

| | Items | Notes | Year ended December 31 2024 AMOUNT | 2024 % | 2023 AMOUNT | 2023 % |
|---|---|---|---|---|---|---|
| 4000 | Operating Revenues | 6(25) and 7 | $ 35,668,386 | 100 | $ 34,792,557 | 100 |
| 5000 | Operating Costs | 6(6)(30)(31) | ( 24,340,697) | ( 68) | ( 25,057,128) | ( 72) |
| 5900 | Gross Profit | | 11,327,689 | 32 | 9,735,429 | 28 |
| | Operating Expenses | 6(30)(31) and 7 | | | | |
| 6100 | Selling expenses | | ( 2,588,666) | ( 7) | ( 2,187,930) | ( 6) |
| 6200 | Administrative expenses | | ( 1,664,014) | ( 5) | ( 1,906,532) | ( 6) |
| 6300 | Research and development expenses | | ( 1,872,891) | ( 5) | ( 1,674,404) | ( 5) |
| 6000 | Total operating expenses | | ( 6,125,571) | ( 17) | ( 5,768,866) | ( 17) |
| 6900 | Operating profit | | 5,202,118 | 15 | 3,966,563 | 11 |
| | Non-operating income and expenses | | | | | |
| 7100 | Interest income | 6(26) and 7 | 256,366 | 1 | 220,674 | 1 |
| 7010 | Other income | 6(27) and 7 | 113,746 | - | 160,527 | - |
| 7020 | Other gains and losses | 6(2)(15)(28) | 170,787 | - | 363,583 | 1 |
| 7050 | Finance costs | 6(29) and 7 | ( 89,656) | - | ( 80,547) | - |
| 7060 | Share of profit of associates and joint ventures accounted for under the equity method | 6(7) | 202,111 | 1 | 293,155 | 1 |
| 7000 | Total non-operating income and expenses | | 653,354 | 2 | 957,392 | 3 |
| 7900 | **Profit before income tax** | | 5,855,472 | 17 | 4,923,955 | 14 |
| 7950 | Income tax expense | 6(32) | ( 1,159,961) | ( 3) | ( 966,538) | ( 3) |
| 8200 | **Profit for the year** | | $ 4,695,511 | 14 | $ 3,957,417 | 11 |
| | **Other comprehensive income (loss) (net)** | | | | | |
| | **Items that will not be reclassified subsequently to profit or loss** | | | | | |
| 8311 | Remeasurement of defined benefit obligations | 6(18) | $ 5,137 | - | ($ 1,181) | - |
| 8316 | Unrealised gain on equity instrument at fair value through comprehensive income | 6(3)(24) | 380,479 | 1 | 186,171 | 1 |
| 8320 | Share of other comprehensive (loss) income of associates and joint ventures | 6(7)(24) | ( 32,729) | ( 1) | ( 35,968) | - |
| 8310 | Other comprehensive income that will not be reclassified to profit or loss | | 352,887 | - | 149,022 | 1 |
| | **Items that may be reclassified subsequently to profit or loss** | | | | | |
| 8361 | Exchange differences arising on translation of foreign operations | 6(24) | 1,042,630 | 3 | ( 185,648) | ( 1) |
| 8370 | Share of other comprehensive (loss) income of associates and joint ventures | 6(7)(24) | 69,822 | - | ( 14,479) | - |
| 8360 | Other comprehensive (loss) income that may be reclassified to profit or loss | | 1,112,452 | 3 | ( 200,127) | ( 1) |
| 8300 | **Other comprehensive income (loss) for the year, net of tax** | | $ 1,465,339 | 3 | ($ 51,105) | - |
| 8500 | **Total comprehensive income for the year** | | $ 6,160,850 | 17 | $ 3,906,312 | 11 |
| | Profit attributable to: | | | | | |
| 8610 | Owners of the parent | | $ 4,447,803 | 13 | $ 3,744,542 | 10 |
| 8620 | Non-controlling interest | | 247,708 | 1 | 212,875 | 1 |
| | Net income for the year | | $ 4,695,511 | 14 | $ 3,957,417 | 11 |
| | Total comprehensive income attributable to: | | | | | |
| 8710 | Owners of the parent | | $ 5,850,088 | 16 | $ 3,711,151 | 11 |
| 8720 | Non-controlling interest | | 310,762 | 1 | 195,161 | - |
| | Total comprehensive income for the year | | $ 6,160,850 | 17 | $ 3,906,312 | 11 |
| | Basic earnings per share | 6(33) | | | | |
| 9750 | Net income attributable to owners of the parent | | $ | 7.26 | $ | 6.17 |
| | Diluted earnings per share | 6(33) | | | | |
| 9850 | Net income attributable to owners of the parent | | $ | 7.11 | $ | 6.04 |

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

GETAC HOLDINGS CORP. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

| | | Equity attributable to owners of the parent | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | Retained earnings | | | Other equity interest | | | | |
| | Notes | Common stock | Capital surplus, additional paid-in capital | Legal reserve | Special reserve | Unappropriated retained earnings | Currency translation differences | Unrealised gains (losses) from financial assets measured at fair value through other comprehensive income | Total | Non-controlling interest | Total equity |
| Year ended December 31, 2023 | | | | | | | | | | | |
| Balance at January 1, 2023 | | $ 6,034,949 | $ 3,615,353 | $ 2,642,411 | $ 1,162,423 | $ 6,548,863 | ($ 481,109 ) | $ 281,121 | $ 19,804,011 | $ 1,888,260 | $ 21,692,271 |
| Net income for the year | | - | - | - | - | 3,744,542 | - | - | 3,744,542 | 212,875 | 3,957,417 |
| Other comprehensive income (loss) | 6(24) | - | - | - | - | ( 522 ) | ( 183,144 ) | 150,275 | ( 33,391 ) | ( 17,714 ) | ( 51,105 ) |
| Total comprehensive income (loss) | | - | - | - | - | 3,744,020 | ( 183,144 ) | 150,275 | 3,711,151 | 195,161 | 3,906,312 |
| Appropriations of 2022 earnings | 6(23) | | | | | | | | | | |
| Legal reserve | | - | - | 255,780 | - | ( 255,780 ) | - | - | - | - | - |
| Cash dividends | | - | - | - | - | ( 2,294,771 ) | - | - | ( 2,294,771 ) | - | ( 2,294,771 ) |
| Special reserve | | - | - | - | ( 962,435 ) | 962,435 | - | - | - | - | - |
| Change in associates and joint ventures accounted for under the equity method | 6(22) | - | 2,673 | - | - | 30,126 | - | ( 30,126 ) | 2,673 | - | 2,673 |
| Changes in ownership interests in subsidiaries | | - | ( 19,357 ) | - | - | - | - | - | ( 19,357 ) | 19,357 | - |
| Exercise of employee stock options | 6(19)(21)(22) | 63,630 | 110,028 | - | - | - | - | - | 173,658 | 118,777 | 292,435 |
| Compensation cost of share-based payment | 6(19) | - | 48,740 | - | - | - | - | - | 48,740 | 19,950 | 68,690 |
| Cash dividends paid to non-controlling interest | 4(3) | - | - | - | - | - | - | - | - | ( 32,715 ) | ( 32,715 ) |
| Others | | - | 1,511 | - | - | - | - | - | 1,511 | - | 1,511 |
| Balance at December 31, 2023 | | $ 6,098,579 | $ 3,758,948 | $ 2,898,191 | $ 199,988 | $ 8,734,893 | ($ 664,253 ) | $ 401,270 | $ 21,427,616 | $ 2,208,790 | $ 23,636,406 |
| Year ended December 31, 2024 | | | | | | | | | | | |
| Balance at January 1, 2024 | | $ 6,098,579 | $ 3,758,948 | $ 2,898,191 | $ 199,988 | $ 8,734,893 | ($ 664,253 ) | $ 401,270 | $ 21,427,616 | $ 2,208,790 | $ 23,636,406 |
| Net income for the year | | - | - | - | - | 4,447,803 | - | - | 4,447,803 | 247,708 | 4,695,511 |
| Other comprehensive income | 6(24) | - | - | - | - | 2,755 | 1,052,625 | 346,905 | 1,402,285 | 63,054 | 1,465,339 |
| Total comprehensive income (loss) | | - | - | - | - | 4,450,558 | 1,052,625 | 346,905 | 5,850,088 | 310,762 | 6,160,850 |
| Appropriations of 2023 earnings | 6(23) | | | | | | | | | | |
| Legal reserve | | - | - | 377,415 | - | ( 377,415 ) | - | - | - | - | - |
| Cash dividends | | - | - | - | 62,995 | ( 62,995 ) | - | - | - | - | - |
| Special reserve | | - | - | - | - | ( 3,055,190 ) | - | - | ( 3,055,190 ) | - | ( 3,055,190 ) |
| Change in associates and joint ventures accounted for under the equity method | 6(22)(24) | - | 12,435 | - | - | 72,275 | - | ( 72,275 ) | 12,435 | - | 12,435 |
| Changes in ownership interests in subsidiaries | 6(22) | - | ( 5,309 ) | - | - | ( 16,830 ) | - | - | ( 22,139 ) | 22,139 | - |
| Exercise of employee stock options | 6(19)(21)(22) | 82,845 | 161,812 | - | - | - | - | - | 244,657 | 99,650 | 344,307 |
| Compensation cost of share-based payment | 6(19)(22) | - | 53,182 | - | - | - | - | - | 53,182 | 13,300 | 66,482 |
| Cash dividends paid to non-controlling interest | 4(3) | - | - | - | - | - | - | - | - | ( 120,118 ) | ( 120,118 ) |
| Balance at December 31, 2024 | | $ 6,181,424 | $ 3,981,068 | $ 3,275,606 | $ 262,983 | $ 9,745,296 | $ 388,372 | $ 675,900 | $ 24,510,649 | $ 2,534,523 | $ 27,045,172 |

