Stock Code: 6994

Foxwell Power Co., Ltd.

2026 Second Extraordinary General Meeting of Shareholders

Meeting Handbook

Time:9:00 AM, August 28, 2026 (Friday)

Venue: 2F., No. 49, Sec. 4, Zhongyang Rd., Tucheng Dist., New Taipei City (Conference Room, Dingpu Building of Foxlink Group)

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Foxwell Power Co., Ltd.
Agenda of the 2026 First Extraordinary General Meeting of Shareholders

The method for convening of the shareholders' meeting: Physical shareholders’ meeting

Time: 9:00 AM, August 28, 2026 (Friday)

Venue: 2F., No. 49, Sec. 4, Zhongyang Rd., Tucheng Dist., New Taipei City
(Conference Room, Dingpu Building of Foxlink Group)

I. Call the meeting to order

II. Chairperson’s Remarks

III. Discussion

Proposal to amend parts of the Company's "Articles of Incorporation."

IV. Election Items

By-election for 3 seats of Directors.

V. Other Matters

Proposal to Release the New Directors and Their Corporate Representatives from Non-competition Restrictions.

VI. Extraordinary Motions

VII. Adjournment

【Discussion】

Proposal 1 (proposed by the board of directors)

Proposal:To amend parts of the Company's "Articles of Incorporation," submitted for deliberation.

Description:1.According to the letter from the Ministry of Economic Affairs dated May 26, 2026 (Ref No. Jing-Shou-Neng-Zi-11400344410), the Company was issued a specific electricity supply business license. Therefore, new business scope items are added to the Articles of Incorporation.

2.Please refer to Attachment 1 for the Comparison Table of the Articles of Incorporation Before and After Amendment.

Resolution:

【Election Items】

Proposal 1(proposed by the board of directors)

Proposal:By-election for 3 seats of Directors, submitted for election.

Description:1.Shinfox Energy Co., Ltd., a corporate director of the Company, transferred more than one-half of the shares it held at the time of election during its term of office. According to Article 197 of the Company Act, its director position was automatically dismissed on July 3, 2026.

2.Due to the dismissal of the aforementioned corporate director, the vacancy in the Company's Board of Directors reached 3 seats, which constitutes one-third of the total seats. According to Article 201 of the Company Act, the Board of Directors shall convene an extraordinary general meeting of shareholders within sixty days to conduct a by-election.

3. The term of office of the newly elected directors in this by-election shall commence from the date of election at the extraordinary general meeting, from August 28, 2026, to May 21, 2029.

4. According to the Company's Articles of Incorporation, the election of directors adopts a candidate nomination system. Please refer to Attachment 2 for the list of director candidates.

Election Results:

【Other Items】

Proposal 1 (Proposed by the Board of directors)

Proposal ：To release Directors and their corporate representatives from non-compete restrictions, submitted for deliberation.

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.If the directors and their corporate representatives invest in or operate other companies with the same or similar business scope as the Company, provided that the interests of the Company are not damaged, it is proposed to submit to this extraordinary general meeting of shareholders for approval to release the directors and their corporate representatives from non-compete restrictions. Please refer to Attachment 3 for the detailed list of non-compete releases.

Resolution:

【Extempore Motions】

【Adjournment】

[Attachment 1]

Foxwell Power Co., Ltd.
Comparison Table of the Articles of Incorporation Before and After Amendment

Before Amendment	After Amendment	Reason for Amendment
Article 2: The Company shall engage in the following businesses: 1. D101091 Renewable Energy Electricity Retailing. 2. D401010 Thermal Energy Supply. 3. E599010 Pipe Installing. 4. E601010 Electricity Appliance Installing. 5. E601020 Electric Appliance Installation. 6. E602011 Refrigeration and Air Conditioning Engineering. 7. E603010 Cable Installation Engineering. 8. E603040 Fire Safety Equipment Installation Engineering. 9. E603050 Automatic Control Equipment Engineering. 10. E603090 Illumination Equipment Installation Engineering. 11. E604010 Machinery	Article 2: The Company shall engage in the following businesses: 1. D101091 Renewable Energy Electricity Retailing. 2. D101101 Specific Electricity Supply. 3. D401010 Thermal Energy Supply. 4. E599010 Pipe Installing. 5. E601010 Electricity Appliance Installing. 6. E601020 Electric Appliance Installation. 7. E602011 Refrigeration and Air Conditioning Engineering. 8. E603010 Cable Installation Engineering. 9. E603040 Fire Safety Equipment Installation Engineering. 10. E603050 Automatic Control Equipment Engineering. 11. E603090 Illumination Equipment Installation	In accordance with the letter from the Ministry of Economic Affairs dated May 26, 2026 (Ref No. Jing-Shou-Neng-Zi-11400344410), the Specific Electricity Supply Business License was issued.

