Stock Code: 5210

APEX International Financial Engineering Res. & Tec. Co., Ltd.

Handbook for the 2026 Annual Meeting of Shareholders

Date: June 2, 2026
Location: B1, No. 329, Xinhu 2nd Road, Neihu District,Taipei (Global Technology Plaza Conference Room)

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Chapter 2. Meeting Agenda

APEX International Financial Engineering Res. & Tec. Co., Ltd.

Meeting Agenda of the 2026 Annual Meeting of Shareholders

Time: June 2, 2026 (Tuesday) 9:00 a.m.

Location: B1, No. 329, Xinhu 2nd Road, Neihu District, Taipei (Global Technology Plaza Conference Room)

Meeting Method: Physical Shareholders' Meeting

1. Commencement of Meeting (report on the number of shares present)
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9. Adjournment

Chapter 3. Report Matters

Report No. 1 : 2025 Business Annual Report

Explanation: Please refer to pages 10~12 of this handbook.

Report No. 2 : 2025 Audit Committee's Review Report

Explanation: Please refer to page 13 of this handbook.

Chapter 4. Matters for Proposals

1. (Proposed by Board of Directors)

Subject: 2025 Annual Business Report and Financial Statements

Explanation:

The board of directors completed the 2025 annual business report and financial statements. (Please refer to page 10~12 and 14~32 of the handbook) Accountants Ya-Chuan Chang and Jin Shu Pan at Crowe Firm have audited and completed the financial statements. They are submitted to the Audit Committee for review and approval.

Resolution:

2. (Proposed by Board of Directors)

Subject: 2025 Deficit Compensation.

Explanation:

1. Per the Law and the Articles of Incorporation, the Company has prepared a statement of deficit compensation in 2025, shown on page 33 of this handbook.
2. No dividends will be distributed during the year; we ask for proposals.

Resolution:

Chapter 5. Matters for Discussion

1. (Proposed by Board of Directors)

Subject: Amendment to the Company's "Articles of Incorporation"

Explanation:

1. To align with the Company's operational planning and enhance the precision of business scope management, and to ensure that registered items are consistent with actual operations, it is proposed to remove business item I301040 (Third-party payment services). Please refer to pages 34-35 of this handbook for the revised provisions of the Articles of Incorporation and the comparison table of the provisions before and after the amendment.
2. Submitted for discussion.

Resolution:

2. (Proposed by Board of Directors)

Subject: Amendment to the "Regulations Governing the Acquisition and Disposal of Assets"

Explanation:

1. With Article 35, Paragraph 2 of the current "Regulations Governing the Acquisition and Disposal of Assets by Public Companies," the Company proposes to amend its "Regulations Governing the Acquisition and Disposal of Assets" to comply with current legal regulations. Please refer to page 36 of this handbook for the comparison table of the provisions before and after the amendments.
2. Submitted for discussion.

Resolution:

Chapter 6. Matters for Elections

(Proposed by Board of Directors)

Subject: Complete re-election of the 14th directors

Explanation:

1. The term of the current directors of the Company will expire on January 31, 2027. In order to align with the Company's future operational development strategy, strengthen the functions of the Board of Directors, and enhance corporate governance effectiveness, it is proposed to conduct a complete re-election of the 14th directors at this regular shareholders' meeting to meet future development needs.
2. In accordance with Article 16 of the Company's Articles of Incorporation, seven directors (including three independent directors) would be elected, adopting a candidates nomination system.
3. The term of the newly elected directors shall be three years, from June 2, 2026 to June 1, 2029. The term of the current directors shall end upon the conclusion of this regular shareholders' meeting.
4. The list of director candidates has been approved by the Board of Directors on April 22, 2026, and the relevant information is set out as follows:

No.	Candidate's Title	Name	Education	Experience	Current position	Number of shares held
1	Director	Fudingshun Investment Co., Ltd. Representative: Rong-Tang Hsu	Minxiong High School, Chiayi County	Chairman of United Fiber Optic Communication Inc.	Chairman of APEX International Financial Engineering Res., & Tech. Co., Ltd. Representative of Fudingshun Investment Co., Ltd. Chairman of Chisheng Construction Co., Ltd. Chairman of Taiming Investment Co., Ltd.	9,219,000
2	Director	Fudingshun Investment Co., Ltd. Representative: Ming-Ting Wang	Master of Business Administration, University of Southern Queensland, Australia	Deputy General Manager and Spokesperson of Excelsior Medical Co. Ltd. Head of Accounting	Director of APEX International Financial Engineering Res., & Tech. Co., Ltd. Director of	9,219,000

No.	Candidate's Title	Name	Education	Experience	Current position	Number of shares held
				Department of Taiwan Land Development Trust Investment Corporation Officer of Bank of Communications	Bioray Biotech Co., Ltd. (Legal Representative of Yu Cai Investment Co., Ltd.)	
3	Director	Chishi Investment Co., Ltd. Representative: Chia-Chun Hsu	Yuan Ze University	Deputy Chairman of APEX International Financial Engineering Res., & Tech. Co., Ltd. Chairman of Bullion Financial Investment Consulting Co., Ltd. Chairman of Taiwan Numerical Powers Co., Ltd. Chairman of Taiwan Quantitative Financial Technology Co., Ltd. Chairman of Chishi Investment Co., Ltd. Chairman of Chess Winner Automobile Company	Deputy Chairman of APEX International Financial Engineering Res., & Tech. Co., Ltd. Chairman of Bullion Financial Investment Consulting Co., Ltd. Chairman of Taiwan Numerical Powers Co., Ltd. Chairman of Cold Fusion Wallet (Taiwan) Co., Ltd. Chairman of Taiwan Quantitative Financial Technology Co., Ltd. Chairman of Axellence Car Co., Ltd. Chairman of Leading Technology (International) Co., Ltd. Chairman of Qi Neng Co., Ltd.	8,851,000
4	Director	Chishi Investment Co., Ltd. Representative: Feng -Hsien Chen	Department of Accounting, Fu Jen Catholic University	Independent director of Gravitytai Co., Ltd. General Manager of Jhen Vei Electronic Co., Ltd. Finance Manager of Star Fusion Group Co., Ltd.	Director of APEX International Financial Engineering Res., & Tech. Co., Ltd.	8,851,000
5	Director	Insight Investment	Master of Business	Chairman and General Manager	Chairman and General Manager	170,000

No.	Candidate's Title	Name	Education	Experience	Current position	Number of shares held
		Co., Ltd Representative: Jin-Cai, Lin	Administration, Royal Roads University, Canada	of APEX International Financial Engineering Res., & Tech. Co., Ltd.	of Unifosa Corp.	
6	Director	Insight Investment Co., Ltd Representative: Jian-Hao Chen	Department of Electrical Engineering, Taipei City University of Science and Technology	Assistant Manager of Quanta Computer Inc.	Chairman of Insight Investment Co., Ltd.	170,000
7	Director	Insight Investment Co., Ltd Representative: Jun-Hong Xu	Bachelor of Chemical Engineering and Biotechnology, National Taipei University of Technology	Director of Pharma-up Enterprise Co., Ltd	Director of Pharma-up Enterprise Co., Ltd	170,000
8	Director	Insight Investment Co., Ltd Representative: Xin-Bo Huang	Bachelor of Earth Sciences, National Cheng Kung University Master of Civil Engineering, National Cheng Kung University	Associate Vice President of Shihe Metal Co., Ltd. Civil Engineer	Associate Vice President of Shihe Metal Co., Ltd. Civil Engineer	170,000
9	Independent Director	Wen-Kai Lin	Master of Business Administration, University of Cambridge Dual Bachelor's Degree in Law and Finance, National Taiwan University	Board Member of the Taipei Bar Association Chair of the Digital Economy and Fintech Committee, National Bar Association Vice President of the Jury Association Board Member of the Taiwan Civil Liberties Union	Partner of Zhong Yin Law Firm Board Member of the Taipei Bar Association Chair of the Digital Economy and Fintech Committee, National Bar Association Vice President of the Jury Association Independent director of the APEX International Financial Engineering Res., & Tech. Co., Ltd.	0
10	Independent Director	Wan-Chia Wang	Graduated from Advanced Class E, College of Management National Taiwan University Department of	Representative of Yi yu Regeneration Co., Ltd. Chief Executive Officer of Taoism Society of the	Senior Partner of Chuang Ming Law Firm Representative of Yi yu Regeneration Co., Ltd.	0

No.	Candidate's Title	Name	Education	Experience	Current position	Number of shares held
			Financial and Economic Law, School of Law of Chung Yuan Christian University	Republic of China Chairman and Spokesperson of iROO International Co., Ltd.	Chief Executive Officer of Taoism Society of the Republic of China Independent director of the APEX International Financial Engineering Res., & Tech. Co., Ltd.	
11	Independent Director	Rong-Quan, Huang	Graduated from Department of Accounting, Feng Chia University	Partner of G&F United Accounting Firm	Partner of G&F United Accounting Firm	0
12	Independent Director	Yu-Hsuan Lei	Master of National Taipei University College of Law	Legal professionals of Taipei City Government Lawyer of Chungtao Law Firm Lawyer of M.L. Law Firm	Lawyer of Lei & Partners Law Firm Independent director of the APEX International Financial Engineering Res., & Tech. Co., Ltd.	0
13	Independent Director	Yu-Hao Xie	Bachelor of National Taipei University College of Law	Legal staff of Sinyi Realty Inc.	Lawyer of YouSheng Law Firm	0
14	Independent Director	Bo-Yuan Chen	Master of School of Law, Soochow University	Lawyer of MingCheng Law Firm	Lawyer of Lin & Chang International Law Office	0

5. Please refer to Appendix 3, pages 55-56 of this handbook for Rules for the Election of Directors.
6. Submitted for election.