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

GETAC HOLDINGS CORP. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

| | Notes | Year ended December 31 2024 | 2023 |
|---|---|---|---|
| CASH FLOWS FROM OPERATING ACTIVITIES | | | |
| Profit before tax | | $ 5,855,472 | $ 4,923,955 |
| Adjustments | | | |
| Adjustments to reconcile profit (loss) | | | |
| Reversal of expected credit impairment | | ( 927 ) | ( 5,476 ) |
| Depreciation | 6(8)(9)(10)(30) | 1,295,460 | 1,295,753 |
| Amortization on intangible assets | 6(11)(30) | 42,040 | 33,359 |
| Gain (loss) on valuation of financial assets and liabilities at fair value through profit and loss | 6(2)(15)(28) | ( 69,907 ) | 28,385 |
| Interest expense | 6(29) | 89,656 | 80,547 |
| Interest income | 6(26) | ( 256,366 ) | ( 220,674 ) |
| Dividend income | 6(27) | ( 32,831 ) | ( 41,522 ) |
| Compensation cost of share-based payment | 6(19) | 66,482 | 68,690 |
| Share of profit of associates and joint ventures accounted for under the equity method | 6(7) | ( 202,111 ) | ( 293,155 ) |
| Gain on disposal of property, plant and equipment | 6(8)(28) | ( 15,799 ) | ( 8,979 ) |
| Gain on disposal of investments | 6(7)(28) | - | ( 269,467 ) |
| Reversal of impairment loss on financial assets | | - | ( 3,344 ) |
| Losses from lease modification | | - | 9,741 |
| Changes in operating assets and liabilities | | | |
| Changes in operating assets | | | |
| Notes receivable - net | | 82 | 6,403 |
| Accounts receivable | | 96,279 | ( 1,491,447 ) |
| Accounts receivable - related parties | | ( 6,538 ) | 27,299 |
| Other receivables | | ( 45,430 ) | 92,573 |
| Inventories | | ( 959,952 ) | 587,648 |
| Prepayments | | 6,642 | ( 71,210 ) |
| Other non-current assets | | ( 1,827 ) | 9,013 |
| Changes in operating liabilities | | | |
| Contract liabilities | | 375,254 | 81,879 |
| Accounts payable | | ( 124,036 ) | 923,356 |
| Accounts payable - related parties | | 11,467 | 32,193 |
| Other payables | | 486,768 | 450,099 |
| Provisions for liabilities | | 164,221 | ( 337,514 ) |
| Refund liabilities | | ( 163,074 ) | 676,090 |
| Other current liabilities | | 4,589 | ( 8,417 ) |
| Other non-current liabilities | | ( 2,483 ) | ( 3,949 ) |
| Cash inflow generated from operations | | 6,613,131 | 6,571,829 |
| Interest received | | 252,324 | 213,694 |
| Dividends received | | 191,523 | 127,003 |
| Interest paid | | ( 98,888 ) | ( 55,534 ) |
| Income tax paid | | ( 1,116,921 ) | ( 843,265 ) |
| Net cash flows from operating activities | | 5,841,169 | 6,013,727 |

(Continued)

GETAC HOLDINGS CORP. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

| | Notes | Year ended December 31 2024 | 2023 |
|---|---|---|---|
| CASH FLOWS FROM INVESTING ACTIVITIES | | | |
| Acquisition of financial assets at fair value through other comprehensive income | | ($ 120,000 ) | ($ 365,000 ) |
| Proceeds from capital reduction of financial assets measured at fair value through other comprehensive income - non-current | | 18,513 | 16,431 |
| Acquisition of financial assets measured at amortized cost-current | | ( 21,663 ) | - |
| Proceeds from disposal of financial assets measured at amortized cost-current | | - | 498,725 |
| Disposal of financial assets measured at amortized cost-non-current | | 9,971 | - |
| Acquisition of accounted for under the equity method | | ( 74,972 ) | - |
| Proceeds from disposal of investments accounted for using equity method | 6(7) | - | 326,439 |
| Proceeds from capital reduction of the investments | | 74,971 | - |
| Acquisition of property, plant and equipment | 6(34) and 7 | ( 2,081,253 ) | ( 756,647 ) |
| Proceeds from disposal of property, plant and equipment | | 44,018 | 22,467 |
| Decrease (increase) in refundable deposits | 6(13) | 13,039 | ( 11,230 ) |
| Acquisition of intangible assets | 6(11) | ( 39,036 ) | ( 20,617 ) |
| Acquisition of use-of-right assets | 6(9) | - | ( 18,033 ) |
| Proceeds from disposal of use-of-right assets | | - | 43,657 |
| Net cash flows used in investing activities | | ( 2,176,412 ) | ( 263,808 ) |
| CASH FLOWS FROM FINANCING ACTIVITIES | | | |
| Increase in short-term borrowings | 6(35) | 61,094 | 296,836 |
| Increase in long-term borrowings | 6(35) | 803,365 | 366,511 |
| Repayment of long-term borrowings | 6(35) | ( 245,686 ) | ( 494,564 ) |
| Increase (decrease) in deposits received | 6(35) | 1,204 | ( 3,778 ) |
| Repayment of lease liabilities | 6(9)(35) | ( 168,740 ) | ( 148,127 ) |
| Cash dividends paid | 6(23) | ( 3,055,190 ) | ( 2,294,771 ) |
| Employee stock options exercised | | 344,307 | 292,435 |
| Cash dividends paid to non-controlling interest | 4(3) | ( 120,118 ) | ( 32,715 ) |
| Capital surplus-others | 6(22) | - | 1,511 |
| Net cash flows used in financing activities | | ( 2,379,764 ) | ( 2,016,662 ) |
| Effects of changes in foreign exchange rates | | 688,233 | ( 156,083 ) |
| Net increase in cash and cash equivalents | | 1,973,226 | 3,577,174 |
| Cash and cash equivalents at beginning of year | 6(1) | 12,398,737 | 8,821,563 |
| Cash and cash equivalents at end of year | 6(1) | $ 14,371,963 | $ 12,398,737 |

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

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

PWCR24000451

To the Board of Directors and Stockholders of Getac Holdings Corp.

## *Opinion*

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

In our opinion, based on our audits and the report of other auditors (please refer to the *Other matter* section), the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2024 and 2023, and its financial performance and its cash flows for the years then ended, in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

## *Basis for opinion*

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

## ***Key audit matters***

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

As of December 31, 2024, the Company's subsidiaries, Getac Technology Corp. and its subsidiaries, Atemitech Corporation, National Aerospace Fasteners Corporation and its subsidiaries, Hot Link Technology Ltd. and its subsidiaries and Pacific Royale Ltd. and its subsidiaries were shown as investments accounted for under the equity method, please refer to Note 6 (5). As the balance of the above-mentioned four investees accounted for under the equity method constitute 83% of total assets of the Company, the key audit matters of these investments accounted for under the equity method were identified as significant matters in our audit of the financial statements of the current period.

The key audit matters in relation to the parent company only financial statements for the year ended December 31, 2024 are outlined as follows:

**Evaluation of inventories**

Description

The Company's subsidiaries, recognized as investments accounted for under equity method, are engaged in the research, development, manufacture and sales of notebook computers, handheld equipment for military and industrial computer system, structure parts for electronic, automotive and home appliance industries, and aerospace fasteners. Due to the rapid technological innovations and market competition, there is a higher risk of inventory losses due from slow-moving inventory and obsolescence. Inventories are measured at the lower of cost and net realizable value. As the determination of net realizable value of inventories is subject to subjective judgment and with uncertainty, it was identified as a key audit matter for the Company's subsidiaries recognized as investments accounted for under equity method.

How our audit addressed the matter

We performed the following audit procedures in respect of the above key audit matter: Sampled and validated inventory line items from the inventory aging report, agreed quantities and amounts to inventory subledger and examined the appropriateness of categorization within the inventory aging reports; verified the classification of obsolete inventories; sampled and validated the net realizable value of slow-moving and obsolete inventories with respective historical information for diminution in inventory value in order to ensure the reasonableness of provision and inventory allowance.

### *Recognition of sales revenue*

Description

Sales revenue is significant to the Company’s subsidiaries’, recognized as investments accounted for under equity method, financial statements. Additionally, its subsidiaries sell different kinds of products with various transaction terms, which require judgment in determining the timing of transferring control of goods. Thus, we considered recognition of revenue as a key audit matter for the Company’s subsidiaries recognized as investments accounted for under equity method.

How our audit addressed the matter

We performed the following audit procedures in respect of the above key audit matter: obtained an understanding of and evaluated internal controls over the recognition of sales revenue, and tested the operating effectiveness of related control activities; sampled and validated transaction terms, performance obligations, prices, order shipping documents and assessed appropriateness of amount and timing for revenue recognition; and sampled transactions from a specific period of time prior to and after the balance sheet date and validated respective transaction terms and shipping documents in order to ensure that sales revenue were recognized in the proper period.

### *Other matter – reference to audits of other auditors*

We did not audit the financial statements of certain direct and indirect investments accounted for under the equity method. Those financial statements were audited by other auditors whose reports thereon have been furnished to us, and our opinion expressed herein, insofar as it relates to the amounts included in the financial statements and the information disclosed in Note 13 relative to these investees was based solely on the reports of other auditors. The balance of these investments accounted for under the equity method amounted to NT$1,355,955 thousand and NT$1,109,095 thousand, both constituting 5% of total assets as of December 31, 2024 and 2023, respectively and comprehensive income amounted to NT$264,714 thousand and NT$265,394 thousand, constituting 4% and 7% of the total comprehensive income for the years then ended, respectively.

### *Responsibilities of management and those charged with governance for the financial statements*

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

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

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

***Auditors' responsibilities for the audit of the financial statements***

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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 Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

1. Identify and assess the risks of material misstatement of the 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 controls.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal controls.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our report to the related disclosures in the financial

statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our 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.

| | |
|---|---|
| Liu, Chien-Yu | Li, Tien-Yi |

For and on behalf of PricewaterhouseCoopers, Taiwan

February 27, 2025

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

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

GETAC HOLDINGS CORP.
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

| | Assets | Notes | December 31, 2024 AMOUNT | % | December 31, 2023 AMOUNT | % |
|---|---|---|---|---|---|---|
| | **Current assets** | | | | | |
| 1100 | Cash and cash equivalents | 6(1) | $ 782,822 | 3 | $ 691,001 | 3 |
| 1110 | Financial assets at fair value through profit or loss - current | 6(2) | 23,455 | - | - | - |
| 1180 | Accounts receivable - related parties | 6(4) and 7 | 69,316 | - | 47,775 | - |
| 1200 | Other receivables | 7 | 38,736 | - | 9,601 | - |
| 1410 | Prepayments | | 12,819 | - | 16,552 | - |
| 11XX | **Total Current Assets** | | 927,148 | 3 | 764,929 | 3 |
| | **Non-current assets** | | | | | |
| 1517 | Financial assets at fair value through other comprehensive income - non-current | 6(3) and 7 | 1,587,532 | 6 | 1,222,537 | 5 |
| 1550 | Investments accounted for under equity method | 6(5) and 7 | 24,228,400 | 91 | 21,783,142 | 92 |
| 1600 | Property, plant and equipment | | 8,455 | - | 11,196 | - |
| 1755 | Right-of-use assets | 7 | 8,158 | - | 108 | - |
| 1780 | Intangible assets | | 12,082 | - | 8,158 | - |
| 1840 | Deferred income tax assets | 6(20) | 372 | - | 17,433 | - |
| 1900 | Other non-current assets | | 21,230 | - | 21,830 | - |
| 15XX | **Total Non-current Assets** | | 25,866,229 | 97 | 23,064,404 | 97 |
| 1XXX | **TOTAL ASSETS** | | $ 26,793,377 | 100 | $ 23,829,333 | 100 |