Installation. 12. E605010 Computer Equipment Installation. 13. EZ05010 Instrument and Meters Installation Engineering. 14. EZ15010 Heat Insulating and Cold Insulating Installation Engineering. 15. EZ99990 Other Engineering. 16. F113110 Wholesale of Batteries. 17. F213010 Retail Sale of Electrical Appliances. 18. F218010 Retail Sale of Computer Software. 19. F399040 Non-store Retail Sale. 20. F401010 International Trade. 21. I103060 Management Consulting. 22. I199990 Other Consultant Services. 23. I301010 Software Design Services. 24. I301020 Data Processing Services. 25. I301030 Electronic Information Supply Services. 26. IG02010 Research and Development Services. 27. IG03010 Energy Technical	Engineering. 12. E604010 Machinery Installation. 13. E605010 Computer Equipment Installation. 14. EZ05010 Instrument and Meters Installation Engineering. 15. EZ15010 Heat Insulating and Cold Insulating Installation Engineering. 16. EZ99990 Other Engineering. 17. F113110 Wholesale of Batteries. 18. F213010 Retail Sale of Electrical Appliances. 19. F218010 Retail Sale of Computer Software. 20. F399040 Non-store Retail Sale. 21. F401010 International Trade. 22. I103060 Management Consulting. 23. I199990 Other Consultant Services. 24. I301010 Software Design Services. 25. I301020 Data Processing Services. 26. I301030 Electronic Information Supply Services.	

Services. 28. IZ99990 Other Industry and Commerce Services. 29. ZZ99999 All business items that are not prohibited or restricted by law, except those that require special permits.	27. IG02010 Research and Development Services. 28. IG03010 Energy Technical Services. 29. IZ99990 Other Industry and Commerce Services. 30. ZZ99999 All business items that are not prohibited or restricted by law, except those that require special permits.	
Article 27: These Articles of Incorporation were established on June 18, 2019. 1st amendment on Nov 11, 2019. 2nd amendment on Dec 09, 2019. 3rd amendment on Mar 30, 2020. 4th amendment on Oct 26, 2020. 5th amendment on Nov 25, 2021. 6th amendment on Apr 14, 2023. 7th amendment on Nov 02, 2023. 8th amendment on May 21, 2025.	**Article 27:** These Articles of Incorporation were established on June 18, 2019. 1st amendment on Nov 11, 2019. 2nd amendment on Dec 09, 2019. 3rd amendment on Mar 30, 2020. 4th amendment on Oct 26, 2020. 5th amendment on Nov 25, 2021. 6th amendment on Apr 14, 2023. 7th amendment on Nov 02, 2023. 8th amendment on May 21, 2025. 9th amendment on Aug 28, 2026.	Added the date of amendment.

[Attachment 2]

List of Director Candidates

Name	Education	Experience	Shareholding
LEADSUN GREENTECH CORPORATION Representative: Li-Chen Lin (Female)	Master's Degree	1. Chairperson, LEADSUN GREENTECH CORPORATION 2. Founder PCL TransAsia Law Offices 3. Chairperson, LeadSun International Development Co., Ltd. 4. Director, Zhong Zhang Co., Ltd. 5. Chairperson, Leidian Energy Co., Ltd.	2,917,000
LEADSUN GREENTECH CORPORATION Representative: Kun-Huang Lin (Male)	Bachelor's Degree	Special Assistant to the Chairman's Office, CHENG UEI PRECISION INDUSTRY CO., LTD.	2,917,000
Sheng Feng Capital Co., Ltd. Representative: Jheng-Ciang Sun (Male)	Master's Degree	1. Chairman, OFCO INDUSTRIAL CORPORATION (5011-TW) 2. General Manager, TMP STEEL CORPORATION (6248-TW) 3.Manager, Investment Department, China Development Industrial Bank / China Development Asset Management Corp.	660,000
Est-Tender Optoelectronics Corporation	N/A	N/A	320,000
GRENERGY ENTERPRISE CO., LTD.	N/A	N/A	320,000
Smart K Investment Co., Ltd.	N/A	N/A	1,225,714
SHINFOX ENERGY CO., LTD.	N/A	N/A	12,843,000

[Attachment 3]

Concurrent Positions of Directors / Independent Directors in Other Companies

Director (Independent Director) Name	Concurrent Company Name & Position	Permitted Items of Competing Business	Permitted Period of Competing Business
LEADSUN GREENTECH CORPORATION Representative: Li-Chen Lin	•Founder PCL TransAsia Law Offices • Director, LeadSun Investment & Asset Management Limited • Director, LeadSun Holding Corp. • Director, LeadSun WINION Limited • Director, LeadSun KCIS Limited • Director, Grateful Fortune Limited •Chairperson, LeadSun International Development Co., Ltd. • Chairperson, Zhitai Investment Co., Ltd. • General Partner Representative, Li-Shen Smart Joint Venture • Chairperson, Leadsun Wind & Solar Co., Ltd. • Chairperson, Changyuan Wind Power Ltd. • Chairperson, Beiyuan Wind Power Ltd. • Chairperson, Xing Wei Power Co., Ltd. • Chairperson, LeadSun Greentech Corporation • Chairperson, LeadsunFox Greenergy Investment Co., Ltd. • Chairperson, Xiangyin Sustainable Co., Ltd. • Chairperson, Xiangyin Green Energy Co., Ltd. • Chairperson, TSWEN YANG INDUSTRIAL CO., LTD.	Companies with a business scope identical or similar to that of the Company	During the term of office as a director of the Company