Chapter 7. Other Motion

(Proposed by Board of Directors)

Subject: Proposal to lift the non-compete restrictions on the newly appointed directors of the Company and their representatives.

Explanation:

1. In accordance with Article 209, Paragraph 1 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 any of the newly elected directors (including independent directors) after this election invest in or operate other companies with the same or similar business scope as the Company, it is proposed - without prejudice to the Company's interests - to seek approval from the meeting of shareholders to lift the non-compete restrictions on such newly elected directors (including independent directors) and their representatives.
3. For the non-compete items applicable to the director candidates, please refer to Appendix 7, page 37 of this handbook.
4. Submitted for discussion.

Resolution :

Chapter 8. Extempore motion

Adjournment

Chapter 9. Attachments

1. 2025 Annual Business Report:

1. Management Policy and Implementation Overview:

Looking back on 2025, the Company continued to advance its management strategies and optimize resource allocation, adhering to the core principles of “steady core business, innovation-driven growth, risk control, and sustainable deployment.” We strengthened the competitiveness of our products and services and enhanced operational resilience. Amid gradually recovering market demand and increasing regulatory requirements in financial supervision and information security, the Company further deepened its fintech and financial engineering solutions. Through organizational collaboration and project management mechanisms, we ensured efficient and well-controlled execution of all business initiatives.

In addition, to expand our operational footprint and strengthen mid- to long-term growth momentum, the Company completed a strategic investment in Enrich Tech Co., Ltd. (“Enrich Tech”), a Class-A construction company, in 2025. Enrich Tech, a subsidiary of Acter Group Co., Ltd., possesses strong capabilities and proven experience in high-tech and public engineering projects. Through this strategic investment, the Company not only gains additional non-operating income sources but also opens opportunities for collaboration with Enrich Tech, gradually developing a presence in construction-related businesses and strengthening diversified growth drivers for the Group.

Overall, the Company will continue to seize opportunities arising from industry transformation and cross-sector collaboration, balancing prudent operations with growth investments, and moving toward a more resilient and sustainable future.

2. Operation Plan and Implementation Results:

Deepening Core Business with Stable Growth:

The Company continues to leverage its strengths in technology R&D and system integration to enhance services for financial institution clients, covering areas such as financial supervision, compliance, auditing, risk management, trading, accounting, cash flow, and information security. In response to rapid changes in financial markets and clients’ digital transformation needs, the Company continues to invest in new product development and upgrades of existing systems, improving delivery quality and project execution efficiency to strengthen its existing customer base and expand new business opportunities.

Continuous Enhancement of Information Security Governance and Protection:

The Company continues to build and refine its information security management system, based on internationally compliant Information Security Management System (ISMS). It conducts vulnerability assessments and risk remediation, and implements hardware and software protection measures and internal control processes to ensure the stability and security of core business systems and the reliability of client services.

Strategic Investment in Enrich Tech and Launch of Cross-Domain Collaboration:

In 2025, the Company completed its investment in Enrich Tech, a Class-A contractor and subsidiary of Acter Group Co., Ltd. Enrich Tech has extensive experience in EPC projects, electromechanical engineering, and cleanroom construction, with a solid presence in the high-tech industry supply chain. This investment not only contributes to non-operating income but also establishes a platform for future collaboration in construction and engineering integration. The Company will evaluate cooperation models in project acquisition, resource integration, and construction business development. Enrich Tech also has demand for construction management system development, creating complementary collaboration opportunities to expand diversified operations.

Reopening of Subsidiary Bullion Financial Investment Consulting, strengthening the financial services value chain:

In 2025, subsidiary Bullion Financial Investment Consulting resumed operations. Under regulatory compliance, it will gradually restore and expand its advisory services, complementing the

Company's fintech and financial engineering expertise to strengthen the Group's overall financial service value chain and market reach.

3. Analysis of Revenue and Expense Budget Execution and Profitability:

The Company turned losses into profits in fiscal year 2025. The consolidated operating revenue in fiscal 2025 was NT$ 277,997 thousand, an increase of 9.94% compared to fiscal year 2024. The consolidated gross profit for the year was NT$ 204,994 thousand, an increase of 19.21% compared to fiscal year 2024. The consolidated operating income reached NT$ 33,307 thousand. The consolidated non-operating net income was NT$ 4,538 thousand, and the consolidated net income after tax was NT$ 60,055 thousand, resulting in an earnings per share of NT$0.73. The net profit margin stood at 21.60%.

4 Research Development Status:

4.1 Financial Engineering Series Products:

In response to financial market globalization and increasing regulatory requirements, (such as IFRSs, ICS 2.0, cybersecurity laws, and money laundering control) demand of financial institutions for systems supporting investment trading management, risk management, and compliance continues to grow. Our company continues to enhance its financial product investment trading management solutions and financial risk management solutions and deploy them across government funds, banks, postal services, custodian banks, life and property insurance companies, securities, investment trusts, futures managers, ticket brokers, and other investment entities to improve management efficiency and reduce operating costs for customers.

4.2 Smart Investment Series Products:

The Company continues R&D efforts in securities market trading and accounting systems, trading middleware, complex order entry and accounting systems (Hong Kong and U.S. stocks, bonds), overseas futures and options apps, and customized project development. In line with market trends, it also enhances system flexibility, trading performance, and cybersecurity capabilities to create new business opportunities and increase overall service value.

4.3 Expanding Exploration of Renewable Energy and Diversified Electricity Market:

The Company continues to monitor energy transition trends and electricity market developments, advancing R&D and market exploration in smart energy-saving and green energy businesses. It is also evaluating the integration of its financial engineering and risk management expertise into diversified electricity trading markets and related services to expand future growth opportunities.

4.4 Cross-domain R&D Collaboration and Construction Planning:

In line with the strategic investment in Enrich Tech, the Company will evaluate applications in engineering project management, cost control, risk management, and system integration to promote cross-domain collaboration and sustainable development in construction businesses.

Business Plan Outline for 2026:

Looking ahead to 2026, the Company will build upon its transformation achievements and resource base to continue advancing key strategies: organizational streamlining, steady core business development, business diversification, and cross-domain synergy. These efforts aim to strengthen overall resilience and long-term competitiveness.

First, in response to market changes and cost pressures, the Company will continue organizational restructuring and process optimization. Through resource reallocation, improved operational efficiency, and enhanced management flexibility, it will refine internal controls and decision-making processes, reduce unnecessary expenses, and strengthen cross-business collaboration to enhance overall adaptability and ensure stable and sustainable growth under competitive environment.

Second, for its core business, the Company will continue to deepen its information services, focusing on existing fintech, system integration, and customized project strengths. It will focus on market demand to enhance productization and delivery efficiency, while leveraging its existing sales capabilities to integrate AI applications into product development. Through process optimization, data analysis, and product lifecycle management, it aims to improve operational efficiency and customer engagement, driving long-term stable growth.

In the energy sector, subsidiary APEX Power Green Technology will continue developing green energy projects, expanding solar and energy storage initiatives, strengthening project sourcing and partnerships, and enhancing on-site development efficiency and investment evaluation capabilities. Meanwhile, to strengthen engineering and construction integration, the Company plans to expand into construction businesses by leveraging collaboration platforms with Enrich Tech and Sunway Biotech. Entering the construction market through contracting or strategic partnerships, the Company gradually builds project management and resource integration capabilities to establish a second growth curve.

For overseas operations, Youying (Shanghai) will deepen local partnerships and system export models, explore system development opportunities beyond financial services, and evaluate establishing IT support teams to provide cybersecurity systems and IT infrastructure services, further expanding revenue and service value.

In summary, in 2026 the Company will leverage its information services core business while advancing green energy and construction synergies and expanding overseas opportunities. By building diversified business models and revenue streams, it aims to enhance brand strength and market competitiveness. The Company will continue to utilize group resources and cross-sector integration capabilities to deliver high-quality services, create development opportunities for employees, and generate long-term value for shareholders, in appreciation of the support and trust of its board and shareholders.

Sincerely,

Apex International Financial Engineering Res. & Tech. Co., Ltd

Chairman: Rong-Tang Hsu
President: Pei-Yun Ho
Accounting Supervisor: Ping-Han Lin

2. 2025 Annual Audit Committee Review Report

APEX International Financial Engineering Res. & Tec. Co., Ltd.

Audit Committee Review Report

The Board of Directors has delivered a copy of the Company's 2025 annual business report, financial statements, and deficit compensation. The financial statements have been audited by Crowe (TW) CPAs, appointed by the Board of Directors, and a report has been issued.

The audit committee examined the annual business report, financial statements, and deficit compensation and found them to conform with Articles 14-4 of the Securities and Exchange Act and Article 219 of the Company Act.

Hereby submit the report for the review

Faithfully

The 2026 Annual Shareholders’ Meeting of
APEX International Financial Engineering Res. & Tec. Co., Ltd.,

The convener of the Audit Committee:
Wen-Kai Lin
March 12, 2026

3. CPA Review Report and Financial Statements

INDEPENDENT AUDITORS' REPORT

To: Apex International Financial Engineering Res. & Tec. Co., Ltd.

Audit Opinion

We have audited the accompanying consolidated financial statements for Apex International Financial Engineering Res. & Tec. Co., Ltd. and its subsidiaries, which comprise the consolidated balance sheets as of December 31, 2025 and 2024, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, as well as notes to the consolidated financial statements, including a summary of significant accounting policies.