(Continued)

GETAC HOLDINGS CORP.
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

| | Liabilities and Equity | Notes | December 31, 2024 AMOUNT | % | December 31, 2023 AMOUNT | % |
|---|---|---|---|---|---|---|
| | **Current liabilities** | | | | | |
| 2120 | Financial liabilities at fair value through profit or loss - current | 6(6) | $ - | - | $ 42,062 | - |
| 2200 | Other payables | 7 | 99,324 | - | 83,586 | - |
| 2230 | Current income tax liabilities | 6(20) | 105,457 | 1 | 103,149 | - |
| 2280 | Lease liabilities - current | 7 | 4,078 | - | 109 | - |
| 2399 | Other current liabilities, others | | 220 | - | 919 | - |
| 21XX | **Total Current Liabilities** | | 209,079 | 1 | 229,825 | - |
| | **Non-current liabilities** | | | | | |
| 2570 | Deferred tax liabilities | 6(20) | 210,484 | 1 | 334,944 | 1 |
| 2580 | Lease liabilities - non-current | 7 | 4,255 | - | - | - |
| 2620 | Long-term notes and accounts payable to related parties | 7 | 1,858,910 | 7 | 1,836,948 | 8 |
| 25XX | **Total Non-current Liabilities** | | 2,073,649 | 8 | 2,171,892 | 9 |
| 2XXX | **Total Liabilities** | | 2,282,728 | 9 | 2,401,717 | 9 |
| | **Equity** | | | | | |
| | Share capital | 6(9) | | | | |
| 3110 | Common stock | | 6,181,424 | 23 | 6,098,579 | 26 |
| | Capital surplus | 6(10) | | | | |
| 3200 | Capital surplus | | 3,981,068 | 15 | 3,758,948 | 16 |
| | Retained earnings | 6(11) | | | | |
| 3310 | Legal reserve | | 3,275,606 | 12 | 2,898,191 | 12 |
| 3320 | Special reserve | | 262,983 | 1 | 199,988 | 1 |
| 3350 | Unappropriated retained earnings | | 9,745,296 | 36 | 8,734,893 | 37 |
| | Other equity | 6(12) | | | | |
| 3400 | Other equity interest | | 1,064,272 | 4 | ( 262,983) | ( 1) |
| 3XXX | **Total Equity** | | 24,510,649 | 91 | 21,427,616 | 91 |
| 3X2X | **TOTAL LIABILITIES AND EQUITY** | | $ 26,793,377 | 100 | $ 23,829,333 | 100 |

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

GETAC HOLDINGS CORP.
PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars, except for earnings per share amounts)

| | Items | Notes | 2024 AMOUNT | 2024 % | 2023 AMOUNT | 2023 % |
|---|---|---|---|---|---|---|
| 4000 | Operating revenue | 6(5)(13) and 7 | $ 4,671,582 | 100 | $ 3,972,362 | 100 |
| | Operating expenses | 6(19)(20) and 7 | | | | |
| 6200 | Administrative expenses | | ( 204,480) | ( 4) | ( 181,441) | ( 5) |
| 6000 | Total operating expenses | | ( 204,480) | ( 4) | ( 181,441) | ( 5) |
| 6900 | Operating profit | | 4,467,102 | 96 | 3,790,921 | 95 |
| | Non-operating income and expenses | | | | | |
| 7100 | Interest income | 6(14) | 10,687 | - | 20,031 | 1 |
| 7010 | Other income | 6(15) | 715 | - | 490 | - |
| 7020 | Other gains and losses | 6(16) | 59,552 | 1 | 59,497 | 1 |
| 7050 | Finance costs | 6(17) and 7 | ( 11,196) | - | ( 10,705) | - |
| 7000 | Total non-operating income and expenses | | 59,758 | 1 | 69,313 | 2 |
| 7900 | **Profitbefore income tax** | | 4,526,860 | 97 | 3,860,234 | 97 |
| 7950 | Income tax expense | 6(20) | ( 79,057) | ( 2) | ( 115,692) | ( 3) |
| 8200 | **Profit for the year** | | $ 4,447,803 | 95 | $ 3,744,542 | 94 |
| | **Other comprehensive income (net)** | | | | | |
| | **Items that will not be reclassified to profit or loss** | | | | | |
| 8316 | Unrealized gains on equity instruments at fair value through other comprehensive income | 6(3) | $ 263,507 | 6 | $ 119,361 | 3 |
| 8330 | Share of other comprehensive income of subsidiaries, associates and joint ventures | 6(5) | 86,153 | 2 | 30,392 | 1 |
| 8310 | Other comprehensive income that will not be reclassified to profit or loss | | 349,660 | 8 | 149,753 | 4 |
| | **Items that will be reclassified to profit or loss** | | | | | |
| 8380 | Share of other comprehensive income (loss) of subsidiaries, associates and joint ventures | 6(5) | 1,052,625 | 23 | ( 183,144) | ( 5) |
| 8360 | Other comprehensive income (loss) that will be reclassified to profit or loss | | 1,052,625 | 23 | ( 183,144) | ( 5) |
| 8300 | **Other comprehensive income (loss) for the year, net of tax** | | $ 1,402,285 | 31 | ($ 33,391) | ( 1) |
| 8500 | **Total comprehensive income for the year** | | $ 5,850,088 | 126 | $ 3,711,151 | 93 |
| | Basic earnings per share | 6(21) | | | | |
| 9750 | Profit for the year | | $ 7.26 | | $ 6.17 | |
| | Diluted earnings per share | 6(21) | | | | |
| 9850 | Profit for the year | | $ 7.11 | | $ 6.04 | |

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

GETAC HOLDINGS CORP.
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

| | | | | Retained Earnings | | | Other equity interest | | |
|---|---|---|---|---|---|---|---|---|---|
| | Notes | Common stock | Capital surplus | Legal reserve | Special reserve | Unappropriated retained earnings | Currency translation differences | Unrealised gains (losses) from financial assets measured at fair value through other comprehensive income | Total |
| Year ended December 31, 2023 | | | | | | | | | |
| Balance at January 1, 2023 | | $ 6,034,949 | $ 3,615,353 | $ 2,642,411 | $ 1,162,423 | $ 6,548,863 | ($ 481,109) | $ 281,121 | $ 19,804,011 |
| Net income for the year | | - | - | - | - | 3,744,542 | - | - | 3,744,542 |
| Other comprehensive (loss) income | 6(12) | - | - | - | - | (522) | (183,144) | 150,275 | (33,391) |
| Total comprehensive (loss) income | | - | - | - | - | 3,744,020 | (183,144) | 150,275 | 3,711,151 |
| Appropriations of 2022 earnings | 6(11) | | | | | | | | |
| Legal reserve | | - | - | 255,780 | - | (255,780) | - | - | - |
| Special reserve | | - | - | - | (962,435) | 962,435 | - | - | - |
| Cash dividends | | - | - | - | - | (2,294,771) | - | - | (2,294,771) |
| Change in associates and joint ventures accounted for under equity method | 6(10) | - | 2,673 | - | - | 30,126 | - | (30,126) | 2,673 |
| Changes in ownership interests in subsidiaries | 6(10) | - | (19,357) | - | - | - | - | - | (19,357) |
| Exercise of employee stock options | 6(8)(10) | 63,630 | 110,028 | - | - | - | - | - | 173,658 |
| Compensation cost of share-based payment | 6(10) | - | 48,740 | - | - | - | - | - | 48,740 |
| Others | 6(10) | - | 1,511 | - | - | - | - | - | 1,511 |
| Balance at December 31, 2023 | | $ 6,098,579 | $ 3,758,948 | $ 2,898,191 | $ 199,988 | $ 8,734,893 | ($ 664,253) | $ 401,270 | $ 21,427,616 |
| Year ended December 31, 2024 | | | | | | | | | |
| Balance at January 1, 2024 | | $ 6,098,579 | $ 3,758,948 | $ 2,898,191 | $ 199,988 | $ 8,734,893 | ($ 664,253) | $ 401,270 | $ 21,427,616 |
| Net income for the year | | - | - | - | - | 4,447,803 | - | - | 4,447,803 |
| Other comprehensive income | 6(12) | - | - | - | - | 2,755 | 1,052,625 | 346,905 | 1,402,285 |
| Total comprehensive income | | - | - | - | - | 4,450,558 | 1,052,625 | 346,905 | 5,850,088 |
| Appropriations of 2023 earnings | 6(11) | | | | | | | | |
| Legal reserve | | - | - | 377,415 | - | (377,415) | - | - | - |
| Special reserve | | - | - | - | 62,995 | (62,995) | - | - | - |
| Cash dividends | | - | - | - | - | (3,055,190) | - | - | (3,055,190) |
| Change in associates and joint ventures accounted for under equity method | 6(10) | - | 12,435 | - | - | 72,275 | - | (72,275) | 12,435 |
| Changes in ownership interests in subsidiaries | 6(10) | - | (5,309) | - | - | (16,830) | - | - | (22,139) |
| Exercise of employee stock options | 6(8)(10) | 82,845 | 161,812 | - | - | - | - | - | 244,657 |
| Compensation cost of share-based payment | 6(10) | - | 53,182 | - | - | - | - | - | 53,182 |
| Balance at December 31, 2024 | | $ 6,181,424 | $ 3,981,068 | $ 3,275,606 | $ 262,983 | $ 9,745,296 | $ 388,372 | $ 675,900 | $ 24,510,649 |

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

GETAC HOLDINGS CORP.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

| | Notes | Year ended December 31 2024 | 2023 |
|---|---|---|---|
| CASH FLOWS FROM OPERATING ACTIVITIES | | | |
| Profit before tax | | $ 4,526,860 | $ 3,860,234 |
| Adjustments | | | |
| Adjustments to reconcile profit (loss) | | | |
| Depreciation | 6(18) | 10,043 | 12,613 |
| Amortization on intangible assets | 6(18) | 3,775 | 2,496 |
| (Gain) loss on valuation of financial assets and liabilities at fair value through profit or loss | 6(2)(7)(16) | ( 65,517 ) | 14,946 |
| Interest expense | 6(17) | 11,196 | 10,705 |
| Interest income | 6(14) | ( 10,687 ) | ( 20,031 ) |
| Dividend income | 6(13) | ( 27,059 ) | ( 35,751 ) |
| Share of profit of associates and joint ventures accounted for under equity method | 6(5)(13) | ( 4,433,944 ) | ( 3,750,479 ) |
| Compensation cost of share-based payment | 6(9) | 5,390 | 4,070 |
| Changes in operating assets and liabilities | | | |
| Changes in operating assets | | | |
| Accounts receivable-related parties | | ( 21,541 ) | ( 1,445 ) |
| Other receivables | | 9,130 | 126 |
| Prepayments | | 3,733 | ( 8,017 ) |
| Changes in operating liabilities | | | |
| Other payables | | 15,153 | ( 14,077 ) |
| Cash inflow generated from operations | | 26,532 | 75,390 |
| Interest received | | 10,192 | 20,157 |
| Dividends received | | 3,154,842 | 2,711,449 |
| Interest paid | | ( 11,311 ) | ( 12,964 ) |
| Income tax paid | | ( 184,148 ) | ( 127,433 ) |
| Decrease in short-term borrowings | | - | ( 500,000 ) |
| Net cash flows from operating activities | | 2,996,107 | 2,166,599 |