	• Chairperson, Li-Shen Asset Management Co., Ltd. ◦ • Chairperson, Guangjing Technology Co., Ltd. • Chairperson, JANDO INTERNATIONAL CO., LTD. • Chairperson, Lioufu Co., Ltd. • Chairperson, Leadsun Liuhe Power Co., Ltd. • Chairperson, Leadsun Seven Seas Power Corporation • Chairperson, Lih Tai Energy Co., Ltd. • Chairperson, Summer Solstice Energy Co., Ltd. • Chairperson, Lili Energy Co., Ltd. • Chairperson, Ridun Green Energy Co., Ltd. • Chairperson, LA FOURRURE BIOTECH INC. • Chairperson, Libon Fangyuan Photovoltaic Co., Ltd • Chairperson, Xin Xin Sustainable Energy Co., Ltd. • Chairperson, Meixin Optoelectronic Co., Ltd. • Chairperson, Lian Xin Energy Co., Ltd. •Independent Director, YANKEY ENGINEERING CO., LTD. •Independent Director, GIGA-BYTE TECHNOLOGY CO., LTD. •Director, Central Pictures Corporation •Director, Synergy Co., Ltd. •Director, Hsin-Hua Charity Foundation •Supervisor, Cerulean Asset Management Co., Ltd. • Chairperson, LEADSUN RENEWABLE (VIETNAM) COMPANY LIMITED		

LEADSUN GREENTECH CORPORATION Representative: Kun-Huang Lin	Legal Representative/Chairman, Dongguan Fuqiang Electronics Co., Ltd. Legal Representative/Chairman, Fuqiang Electronics (Yancheng) Co., Ltd. Legal Representative/Director/President, Fugang Electric (Ma'anshan) Co., Ltd. Legal Representative/Director/President, Fuqiang Electronics (Ma'anshan) Co., Ltd. Legal Representative, Fujixiang Electronics (Kunshan) Co., Ltd. Legal Representative/Chairman, Glorytek (Yancheng) Co., Ltd. Legal Representative/Chairman, Glory Science (Yancheng) Co.,Ltd. Legal Representative/Executive Director, Rhoson Corporation (Yancheng) Legal Representative/Executive Director, Glory Optics (Yancheng) Co., Ltd. Legal Representative/Chairman, Dongguan Fuwei Electronics Co., Ltd. Legal Representative/Chairman, Weihai Fukang Electronic Co., Ltd. Legal Representative/Chairman, Dong Guan Fu Zhang Precision Industry Ltd. Legal Representative/Chairman, Dongguan Hanyang Computer Co., Ltd. Legal Representative/Chairman, Kunshan Fugang Electric Trading Co.,Ltd. Legal Representative, Kunshan Jiuwei Info Tech Co., Ltd. Legal Representative, Fox Nam Energy Co., Ltd. Legal Representative, Chengdu Xinfuwei Energy Co., Ltd.	Companies with a business scope identical or similar to that of the Company	During the term of office as a director of the Company

	Executive Director/Legal Representative/President, Kunshan Fugang Investment Co., Ltd. Vice Chairman, Data Technology Co., Ltd. Director, CMPC Cultural and Creative Co., Ltd. Director, Central Pictures Corporation Director, Central Motion Picture Corporation Director, CU International Ltd. Director, Fugang Electronic (Dongguan) Co., Ltd. Director/Legal Representative/President, Fugang Electric (Kunshan) Co., Ltd. Chairman, Fu-Wei International Investment Co., Ltd. Director, Yi-Zheng Co., Ltd. Chairman/Legal Representative, Suzhou Kenarui Automotive Technology Co., Ltd. Director, Xunqiang Communication Technology Co., Ltd. Director, Culink International Ltd. Director, Darts Technologies Corporation Director/Legal Representative/President, Foxlink Industrial (Tianjin) Co., Ltd. Director/Legal Representative/President, Fujiwan Electric Power (Tianjin) Co., Ltd. Director, FIT Holding Co., Ltd. Director, Shih Fong Power Co., Ltd. Director, Glory Tek (BVI) Co., Ltd. Director, Glory Optics (BVI) Co., Ltd. Director, Glory Tek (Samoa) Co., Ltd. Director, Glorytek Science India Private Limited Director, New Start Industries Ltd. Director, Value Success Limited Director, Capital Guardian Limited		

	Director, Well Shin Technology Co., Ltd. Director, Tai-Fu International Investment Co., Ltd. Director, Fu-Lian International Investment Co., Ltd. Director, Fu-Lin International Investment Co., Ltd. Director, Foxlink Taiwan Industry Co., Ltd. Director, ACCU-Image Technology Limited Director, Straight A Inc. Director, Jing-Jing Technology Co., Ltd. Director, STUDIO A Inc. Chairman, VA Product Inc. Director, STUDIO A Technology Limited Director, Ashop Co., Ltd. Director, Shanghai Fugang Electronic Trade Co., Ltd. Director, Shinfox Natural Gas Co., Ltd. Chairman/President, Shinfox Energy Co., Ltd. Chairman, Shinfox Far East Company PTE Ltd. Chairman/President, Changpin Wind Power Ltd. Director, Eastern Rainbow Green Energy Environmental Technology Co., Ltd. Director, Trinity Investment Co., Ltd. Director/Legal Representative/President, Foxlink Da Nang Electronics Co., Ltd. Director, Dahua Technology USA Inc. Director, Deep Waters Digital Support Inc. Chairman, Central Pictures Management Consultants. Co. Ltd. Chairman, Fresh Air Movie Corp Ltd.		