In the opinion of our auditors, based on our audits and the reports of the other auditors (refer to the Others Section), the consolidated financial statements referred to above have been prepared, in all material respects, in conformity with the Guidelines Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards, International Accounting Standards, and Interpretations and Interpretations issued by the Financial Supervisory Commission. Furthermore, these reports are intended to present fairly, in all material respects, the consolidated financial position of Apex International Financial Engineering Res. & Tec. Co., Ltd. and its subsidiaries as of December 31, 2025 and 2024, and the consolidated financial results and consolidated cash flows for the years ended December 31, 2025 and 2024.

Basis for Opinion

Audits were conducted in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the Standards on Auditing of the Republic of China. The responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. The accountants of our firm, who are subject to the independence requirements of The Form of Professional Ethics for Certified Public Accountants of the Republic of China, have maintained a superior level of independence from Apex International Financial Engineering Res. & Tec. Co., Ltd. On the basis of the audits and reports of the other auditors, it is believed that sufficient and appropriate evidence are obtained as a basis for the audit opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2025. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon. Therefore, we do not provide a separate opinion on these matters.

Key audit matter for the Company's consolidated financial statements for the year ended December 31, 2025 is stated as follows:

<u>Revenue Recognition</u>

Taiwan Standards on Auditing presuppose that there is a risk of fraud in revenue recognition. Management may be under pressure to achieve expected financial targets, resulting in a higher risk of inherent fraud in revenue recognition. Apex International Financial Engineering Res. & Tec. Co., Ltd. and its subsidiaries's main business is to provide customer information software, electronic information supply, system integration services and solar power equipment contracting. Depending on the nature of customer contracts, revenue is recognized over time or at a certain point in time. Since the measurement of the degree of fulfillment of contractual obligations involves significant subjective professional judgment and estimates by management, it is classified as a key audit matters.

We performed the following audit procedures:

1. To understand and test the effectiveness of the design and implementation of internal control over revenue recognition established by management and to evaluate, on a test basis, the appropriateness of revenue recognition.
2. To review the material terms of customer contracts, examine and critically assess the reasonableness of the basis for revenue recognition provided by the Company, and obtain documentation of the customer's agreement to the completion of the relevant service phase so as to identify contractual performance obligations, price allocation and the point of recognition of satisfaction in order to determine the correctness of the amount as well as the point of revenue recognition.
3. We assess whether onerous contracts exist and whether management's recognition of losses on onerous contracts reflects the expected contract situation.

Other Matters

For the years ended December 31, 2025 and 2024, the financial statements of certain subsidiaries and affiliates recognized under the equity method were not audited by us, as those statements were audited by other auditors. Therefore, amounts listed in the consolidated financial statements for respective associates in our opinion for the abovementioned financial statements are in accordance with other accountants' audit reports. Investment amounts using the Equity Method for respective subsidiaries and associates as of December 31, 2025 and 2024 were NT$67, 944 thousand and NT$6, 312 thousand accordingly, which were 7.54% and 0.78% of consolidated assets. In 2025 and 2024, the share of losses recognized by the equity method for affiliates and joint ventures for the year ended December 31, 2025 and 2024 amounted to NT $1,921 thousand and NT $1,687 thousand, representing (5.08%) and 3.12% of the consolidated net income (loss) before income tax, respectively.

We have audited the parent company only financial statements of Apex International Financial Engineering for the years ended December 31, 2025 and 2024, and have issued an unqualified opinion, with other matters, for the convenience of readers.

Management's and Governance's Responsibility for Consolidated Financial Statements

Management is responsible for the preparation of properly presented consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and for such internal control relevant to the preparation of consolidated financial statements as 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, the responsibility of management involves assessing Apex International Financial Engineering Res. & Tec. Co., Ltd. and its subsidiaries's ability to continue as a going concern, the disclosure of related matters and the adoption of going concern basis of accounting unless management intends to liquidate the Company or to cease operations or there is no realistic alternative to do so.

Those charged with governance (including members of the Audit Committee) are responsible for overseeing Apex International Financial Engineering Res. & Tec. Co., Ltd. and its subsidiaries'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 the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

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

2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Apex International Financial Engineering Res. & Tec. Co., Ltd. and its subsidiaries's internal control.

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

4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on Apex International Financial Engineering Res. & Tec. Co., Ltd. and its subsidiaries's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause Apex

International Financial Engineering Res. & Tec. Co., Ltd. and its subsidiaries to cease to continue as a going concern.

5. Evaluate the overall presentation, structure, and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within Apex International Financial Engineering Res. & Tec. Co., Ltd. and its subsidiaries to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision, and performance of the group audit. Furthermore, 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 in accordance with complied relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the years ended December 31, 2025and are therefore the key audit matters. Except where public disclosure of specific matters is not permitted by law, or in rare circumstances, we resolve not to communicate a specific matter in an audit report where it is reasonable to expect that the negative effect of such communication would outweigh the public interest that would be served.

CPA: Ya-Chuan Chang

CPA: Jin Shu Pan

Crowe (TW) CPA

Approval No.:

Financial-Supervisory-Securities-Auditing-1050001113

Financial-Supervisory-Securities-Auditing-1070119801

March 12, 2026

APEX INTERNATIONAL FINANCIAL ENGINEERING RES., & TECH. CO., LTD. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2025 AND 2024

(In Thousands of New Taiwan Dollars)

			December 31, 2025		December 31, 2024	
Code	Assets	Notes	Amount	%	Amount	%
	Current assets					
1100	Cash and cash equivalents	6.1	$ 345,850	38	$ 121,947	16
1110	Financial assets at fair value through profit or loss	6.2	35,578	4	22,276	3
1136	Financial Assets Measured at Amortized Cost are Assets	6.4	-	-	250,000	30
1140	Contract assets	6.19 and 7	44,828	5	32,240	4
1150	Notes receivable - non related parties	6.5	71	-	183	-
1170	Accounts receivable - non related parties	6.5	6,335	-	7,223	-
1200	Other receivables	6.5	2,234	1	218	1
1220	Income tax assets	6.24	556	-	315	-
1330	Net inventory	6.6	856	-	4,658	1
1410	Prepayments		5,619	1	4,070	-
1460	Disposal groups classified as held for sale	6.7	4,610	-	30,596	4
1476	Other financial assets	6.8 and 8	25,148	3	10,400	1
11xx	Total current assets		471,685	52	484,126	59
	Non-current assets					
1517	Financial assets at fair value through other comprehensive income	6.3	6,872	1	7,603	2
1550	Investment using equity method	6.9	67,944	8	6,312	2
1600	Property, plant and equipment	6.10 and 8	297,620	33	290,080	33
1755	Right-to-use assets	6.11	6,192	1	10,117	1
1780	Intangible assets	6.12	1,500	-	1,915	-
1840	Deferred tax assets	6.24	30,662	3	5,096	2
1900	Other non-current assets	6.13	19,142	2	16,951	2
15xx	Total non-current assets		429,932	48	338,074	41
1xxx	Total assets		$ 901,617	100	$ 822,200	100
Code	Liabilities and Equities					
	Current liabilities					
2100	Short-term borrowings	6.14 and 8	$ 15,000	2	$ -	-
2130	Contract liabilities	6.19	3,204	-	11,655	2
2170	Accounts payable - non related parties		5,497	1	10,683	1
2200	Other payables	6.15 and 7	50,140	6	39,406	4
2260	Liabilities related to disposal groups to be sold	6.7		-	218	-
2280	Lease liabilities	6.11	3,884	-	4,575	-
2320	Current Portion of Long-term Debt	6.16 and 8	1,387	-	653	-
2300	Other current liabilities		242	-	225	-
21xx	Total current liabilities		79,354	9	67,415	7
	Non-current liabilities					
2540	Long-term loans	6.16 and 8	18,053	2	8,929	1
2550	Provisions		588	-	707	-
2580	Lease obligations	6.11	2,131	-	5,184	1
2645	Guarantee deposit received		390	-	390	-
25xx	Total non-current liabilities		21,162	2	15,210	1
2xxx	Total liabilities		100,516	11	82,625	9
	Equity attributable to owners of parent					
3110	Common stocks	6.18	821,778	92	821,778	100
3200	Capital surplus	6.18	180,003	20	179,580	22
	Retained earnings	6.18				
3350	Accumulated deficit		(173,853)	(20)	(233,908)	(28)
3300	Total retained earnings		(173,853)	(20)	(233,908)	(28)
3400	Other equities	6.18	(26,827)	(3)	(27,875)	(3)
31xx	Total equity attributable to owners of parent		801,101	89	739,575	91
3xxx	Total equities		801,101	89	739,575	91
	Total liabilities and equity		$ 901,617	100	$ 822,200	100

APEX INTERNATIONAL FINANCIAL ENGINEERING RES., & TECH. CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024

(In Thousands of New Taiwan Dollars, Except Earnings Per Share In New Taiwan Dollars)