(Continued)

GETAC HOLDINGS CORP.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

| | Notes | Year ended December 31 2024 | 2023 |
|---|---|---|---|
| CASH FLOWS FROM INVESTING ACTIVITIES | | | |
| Acquisition of non-current financial assets at fair value through other comprehensive income | 7 | ($ 120,000 ) | ($ 364,950 ) |
| Proceeds from capital reduction of financial assets measured at fair value through other comprehensive income - non-current | | 18,513 | 16,431 |
| Acquisition of investment accounted for under the equity method | 7 | ( 74,972 ) | - |
| Proceeds from capital reduction of the investments accounted for under the equity method | | 74,971 | 601,300 |
| Acquisition of property, plant and equipment | | ( 3,114 ) | ( 689 ) |
| Acquisition of intangible assets | | ( 7,699 ) | ( 5,300 ) |
| Decrease (increase) in refundable deposits | | 600 | ( 674 ) |
| Net cash flows (used in) from investing activities | | ( 111,701 ) | 246,118 |
| CASH FLOWS FROM FINANCING ACTIVITIES | | | |
| Increase in other payables - related parties | 6(22) and 7 | 2,021,962 | 4,910,408 |
| Decrease in other payables - related parties | 6(22) and 7 | ( 2,000,000 ) | ( 5,481,894 ) |
| Cash dividends paid | 6(11) | ( 3,055,190 ) | ( 2,294,771 ) |
| Repayment of lease liabilities | 6(22) | ( 4,014 ) | ( 5,186 ) |
| Proceeds from exercise of employee stock options | | 244,657 | 173,658 |
| Capital surplus-Others | | - | 1,511 |
| Net cash flows used in financing activities | | ( 2,792,585 ) | ( 2,696,274 ) |
| Net increase (decrease) in cash and cash equivalents | | 91,821 | ( 283,557 ) |
| Cash and cash equivalents at beginning of year | 6(1) | 691,001 | 974,558 |
| Cash and cash equivalents at end of year | 6(1) | $ 782,822 | $ 691,001 |

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

**Attachment 4**

# Getac Holdings Corporation
## Comparison Table of Amendment to the Articles of Incorporation

| Original Article | Amended Article | Reasons for amendments |
|---|---|---|
| Article 2<br>The business of the Company are as follows:<br>I. H201010 Investment.<br>II. IH01010 Industrial Holding Companies.<br>III. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval | Article 2<br>The business of the Company are as follows:<br>I. H201010 Investment.<br>II. IH01010 Industrial Holding Companies.<br>III. F401010 International Trade<br>IV. I301010 Information Sofeware Services<br>V. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval | Needs of business development. |
| Article 3<br>The Company shall set up its head office in Taoyuan City, the Republic of China and may set up branches or offices within or outside the territory of the Republic of China in accordance with its business needs. | Article 3<br>The Company shall set up its head office in Taipei City, the Republic of China and may set up branches or offices within or outside the territory of the Republic of China in accordance with its business needs. | Needs of business development. |
| Article 23<br>If the Company sustains profit for the year (i.e., the profit before employee and director remunerations are deducted from profit before tax) , the Company shall allocate no less than 0.1% for staff remuneration, and allocate no more than 1% for Directors' remuneration. The remuneration distribution shall be resolved by the Board of Directors. However, an amount shall be set aside first to compensate cumulative losses, if any.<br>Recipients of employee compensation in form of stocks or cash as stipulated in the preceding paragraph shall include employees of parents or subsidiaries of the Company meeting certain specific requirements. These specific requirements shall be defined by the Chairman.<br>In addition to offsetting prior years' losses after paying all taxes as required by law, 10% of the Company's profit at the closing of each fiscal year shall first be set aside as legal reserve, and special reserve shall be set aside or reversed according to laws, the remainder plus undistributed earnings carried over from previous years shall be allocated at the board's proposal. Proposal for allocation in the form of newly issued shares shall be subject to shareholders' | Article 23<br>If the Company sustains profit for the year (i.e., the profit before employee and director remunerations are deducted from profit before tax) , the Company shall allocate no less than 0.1% for staff remuneration**(No less than 1% of the allocated employee compensation shall be distributed to rank-and file employees.)**, and allocate no more than 1% for Directors' remuneration. The remuneration distribution shall be resolved by the Board of Directors. However, an amount shall be set aside first to compensate cumulative losses, if any.<br>Recipients of employee compensation in form of stocks or cash as stipulated in the preceding paragraph shall include employees of parents or subsidiaries of the Company meeting certain specific requirements. These specific requirements shall be defined by the Chairman.<br>In addition to offsetting prior years' losses after paying all taxes as required by law, 10% of the Company's profit at the closing of each fiscal year shall first be set aside as legal reserve, and special reserve shall be set aside or reversed according to laws, the remainder plus undistributed earnings carried over from previous years shall be allocated at the board's proposal. Proposal for allocation in the form of newly issued shares shall be subject to shareholders' | To comply with to facilitate practical needs. |

| Original Article | Amended Article | Reasons for amendments |
|---|---|---|
| resolution.<br>The Company may, in accordance with the provision of Paragraph 5 of Article 240 of the Company Act, by a resolution adopted by a majority vote of a meeting of the board of directors attended by two-thirds or more of the total number of the directors, distribute dividends and bonuses in form of cash, and submit a report to a shareholders meeting.<br>At least 10% of dividends proposed must in the form of cash dividend. However, the actual percentage of cash dividends may be adjusted and resolved during board of directors meetings depending on the Company's financial structure, future fund needs, and profitability. | resolution.<br>The Company may, in accordance with the provision of Paragraph 5 of Article 240 of the Company Act, by a resolution adopted by a majority vote of a meeting of the board of directors attended by two-thirds or more of the total number of the directors, distribute dividends and bonuses in form of cash, and submit a report to a shareholders meeting.<br>At least 10% of dividends proposed must in the form of cash dividend. However, the actual percentage of cash dividends may be adjusted and resolved during board of directors meetings depending on the Company's financial structure, future fund needs, and profitability. | |
| Article 26<br>This Articles of Incorporation was established on August 9, 1989.<br>The 1st amendment was made on June 15, 1991.<br>The 2nd amendment was made on November 18, 1991.<br>The 3rd amendment was made on June 15, 1994.<br>The 4th amendment was made on March 1, 1996.<br>The 5th amendment was made on August 29, 1996.<br>The 6th amendment was made on May 16, 1997.<br>The 7th amendment was made on December 17, 1997.<br>The 8th amendment was made on March 16, 1998.<br>The 9th amendment was made on May 13, 1999.<br>The 10th amendment was made on June 9, 2000.<br>The 11th amendment was made on May 10, 2001.<br>The 12th amendment was made on May 10, 2002.<br>The 13th amendment was made on May 21, 2003.<br>The 14th amendment was made on May 19, 2004.<br>The 15th amendment was made on May 20, 2005.<br>The 16th amendment was made on April 21, 2006. | Article 26<br>This Articles of Incorporation was established on August 9, 1989.<br>The 1st amendment was made on June 15, 1991.<br>The 2nd amendment was made on November 18, 1991.<br>The 3rd amendment was made on June 15, 1994.<br>The 4th amendment was made on March 1, 1996.<br>The 5th amendment was made on August 29, 1996.<br>The 6th amendment was made on May 16, 1997.<br>The 7th amendment was made on December 17, 1997.<br>The 8th amendment was made on March 16, 1998.<br>The 9th amendment was made on May 13, 1999.<br>The 10th amendment was made on June 9, 2000.<br>The 11th amendment was made on May 10, 2001.<br>The 12th amendment was made on May 10, 2002.<br>The 13th amendment was made on May 21, 2003.<br>The 14th amendment was made on May 19, 2004.<br>The 15th amendment was made on May 20, 2005.<br>The 16th amendment was made on April 21, 2006. | Adding amendments frequency and dates. |

| Original Article | Amended Article | Reasons for amendments |
|---|---|---|
| The 17th amendment was made on May 30, 2007.<br>The 18th amendment was made on June 16, 2009.<br>The 19th amendment was made on June 18, 2010.<br>The 20th amendment was made on June 22, 2012.<br>The 21th amendment was made on June 20, 2013.<br>The 22th amendment was made on June 26, 2015.<br>The 23th amendment was made on June 23, 2016.<br>The 24th amendment was made on June 22, 2018.<br>The 25th amendment was made on May 31, 2019.<br>The 26th amendment was made on June 14, 2021.<br>The 27th amendment was made on May 27, 2022.<br>The 28th amendment was made on May 29, 2024. | The 17th amendment was made on May 30, 2007.<br>The 18th amendment was made on June 16, 2009.<br>The 19th amendment was made on June 18, 2010.<br>The 20th amendment was made on June 22, 2012.<br>The 21th amendment was made on June 20, 2013.<br>The 22th amendment was made on June 26, 2015.<br>The 23th amendment was made on June 23, 2016.<br>The 24th amendment was made on June 22, 2018.<br>The 25th amendment was made on May 31, 2019.<br>The 26th amendment was made on July 14, 2021.<br>The 27th amendment was made on May 27, 2022.<br>The 28th amendment was made on May 29, 2024.<br>The 29th amendment was made on May 22, 2025. | |