	Chairman, Great Show Creative&Entertainment Corp. Director, Foxlink Myanmar Company Limited Director, Foxlink Technology Limited Director, Power Channel Limited Director, Sinobest Brothers Limited Director, World Circuit Technology (Hong Kong) Limited Director, Foxlink India Electric Private Limited Director, Foxlink Technical India Private Limited Director, Luminys Systems Corp. Director, Ubilink.AI CO., Ltd. Chairman, Shinfox Far East (Taiwan) Co., Ltd. Chairman, Microlink Communications Inc. Chairman, Billion Sun Energy Storage Technologies Inc. Director, Smart Power System Co., Ltd. Director, Synergy Co., Ltd. Director, Tegna Electronics Private Limited Chief Accounting Officer, World Circuit Technology Co., Ltd. Microlink Da Nang Communications Company Limited Director Director, Foxlink Da Nang Technology Company Limited Chairman, SFE Hercules Company Corporation Director, POWER Quotient Technology (Yancheng) Co., Ltd. Chairman, SFE Developer Company Corporation		

	President, Fujinon Electronics (Kunshan) Co., Ltd. President, Shinfox Energy Co., Ltd. Special Assistant, Chairman's Office, Cheng Uei Precision Industry Co., Ltd. Supervisor, Youde Wind Power Co., Ltd.		
Sheng Feng Capital Co., Ltd. Representative: Jheng-Ciang Sun	Chairman, EST-TENDER OPTOELECTRONICS CORPORATION (6588-TW) Chairman, LOGAH TECHNOLOGY CORPORATION (3593-TW) Chairman, GRENERGY ENTERPRISE CO., LTD Chairman, Infinity Communication Tech. Inc. Chairman, TOPLUS GLOBAL CO., LTD. (3522-TW) Chairman, DingXian Co., Ltd./ AROMATIC ENTERPRISES CO., LTD	Companies with a business scope identical or similar to that of the Company	During the term of office as a director of the Company
Rui-Chu Chen	Representative, Chu-Chu Labor Law Consultant Co., Ltd. Independent Director, Yi Chun Green Technology Co., Ltd. Independent Director, Iscom Online International Information Inc. Independent Director, Inventec Group - Inventec Besta Co., Ltd.	Companies with a business scope identical or similar to that of the Company	During the term of office as a director of the Company

[Appendix 1]

Articles of Incorporation of Foxwell Power Co., Ltd.

Chapter 1 General Provisions

Article 1: the Company shall be incorporated in accordance with the Company Act. The Company is named 富威電力股份有限公司 in Chinese and Foxwell Power Co., Ltd. in English.

Article 2: the Company engages in the following businesses:

1. D101091 Renewable-Energy-Based Electricity Retailing Enterprise
2. D401010 Thermal Energy Supply
3. E599010 Piping Engineering
4. E601010 Electric Appliance Construction
5. E601020 Electric Appliance Installation
6. E602011 Refrigeration and Air Conditioning Engineering
7. E603010 Cable Installation Engineering
8. E603040 Fire Safety Equipment Installation Engineering
9. E603050 Automatic Control Equipment Engineering
10. E603090 Lighting Equipment Construction
11. E604010 Machinery Installation
12. E605010 Computer Equipment Installation
13. EZ05010 Instrument and Meters Installation Engineering
14. EZ15010 Warming and Cooling Maintenance Construction
15. EZ99990 Other Engineering
16. F113110 Wholesale of Batteries
17. F213010 Retail Sale of Electrical Appliances
18. F218010 Retail Sale of Computer Software

19. F399040 Retail Sale No Storefront

20. F401010 International Trade

21. I103060 Management Consulting

22. I199990 Other Consulting Services

23. I301010 Information Software Services

24. I301020 Data Processing Services

25. I301030 Electronic Information Supply Services

26. IG02010 Research and Development Services

27. IG03010 Energy Technical Services

28. IZ99990 Other Industrial and Commercial Services

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

Article 3: the Company shall have its head office in New Taipei City and may establish branches domestically or overseas when necessary by resolution of the Board of Directors.

Article 3-1: the Company may make external guarantees and reinvest in other businesses for business needs. The amount of reinvestment by the Company is not subject to Article 13 of the Company Act, which stipulates that the total investment may not exceed 40% of its paid-in capital.

Article 4: all public announcements by the Company shall be handled in accordance with Article 28 of the Company Act.

Chapter 2 Shareholding

Article 5: the total registered capital of the Company shall be set as NT$2,000,000,000 divided into 200,000,000 shares each with a par value of NTD10. The Board of Directors is authorized to release further tranches of unissued shares.

NT$20,000,000 of the aforementioned total registered capital, totaling 2,000,000 shares, shall be retained for the issuance of employee stock options, which may be issued in tranches by a resolution of the Board of Directors.

For the Company’s issuance of employee stock options, transfer of treasury stock to employees, issuance of new shares with a certain percentage reserved for employee subscription in accordance with the law, and issuance of employee restricted stock, the employees entitled to subscribe include those of the company’s parents or subsidiaries who meet certain specific requirements. The Board of Directors is authorized to determine these requirements and the subscription approach.

If the Company issues employee stock options at a subscription price lower than the market price, these options may only be issued if approval is granted by a Shareholders’ Meeting attended by shareholders holding at least 50% of issued shares and by more than two-thirds of the shareholders in attendance.

If the Company transfers treasury stocks to employees at a subscription price lower than the average price at which the Company bought back stocks, these stocks may only be transferred if approval is granted by a Shareholders’ Meeting attended by shareholders holding at least 50% of issued shares, and by more than two-thirds of the shareholders in attendance.