			Year 2025		Year 2024	
Code	Items	Note	Amount	%	Amount	%
4000	Net operating revenue	6.19	$ 277,997	100	$ 252,843	100
5000	Operating costs	6.6 and 6.20	(73,003)	(26)	(80,884)	(32)
5900	Operating margin		204,994	74	171,959	68
	Operating expenses	6.5,6.20 and 7				
6100	Sales and marketing expenses		(14,159)	(5)	(16,394)	(6)
6200	General and administrative		(70,311)	(25)	(108,342)	(43)
6300	Research and development expenses		(98,266)	(35)	(95,732)	(38)
6450	Expected Credit Loss		11,049	4	(11,049)	- 4
6000	Operating expenses in total		(171,687)	(61)	(231,517)	(91)
6900	Operating Income(loss)		33,307	13	(59,558)	(23)
	Non-operating income and expenses					
7100	Interest income	6.21	4,413	2	2,159	1
7020	Other gains and losses	6.22 and 7	2,615	1	7,117	3
7050	Financial costs	6.23	(569)	0	(2,107)	(1)
7060	Share of profits and losses of affiliated companies and joint ventures using the equity method	6.9	(1,921)	(1)	(1,687)	(1)
7000	Non-operating income and expenses in total		4,538	2	5,482	2
7900	Profit(Loss) before income tax		37,845	14	(54,076)	(21)
7950	Income tax benefit(expense)	6.24	22,210	8	(1,733)	(1)
8200	Net Profit (loss)		60,055	22	(55,809)	(22)
	Other comprehensive income					
8310	Components not reclassified to profit or loss					
8316	Unrealized gain and loss on valuation of investments in equity measured at fair value through other comprehensive income		(731)	-	(1,033)	0
8349	Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	6.24	-	-	-	-
			(731)	-	(1,033)	0
8360	Components that will be reclassified to profit or loss					
8361	Financial statements translation differences of foreign operations	6.18	(1,553)	- 1	2,812	1
8399	Income tax related to components of other comprehensive income that will be reclassified to profit or loss	6.24	3,332	1	(562)	-
			1,779	-	2,250	1
8300	Total other comprehensive income for the year - net		1,048	0	1,217	1
8500	Total comprehensive income (loss) for the year		$ 61,103	22	$ (54,592)	(21)
	Net loss attributable to:					
8610	Owners of the parent		$ 60,055	22	$ (55,809)	(22)
8620	Non-controlling interests		-	-	-	-
			$ 60,055	22	$ (55,809)	(22)
	Comprehensive income attributable to:					
8710	Owners of the parent		$ 61,103	22	$ (54,592)	(22)
8720	Non-controlling interest		-	-	-	-
			$ 61,103	22	$ (54,592)	(22)
	Earnings per share	6.23				
9750	Basic earnings per share		$ 0.73		$ (0.83)	

APEX INTERNATIONAL FINANCIAL ENGINEERING RES., & TECH. CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY

FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024

(In Thousands of New Taiwan Dollars)

		Equity attributable to owners of parent						
					Other equity items			
Code		Share capital - common stock	Capital Surplus	Accumulated deficit	Financial statements translation differences of foreign operations	Unrealized losses from financial assets measured at fair valuethrough other comprehensive income	Total equity attributable to owners of parent	Total equity
A1	Balance at January 1, 2024	$ 621,778	580	(178,099)	(16,583)	(12,509)	415,167	$ 415,167
D1	Net loss for the year ended December 31, 2024	-	-	(55,809)	-	-	(55,809)	(56,809)
D3	Other comprehensive income for the year ended December 31, 2024	-	-	0	2,250	(1,033)	1,217	1,217
D5	Total comprehensive income for the year ended December 31, 2024	-	-	(55,809)	2,250	(1,033)	(54,592)	(54,592)
E1	Private Placement of Common Stock Cash Increase September 2024	200,000	179,000	-	-	-	379,000	379,000
Z1	Balance at December 31, 2024	821,778	179,580	(233,908)	(14,333)	(13,542)	739,575	739,575
D1	Net income for the year ended December 31, 2025	-	-	60,055	-	-	60,055	(55,809)
D3	Other comprehensive income for the year ended December 31, 2025	-	-		1,779	(731)	1,048	1,048
D5	Total comprehensive income for the year ended December 31, 2025	-	-	60,055	1,779	(731)	61,103	61,103
T1	Donations from shareholders		423	-	-	-	423	423
Z1	Balance at December 31, 2025	$ 821,778	$ 180,003	$ (173,853)	$ (12,554)	$ (14,273)	$ 801,101	$ 801,101

APEX INTERNATIONAL FINANCIAL ENGINEERING RES., & TECH. CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS

FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024

(In Thousands of New Taiwan Dollars)

Code			Year 2025		Year 2024
AAAA	Cash flows from operating activities				
A10000	Income/(Loss) before tax	$	37,845	$	(54,076)
A20000	Adjustment items				
A20100	Depreciation expense		15,946		17,355
A20200	Amortization expense		2,101		1,564
A20300	Expected credit impairment benefit		(11,049)		11,049
A20900	Interest expense		569		2,107
A21200	Interest income (including operating costs of $484 thousand and $232 thousand, respectively)		(4,897)		(2,391)
A21300	Dividend income		(260)		(53)
A22300	Share of losses of affiliated companies and joint ventures recognized through the equity method		1,921		1,687
A22500	(Gain) loss on disposal of property, plan and equipment		-		102
A23500	Impairment loss on financial assets		-		1,676
A29900	Rent reduction and modification benefits, other income-gold appraisal benefits		(75)		280
A31000	Changes in operating assets				
A31115	(Increase) decrease in mandatory financial assets at fair value through profit or loss		(14,113)		3,696
A31125	Contract assets decrease		(12,588)		(14,232)
A31130	Notes receivable - non related parties decrease		112		(85)
A31150	Accounts receivable - non related parties (increase) decrease		888		(3,712)
A31180	Decrease of other receivables		8,976		30,040
A31200	Increase in inventories		3,750		(1,865)
A31230	(Increase) decrease in prepayments		(1,574)		21,069
A31250	Decrease in other financial assets		(14,748)		(392)
A32000	Changes in operating liabilities				
A32125	Increase (decrease) in contract liabilities		(8,451)		6,656
A32130	Notes payable - non related parties increase		-	-	1,947
A32150	Accounts receivables - non related parties increase (decrease)		(5,186)		7,785
A32180	Increase (decrease) in other payables		10,491		(45,904)
A32230	Increase (decrease) in other current liabilities		17		(1,905)
A33000	Cash inflow generated from operations		9,675		(21,496)
A33100	Interest received		4,954		2,196
A33200	Dividends received		260		53
A33300	Interest paid		(544)		(2,211)
A33500	Income tax paid		(236)		(323)
AAAA	Net cash flows from operating activities		14,109		(21,781)

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Code		Year 2025	Year 2024
BBBB	Cash flow from investing activities		
B00010	Acquisition of financial assets measured at fair value through other comprehensive income	-	
B00040	Acquisition of financial Assets Measured at Amortized Cost are Assets		(250,000)
B00050	Disposal of financial Assets Measured at Amortized Cost are Assets	250,000	
B01800	Acquisition of investments using the equity method	(63,553)	-
B02700	Acquisition of property, plant and equipment	(18,582)	(50,086)
B02800	Disposal of property, plant and equipment	-	43
B04500	Acquisition of intangible assets	(1,686)	(935)
B06700	Increase in non-current assets	(2,191)	-
B06800	Decrease in non-current assets	-	3,059
BBBB	Net cash flows used in investing activities	163,988	(297,919)
CCCC	Cash flow from finance activity		
C00100	Increase in short-term borrowings	15,000	-
C00200	Decrease in short-term borrowings	-	(100,000)
C01600	Proceeds from long-term debt	9,858	9,582
C04020	Payments of lease liabilities	(4,725)	(6,949)
C04600	Cash Capital Increase	-	379,000
C09900	Donations from shareholders	423	-
CCCC	Net cash flows from (used in) financing activities	20,556	281,633
DDDD	Effect of foreign exchange rate changes on cash and cash equivalents	(732)	1,788
EEEE	Net increase (decrease) in cash and cash equivalents	197,921	(36,279)
E00100	Cash and cash equivalents at beginning of year	152,488	188,767
E00200	Cash and cash equivalents at end of year	$ 350,409	$ 152,488

Reconciliation of cash and cash equivalents at the end of the period：

		Year 2025	Year 2024
E00210	Cash and cash equivalents reported in the statement of financial position	$ 345,850	$ 121,947
E00212	Cash and cash equivalents classified as held for sale disposal group	4,559	30,541
E00240	of IAS 7	$ 350,409	$ 152,488

INDEPENDENT AUDITORS' REPORT

To: Apex International Financial Engineering Res. & Tec. Co., Ltd.

Audit Opinion

We have audited the accompanying financial statements for Apex International Financial Engineering Res. & Tec. Co., Ltd., which comprise the parent company only balance sheets as of December 31, 2025 and 2024, and the parent company only statements of comprehensive income, changes in equity and cash flows for the years then ended, as well as notes to the parent company only financial statements, including a summary of significant accounting policies.

In the opinion of our auditors, based on our audits and the reports of the other auditors (refer to the Others Section), the financial statements referred to above have been prepared, in all material respects, in conformity with the Guidelines Governing the Preparation of Financial Reports by Securities Issuers. Furthermore, these reports are intended to present fairly, in all material respects, the financial position of Apex International Financial Engineering Res. & Tec. Co., Ltd. as of December 31, 2025 and 2024, and the parent company only financial results and cash flows for the years ended December 31, 2025 and 2024.

Basis for Opinion

Audits were conducted in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the Standards on Auditing of the Republic of China. The responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Parent company only Financial Statements section of our report. The accountants of our firm, who are subject to the independence requirements of The Form of Professional Ethics for Certified Public Accountants of the Republic of China, have maintained a superior level of independence from Apex International Financial Engineering Res. & Tec. Co., Ltd. On the basis of the audits and reports of the other auditors, it is believed that sufficient and appropriate evidence are obtained as a basis for the audit opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the parent company only financial statements for the year ended December 31, 2025. These matters were addressed in the context of our audit of the parent company only financial statements as a whole, and in forming our opinion thereon. Therefore, we do not provide a separate opinion on these matters.