# Attachment 5

## Getac Holdings Corporation
## List of the Candidates for Directors (Including Independent Directors)

| Candidate Category | Candidate Name | Gender | Shareholding (Shares) | Education | Experience | Current Positions |
|---|---|---|---|---|---|---|
| Director | Hwang, Ming-Hang | Male | 5,605,363 | M.S. of Electrical engineering, Utah State University, U.S.A. | Engineer, Admiral Overseas Corp.<br>VP, MiTAC International Corp. | Chairman, Getac Holdings Corp.<br>Director, Waffer Technology Corp.<br>Director, MiTAC Advance Technology Corp. |
| Director | Tsai, Feng-Tzu | Male | 540,375 | B.S of Computer/Control Engineering Department, Chiao-Tung University. | VP, Lian Tong Electronics Ltd.<br>VP of Sales, MiTAC Inc.<br>Vice Chairman, MiTAC International Corp.<br>Chairman and CEO, Getac Holdings Corp. | Vice Chairman, Getac Holdings Corp.<br>Chairman, Waffer Technology Corp.<br>Chairman, National Aerospace Fasteners Corp. |
| Director | Mitac International Corp. | - | 190,396,939 | | | |
| | Rep.：Miau, Matthew Feng-Chiang | Male | - | Honorary Ph.D., National Chiao Tung University | Laureate of Industrial Technology Research Institute (ITRI)<br>President, UPC Technology Corp.<br>President, Linde Lienhwa Industrial Gases Co., Ltd.<br>Chairman, SYNNEX Corp.<br>Independent Director, Galileo International, Inc.<br>Independent Director, The BOC Group Plc.<br>Independent Director, Linde AG<br>Delegate, APEC Business Advisory Council (ABAC)<br>Convener, Civil Advisory Committee of National Information & Communications Initiatives (NICI)<br>Director, SYNNEX Corp.<br>Chairman, Chinese National Federation of Industries | Chairman, Lien Hwa Industrial Holdings Corp.<br>Chairman, UPC Technology Corp.<br>Chairman, Synnex Technology International Corp.<br>Chairman, MiTAC Holdings Corp.<br>Chairman, MiTAC Inc.<br>Independent Director, Cathay Financial Holding Co.Ltd.<br>Director, Getac Holdings Corp.<br>Director, CTCI Foundation |
| | Rep.：Lin, Chuan-Cheng | Male | - | Ph.D. of Mechanical Engineering , National Cheng Kung University | Senior Specialist, National Chung-Shan Institute of Science & Technology<br>AVPof RD and Sales, Tsann kuen Enterprise co., Ltd.<br>R&D Project Manager, Altek Corp. | Director, Getac Holdings Corp. |

| Candidate Category | Candidate Name | Gender | Shareholding (Shares) | Education | Experience | Current Positions |
|---|---|---|---|---|---|---|
| | Rep.：<br>Chou, Teh-Chien | Male | - | Ph.D of Rutgers University, USA | Investment Special Assistant to the Chairman, MiTAC International Corp. | GM, Harbinger Venture Management Co., Ltd.<br>Director, Getac Holdings Corp.<br>Director, SYNNEX Technology International Corp.<br>Director, Waffer Technology Corp.<br>Director ,MiTAC Information Technology Corp. |
| Director | Lien Hwa Industrial Holdings Corp. | - | 7,210,000 | | | |
| | Rep.：<br>Miau, Scott Matthew | Male | - | Ph.D in Department of Management Information Systems, National Chengchi University | Special Assistant to Chairman, Mitac-SYNNEX Group | Chairman, Mei-Feng Investment Corp.<br>Chairman, Mitac Hikari Corp.<br>Vice Chairman, Lienhwa United LPG Co., Ltd.<br>Director / Vice President, MiTAC Information Technology Corp.<br>Director / Vice President, Mitac Incorporated<br>Director, Getac Holdings Corp.<br>Director, SYNNEX Technology International Corp.<br>Director, National Aerospace Fasteners Corp.<br>Director, MiTAC Advance Technology Corp.<br>Director, Ares International Corp.<br>Issuer, Mitac-SYNNE X Group |
| Independent Director | Lin, Kuan-Ming | Male | - | BS of Electrical Engineering , National Taiwan University | Chairman , Taiwan Venture Capital Association<br>Chairman , Taiwan Private Equity Association<br>CEO, SINOCON Industrial Standards Foundation<br>Chairman, System General Corp. | Chairman ,Premier Capital Management Corp.<br>Chairman , Premier Venture Capital Corp.<br>Chairman , Chief Investment Corp.<br>Chairman , Ruby Tech Corp.<br>Director, Getac Holdings Corp.<br>Director , Hui Yu Investment Corp. |
| Independent Director | Lin, Long-Song | Male | - | Ph.D in Electrical and Computer Engineering, Purdue University, U.S.A. | Chairman,Taiwan Network Information Center (TWNIC)<br>CEO, Gemtek Technology Co., Ltd.<br>Corporate Vice President, Global Consumer Product Group, Dell, USA<br>General Manager, Intel Subsidiary in Asia, Intel Corporation, U.S.A. | Independent Director, Getac Holdings Corp. |

| Candidate Category | Candidate Name | Gender | Shareholding (Shares) | Education | Experience | Current Positions |
|---|---|---|---|---|---|---|
| Independent Director | Chang, Chia-Hsin | Male | - | M.S. in Business Administration, Soochow University | Partner, KPMG in Taiwan | Independent Director, Getac Holdings Corp.<br>Independent Director, APAC Opto Electronics Inc.<br>Independent Director, Motech Industries Inc.<br>Independent Director, Solar Applied Materials Technology Corp. |
| Independent Director | Wang, Po-Hsia | Female | - | M.S.IE&CS.National Taiwan University | President, IBM World Wide High Volume Power Systems Development Center.<br>Technical Consultant, Delta Research Center Corp. | Independent Director, Getac Holdings Corp.<br>Adjunct Professor, EE, National Taiwan University Inc. |

Note：
Mr. Lin, Kuan-Ming has continuously served as an independent director of the Company for three consecutive terms. In consideration of his professional background in strategic business management, along with his industry knowledge and extensive experience relevant to the Company's operations, which enable him to provide valuable insights and oversight, the Company thereby nominates him as an independent director in this election.

# Attachment 6

## Getac Holdings Corporation
## List of Proposed Releases from Non-competition Restrictions for Director Candidates

| Name of Directors | Details of directors or manager of the companies |
|---|---|
| Hwang, Ming-Hang | Waffer Technology Corporation<br>MiTAC Advance Technology Corp.<br>MPT Solution (Suzhou) Co., Ltd.<br>Waffer International (Maanshan) Ltd.<br>Advanced Medical Design Co., Ltd.<br>AVIX TECHNOLOGY INC.<br>Lian Jie Investment Co., Ltd.<br>Lian Jie II Investment Co., Ltd. |
| Tsai, Feng-Tzu | Waffer Technology Corporation<br>National Aerospace Fasteners Corporation.<br>Suzhou Nafco Precision Ltd.<br>Waffer Technology (Kunshan) Ltd.<br>Waffer Technology (Maanshan) Ltd.<br>Waffer International (Maanshan) Ltd.<br>Waffer International (Hanshan) Ltd. |
| Miau, Matthew Feng-Chiang<br>(Representative of Mitac International Corp.) | Lien Hwa Industrial Holdings Corp.<br>UPC Technology Corp.<br>Synnex Technology International Corp.<br>MiTAC Holdings Corp.<br>Mitac Incorporated<br>MiTAC Information Technology Corp.<br>MiTAC Advance Technology Corp. |
| Lin, Chuan -Cheng<br>(Representative of Mitac International Corp.) | MPT Solution (Suzhou) Co., Ltd. |
| Chou, Teh-Chien<br>(Representative of Mitac International Corp.) | Harbinger Venture Management Co., Ltd.<br>Synnex Technology International Corp.<br>Waffer Technology Corporation<br>MiTAC Information Technology Corp. |
| Miau, Scott Matthew<br>(Representative of Lien Hwa Industrial Holdings Corp.) | Mei-Feng Investment Corp.<br>Mitac Hikari Corp.<br>Lienhwa United LPG Co., Ltd.<br>MiTAC Information Technology Corp.<br>Mitac Incorporated<br>Synnex Technology International Corp.<br>National Aerospace Fasteners Corp.<br>MiTAC Advance Technology Corp.<br>Ares International Corp.<br>GENERAL RESOURCES CO.<br>MiTAC Communication Co., Ltd. |

| Name of Directors | Details of directors or manager of the companies |
|---|---|
| Lin, Kuan-Ming | Premier Capital Management Corp.<br>Premier Venture Capital Corp.<br>Chief Investment Corp.<br>Ruby Tech Corp..<br>Hui Yu Investment Corp.<br>Chief Venture Capital Corp.<br>Sun Yuan Venture Capital Corp.<br>China Petrochemical Development Corp.<br>Lung Hwa Electronics Co., Ltd.<br>Deltamac (Taiwan) Co., Ltd.<br>DEXIN Corp.<br>Taivex Therapeutics Corporation |
| Chang, Chia-Hsin | APAC Opto Electronics Inc.<br>Motech Industries Inc.<br>Solar Applied Materials Technology Corp. |
| Mitac International Corp. | 3Probe Technologies Corp.<br>Shen-Tong Construction & Development Co., Ltd.<br>Tsu Fung Investment Corp.<br>Harbinger Venture Capital Corp.<br>Lian Jie Investment Co., Ltd.<br>Lian Jie II Investment Co., Ltd. |
| Lien Hwa Industrial Holdings Corp. | Grest Wall Enterprise Co., Ltd. |

# Appendix 1

## Getac Holdings Corporation
## Articles of Incorporation(Original)

### Chapter I General Provisions

Article 1 The Company is incorporated in accordance with the Business Mergers And Acquisitions Act, the regulations governing the company limited by shares specified in the Company Act and related laws and regulations and has the name of Getac Holdings Corporation.

Article 2 The business of the Company are as follows:

I.H201010 Investment.

II.IH01010 Industrial Holding Companies.

III.ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval

Article 2-1 The Company restrictions that the total investment shall not exceed 40% of the paid-up capital specified in Article 13 of the Company Act are not applicable.

Article 2-2 The Company may make endorsement and guarantees for business purposes.

Article 3 The Company shall set up its head office in Taoyuan City, the Republic of China and may set up branches or offices within or outside the territory of the Republic of China in accordance with its business needs.

### Chapter 2 Capital

Article 4 The Company's authorized capital has been set at eight billion and five hundred million New Taiwan Dollars (NTD8,500,000,000), issuable in eight hundred and fifty million (850,000,000) ordinary shares of ten dollars (NTD10) each. Subsequent to business requirement, the board of directors is authorized to make multiple share issues. Eight hundred million New Taiwan Dollars, issuable in eight hundred and fifty million (850,000,000) ordinary shares of ten dollars (NTD10) each, are reserved for the issuance of employee stock options.

Article 5 Stocks of the Company shall be registered, signed or sealed, and numbered by the director representing the Company. The stocks shall be issued after proper certification by the competent authority or its authorized registration institutes.

Stocks issued by the Company as well as other securities are not required to be printed. The Company shall contact the centralized securities depository enterprise institution for registration of the share certificates.

Article 6 Unless otherwise provided for in securities rules and laws and regulations, the Company's shares shall be handled in accordance with the Regulations Governing the Administration of Shareholder Services of Public Companies.

Article 7 Change in the Company's shareholder register due to transfer of shares will not be allowed in the sixty days prior to a general meeting of shareholders; or in the thirty days prior to an extraordinary general meeting of shareholders, or in the five days prior to the cut-off date set for the distribution of dividends, bonus or other benefits.