Article 6: share certificates of the Company shall bear the names of their shareholders, be signed by or affixed with personal seals of Directors representing the Company, and duly signed and authenticated before issue. The Company is exempted from issuing any physical share certificates, provided that shares exempted from printing are registered with the Taiwan Depository and Clearing Corporation.

Article 7: the registration of the transfer of shares of the Company shall not be made within 60 days prior to the convening date of a regular Shareholders' Meeting, or within 30 days prior to the convening date of a special Shareholders' Meeting, or within 5 days prior to the record date for the distribution of dividends, bonuses or other benefits by the Company.

Chapter 3 Shareholders' Meeting

Article 8: there are two types of Shareholders’ Meetings, general meetings and extraordinary meetings. General meetings shall be held annually within 6 months of the end of each fiscal year. Extraordinary meetings shall be convened in accordance with the relevant laws whenever necessary.

Article 9: the Shareholders’ Meeting may proceed via video conferencing. Shareholders who participate in the meeting by such means shall be deemed to have attended such meeting in person.

Article 10: if a shareholder is unable to attend the Shareholders’ Meeting for any reason, they may appoint a proxy to attend the meeting by providing the proxy form, which is printed by the Company, states the scope of the proxy's authorization and shall be signed or sealed. In addition to the provisions of the preceding paragraph, the proxy appointment shall be handled in accordance with the “Regulations Governing the Use of Proxies for Attendance at Shareholder situation Meetings of Public Companies” promulgated by the competent authority.

When the Company is listed on TWSE/TPEx, it is required, when convening a Shareholders' Meeting, to include electronic means as one of the channels for shareholders to exercise their voting rights in accordance with the Company Act.

Article 11: unless otherwise provided by the Company Act, all resolutions of a Shareholders’ Meeting of the Company shall be passed, at a meeting attended by shareholders holding at least 50% of the issued capital stock, by more than 50% of the shareholders attending the meeting.

Article 12: unless otherwise provided by laws and regulations, a shareholder of the Company shall be entitled to one vote for each share held.

Article 13: resolutions adopted at a Shareholders' Meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the chairperson of the meeting and shall be distributed to all shareholders of the company within 20 days after the close of the meeting. The meeting minutes as required in the preceding paragraph may be produced and distributed in electronic form. The distribution of the minutes of the Company’s Shareholders' Meeting may be effected by means of a public notice.

Chapter 4 Directors and Supervisors

Article 14: the Company shall have 5 to 9 directors, each serving a three-year term. Directors may be eligible for re-election.

The Company adopts a candidates nomination system for the election of its directors. The shareholders of the Company shall elect the directors from among the nominees listed in the roster of candidates. According to the provisions outlined in the Securities and Exchange Act, it is stipulated that within the aforementioned number of directors, there must be at least two independent directors, comprising no less than one-fifth of the total number of directors. The professional qualifications, restrictions on shareholdings and concurrent positions held, method of nomination and election, and other matters with respect to independent directors shall be handled in accordance with relevant regulations prescribed by the Competent Authority.

The Company adopts a cumulative voting system for the election of directors. Each share will have the same number of voting rights as the number of directors to be elected and the total number of votes per share may be consolidated for election of one candidate or may be split for election of two or more candidates. A candidate to whom the ballots cast represent a prevailing number of votes shall be deemed a director elect.

When the Company is listed on TWSE/TPEx, it shall establish an Audit Committee to replace supervisors in accordance with Article 14-4 of the Securities and Exchange Act. The Audit Committee shall be composed of the entire number of independent directors. It shall not be fewer than 3 persons in number, one of whom shall be the convenor and at least one of whom shall have accounting or financial expertise.

The Company may establish other functional committees, whose organizational charter shall be established by the Board of Directors.

Article 15: the Board of Directors shall be organized by directors, and a chairman of the Board of Directors shall be elected from among the directors by a majority vote at a meeting attended by over two-thirds of the directors. The Chairman shall externally represent the Company.

Article 16: the reason for convening the Board meeting shall be stated and notified to all directors 7 days in advance. In the case of an emergency, a meeting of the Board of Directors may be convened at any time.

The notice set forth in the preceding paragraphs may be effected by means of writing, electronic transmission, or fax.

Article 17: unless otherwise provided for in 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. A director who is unable to attend the meeting may appoint another director as a proxy to attend the meeting by providing a proxy form stating the scope of the proxy's authorization. However, a director may only serve as a proxy for one other director.

Article 18: the Board of Directors shall be chaired by the Chairman. If the Chairman is on leave, absent or unable to exercise his authority and powers for any cause, the individual who acts on his or her behalf shall be appointed in accordance with Article 208 of the Company Act.

Article 19: the Company may procure directors liability insurance to cover liabilities resulting from the exercise of their duties during their terms of directorship. The acquisition of such insurance shall be reported at the most recent Board meeting following its procurement.

Article 20: the Board of Directors is authorized to determine the remuneration paid to the Chairman and directors based on the degree of their operating performance and contributions to the Company, as well as general standards in the industry.

Chapter 5 Managerial Officer

Article 21: the Company may appoint several managerial officers. The appointment, dismissal, and remuneration of managerial officers shall be handled in accordance with Article 29 of the Company Act.

Chapter 6 Accounting

Article 22: upon the closing of each fiscal year, the Board of Directors shall prepare the following documents and shall forward the same to the general Shareholders' Meeting for ratification:

(1) Business Report;

(2) Financial Statements;

(3) Proposals for Earnings Distribution or Deficit Coverage.