Key audit matter for Apex International Financial Engineering Res. & Tec. Co., Ltd.'s parent company only financial statements for the year ended December 31, 2025 is stated as follows:

<u>Revenue Recognition</u>

Taiwan Standards on Auditing presuppose that there is a risk of fraud in revenue recognition. Management may be under pressure to achieve expected financial targets, resulting in a higher risk of inherent fraud in revenue recognition. Apex International Financial Engineering Res. & Tec. Co., Ltd.'s main business is to provide customer information software, electronic information supply, system integration services and solar power equipment contracting. Depending on the nature of customer contracts, revenue is recognized over time or at a certain point in time. Since the measurement of the degree of fulfillment of contractual obligations involves significant subjective professional judgment and estimates by management, it is classified as a key audit matters.

We performed the following audit procedures:

1. To understand and test the effectiveness of the design and implementation of internal control over revenue recognition established by management and to evaluate, on a test basis, the appropriateness of revenue recognition.

2. To review the material terms of customer contracts, examine and critically assess the reasonableness of the basis for revenue recognition provided by the Company, and obtain documentation of the customer's agreement to the completion of the relevant service phase so as to identify contractual performance obligations, price allocation and the point of recognition of satisfaction in order to determine the correctness of the amount as well as the point of revenue recognition.

3. We assess whether onerous contracts exist and whether management's recognition of losses on onerous contracts reflects the expected contract situation.

Other Matters

The financial statements of Investment using equity method were not audited by us, as those statements were audited by other auditors. Therefore, amounts listed in the parent company only financial statements for respective associates in our opinion for the abovementioned financial statements are in accordance with other accountants’ audit reports. Investment amounts using the Equity Method for respective subsidiaries and associates as of December 31, 2025and 2024 were NT$67,944 thousand and NT$6,312 thousand, respectively, accounting for 7.74% and 0.78% of parent company only assets. The share of losses recognized by the equity method for affiliates and joint ventures for the year ended December 31, 2025 and 2024 amounted to $1,921 and $1,687 thousand, representing (5.08%) and 3.20% of the parent company only net income(loss) before income tax, respectively.

Management's and Governance's Responsibility for Parent Company Only Financial Statements

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

In preparing the parent company only financial statements, the responsibility of management involves assessing the Company corporation's ability to continue as a going concern, the disclosure of related matters and the adoption of going concern basis of accounting unless management intends to liquidate the Company or to cease operations or there is no realistic alternative to do so.

Those charged with governance (including members of the Audit Committee) are responsible for overseeing the Company corporation's financial reporting process.

Auditors' Responsibilities for the Audit of the Parent Company Only 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 the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these parent company only financial statements.

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

1. dentify and assess the risks of material misstatement of the parent company only financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the parent company only financial statements or,

if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause Apex International Financial Engineering Res. & Tec. Co., Ltd. to cease to continue as a going concern.

5. Evaluate the overall presentation, structure, and content of the parent company only financial statements, including the disclosures, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision, and performance of the group audit. Furthermore, 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 in accordance with complied 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 parent company only financial statements for the years ended December 31, 2025 and are therefore the key audit matters. Except where public disclosure of specific matters is not permitted by law, or in rare circumstances, we resolve not to communicate a specific matter in an audit report where it is reasonable to expect that the negative effect of such communication would outweigh the public interest that would be served.

CPA: Ya-Chuan Chang

CPA: Jin Shu Pan

Crowe (TW) CPAs

Approval No.: Financial-Supervisory-Securities-Auditing-1050001113

Financial-Supervisory-Securities-Auditing-1070119801

March 12, 2026

APEX INTERNATIONAL FINANCIAL ENGINEERING RES., & TECH. CO., LTD.
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2025 AND 2024

(In Thousands of New Taiwan Dollars)

Code	Assets	Note	December 31, 2025 Amount	%	December 31, 2024 Amount	%
	Current assets					
1100	Cash and cash equivalents	6.1	$ 301,405	34	$ 93,796	12
1110	Financial assets at fair value through profit or loss	6.2	13,823	2	2,439	-
1136	Financial Assets Measured at Amortized Cost are Assets	6.4	-	-	250,000	32
1140	Contract assets	6.16 and 7	44,048	5	64,420	8
1150	Notes receivable - non related parties	6.5	71	-	183	-
1170	Accounts receivable - non related parties	6.5	5,698	-	7,113	1
1180	Accounts receivable - related parties	6.5 and 7	48,089	6	14,496	2
1200	Other receivables	6.5 and 7	10,348	2	7,927	1
1220	Income tax assets	6.21	556	-	299	-
1330	Net inventory	6.6	856	-	4,678	-
1410	Prepayments		1,932	-	2,599	-
1476	Other financial assets	6.7 and 8	16,660	2	4,187	-
11xx	Total current assets		443,486	51	452,137	56
	Non-current assets					
1517	Financial assets at fair value through other comprehensive income	6.3	6,872	-	7,603	1
1550	Investment using equity method	6.8	174,173	20	117,522	15
1600	Property, plant and equipment	6.9 and 8	204,992	24	207,389	26
1755	Right-to-use assets	6.10	3,955	-	6,102	1
1780	Intangible assets	6.11	1,071	-	816	-
1840	Deferred tax assets	6.21	30,645	3	5,083	-
1900	Other non-current assets		12,417	2	9,330	1
15xx	Total non-current assets		434,125	49	353,845	44
1xxx	Total assets		$ 877,611	100	$ 805,982	100

Code	Liabilities and Equities	Note	December 31, 2025 Amount	%	December 31, 2024 Amount	%
	Current liabilities					
2100	Short-term borrowings	6.12 and 8	$ 15,000	2	$ -	-
2130	Contract liabilities	6.16	2,850	-	10,133	2
2170	Accounts payable - non related parties		5,497	-	10,683	1
2200	Other payables	6.13 and 7	48,349	6	38,625	5
2280	Lease obligations	6.10	2,180	-	2,885	-
2300	Other current liabilities		169	-	195	-
21xx	Total current liabilities		74,045	8	62,521	8
	Non-current liabilities					
2550	Provisions		395	-	515	-
2580	Lease obligations	6.10	1,680	-	2,981	-
2645	Guarantee deposit received		390	-	390	-
25xx	Total non-current liabilities		2,465	-	3,886	-
2xxx	Total liabilities		76,510	8	66,407	8
	Equities					
3110	Capital	6.15	821,778	94	821,778	102
3200	Capital surplus	6.15	180,003	20	179,580	22
	Retained earnings	6.15				
3350	Accumulated deficit		(173,853)	(19)	(233,908)	(29)
3300	Total retained earnings		(173,853)	(19)	(233,908)	(29)
3400	Other equities	6.15	(26,827)	(3)	(27,875)	(3)
3xxx	Total equities		801,101	92	739,575	92
	Total liabilities and equity		$ 877,611	100	$ 805,982	100

APEX INTERNATIONAL FINANCIAL ENGINEERING RES., & TECH. CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME

FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024

(In Thousands of New Taiwan Dollars, Except Earnings Per Share In New Taiwan Dollars)

			Year 2025		Year 2024	
Code	Items	Note	Amount	%	Amount	%
4000	Operating revenue	6.16 and 7	$ 256,044	100	$ 291,390	100
5000	Operatin costs	6.6,17	(69,434)	(27)	(121,801)	(42)
5900	Operating margin		186,610	73	169,589	58
5910	Unrealized sales profit	6.8	(3,844)	(2)	(4,309)	(1)
5920	Sales benefits realized	6.8	4,309	2	1,796	-
5950	Net operating margin		187,075	73	167,076	57
	Operating expenses	6.5,17 and 7				
6100	Sales and marketing expenses		(14,106)	(6)	(16,393)	(7)
6200	General and administrative		(59,105)	(23)	(73,384)	(25)
6300	Research and development expenses		(98,266)	(39)	(95,732)	(31)
6450	Expected credit losses		11,049	5	(11,049)	(4)
6000	Operating expenses in total		(160,428)	(63)	(196,558)	(67)
6900	Operating income (loss)		26,647	10	(29,482)	(10)
	Non-operating income and expenses					
7100	Interest income	6.18	4,222	2	1,860	-
7020	Other gains and losses	6.19 and 7	8,926	4	8,655	3
7050	Financial costs	6.20	(117)	-	(1,965)	0
7070	Share of profits and losses of subsidiaries, affiliates and joint venture using the equity method	6.8	(1,853)	(1)	(31,869)	(11)
7000	Non-operating income and expenses in total		11,178	5	(23,319)	(8)
7900	Loss before income tax		37,825	15	(52,801)	(18)
7950	Income tax expense	6.21	22,230	8	(3,008)	(1)
8200	Net loss		60,055	23	(55,809)	(19)
	Other comprehensive income					
8316	Unrealized gain and loss on valuation of investments in equity instru measured at fair value through other comprehensive income	6.15	(731)	-	(1,033)	-
8349	Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	6.21	-	-	-	-
			(731)	-	(1,033)	0
8360	Components that will be reclassified to profit or loss					
8361	Financial statements translation differences of foreign operations	6.15	(1,553)	(1)	2,812	-
8399	Income tax related to components of other comprehensive income that will be reclassified to profit or loss	6.21	3,332	2	(562)	-
			1,779	1	2,250	0
8300	Total other comprehensive income (loss) for the year - net		1,048	1	1,217	0
8500	Total comprehensive income for the year		$ 61,103	24	$ (54,592)	(19)
	Earnings per share	6.22				
9750	Basic earnings per share		$ 0.73		$ (0.83)	

APEX INTERNATIONAL FINANCIAL ENGINEERING RES., & TECH. CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY

FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024

(In Thousands of New Taiwan Dollars)