Article 7-1 Shares purchased by this Company may be transferred to beneficiaries including employees of parents or subsidiaries of the Company meeting certain specific requirements. Beneficiaries of employee stock option certificates issued by this Company may include employees of parents or subsidiaries of the Company meeting certain specific requirements.

Employees entitled to subscription for new shares issued by this Company shall include employees of parents or subsidiaries of the Company meeting certain specific requirements. Beneficiaries of restricted stock for employees issued by this Company may include employees of parents or subsidiaries of the Company meeting certain specific requirements.

This Article stipulates that employees of parents or subsidiaries of the Company must meet certain specific requirements to be eligible. These specific requirements shall be defined by the Chairman.

## Chapter3 Shareholders' Meeting

Article 8 I. The Company holds general meetings and

II. Extraordinary general meetings of shareholders.

The annual general meeting is convened once a year at a time no later than six months after the end of the financial year. Shareholders are notified of a general meeting at least thirty days in advance.

An extraordinary general meeting of shareholders may be convened as needed, and shareholders shall be notified of such meeting at least fifteen days in advance.

The date, venue, and purpose(s) for convening any such meeting shall be clearly stated in the written notices sent out to the shareholders.

A shareholders' meeting shall, unless otherwise provided for in the Company Act, be convened by the board of directors.

The shareholders’ meeting can be held by means of visual communication network or other methods promulgated by the central competent authority.

Article 9 A shareholder who cannot attend shareholders' meeting shall appoint a proxy to attend on his/her behalf by executing a power of attorney printed and issued by the Company, stating clearly the scope of the authorization. The regulations governing proxy attendance shall, unless otherwise provided for in the Company Act, be pursuant to the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies.

Article 10 Meetings of the Company's shareholders shall be chaired by the Company's chairman. If the Chairman is absent, in accordance with Article 208 of the Company Act, the Vice Chairman shall act on the Chairman's behalf. If the Vice Chairman is unavailable or no delegate is appointed by the Chairman, one shall be elected from among the directors to act on the Chairman's behalf. Where the Chairman does not appoint anyone to act on behalf, the remaining directors shall determine an acting chairperson among them. For a shareholders' meeting convened by any other person having the convening right, he/she shall act as the chairman of that meeting provided, however, that if there are two or more persons having the convening right, the chairman of the meeting shall be elected from among themselves.

Article 11 All shareholders of the Company are entitled to one vote for every share held, unless otherwise specified by the Articles of Incorporation.

Article 12 Except otherwise regulated by the Company Act, a shareholders' meeting resolution is passed when more than 50% of all outstanding shares are represented in the meeting, and voted in favor by more than 50% of all voting rights represented at the meeting.

Article 13 Shareholders' meeting resolutions shall be compiled into minutes and distributed to each shareholder. The content, distribution, and storage of meeting minutes shall follow the Company Act and relevant regulations.

Shareholders' attendance sheets and proxy forms shall be retained for at least one year, or in the event where shareholders have filed for litigations according to Article 189 of the Company Act, retain until the end of such litigations.

**Chapter 4 Directors**

Article 14 The Company shall have seven to twelve directors, in which there shall be at least three independent directors with the term of office for three years. Directors, including independent directors, shall be elected at shareholders meeting according to the competence of individuals and each can be continuous elected and serve. After the election, the Board shall pass the resolution for the purchase of responsibility insurance for the directors of the Company. The Boards shall be authorized to determine the remuneration for directors according to the recommendations from the remuneration committee of the Company and the general level of payment for within the industry. The number of the registered shares held by all the directors shall be regulated according to the standards provided under the "Rules Regulating the Minimum Percentage Held Directors and

Supervisors of Public Offering Companies and the Examination."

The election of directors of the Company shall be carried out through nomination system, and the shareholders shall elect directors from the list of candidates.

Article 15 The company directors shall form a board of directors, and elect a chairman by a majority vote at a meeting attended by more than two thirds of board members. A vice chairman may be elected in the same way. The chairman shall represent the Company externally.

Article 16 Meetings of the Board of Directors shall be convened by the chairman. The meetings are chaired by the Chairman. If the Chairman is unable to perform such duties due to leave of absence or any other reason, the Vice Chairman shall act on the Chairman's behalf. If the Vice Chairman is unavailable or no delegate is appointed by the Chairman, one shall be elected from among the directors to act on the Chairman's behalf. Where the Chairman does not appoint anyone to act on behalf, the remaining directors shall determine an acting chairperson among them.

Board meetings shall be announced to all Directors with the reasons for the meetings stated seven days in advance. However, meetings can be held in shorter notices in case of emergency.

The meeting of the board of directors may be convened in forms of letters, e-mail or facsimile.

Article 17 Unless otherwise provided for under the Company Act, resolutions of the board of directors shall be adopted by a majority of the directors at a meeting attended by a majority of the directors.

Article 18 Board meetings may be carried out by way of video conferencing. Those who participate in the video conference are considered to have attended the meeting in person.

Article 19 If a director is unable to attend a meeting of the Board of Directors in person, another director can be appointed to act on behalf of the absent director by producing a proxy form detailing the scope of delegated authority for each item on the agenda. One director can represent the presence of only one other director.

Article 20 This Company shall establish an audit committee composed of its independent directors pursuant to the regulations set forth in the Securities Exchange Act. The audit committee and its members shall fulfill the functions of a supervisor of relevant regulations set forth in the Company Act, the Securities Exchange Act, and other laws.

## **Chapter 5 Management**

Article 21 The Company may appoint one Chief Executive Officer, President, General Manager; the employment and discharge of them shall be proposed by the chairman and resolved by a majority vote at a meeting of the board of directors attended by more than one half of the directors.

The employment and discharge of other managerial officers shall be proposed by the president after obtaining the chairman's approval and resolved by a majority vote at a meeting of the board of directors attended by more than one half of the directors.

## Chapter 6 Accounting

Article 22 After the close of each fiscal year, the Board of Directors shall prepare the following statements and reports, and be presented during the annual general meeting for final acknowledgment:

I. Business report.

II. Financial statements.

III. Surplus earnings appropriation or loss offsetting proposals.

Article 23 If the Company sustains profit for the year (i.e., the profit before employee and director remunerations are deducted from profit before tax) , the Company shall allocate no less than 0.1% for staff remuneration, and allocate no more than 1% for Directors' remuneration. The remuneration distribution shall be resolved by the Board of Directors. However, an amount shall be set aside first to compensate cumulative losses, if any.

Recipients of employee compensation in form of stocks or cash as stipulated in the preceding paragraph shall include employees of parents or subsidiaries of the Company meeting certain specific requirements. These specific requirements shall be defined by the Chairman.

In addition to offsetting prior years' losses after paying all taxes as required by law, 10% of the Company's profit at the closing of each fiscal year shall first be set aside as legal reserve, and special reserve shall be set aside or reversed according to laws, the remainder plus undistributed earnings carried over from previous years shall be allocated at the board's proposal. Proposal for allocation in the form of newly issued shares shall be subject to shareholders' resolution.

The Company may, in accordance with the provision of Paragraph 5 of Article 240 of the Company Act, by a resolution adopted by a majority vote of a meeting of the board of directors attended by two-thirds or more of the total number of the directors, distribute dividends and bonuses in form of cash, and submit a report to a shareholders meeting.

At least 10% of dividends proposed must in the form of cash dividend. However, the actual percentage of cash dividends may be adjusted and resolved during board of directors meetings depending on the Company's financial structure, future fund needs, and profitability.

Article 23-1 The Company may, by a resolution adopted by a majority vote of a meeting of the board of directors attended by two-thirds or more of the total number of the directors, distribute legal and capital reserves as prescribed in Article 241 of the Company Act in whole or in part in form of cash and submit a report to a shareholders meeting.

**Chapter 7 Supplementary Provisions**

Article 24 The Company's foundation principles and execution rules shall be established in separate policies.

Article 25 Any other issues not covered in this Articles of Incorporation shall be governed by the Company Act.

Article 26 This Articles of Incorporation was established on August 9, 1989.
The 1st amendment was made on June 15, 1991.
The 2nd amendment was made on November 18, 1991.
The 3rd amendment was made on June 15, 1994.
The 4th amendment was made on March 1, 1996.
The 5th amendment was made on August 29, 1996.
The 6th amendment was made on May 16, 1997.
The 7th amendment was made on December 17, 1997.
The 8th amendment was made on March 16, 1998.
The 9th amendment was made on May 13, 1999.
The 10th amendment was made on June 9, 2000.
The 11th amendment was made on May 10, 2001.
The 12th amendment was made on May 10, 2002.
The 13th amendment was made on May 21, 2003.
The 14th amendment was made on May 19, 2004.
The 15th amendment was made on May 20, 2005.
The 16th amendment was made on April 21, 2006.
The 17th amendment was made on May 30, 2007.
The 18th amendment was made on June 16, 2009.
The 19th amendment was made on June 18, 2010.
The 20th amendment was made on June 22, 2012.
The 21th amendment was made on June 20, 2013.
The 22th amendment was made on June 26, 2015.
The 23th amendment was made on June 23, 2016.
The 24th amendment was made on June 22, 2018.
The 25th amendment was made on May 31, 2019.
The 26th amendment was made on July 14, 2021
The 27th amendment was made on May 27, 2022.
The 28th amendment was made on May 29, 2024.

## Appendix 2

# Getac Holdings Corporation
# Rules of Procedure for Shareholders Meetings

Article 1: To establish a strong governance system and sound supervisory capabilities for this Corporation's shareholders meetings, and to strengthen management capabilities, these Rules are adopted pursuant to Article 5 of the Corporate Governance Best-Practice Principles for TWSE/GTSM Listed Companies.

Article 2: The rules of procedures for this Corporation's shareholders meetings, except as otherwise provided by law, regulation, or the articles of incorporation, shall be as provided in these Rules.

Article 3: (Convening shareholders meetings and shareholders meeting notices)
Unless otherwise provided by law or regulation, this Corporation's shareholders meetings shall be convened by the board of directors. Unless otherwise provided in Regulations Governing the Administration of Shareholder Services of Public Companies, a company that will convene a shareholders' meeting with video conferencing shall expressly provide for such meetings in its Articles of Incorporation and obtain a resolution of its board of directors. Furthermore, convening of a virtual-only shareholders' meeting shall require a resolution adopted by a majority vote at a meeting of the board of directors attended by at least two-thirds of the total number of directors. Changes to how this Corporation convenes its shareholders meeting shall be resolved by the board of directors, and shall be made no later than mailing of the shareholders meeting notice.
This Corporation shall prepare electronic versions of the shareholders meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors and upload them to the Market Observation Post System (MOPS) before 30 days before the date of a regular shareholders meeting or before 15 days before the date of a special shareholders meeting. This Corporation shall prepare electronic versions of the shareholders meeting agenda and supplemental meeting materials and upload them to the MOPS before 21 days before the date of the regular shareholders meeting or before 15 days before the date of the special shareholders meeting. If, however, this Corporation has the paid-in capital of NT$10 billion or more as of the last day of the most current fiscal year, or total shareholding of foreign shareholders and PRC shareholders reaches 30% or more as recorded in the register of shareholders of the shareholders meeting held in the immediately preceding year, transmission of these electronic files shall be made by 30 days before the regular shareholders meeting. In addition, before 15 days before the date of the shareholders meeting, this

Corporation shall also have prepared the shareholders meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at this Corporation and the professional shareholder services agent designated thereby.