Article 23: if the Company earns a profit for the year (the so-called profit refers to the profit before tax deducted by the profit before the distribution of employees' and directors' remuneration), it shall allocate over 6% of the profit before tax as employees' remuneration, of which no less than 2% of the profit shall be used as remuneration for entry-level employees. The Board of Directors may resolve to distribute it in the form of shares or cash. Employees entitled to the distribution include those of the company's parents or subsidiaries who meet certain specific requirements. The Company may allocate no more than 3% of the aforementioned profit as directors' remuneration, which shall be resolved by the Board of Directors. The proposal for the distribution of employees' and directors' remuneration shall be reported to the Shareholders' Meeting.

However, if the Company suffers accumulated losses, it shall first retain an appropriate amount for offsetting such losses then allocate employees' and directors' remuneration based on the ratios stipulated in the preceding Paragraph.

Article 24: For any earnings in the annual account, the Company shall, as required by law, first extract and offset the accumulative deficit. Next, it shall extract the 10% legal reserve. However, this provision does not apply if the amount of legal reserves has reached the total paid-in capital of the Company. In addition, after extracting or reversing special reserves as required by law, the surplus and the beginning balance of the accumulated undistributed earnings shall be accounted as distributable earnings. The Board of Directors shall prepare the proposal for earning distribution and submit it to the Shareholders' Meeting for resolution.

Dividends, bonuses, legal reserve, and capital reserve, whether in whole or in part, may be paid in cash after a resolution has been adopted by a majority vote at a meeting of the Board of Directors attended by two-thirds of the total number of directors; and in addition, thereto, a report of such distribution shall be submitted to the Shareholders' Meeting.

Chapter 7 Supplementary Provisions

Article 25: the Company's dividend policy is based on the Company's profitability, future operating development and protection of shareholders' rights and interests, etc. Dividends shall be paid in accordance with the provisions of the Articles of Incorporation. The Board of Directors shall propose the distribution of earnings, depending on the Company's capital, financial structure, operating conditions and earnings considerations at the time. It shall be no less than 10% of the profit after tax for the current year as dividends to shareholders. The way of capital increase from earnings or cash dividends may be adopted for a balanced and stable dividend policy. However, cash dividends shall not be less than 10% of the total dividends.

Article 26: any matter not provided for by these Articles shall be subject to the provisions of the Company Act.

Article 27: these Articles of Incorporation were established on June 18, 2019.

The first amendment was made on November 11, 2019.

The second amendment was made on December 9, 2019.

The third amendment was made on March 30, 2020.

The fourth amendment was made on October 26, 2020.

The fifth amendment was made on November 25, 2021.

The sixth amendment was made on April 14, 2023.

The seventh amendment was made on November 2, 2023.

The eighth amendment was made on May 21, 2025.

[Appendix 2]

Foxwell Power Co., Ltd.

Rules for Election of Directors

Article 1 The election of the Company's directors shall be conducted in accordance with these Rules, unless otherwise provided by laws and regulations or the Company's Articles of Incorporation.

Article 2 The Company adopts a cumulative voting system for the election of directors. Each share shall have voting rights equivalent to the number of directors to be elected, and such voting rights may be concentrated on one candidate or distributed among several candidates.

Article 3 The Company's directors (including independent directors) shall be elected through a candidate nomination system.

In accordance with the number of seats specified in the Company's Articles of Incorporation, the voting rights for independent directors and non-independent directors shall be calculated separately. Candidates who receive voting rights representing a higher number of votes shall be elected in sequence. If two or more candidates receive the same number of votes and exceed the specified quota, the winner shall be determined by drawing lots; the Chair shall draw lots on behalf of any candidate who is not present.

Article 4 The qualifications of the Company's independent directors shall be in compliance with the provisions of Articles 2, 3, and 4 of the "Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies".

The selection of the Company's independent directors shall be in compliance with the provisions of 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/TPEx Listed Companies".

Article 5 The Board of Directors shall prepare ballots equivalent to the number of directors to be elected, with their respective number of voting rights indicated. These shall be distributed to the shareholders attending the shareholders' meeting. The attendance card numbers printed on the ballots may be used to represent the names of the electors.

Article 6 Before the election begins, the Chair shall appoint several scrutineers and vote counters, who must also be shareholders, to perform their respective duties. The ballot boxes shall be prepared by the Board of Directors and opened and inspected by the scrutineers in public before voting begins.

Article 7 A ballot shall be invalid under any of the following circumstances:

1. The ballot was not prepared by the person with the right to convene the meeting.
2. A blank ballot is placed in the ballot box.
3. The writing is blurred and illegible or has been altered.
4. The candidate filled in is found to be inconsistent with the list of director candidates.
5. Any words other than the allocated number of voting rights are written on the ballot.

Article 8 If the total allocated voting rights are less than the voting rights held by the elector, the shortfall shall be deemed as a waiver.

Article 9 After the voting is completed, the ballots shall be opened in public, and the results shall be announced by the Chair on the spot.

Article 10 For matters not provided in these Rules, they shall be handled in accordance with the Company Act, Securities and Exchange Act, other relevant laws and regulations, the Company's Articles of Incorporation, or the Chair's instructions.

Article 11 These Rules shall take effect after having been approved by a Shareholders' Meeting. Subsequent amendments thereto shall be effected in the same manner.

These Rules were established on December 9, 2019.

The first amendment was made on November 2, 2023.