					Other equity items		
Code		Share capital - common stock	Capital Surplus	Accumulated deficit	Financial statements translation differences of foreign operations	Unrealized losses from financial assets measured at fair valuethrough other comprehensive income	Total equity
A1	Balance at January 1, 2024	$ 621,778	580	(178,099)	(16,583)	(12,509)	$ 415,167
D1	Net loss for the year ended December 31, 2024	-	-	(55,809)	-	-	(55,809)
D3	Other comprehensive income for the year ended December 31, 2024	-	-	0	2,250	(1,033)	1,217
D5	Total comprehensive income for the year ended December 31, 2024	-	-	(55,809)	2,250	(1,033)	(54,592)
E1	Private Placement of Common Stock Cash Increase September 2024	200,000	179,000	-	-	0	379,000
Z1	Balance at December 31, 2024	821,778	179,580	(233,908)	(14,333)	(13,542)	739,575
D1	Net loss for the year ended December 31, 2025	-	-	60,055	-	-	60,055
D3	Other comprehensive income for the year ended December 31, 2025	-	-	-	1,779	(731)	1,048
D5	Total comprehensive income for the year ended December 31, 2025	-	-	60,055	1,779	(731)	61,103
T1	Donations from shareholders		423	-	-	-	423
Z1	Balance at December 31, 2025	$ 821,778	$ 180,003	$ - 173,853	$ - 12,554	$ - 14,273	$ 801,101

APEX INTERNATIONAL FINANCIAL ENGINEERING RES., & TECH. CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS

FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024

(In Thousands of New Taiwan Dollars)

Code		Year 2025	Year 2024
AAAA	Cash flows from operating activities		
A10000	Profit/Loss before tax	$ 37,825	$ (52,801)
A20000	Adjustment items		
A20100	Depreciation expense	10,472	13,199
A20200	Amortization expense	1,432	852
A20300	Expected credit impairment benefit/loss	(11,049)	11,049
A20400	Net gain of financial assets at fair value	1,158	608
A20900	Interest expense	117	1,965
A21200	Interest income	(4,222)	(1,860)
A21300	Dividend income	(260)	(53)
A22400	Share of losses of subsidiaries, affiliates and joint ventures using the equity method	1,853	31,869
A22500	Loss (gain) on disposal of property, plan and equipment	-	(2)
A22800	Net proceeds from disposal of intangible assets	-	-
A23100	Net gain on disposal of investments	(6,888)	(432)
A23900	Unrealized sales profit	3,844	4,309
A24000	Sales benefits realized	(4,309)	(1,796)
A29900	Rent reduction and modification benefits, other income-gold appraisal benefits	(75)	(173)
A31000	Changes in operating assets		
A31115	(Increase) decrease in mandatory financial assets at fair value through profit or loss	(5,654)	10,513
A31125	Contract assets decrease (Increase)	20,372	(35,046)
A31130	Notes receivable - non related parties decrease (Increase)	112	(85)
A31150	Accounts receivable - non related parties decrease (increase)	1,415	(3,737)
A31160	Accounts receivable - related parties increase	(33,593)	(4,016)
A31180	Decrease of other receivables	8,570	27,962
A31200	Increase in inventories	3,770	1,550
A31230	Decrease in prepayments	667	12,643
A31250	(Increase) decrease in other financial assets	(12,473)	1,037
A32000	Changes in operating liabilities		
A32125	Decreasein contract liabilities	(7,283)	(14,832)
A32130	Notes payable - non related parties increase	-	(1,947)
A32150	Accounts receivables - non related parties (decrease) increase	(5,186)	7,785
A32180	Increase (decrease) in other payables	9,701	(41,332)
A32230	Decrease in other current liabilities	(26)	(682)
A32240	Decrease in net defined benefit liabilities	-	-
A33000	Cash inflow(outflow) generated from operations	10,290	(33,453)
A33100	Interest received	4,280	1,665
A33200	Dividends received	260	53
A33300	Interest paid	(94)	(2,077)
A33500	Income tax paid	(257)	(122)
AAAA	Net cash flows from operating activities	14,479	(33,934)

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(Continued from previous page)

Code		Year 2025	Year 2024
BBBB	Cash flow from investing activities		
B00040	Acquisition of financial assets at amortised cost	-	(250,000)
B00050	Disposal of financial assets at amortised cost	250,000	-
B01800	Acquisition of investments using the equity method	(85,153)	-
B01900	Disposal of investments using the equity method	25,561	-
B02700	Acquisition of property, plant and equipment	(4,939)	(2,075)
B02800	Disposal of property, plant and equipment	-	24
B04500	Acquisition of intangible assets	(1,687)	(935)
B06700	Increase in non-current assets	(3,087)	0
B06800	Decrease in non-current assets		1,901
BBBB	Net cash flows from (used in) investing activities	180,695	(251,085)
CCCC	Cash flow from finance activity		
C00100	Increase in short-term borrowings	15,000	
C02000	Decrease in short-term borrowings		(100,000)
C04020	Payments of lease liabilities	(2,988)	(3,742)
C04600	Cash capital increase		379,000
C09900	Donations from shareholders	423	0
CCCC	Net cash flows from (used in) financing activities	12,435	275,258
EEEE	Net increase (decrease) in cash and cash equivalents	207,609	(9,761)
E00100	Cash and cash equivalents at beginning of year	93,796	103,557
E00200	Cash and cash equivalents at end of year	$ 301,405	$ 93,796
		-	-

4. 2025 Deficit Compensation

APEX International Financial Engineering Res. & Tec. Co., Ltd.

Deficit Compensation

Year 2025

	Unit: NTD Amount
Accumulated deficit in the early	$ (233,908,083)
2025 Net loss after tax	60,054,511
Accumulated deficit at the end of the year	$ (173,853,572)

Chairman Rong-Tang Hsu	President Pei-Yun Ho	Accounting Supervisor Ping-Han Lin

5. Comparison table of amendment to the **"**Articles of Incorporation**"**

APEX International Financial Engineering Res. & Tec. Co., Ltd.
Comparison table of amendment to the " Articles of Incorporation"

Article	Content		Basis and Reason for Amendment
	Before amendment	After amendment	
Article 2	The business of the Company is as follows: (Item 1~33 omitted) 34. I301040 Third-party payment services (Item 35~53 omitted)	The business of the Company is as follows: (Item 1~3 omitted) 34. I401010 General Advertising Services. 35. I501010 product design industry. 36. I599990 Other design industry. 37. IE01010 telecom business number agency business. 38. IG02010 Research and Development Services. 39. IG03010 Energy Technology Services 40. IZ09010 Management System Validation Industry. 41. IZ13010 Network Certification Service. 42. IZ15010 Market Research and Public Opinion Survey. 43. IZ99990 Other Business Services. 44. J303010 Magazine (Journal) Publishing. 45. J304010 Book Publishing. 46. J305010 Audio Publishing. 47. J399010 Software Publishing. 48. JA02010 Electrical and electronic products repair industry. 49. JD01010 Business Credit Services. 50. JE01010 Leasing Property. 51. JZ99050 Service industry. 52. ZZ99999 Allowed to conduct business that is not prohibited or restricted by law, except for licensed business.	1. In response to adjustments in the Company's business scope, the third-party payment services item is hereby removed in this amendment. 2. The remaining items are renumbered upward accordingly.

Article	Content		Basis and Reason for Amendment
	Before amendment	After amendment	
Article 28	These Articles of Incorporation were established on November 21, 1988 First amended on March 15, 1989 Second amended on October 15, 1989 Third amended on December 7, 1989 Fourth amended on July 6, 1992 Fifth amended on June 19, 1996 Sixth amended on July 10, 1997 Seventh amended on May 28, 1999 Eighth amended on November 8, 1999 Ninth amended on June 20, 2000 The tenth amended on June 12, 2001 The eleventh amended on June 28, 2002 Twelfth Amended on June 6, 2003 Thirteenth Amended on October 27, 2003 Fourteenth Amended on June 15, 2004 Fifteenth Amended on June 14, 2005 Sixteenth Amended on June 14, 2006 Seventeenth Amended on June 19, 2008 Eighteenth Amended on June 17, 2010 Nineteenth Amended on June 22, 2012 Twentieth Amended on June 20, 2014 Twenty-first Amended on June 17, 2016 Twenty-second Amended on June 20, 2017 Twenty-third Amended on June 21, 2019 Twenty-fourth Amended on July 2, 2021 Twenty-fifth Amended on June 23, 2022 Twenty-sixth Amended on June 4, 2025	These Articles of Incorporation were established on November 21, 1988 First amended on March 15, 1989 Second amended on October 15, 1989 Third amended on December 7, 1989 Fourth amended on July 6, 1992 Fifth amended on June 19, 1996 Sixth amended on July 10, 1997 Seventh amended on May 28, 1999 Eighth amended on November 8, 1999 Ninth amended on June 20, 2000 The tenth amended on June 12, 2001 The eleventh amended on June 28, 2002 Twelfth Amended on June 6, 2003 Thirteenth Amended on October 27, 2003 Fourteenth Amended on June 15, 2004 Fifteenth Amended on June 14, 2005 Sixteenth Amended on June 14, 2006 Seventeenth Amended on June 19, 2008 Eighteenth Amended on June 17, 2010 Nineteenth Amended on June 22, 2012 Twentieth Amended on June 20, 2014 Twenty-first Amended on June 17, 2016 Twenty-second Amended on June 20, 2017 Twenty-third Amended on June 21, 2019 Twenty-fourth Amended on July 2, 2021 Twenty-fifth Amended on June 23, 2022 Twenty-sixth Amended on June 4, 2025 Twenty-seventh Amended on June 2, 2026	A new revision history has been added.