This Corporate shall make the meeting agenda and supplemental meeting materials in the preceding paragraph available to shareholders for review in the following manner on the date of the shareholders meeting:

1.For physical shareholders meetings, to be distributed on-site at the meeting.

2.For hybrid shareholders meetings, to be distributed on-site at the meeting and shared on the virtual meeting platform.

3.For virtual-only shareholders meetings, electronic files shall be shared on the virtual meeting platform.

The reasons for convening a shareholders meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form.

Election or dismissal of directors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the company by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new shares, the dissolution, merger, or demerger of the corporation, or any matter under Article 185, paragraph 1 of Company Act、Matters specified in Article 26-1 and Article 43-6 of the Securities and Exchanges Act 、 Article 56-1 and Article 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders meeting. None of the above matters may be raised by an extraordinary motion.

Matters including the accession date regarding election of directors shall be listed in the agenda of shareholders meeting. After the election at the shareholders meeting, there shall be no changes to accession date by special motions or other means.

A shareholder holding one percent or more of the total number of issued shares may submit to this Corporation a written proposal for discussion at a regular shareholders meeting. The number of items so proposed, however, is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. In addition, when the circumstances of any subparagraph of Article 172-1, paragraph 4 of the Company Act apply to a proposal put forward by a shareholder, the board of directors may exclude it from the agenda.A shareholder proposal for urging the corporation to promote public interests or fulfill its social responsibilities may still be included in the agenda by the board of directors. The procedure shall be limited to one item in accordance with Article 172-1 of the Company Act, and any proposal exceeding one item shall not be included in the motion.

Prior to the date on which share transfer registration is suspended before the convention of a regular shareholders’ meeting, the company shall give a public notice announcing acceptance of proposal in writing or by way of electronic transmission, the place and the period for shareholders to submit proposals to be discussed at the meeting; and the period for accepting such proposals shall not be less than ten (10) days.

Shareholder-submitted proposals are limited to 300 words, and no proposal containing more than 300 words will be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the regular shareholders meeting and take part in discussion of the proposal.

Prior to the date for issuance of notice of a shareholders meeting, this Corporation shall inform the shareholders who submitted proposals of the proposal screening results, and shall list in the meeting notice the proposals that conform to the provisions of this article. At the shareholders meeting the board of directors shall explain the reasons for exclusion of any shareholder proposals not included in the agenda.

Article 4: For each shareholders meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by this Corporation and stating the scope of the proxy's authorization.

A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders meeting, and shall deliver the proxy form to this Corporation before 5 days before the date of the shareholders meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.

After a proxy form has been delivered to this Corporation, if the shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to this Corporation before 2 business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

If, after a proxy form is delivered to this Corporation, a shareholder wishes to attend the shareholders meeting online, a written notice of proxy cancellation shall be submitted to this Corporation 2 business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

Article 5: (Principles determining the time and place of a shareholders meeting)

The venue for a shareholders meeting shall be the premises of this Corporation, or a place easily accessible to shareholders and suitable for

a shareholders meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m.
The restrictions on the place of the meeting shall not apply when this Corporation convenes a virtual-only shareholders meeting.

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

Article 6-1: (Convening virtual shareholders meetings and particulars to be included in shareholders meeting notice)

To convene a virtual shareholders meeting, this Corporation shall include the follow particulars in the shareholders meeting notice:

1. How shareholders attend the virtual meeting and exercise their rights.
2. Actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events, at least covering the following particulars:
   A. 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.
   B. Shareholders not having registered to attend the affected virtual shareholders meeting shall not attend the postponed or resumed session.
   C. In case of a hybrid shareholders meeting, when the virtual meeting cannot be continued, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue. The shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, and the shareholders attending the virtual meeting online shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders meeting.
   D. Actions to be taken if the outcome of all proposals have been announced and extraordinary motion has not been carried out.
3. To convene a virtual-only shareholders meeting, appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders meeting online shall be specified.

Article 7: (The chair and non-voting participants of a shareholders meeting)

If a shareholders meeting is convened by the board of directors, the meeting shall be chaired by the chairperson of the board. When the chairperson of the board is on leave or for any reason unable to exercise the powers of the chairperson, the vice chairperson shall act in place of the chairperson; if there is no vice chairperson or the vice chairperson also is on leave or for any reason unable to exercise the powers of the vice chairperson, the chairperson shall appoint one of the managing directors to act as chair, or, if there are no managing directors, one of the directors shall be appointed to act as chair. Where the chairperson does not make such a designation, the directors shall select from among themselves one person to serve as chair.

When a director serves as chair, as referred to in the preceding paragraph, the director shall be one who has held that position for six months or more and who understands the financial and business conditions of the company. The same shall be true for a representative of a juristic person director that serves as chair.

It is advisable that shareholders meetings convened by the board of directors be chaired by the chairperson of the board in person and attended by a majority of the directors (incl. At least one independent director) and the convener of the auditing committee in person, and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes.

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

This Corporation may appoint its attorneys, certified public accountants, or related persons retained by it to attend a shareholders meeting in a non-voting capacity.

Article 8: (Documentation of a shareholders meeting by audio or video)

This Corporation, beginning from the time it accepts shareholder attendance registrations, shall make an uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders meeting, and the voting and vote counting procedures.

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

Where a shareholders meeting is held online, this Corporation shall keep records of shareholder registration, sign-in, check-in, questions raised, votes cast and results of votes counted by this Corporation, and continuously audio and video record, without interruption, the proceedings of the virtual meeting from beginning to end.

The information and audio and video recording in the preceding paragraph shall be properly kept by this Corporation during the entirety of its existence, and copies of the audio and video recording shall be provided to and kept by the party appointed to handle matters of the virtual meeting.

In case of a virtual shareholders meeting, this Corporation is advised to audio and video record the back-end operation interface of the virtual meeting platform.

Article 9: Attendance at shareholders meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, and the shares checked in on the virtual meeting platform, plus the number of shares whose voting rights are exercised by correspondence or electronically.

The chair shall call the meeting to order at the appointed meeting time and disclose information concerning the number of nonvoting shares and number of shares represented by shareholders attending the meeting. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than one hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned. In the event of a virtual shareholders meeting, this Corporation shall also declare the meeting adjourned at the virtual meeting platform.

If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within 1 month.

In the event of a virtual shareholders meeting, shareholders intending to attend the meeting online shall re-register to this Corporation in accordance with Article 6.

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

Article 10: (Discussion of proposals)

If the shareholder meeting is convened by the board of directors, the board of directors will determine the meeting proceedings and motions (including special motions or amended motions) shall be passed one at a time. The proceeding cannot be changed unless resolved during the shareholder meeting.

The provisions of the preceding paragraph apply mutatis mutandis to a shareholders meeting convened by a party with the power to convene that is not the board of directors.

The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the shareholders meeting. If the chair declares the meeting adjourned in violation of the rules of procedure, the other members of the board of directors shall promptly assist the attending shareholders in electing a new chair in accordance with statutory procedures, by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting.

For any agenda, amendments or special motions proposed by the shareholders during the meeting, the chairperson shall allow ample opportunity during the meeting for explanation and discussion of proposals and may announce to discontinue further discussions if the issue in question is considered to have been sufficiently discussed to proceed with voting, and arrange appropriate voting time.

Article 11： (Shareholder speech)

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

A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.

Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.

When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation.

When a juristic person shareholder appoints two or more representatives to attend a shareholders meeting, only one of the representatives so appointed may speak on the same proposal.

After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.

Where a virtual shareholders meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting open until the chair declaring the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. The regulations in paragraphs 1 to 5 do not apply.

As long as questions so raised in accordance with the preceding paragraph are not in violation of the regulations or beyond the scope of a proposal, it is advisable the questions be disclosed to the public at the virtual meeting platform.

Article 12： (Calculation of voting shares and recusal system)

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

With respect to resolutions of shareholders meetings, the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares.

When a shareholder is an interested party in relation to an agenda item, and there is the likelihood that such a relationship would prejudice the interests of this Corporation, that shareholder may not vote on that item, and may not exercise voting rights as proxy for any other shareholder.

The number of shares for which voting rights may not be exercised under the preceding paragraph shall not be calculated as part of the voting rights represented by attending shareholders.

With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed 3 percent of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.

Article 13: 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.

When this Corporation holds a shareholder meeting, it shall adopt exercise of voting rights by electronic means and may adopt exercise of voting rights by correspondence.

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

A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to this Corporation before 2 days before the date of the shareholders meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent.

After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders meeting in person or online, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to this Corporation, by the same means by which the voting rights were exercised, before 2 business days before the date of the shareholders meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders meeting, the voting rights exercised by the proxy in the meeting shall prevail.

Except as otherwise provided in the Company Act and in this Corporation's articles of incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal of voting rights followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.

When there is an amendment or an alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.

Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of this Corporation.

Vote counting for shareholders meeting proposals or elections shall be conducted in public at the place of the shareholders meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote.

When this Corporation convenes a virtual shareholders meeting, after the chair declares the meeting open, shareholders attending the meeting online shall cast votes on proposals and elections on the virtual meeting platform before the chair announces the voting session ends or will be deemed abstained from voting.

In the event of a virtual shareholders meeting, votes shall be counted at once after the chair announces the voting session ends, and results of votes and elections shall be announced immediately.

When this Corporation convenes a hybrid shareholders meeting, if shareholders who have registered to attend the meeting online in accordance with Article 6 decide to attend the physical shareholders meeting in person, they shall revoke their registration two days before the shareholders meeting in the same manner as they registered. If their registration is not revoked within the time limit, they may only attend the shareholders meeting online.

When shareholders exercise voting rights by correspondence or electronic means, unless they have withdrawn the declaration of intent and attended the shareholders meeting online, except for extraordinary motions, they will not exercise voting rights on the original proposals or make any amendments to the original proposals or exercise voting rights on amendments to the original proposal.

Article 14: (Election of directors)

The election of directors at a shareholders meeting shall be held in accordance with the regulations of election rules adopted by this Corporation, and the voting results shall be announced on-site immediately, including the names of those elected as directors and the numbers of votes with which they were elected and their votes, as well as the unelected ones.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least 1 year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

Article 15: Matters relating to the resolutions of a shareholders meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form.