[Appendix 3]

Foxwell Power Co., Ltd.
Rules of Procedure for Shareholders' Meetings

Article 1 The rules of procedures for the Company's Shareholders' Meetings, except as otherwise provided by law and regulation, shall be as provided in these Rules.

Article 2 Unless otherwise provided by the laws, the Company's Shareholders' Meeting shall be convened by the Board of Directors.

Unless otherwise provided in the 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 the Company 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.

The Company shall prepare electronic files of the notice of meeting, proxy form, explanatory materials relating to proposals for ratification, discussion, election or dismissal of directors, and other matters on the Shareholders' Meeting agenda, and upload them to the Market Observation Post System (MOPS) before 30 days before a regular Shareholders' Meeting or before 15 days before a special Shareholders' Meeting, . The Company shall prepare electronic versions of the Shareholders' Meeting handbook and supplemental materials and upload them to the Market Observation Post System (MOPS) before 21 days before the date of a regular Shareholders' Meeting or before 15 days before the date of a special Shareholders Meeting. If, however, the Company 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. The Company shall also have prepared the Shareholders' Meeting handbook and supplemental meeting materials before 15 days before the date of the Shareholders' Meeting, and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby.

The Company shall make the meeting handbook and supplemental meeting materials in the preceding paragraph available to shareholders for review in the following manner on the date of the Shareholders' Meeting:

1. For physical Shareholders' Meetings, 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 or supervisors, 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 the Company Act, Articles 26-1 and 43-6 of the Securities Exchange Act, Articles 56-1 and 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.

Where re-election of all directors and supervisors as well as their inauguration date is stated in the notice of the reasons for convening the Shareholders' Meeting, after the completion of the re-election in said meeting such inauguration date may not be altered by any extraordinary motion or otherwise in the same meeting.

A shareholder holding one percent or more of the total number of issued shares may submit to the Company a proposal for discussion at a regular Shareholders' Meeting.

The number of proposals so proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. 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 may propose a recommendation for urging the corporation to promote public interests or fulfill its social responsibilities, provided procedurally the number of proposals so proposed is limited only to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item will be included in the meeting agenda.

Article 3 A shareholder may appoint a proxy to attend a Shareholders' Meeting in his/her/its behalf by executing a proxy form, printed by the Company and stating therein the scope of power authorized to the proxy.

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

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

After a proxy form has been delivered to the Company, if the shareholder wishes to attend the Shareholders' Meeting online, a written notice of proxy cancellation shall be submitted to the Company before 2 days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

Article 4 The venue for a Shareholders' Meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a Shareholders' Meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m. Full consideration shall be given to the opinions of the independent directors with respect to the place and time of the meeting.

The restrictions on the place of the meeting shall not apply when the Company convenes a virtual-only Shareholders' Meeting.

Article 5 The Company 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. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.

The Company shall furnish the attending shareholders with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in.

The Company shall furnish attending shareholders with the meeting handbook, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors or supervisors, 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 the Company 2 days before the meeting date.

In the event of a virtual Shareholders' Meeting, the Company shall upload the meeting handbook, annual report and other meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

Article 6 To convene a virtual Shareholders' Meeting, the Company shall include the follow particulars in the Shareholder's Meeting notice:

1. How shareholders attend the virtual meeting and exercise their rights.
2. Actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events, at least covering the following particulars:
   (1) To what time the meeting is postponed or from what time the meeting will resume if the above obstruction continues and cannot be removed, and the date to which the meeting is postponed or on which the meeting will resume.
   (2) Shareholders not having registered to attend the affected virtual Shareholders' Meeting shall not attend the postponed or resumed session.
   (3) 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 Shareholders' 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.
   (4) Actions to be taken if the outcomes 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. Except in the circumstances set out in Article 44-9, paragraph 6 of the Regulations Governing the Administration of Shareholder Services of Public Companies, it shall at least provide the

shareholders with connection facilities and necessary assistance, and specify the period during which shareholders may apply to the company and other related matters requiring attention.

Article 7 If a Shareholders' Meeting is convened by the Board of Directors, the meeting shall be chaired by the chairman of the Board. When the chairman of the Board is on leave or for any reason unable to exercise the powers of the chairman, the vice chairman shall act in place of the chairman; if there is no vice chairman or the vice chairperson also is on leave or for any reason unable to exercise the powers of the vice chairman, the chairman 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 chairman does not make such a designation, the managing directors or the directors shall select from among themselves one person to serve as chair.

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

It is advisable that Shareholders' Meetings convened by the Board of Directors be chaired by the Chairman of the Board in person and attended by a majority of the directors, at least one supervisor in person, and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes.

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

The Company may appoint its attorneys, certified public accountants, or related persons retained by it to attend a Shareholders' Meeting in a non-voting capacity.

Article 8 The Company shall make an uninterrupted audio and video recording of the proceedings of the Shareholders' Meeting, and the record materials shall be retained for at least one year. If a shareholder files a lawsuit pursuant to Article 189 of the Company Act however, the recording shall be retained until the conclusion of the litigation.

Where a Shareholders’ Meeting is held online, the Company shall keep records of shareholder registration, sign-in, check-in, questions raised, votes cast and results of votes counted by the Company, 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 the Company 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, the Company is advised to audio and video record the back-end operation interface of the virtual meeting platform.

