JPP Holding Company Limited

Company number: OI268912

(the Company)

MINUTES of the ANNUAL GENERAL MEETING OF THE SHAREHOLDERS held at 9:00 a.m. in the meeting room at 11th Floor, No. 350, Songjiang Road, Taipei City 104, Taiwan on the 18th day of June 2026 (the **Meeting)**

PRESENT: The shareholders of the Company who were present in the Meeting (either in person or by proxy or by their respective duly authorised corporate representative) were listed in a table as annexed to the minutes and together they hold 32,049,059 shares (including 11,536,847 shares by electronic voting)in the Company, representing 60.5926% of the total number of issued shares as at the date of the Meeting. There are totally 52,892,683 outstanding shares in the Company as at the date of the Meeting.

IN ATTENDANCE: Messrs Chung Kuo-Sung, Lai Chen-Chu, Chen Hsin-Yuan, Wang Chia-Nan, Li Chou-Wei and Ms. Kuo Hui-Ling were officers of the meeting **(Officers of the Meeting).**

Chairman and secretary

It was resolved that Mr. Chung Kuo-Sung the representative of Powell Group Co., Ltd. and Mr. Wang Ying-Shu be appointed as Chairman and as secretary, respectively, of the Meeting.

Notice

The Chairman noted that notice of the meeting had been duly given to all the shareholders of the Company entitled to attend and vote at annual ordinary shareholders' meeting (the **Shareholders**) in accordance with the Company's Seventh Amended and Restated Memorandum and Articles of Association (the **Amended M&A**).

Quorum

The Chairman further noted that the requirements for a quorum under article 23.1 of the Company's articles of association are the number of shareholders present in person or by proxy or in the case of a corporate shareholder, by corporate representative, representing more than one half of the total issued shares of the Company entitled to vote. As the required number of shareholders was present, the Chairman declared the meeting open.

Chairman's Address

(Omitted)

Report Matters

1. 2025 Business Report (see attachment I).

2. Audit Committee's Review of the 2025 Annual final accounting books and statements (see attachment Ⅱ).

3. Report on 2025 employees' and directors' remuneration

Explanatory Notes:

(1) The Board of Directors approved 2025 employees' compensation and directors' remuneration on March 11, 2026. The employees' compensation and directors' remuneration will be distributed in cash.

(2) The amount of 2025 employees' compensation is NT$ 750,000 which will be distributed in August 2026.

(3) The amount of 2025 directors' remuneration is NT$1,200,000.

4. Report on the dividend distribution 2025 of the Company

Explanatory Notes:

(1) According to Article 14.3 of the Company's Articles of Association, in addition to distributing dividends at the end of each fiscal year, the Company may also distribute interim dividends for the first half of the fiscal year. If the Board of Directors decides not to distribute interim dividends, the Board shall, after the first half of the fiscal year, confirm the decision not to distribute interim dividends by resolution. Please refer to attached table herewith for the details of dividends distributed in 2025.

(2) This proposal have been resolved by the Board Meetings, hence herewith note and present to the shareholders' meeting for awareness accordingly.

Dividend Period	Date approved by Board	Cash dividend per share	Cash Dividend Amount
2025 H1	August 21, 2025	0	-
2025 H2	March 13, 2026	5	264,463,415
Total			264,463,415

Resolutions

1. The 2025 Annual Accounting Books and Statements were submitted at the Meeting for adoption (Proposed by the Board of Directors)

Explanatory Notes:

(1) JPP Company's 2025 Consolidated Financial Statements, including the balance sheet, income statement, statement of changes in shareholders' equity, and statement of cash flows, were audited by independent auditors, Mr. Tza-Li Gung and Mr. Chao-Yu Chen of Deloitte & Touche Firm. As well the Business Report and Consolidated Financial Statements approved by the Board and examined by the Audit Committees of JPP Company.

(2) The 2025 Business Report, independent auditors' audit report, and the above-mentioned Financial Statements are attached hereto as the attachment (see attachment III).

Voting results:

Shares represented at the time of voting: 32,046,212

Voting Results*	% of the total represented share present
Votes in favour: 30,291,477 votes (9,795,113 votes)	94.524%
Votes against: 4,457 votes	0.014%

(10,357 votes)	
Votes invalid: 0 votes	0.00%
Votes abstained: 1,750,278 votes (1,737,277 votes)	5.462%

*including votes casted electronically (numbers in brackets)

Resolved, that the 2025 Business Report and Financial Statements be and hereby were accepted as submitted.

2. Adoption of the Proposal for 2025 Earning Distribution (Proposed by the Board of Directors)

Explanatory Notes:

(1) The Board has adopted a Proposal for Earning Distribution of 2025 in accordance with the Company Act and Articles of Association. Please refer to the 2025 PROFIT DISTRIBUTION TABLE as below indicated.