This Corporation may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the MOPS.

The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their voting results (including the number of voting rights), and disclose the number of voting rights won by each candidate in the event of an election of directors. The minutes shall be retained for the duration of the existence of this Corporation.

Where a virtual shareholders meeting is convened, in addition to the particulars to be included in the meeting minutes as described in the preceding paragraph, the start time and end time of the shareholders meeting, how the meeting is convened, the chair's and secretary's name, and actions to be taken in the event of disruption to the virtual meeting platform or participation in the meeting online due to natural disasters, accidents or other force majeure events, and how issues are dealt with shall also be included in the minutes.

When convening a virtual-only shareholder meeting, other than compliance with the requirements in the preceding paragraph, this Corporation shall specify in the meeting minutes alternative measures available to shareholders with difficulties in attending a virtual-only shareholders meeting online.

Article 16: (Public disclosure)

On the day of a shareholders meeting, this Corporation shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation, the number of shares represented by proxies and the number of shares represented by shareholders attending the meeting by correspondence or electronic means, and shall make an express disclosure of the same at the place of the shareholders meeting. In the event a virtual shareholders meeting, this Corporation shall upload the above meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

During this Corporation's virtual shareholders meeting, when the meeting is called to order, the total number of shares represented at the meeting shall be disclosed on the virtual meeting platform. The same shall apply whenever the total number of shares represented at the meeting and a new tally of votes is released during the meeting.

If matters put to a resolution at a shareholders meeting constitute material information under applicable laws or regulations or under Taiwan Stock Exchange Corporation regulations, this Corporation shall upload the content of such resolution to the MOPS within the prescribed time period.

Article 17: (Maintaining order at the meeting place)

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

The chair may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor."

At the place of a shareholders meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by this Corporation, the chair may prevent the shareholder from so doing.

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

Article 18: (Recess and resumption of a shareholders meeting)

When a meeting is in progress, the chair may announce a break based on time considerations. If a force majeure event occurs, the chair may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.

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

A resolution may be adopted at a shareholders meeting to defer or resume the meeting within 5 days in accordance with Article 182 of the Company Act.

Article 19: (Disclosure of information at virtual meetings)

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

Article 20: (Location of the chair and secretary of virtual-only shareholders meeting)
When this Corporation convenes a virtual-only shareholders meeting, both the chair and secretary shall be in the same location, and the chair shall declare the address of their location when the meeting is called to order.

Article 21: (Handling of disconnection)
In the event of a virtual shareholders meeting, this Corporation may offer a simple connection test to shareholders prior to the meeting, and provide relevant real-time services before and during the meeting to help resolve communication technical issues.

In the event of a virtual shareholders meeting, when declaring the meeting open, the chair shall also declare, unless under a circumstance where a meeting is not required to be postponed to or resumed at another time under Article 44-20, paragraph 4 of the Regulations Governing the Administration of Shareholder Services of Public Companies, if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events before the chair has announced the meeting adjourned, and the obstruction continues for more than 30 minutes, the meeting shall be postponed to or resumed on another date within 5 days, in which case Article 182 of the Company Act shall not apply.

For a meeting to be postponed or resumed as described in the preceding paragraph, shareholders who have not registered to participate in the affected shareholders meeting online shall not attend the postponed or resumed session.

For a meeting to be postponed or resumed under the second paragraph, the number of shares represented by, and voting rights and election rights exercised by the shareholders who have registered to participate in the affected shareholders meeting and have successfully signed in the meeting, but do not attend the postpone or resumed session, at the affected shareholders meeting, shall be counted towards the total number of shares, number of voting rights and number of election rights represented at the postponed or resumed session.

During a postponed or resumed session of a shareholders meeting held under the second paragraph, no further discussion or resolution is required for proposals for which votes have been cast and counted and results have been announced, or list of elected directors.

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

Under the circumstances where a meeting should continue as in the preceding paragraph, the shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, provided these shareholders shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders meeting.

When postponing or resuming a meeting according to the second paragraph, this Corporation shall handle the preparatory work based on the date of the original shareholders meeting in accordance with the requirements listed under Article 44-20, paragraph 7 of the Regulations Governing the Administration of Shareholder Services of Public Companies.

For dates or period set forth under Article 12, second half, and Article 13, paragraph 3 of Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, and Article 44-5, paragraph 2, Article 44-15, and Article 44-17, paragraph 1 of the Regulations Governing the Administration of Shareholder Services of Public Companies, this Corporations hall handle the matter based on the date of the shareholders meeting that is postponed or resumed under the second paragraph.

Article 22: (Handling of digital divide)

When convening a virtual-only shareholders meeting, this Corporation shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders meeting online.

Article 23: (Enforcement)

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

Article 24: (Date of establishment and Amendments)

This rules was established on May 13, 1999.
The 1st amendment was made on June 9, 2000.
The 2nd amendment was made on May 10, 2002.
The 3rd amendment was made on April 21, 2006.
The 4th amendment was made on June 26, 2015.
The 5th amendment was made on May 29, 2020.
The 6th amendment was made on July 14, 2021.
The 7th amendment was made on May 29, 2023.
The 8th amendment was made on May 29, 2024.

## Appendix 3

# Getac Holdings Corporation
# Procedures for Election of Directors

Article 1: To ensure a just, fair, and open election of directors, these Procedures are adopted pursuant to Articles 21 and 41 of the Corporate Governance Best-Practice Principles for TWSE/GTSM Listed Companies.

Article 2: Except as otherwise provided by law and regulation or by this Corporation's articles of incorporation, elections of directors shall be conducted in accordance with these Procedures.

Article 3: The overall composition of the board of directors shall be taken into consideration in the selection of this Corporation's directors. The composition of the board of directors shall be determined by taking diversity into consideration and formulating an appropriate policy on diversity based on the company's business operations, operating dynamics, and development needs. It is advisable that the policy include, without being limited to, the following two general standards:

1.Basic requirements and values: Gender, age, nationality, and culture.

2.Professional knowledge and skills:A professional background (e.g., law, accounting, industry, finance, marketing, technology), professional skills, and industry experience.

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

1. The ability to make judgments about operations.

2. Accounting and financial analysis ability.

3. Business management ability.

4. Crisis management ability.

5. Knowledge of the industry.

6. An international market perspective.

7. Leadership ability.

8. Decision-making ability.

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

The board of directors of this Corporation shall consider adjusting its composition based on the results of performance evaluation.

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

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

Article 5: Elections of directors at this Corporation shall be conducted in accordance with the candidate nomination system and procedures set out in Article 192-1 of the Company Act.

When the number of directors falls below five due to the dismissal of a director for any reason, this Corporation shall hold a by-election to fill the vacancy at its next shareholders meeting. When the number of directors falls short by one third of the total number prescribed in this Corporation’s articles of incorporation, this Corporation shall call a special shareholders meeting within 60 days from the date of occurrence to hold a by-election to fill the vacancies.

When the number of independent directors falls below that required under the proviso of Article 14-2, paragraph 1 of the Securities and Exchange Act, a by-election shall be held at the next shareholders meeting to fill the vacancy. When the independent directors are dismissed en masse, a special shareholders meeting shall be called within 60 days from the date of occurrence to hold a by-election to fill the vacancies.

Article 6: The cumulative voting method shall be used for election of the directors at this Corporation. Each share will have voting rights in number equal to the directors to be elected, and may be cast for a single candidate or split among multiple candidates.

Article 7: The board of directors shall prepare separate ballots for directors in numbers corresponding to the directors or supervisors to be elected. The number of voting rights associated with each ballot shall be specified on the ballots, which shall then be distributed to the attending shareholders at the shareholders meeting. Attendance card numbers printed on the ballots may be used instead of recording the names of voting shareholders.

Article 8: The number of directors will be as specified in this Corporation's articles of incorporation, with voting rights separately calculated for independent and non-independent director positions. Those receiving ballots representing the highest numbers of voting rights will be elected sequentially according to their respective numbers of votes. When two or more persons receive the same number of votes, thus exceeding the specified number of positions, they shall draw lots to determine the winner, with the chair drawing lots on behalf of any person not in attendance.

Article 9: Before the election begins, the chair shall appoint a number of persons with shareholder status to perform the respective duties of vote monitoring and counting personnel. The ballot boxes shall be prepared by the board of directors and publicly checked by the vote monitoring personnel before voting commences.

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

1.The ballot was not prepared by a person with the right to convene.

2.A blank ballot is placed in the ballot box.

3.The writing is unclear and indecipherable or has been altered.

4.The candidate whose name is entered in the ballot does not conform to the director candidate list.

5.Other words or marks are entered in addition to the number of voting rights allotted.

Article 11: The voting rights shall be calculated on site immediately after the end of the poll, and the results of the calculation, including the list of persons elected as directors and the numbers of votes with which they were elected, shall be announced by the chair on the site.
The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

Article 12 The board of directors of this Corporation shall issue notifications to the persons elected as directors.

Article 13: This rules was established on May 13, 1999.
The 1st amendment was made on May 10, 2002.
The 2nd amendment was made on June 22, 2012.
The 3rd amendment was made on June 26, 2015.
The 4th amendment was made on May 31, 2019.
The 5th amendment was made on July 14, 2021.

## Appendix 4

# Getac Holdings Corporation

# Shareholdings of All Directors

Record Date：March 24, 2025

| Title | Name | | Current shareholding (shares) | | | Remark |
|---|---|---|---|---|---|---|
| | | | Share Type | Shares | Shares as a Percentage of Shares Issued (%) | |
| Chairman | Hwang, Ming-Hang | | Common shares | 5,605,363 | 0.90% | |
| Vice Chairman | Tsai, Feng-Tzu | | | 540,375 | 0.09% | |
| Director | Miau, Matthew Feng-Chiang | MiTAC International Corp. Rep. | | 190,396,939 | 30.70% | |
| Director | Lin, Chuan-Cheng | | | | | |
| Director | Chou, Teh-Chien | Lien Hwa Industrial Holdings Corp. Rep. | | 7,210,000 | 1.16% | |
| Director | Miau, Scott Matthew | | | | | |
| Independent Director | Lin, Kuan-Ming | | | 0 | 0.00% | |
| Independent Director | Lin, Long-Song | | | 0 | 0.00% | |
| Independent Director | Chang, Chia-Hsin | | | 0 | 0.00% | |
| Independent Director | Wang, Po-Hsia | | | 0 | 0.00% | |
| Total | | | | 203,752,677 | | |

Total shares issued as of 3/24/2025：620,215,900 common shares.

Note：Under the relevant regulations for the ROC, Getac's Directors are required to hold in the aggregate not less than 19,846,908 shares.As of 3/24/2025, Getac's Directors together held 203,752,677 shares.