6. Comparison table of amendment to the "Regulations Governing the Acquisition and Disposal of Assets"

APEX International Financial Engineering Res. & Tec. Co., Ltd.

Comparison table of amendment to the " **Regulations Governing the Acquisition and Disposal of Assets**"

Article	Content		Basis and Reason for Amendment
	Before amendment	After amendment	
Article 26	The 10% of total assets requirement of this procedure is calculated based on the number of total assets in the most recent individual or individual financial statements as required by the Regulations Governing the Preparation of Financial Reports by Securities Issuers. If the Company's stock has no par value or the par value per share is not NT$10, the transaction amount of 20% of the paid-in capital under this procedure is calculated based on 10% of the equity attributable to the owners of the parent company.	The 10% of total assets requirement of this procedure is calculated based on the number of total assets in the most recent individual or individual financial statements as required by the Regulations Governing the Preparation of Financial Reports by Securities Issuers. If the Company's stock has no par value or the par value per share is not NT$10, the transaction amount of 20% of the paid-in capital under this procedure is calculated based on 10% of the equity attributable to the owners of the parent company. The transaction amount of 5% of the paid-in capital under this procedure is calculated based on 2.5% of the equity attributable to the owners of the parent company.	Revised in accordance with Article 35, Paragraph 2 of the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies."

7. Items regarding the waiver of non-compete restrictions for director candidates

Name	Request to Lift Non-Competition Restrictions
Fudingshun Investment Co., Ltd. Representative: Rong-Tang Hsu	Chairman of Chisheng Construction Co., Ltd.
Fudingshun Investment Co., Ltd. Representative: Ming-Ting Wang	Director of Bioray Biotech Co., Ltd. (Legal Representative of Yu Cai Investment Co., Ltd.)
Chishi Investment Co., Ltd Representative: Chia-Chun Hsu	Chairman of Bullion Financial Investment Consulting Co., Ltd. Chairman of Taiwan Numerical Powers Co., Ltd. Chairman of Cold Fusion Wallet (Taiwan) Co., Ltd. Chairman of Taiwan Quantitative Financial Technology Co., Ltd. Chairman of Axellence Car Co., Ltd. Chairman of Leading Technology (International) Co., Ltd. Chairman of Qi Neng Co., Ltd.
Insight Investment Co., Ltd Representative: Jin-Cai Lin	Chairman and General Manager of Unifosa Corp.
Insight Investment Co., Ltd Representative: Jian-Hao Chen	Chairman of Insight Investment Co., Ltd
Insight Investment Co., Ltd Representative: Jun-Hong Xu	Director of Pharma-up Enterprise Co., Ltd
Insight Investment Co., Ltd Representative: Xin-Bo Huang	Associate Vice President of Shihe Metal Co., Ltd.
Wen-Kai Lin (Independent Director)	Partner of Zhong Yin Law Firm
Wan-Chia Wang (Independent Director)	Senior Partner of Chuang Ming Law Firm Representative of Yi yu Regeneration Co., Ltd.
Rong-Quan Huang (Independent Director)	Partner of G&F United Accounting Firm
Yu-Hsuan Lei (Independent Director)	Lawyer of Lei & Partners Law Firm
Yu-Hao Xie (Independent Director)	Lawyer of YouSheng Law Firm
Bo-Yuan Chen (Independent Director)	Lawyer of Lin & Chang International Law Office

Chapter 10. Appendices
1. Articles of Incorporation

Articles of Incorporation of APEX Financial Engineering Res. & Tec. Co., Ltd.

Chapter 1 General Provisions

Article 1: The Company is organized in accordance with the provisions of the Company Act as a joint stock company and is named APEX Financial Engineering Res & Tec. Co., Ltd

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

1. CC01030 Manufacture of electrical and audio-visual electronic products.
2. CC01060 Manufacture of wireline communication machinery and equipment.
3. CC01080 Electronic components manufacturing industry.
4. CC01110 Computer and peripheral equipment manufacturing industry.
5. CC01120 Data Storage Media Manufacturing and Reproduction Industry.
6. E601010 Electrical installation.
7. E601020 Electrical installation.
8. E603050 Automatic control equipment engineering industry.
9. E605010 Computer Equipment Installation.
10. E606010 electrical equipment inspection and maintenance industry.
11. E701030 Telecommunications control RF equipment installation engineering industry.
12. EZ05010 Instrument and meter installation engineering.
13. F113020 Electrical wholesale industry.
14. F113050 Wholesale of computer and business machines and equipment.
15. F113070 Telecommunications equipment wholesale industry.
16. F116010 wholesale photographic equipment industry.
17. F118010 Information software wholesale industry.
18. F119010 Electronic materials wholesale industry.
19. F209060 Retailing of educational, musical instruments, and recreational products.
20. F213010 Electrical retailing.
21. F213030 Retailing of computers and business machines and equipment.
22. F213060 Telecommunications equipment retailing industry.
23. F216010 Photographic equipment retail business.
24. F218010 Information Software Retailing.
25. F219010 Electronic materials retailing industry.
26. F399040 No storefront retail.
27. F401010 International Trade.
28. F601010 Intellectual Property Rights.
29. I103060 Management Consulting.
30. I199990 Other Consultants Services.
31. I301010 Information Software Services.
32. I301020 Data Processing Service.

33. I301030 Electronic information supply service industry.
34. I301040 Third-party payment services.
35. I401010 General Advertising Services.
36. I501010 product design industry.
37. I599990 Other design industry.
38. IE01010 telecom business number agency business.
39. IG02010 Research and Development Services.
40. IG03010 Energy Technology Services
41. IZ09010 Management System Validation Industry.
42. IZ13010 Network Certification Service.
43. IZ15010 Market Research and Public Opinion Survey.
44. IZ99990 Other Business Services.
45. J303010 Magazine (Journal) Publishing.
46. J304010 Book Publishing.
47. J305010 Audio Publishing.
48. J399010 Software Publishing.
49. JA02010 Electrical and electronic products repair industry.
50. JD01010 Business Credit Services.
51. JE01010 Leasing Property.
52. JZ99050 Service industry.
53. ZZ99999 Allowed to conduct business that is not prohibited or restricted by law, except for licensed business.

Article 2-1: The Company may make external guarantees for its business needs.

Article 2-2: When the Company is a limited liability shareholder of another company, the total amount of transfer of investment shall not be limited to 40% of the Company's paid-in capital as provided for in Article 13 of the Company Act.

Article 3: The Company shall have its head office in Taipei City, and the Board of Directors may establish branches in appropriate locations as business needs dictate.

Article 4: Deleted.

Chapter 2 Shares

Article 5: The total capital of the Company shall be set at NT$2,000 million, divided into 200 million shares of NT$10 each, and the Board of Directors is authorized to issue the shares in installments.

A total of NT$50 million of the aforementioned capital stock is reserved for the issuance of employee stock options, totaling 5 million shares at NT$10 per share, which may be issued in installments as resolved by the Board of Directors.

In the event that the Company's shares are repurchased by the Company itself in accordance with the law, the Board of Directors is authorized to do so in accordance with the provisions of the law.

Article 5-1: When the Company issues new shares, the employees who take up the shares include those who meet certain criteria for control or subordinate companies.

The Company issues new shares with restricted employee rights to employees who meet certain criteria for control or subordination of the Company.

Article 6: The shares of the Company shall be issued in registered form, signed or sealed by the directors on behalf of the Company, and licensed by a bank that is authorized to act as a share issuer in accordance with the law. The shares issued by the Company shall be exempted from the printing of share certificates, but shall be registered with the centralized securities depository.

Article 7: Deleted.

Article 8: Deleted.

Article 9: The shareholders of the Company shall handle matters related to stock affairs such as stock transfer, pledge creation, release, loss, inheritance, gift, loss of seal, change of address, etc. in accordance with the "Regulations Governing the Administration of Shareholder Services of Public Companies", unless otherwise provided by laws and securities regulations.

Article 10: Deleted.

Chapter 3 Shareholders' Meeting

Article 11: The transfer of shares shall cease within 60 days prior to the date of each regular shareholders' meeting, within 30 days prior to the date of the provisional shareholders' meeting, or within five days prior to the base date for determining the distribution of dividends and bonuses or other benefits.

The preceding period shall be counted from the meeting date or the base date.

Article 12: The shareholders' meeting of the Company shall be divided into the following two types:

(1) The annual shareholder meeting shall be held within six months after the end of each fiscal year.

(2) The shareholders will be convened temporarily when necessary in accordance with the law.

The notice of the shareholders' meeting may be given by electronic means with the consent of the relative parties. The shareholders shall be notified 30 days prior to a regular meeting and 15 days prior to an extraordinary meeting of the convening of the aforementioned shareholders' meeting.

For shareholders holding less than 1,000 registered shares, notice of the shareholders' meeting may be given by public announcement in accordance with the relevant laws and regulations.

The Company's shareholders' meetings may be held by video conference or other means as announced by the Ministry of Economic Affairs.

The conduct of the shareholders' meeting shall be in accordance with the Company's "Rules of Procedure for Shareholders Meetings".

Article 12-1: The shareholders' meeting shall be convened by the board of directors, with the chairman of the board of directors as the chairman. In the absence of the chairman of the board of directors, the chairman of the board of directors shall designate a director to act as the chairman of the board of directors, or in the absence of such designation, the directors shall elect a person to act as the chairman of the board of directors; if the meeting is convened by a person other than the board of directors, the chairman of the meeting shall be the person who has the authority to convene the meeting.