(2) 2025 net profit after tax is NT$ 618,163,303 after setting aside the legal reserve of NT$ 59,797,222 and retained earnings of re-measurement defined benefit plans NT$ 20,191,090 adding the beginning retained earnings of NT$ 220,936,083 and then get the un-appropriated retained earnings are NT$ 759,111,074 thus the board proposed dividend to ordinary shareholders is NT$ 264,463,415 will be entitled to receive a cash dividend of NT$5.0 per share.

(3) Upon the approval of the Annual Meeting of Shareholders, it is proposed that the Board of Directors be authorized to resolve the ex-dividend date, ex-rights date, and other relevant issues.

(4) In the event that, before the distribution record date, the proposed profit distribution is affected by an amendment to relevant laws or regulations, a request by the competent authorities, or a buyback of shares or issuance of new shares for transferring treasury shares to employees or for equity conversion in connection with domestic or overseas convertible corporate bonds or other convertible securities or employee stock options, it is proposed that the Board of Directors be authorized to adjust the cash and stock to be distributed to each share based on the number of actual shares outstanding on the record date for distribution.

(5) Please refer to the Profit Distribution Table as below indicated:

JPP Holding Company Limited

PROFIT DISTRIBUTION TABLE

Year 2025

(Unit: NTD $)

Items	Total
Beginning retained earnings	220,936,083
Add: net profit after tax 2025	618,163,303
Add: retained earnings of re-measurement defined benefit plans	(20,191,090)
Less: 10% legal reserve	(59,797,222)
: special reserve	(-)
Distributable net profit	759,111,074

Distributable items:	
Dividend to shareholders	(264,463,415)
Un-appropriated retained earnings	494,647,659
Notes:	

Voting results:
Shares represented at the time of voting: 32,046,212

Voting Results*	% of the total represented share present
Votes in favour: 30,267,393 votes (9,771,029 votes)	94.449%
Votes against: 28,541 votes (28,541 votes)	0.089%
Votes invalid: 0 votes	0.00%
Votes abstained: 1,750,278 votes (1,737,277 votes)	5.462%

*including votes casted electronically (numbers in brackets)

Resolved, that the above proposal be and hereby was approved as presented.

3. Amendment on the Company's "Articles of Association", please proceed to discuss in special resolution. (Proposed by the Board of Directors)
Explanatory Notes:
(1) In order to conform to the requirements of amendment on related attachment of the law "Taiwan Stock Exchange Corporation Rules Governing Review of Securities Listings", the company hereby proposes to amend the Articles of Association. The comparison table of the "Twelfth Amended and Restated Memorandum and Articles of Association" is attached hereto as the attachment IV.
(2) The amendment to the company's articles of association has been discussed and approved by the 7th meeting of the 5th board of directors and is submitted to the shareholders' meeting for approval by special resolution.

Voting results:
Shares represented at the time of voting: 32,046,212

Voting Results*	% of the total represented share present
Votes in favour: 30,291,312 votes (9,794,948 votes)	94.524%
Votes against: 4,622 votes (4,622 votes)	0.014%
Votes invalid: 0 votes	0.0%
Votes abstained: 1,750,278 votes (1,737,277 votes)	5.462%

*Including votes casted electronically (numbers in brackets)

Resolved, that the Twelfth Amended and Restated Memorandum and Articles of Association be and hereby was approved by Special Resolution as presented.

4. Amendment on "The Regulations Governing Procedure of Shareholders Meetings" of the Company. (Proposed by the Board of Directors)
Explanatory Notes:
(1) In order to conform to the requirements of amendment on related attachment of the law "Taiwan Stock Exchange Corporation Rules Governing Review of Securities Listings", the company hereby proposes to amend the Regulations Governing Procedure of Shareholders Meetings. Please refer to attachment V for details.
(2) The amendment to the Regulations Governing Procedure of Shareholders Meeting has been discussed and approved by the 8th meeting of the 5th board of directors and is submitted to the shareholders' meeting for further approval accordingly.

Voting results:
Shares represented at the time of voting: 32,046,212

Voting Results*		% of the total represented share present
Votes in favour:	30,293,398 votes (9,797,034 votes)	94.530%
Votes against:	4,706 votes (4,706 votes)	0.015%
Votes invalid:	0 votes	0.0%
Votes abstained:	1,748,108 votes (1,735,107 votes)	15.455%

*Including votes casted electronically (numbers in brackets)

Resolved, that "The Regulations Governing Procedure of Shareholders Meetings" of the Company be and hereby was approved as presented.

Motions

None.

Adjournment

As there was no further business the Chairman closed the meeting.

Confirmation

Signed as an accurate record of the proceedings of the meeting.

(Mr. Chung Kuo-Sung)
The Chairman

Recorder
Mr. Wang, Ying-Shu