Article 9 Attendance at Shareholders' Meeting 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 chairperson shall declare the meeting adjourned. In the event of a virtual Shareholders Meeting, the Company 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 one month. In the event of a virtual Shareholders' Meeting, shareholders intending to attend the meeting online shall re-register to the Company 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 chairperson may resubmit the tentative resolution for a vote by the Shareholders' Meeting pursuant to Article 174 of the Company Act.

Article 10 If a Shareholders' Meeting is convened by the Board of Directors, the meeting agenda shall be set by the Board of Directors. Votes shall be cast on each separate proposal in the agenda (including extraordinary motions and amendments to the original proposals set out in the agenda). The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the Shareholders' Meeting.

The provisions of the preceding paragraph apply mutatis mutandis to a Shareholders' meeting convened by a party with the power to convene that is not the Board of Directors.

The chairperson 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 chairperson 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.

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

Article 11 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 chairperson. 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 chairperson, 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 chairperson and the shareholder that has the floor; the chairperson shall stop any violation.
When a juristic person shareholder appoints two or more representatives to attend a Shareholders' Meeting, only one of the representatives so appointed may speak on the same proposal.

After an attending shareholder has spoken, the chairperson 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 chairperson 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 Voting at Shareholders' Meeting shall be calculated based on numbers of shares.
With respect to resolutions of Shareholders' Meetings, the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares.

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

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

With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed 3% 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 the Company 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. However, the shareholder will be deemed to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting; it is therefore advisable that the Company avoid the submission of extraordinary motions and amendments to original proposals.

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

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

Except as otherwise provided in the Company Act and in the Company's Articles of 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, the chairperson or a person designated by the chairperson shall first announce the total number of voting rights represented by the attending shareholders, 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 chairperson 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 chairperson, provided that all monitoring personnel shall be shareholders of the Company.

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 the Company convenes a virtual Shareholders' Meeting, after the chairperson 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 chairperson announces the voting session ends, and results of votes and elections shall be announced immediately.

When the Company 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 2 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 The election of directors at a Shareholders' Meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, 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 the names of directors not elected and number of votes they received.

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 a shareholder files a lawsuit pursuant to Article 189 of the Company Act however, the recording shall be retained until the conclusion of the litigation.

Article 15 Resolutions adopted at a Shareholders' Meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the chairperson of the meeting and shall be distributed to all shareholders of the company within 20 days after the close of the meeting. The meeting minutes may be produced and distributed in electronic form.

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

Article 16 The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chairperson'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 or supervisors. The minutes shall be retained for the duration of the existence of the Company.

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 chairperson'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 Shareholders' Meeting, other than compliance with the requirements in the preceding paragraph, the Company shall specify in the meeting minutes alternative measures available to shareholders with difficulties in attending a virtual-only Shareholders' Meeting online.

Article 17 On the day of a Shareholders' Meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation, 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, the Company 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 the Company'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 (or Taipei Exchange Market) regulations, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.

Article 18 Staff handling administrative affairs of a Shareholders' Meeting shall wear identification cards or arm bands.

The chairperson 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 the Company, the chairperson may prevent the shareholder from so doing.

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

Article 19 When a meeting is in progress, the chairperson may announce a break based on time considerations. If a force majeure event occurs, the chairperson 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 20 In the event of a virtual Shareholders' Meeting, the Company 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 chairperson has announced the meeting adjourned.

Article 21 When the Company convenes a virtual-only Shareholders' Meeting, both the chairperson and secretary shall be in the same location, and the chairperson shall declare the address of their location when the meeting is called to order.

Article 22 In the event of a virtual Shareholders' Meeting, the Company may offer a simple connection test to shareholders prior to the meeting, and provide relevant real-time services before and during the meeting to help resolve 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 chairperson 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 not having registered to attend the affected virtual Shareholders' Meeting 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 and supervisors.

When the Company 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 Shareholders' Meeting, then the Shareholders' Meeting shall continue and no 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, the Company 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, the Company shall handle the matter based on the date of the Shareholders' Meeting that is postponed or resumed under the second paragraph.

Article 23 When convening a virtual-only Shareholders' Meeting, the Company shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual Shareholders' Meeting online. Except in the circumstances set out in Article 44-9, paragraph 6 of the Regulations Governing the Administration of Shareholder Services of Public Companies, it shall at least provide the shareholders with connection facilities and necessary assistance, and specify the period during which shareholders may apply to the company and other related matters requiring attention.

Article 24 These Rules shall take effect after having been approved by a Shareholders' Meeting. Subsequent amendments thereto shall be effected in the same manner.

These Rules were established on December 9, 2019.

The first Amendment was made on November 2, 2023.

[Appendix 4]

Foxwell Power Co., Ltd.

Shareholding of Directors

I. The Company has NT$741,620,710 in paid-in capital and 74,162,071 outstanding shares.

II. The minimum shareholdings of all Directors is 5,932,965 shares according to Article 26 of the Securities and Exchange Act.

III. The shareholdings of individual and all directors as recorded in the shareholder registry up to the July 30, 2026, when share transfers were suspended for the Shareholders' Meeting are tabled below:

Unit: shares

Job Title	Name	Shareholding	Shareholdings ratio
Chairman	Hsia-Peng Hao	1,115,000	1.50%
Independent Director	Chen-Rong Chiang	-	
Independent Director	Hsu-Chi Wang	18,000	0.02%
Independent Director	Rui-Chu Chen	-	
Total for All Directors		1,133,000	1.52%