Article 13: Shareholders shall have one vote per share; except for those who are subject to restrictions or have no voting rights as listed in Article 179(2) of the Company Act.

Article 14: If a shareholder is unable to attend a shareholders' meeting for any reason, he/she may issue a proxy form issued by the Company, stating the scope of authorization, and appoint a proxy to attend on his/her behalf. In addition to the provisions of Article 177 of the Company Act, the method of shareholders' proxy attendance shall be in accordance with the "Regulations Governing the Administration of Shareholder Services of Public Companies" promulgated by the competent authorities.

Article 15: Except as otherwise provided in the relevant laws and regulations, a meeting of the shareholders shall be held only if a majority of the total number of issued shares are represented by shareholders or proxies, and the resolution shall be made with the consent of a majority of the votes of the shareholders present.

Article 15-1: The resolutions of the shareholders' meeting shall be recorded in the minutes and shall be conducted in accordance with Article 183 of the Company Act.

Chapter 4 Board of Directors

Article 16: The Company shall have 7~9 directors, who shall be elected by the shareholders' meeting from the list of candidates for directorship for a term of three 3 years and shall be eligible for re-election. The nomination shall be made in accordance with Article 192-1 of the Company Act.

The number of independent directors of the Company shall not be less than three and shall not be less than one-fifth of the number of seats of directors.

Article 16-1: If the number of directors' vacancies reaches one-third, the board of directors shall convene a shareholders' meeting within 60 days to hold a by-election, and the term of office shall be limited to the full term of the original appointment.

Article 17: The directors shall organize a board of directors, and various functional special committees may be established under the board of directors. The Board of Directors shall elect a chairman and a vice-chairman from among themselves with the presence of at least two-thirds of the directors and the consent of a majority of the directors present.

Article 18: The board of directors shall be convened by the chairman of the board of directors, who shall be the chairman of the board of directors; if the chairman of the board of directors is absent from office or is unable to exercise his or her powers for any reason, his or her proxy shall act in accordance with the provisions of the Company Act.

Article 18-1: The Board of Directors may be convened by written, faxed, or e-mail notice to each Director.

If a meeting of the Board of Directors is held by video conference, the directors who participate in the meeting by video screen shall be deemed to be present in person. The proceedings of the Board of Directors meetings shall be conducted in accordance with the Company's "Rules of Procedures for Board of Directors Meetings.

Article 19: Unless otherwise provided in the Company Act, a resolution of the board of directors meeting shall be made with the presence of a majority of the directors and the consent of a majority of the directors present. If a director is unable to attend a board meeting in person for any reason, he/she may appoint another director to attend the meeting by proxy, but a proxy may only be appointed by one person.

Article 20: The powers and functions of the Board of Directors shall be as follows:

(1) Review of the rules and regulations.
(2) The decision of business policy.
(3) Approval of budget finalization.
(4) Proposed distribution of earnings or loss recovery.
(5) Proposed increase or decrease in capital.
(6) The decision of important personnel.
(7) To implement the resolutions of the shareholders' meeting.
(8) Other powers and responsibilities in accordance with the law, the Articles of Incorporation, and the shareholders' meeting.

Article 20-1: The Board of Directors shall make a record of its proceedings in the minutes and shall apply the provisions of Article 15-1.

Article 20-2: The Company may purchase liability insurance for the directors.

Article 20-3: The Company shall remunerate the directors of the Company for the performance of their duties regardless of the Company's operating profit or loss, and the remuneration shall be authorized to be determined by the Board of Directors in accordance with the extent of their participation in and contribution to the Company's operations as well as the value of their contributions, with considerations of domestic and international industry standards.

Chapter 5 Manager

Article 21: The Company is headed by a president and multiple managers, whose appointments, terminations, and remuneration are governed by Article 29 of the Company Act.

Article 22: Deleted.

Chapter 6 Accounting

Article 23: The accounting year of the Company shall commence on January 1 and end on December 31. At the end of each fiscal year, the Board of Directors shall prepare the following forms in accordance with the law and submit them to the regular shareholders' meeting for recognition in accordance with the statutory procedures:

(1) Business Report.

(2) The financial statements.

(3) Motion to distribute earnings or appropriation of profits and losses.

Article 24: If the Company makes a profit (defined as profit before taxation before the distribution of employee's remuneration and directors' remuneration) in a year, it shall set aside not less than 6% as employee's remuneration, with the portion for non-executive employees being not less than 2% and not more than 4% of the profit as directors' remuneration. However, if the Company still has accumulated losses (including the amount of adjustment of undistributed earnings), the amount of compensation should be reserved in advance.

The former employee compensation may be in the form of stock or cash and may be paid to employees of affiliated companies who meet the conditions set by the Board of Directors; the former director compensation may be paid in cash only.

The second paragraph shall be resolved by the board of directors and reported to the shareholders' meeting.

Article 25: The Company shall first make up the accumulated deficit (including the adjustment of undistributed earnings) and set aside 10% as legal reserve in accordance with the law if there is any net profit after tax for the current period in the annual final accounts; except when the accumulated legal reserve has reached the amount of the Company's paid-in capital. The Company may also set aside or reverse the special reserve as required by law or by the competent authority. The Board of Directors shall prepare a proposal for the appropriation of the remaining earnings, including the amount of undistributed earnings at the beginning of the period (including adjustments to undistributed earnings), and submit it to the shareholders' meeting for resolution on the distribution of dividends to shareholders.

Due to the changing industrial environment and the maturity of the Company's business development, the Board of Directors will consider the financial structure, shareholders' equity, and the stability of dividends when formulating the distribution plan, with considerations of the Company's diversification, operational expansion, and long-term financial planning needs. Except for capital requirements, the actual distribution of earnings each year shall be at least 50% of the new distributable earnings for that year, with the cash dividend portion being no less than 10% of the total cash and stock dividends.

Chapter 7 Supplementary Provision

Article 25-1: Deleted.

Article 25-2: Deleted.

Article 26: The Company's organizational regulations and by-laws shall be separately determined and approved by the Board of Directors.

Article 27: Anything not provided for in these Articles of Incorporation shall be subject to the provisions of the Company Act and related laws as well as regulations.

Article 28: These Articles of Incorporation were established on November 21, 1988

First amended on March 15, 1989

Second amended on October 15, 1989

Third amended on December 7, 1989

Fourth amended on July 6, 1992

Fifth amended on June 19, 1996

Sixth amended on July 10, 1997

Seventh amended on May 28, 1999

Eighth amended on November 8, 1999

Ninth amended on June 20, 2000

The tenth amended on June 12, 2001

The eleventh amended on June 28, 2002

Twelfth Amended on June 6, 2003

Thirteenth Amended on October 27, 2003

Fourteenth Amended on June 15, 2004

Fifteenth Amended on June 14, 2005

Sixteenth Amended on June 14, 2006

Seventeenth Amended on June 19, 2008

Eighteenth Amended on June 17, 2010

Nineteenth Amended on June 22, 2012

Twentieth Amended on June 20, 2014

Twenty-first Amended on June 17, 2016

Twenty-second Amended on June 20, 2017

Twenty-third Amended on June 21, 2019

Twenty-fourth Amended on July 2, 2021

Twenty-fifth Amended on June 23, 2022

Twenty-sixth Amended on June 4, 2025

2. Regulations Governing the Acquisition and Disposal of Assets (before amendment)

APEX Financial Engineering Res. & Tec. Co., Ltd.
Regulations Governing the Acquisition and Disposal of Assets

approved at the shareholders' meeting on June 2,2025

Article 1 In order to protect investments and implement information disclosure, these procedures are established in accordance with Article 36-1 of the Securities and Exchange Act and the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" issued by the Financial Supervision Commission Banking Bureau (hereinafter referred to as FSC).

Article 2 Scope of Assets:

1. Investments in stocks, bonds, corporate bonds, financial debentures, marketable securities of recognition funds, depositary receipts, warrants, beneficiary securities, and asset-based securities.
2. Real estate (including land, buildings and construction, investment property, and inventories of the construction industry) and equipment.
3. The membership card.
4. Intangible assets such as patents, copyrights, trademarks, and franchises.
5. Right to use assets.
6. Debt of financial institutions (including receivables, purchase and discount, loans, and collections).
7. Derivative goods.
8. Assets acquired or disposed of by merger, demerger, acquisition, or transfer of shares in accordance with the law.
9. Other important assets.

Article 3 Evaluation Procedures:

1. The acquisition or disposal of marketable securities that are not traded on a centralized market or securities dealer's office shall be determined by taking into account the net value per share, profitability, future development potential, market interest rates, coupon rates of bonds, debtor's creditworthiness and prevailing trading prices.
2. The acquisition or disposal of marketable securities on the centralized trading market or the securities dealer's business premises is determined by the prevailing price of the shares or bonds.
3. The acquisition or disposal of the other assets in the preceding two paragraphs shall be made by inquiry, negotiation, or public tender, and shall be agreed upon with reference to the announced present value, assessed present value, actual transaction prices of adjacent real property, etc. If the acquisition or disposal of the other assets in the preceding two paragraphs is in compliance with the announcement and declaration standards stipulated in these Procedures, the appraisal report of a professional appraiser shall also be referred to.

Article 4 Operating Procedures:

1. When acquiring or disposing of assets, the contractor shall evaluate the reasons for the acquisition or disposal, the subject matter, the counterparties to the transaction, the transfer price, the terms of receipt and payment, and the reference basis for the price, and then submit them to the authority for

judgment and execution.

2. Operations related to the acquisition or disposal of assets shall be handled in accordance with the relevant provisions of the Company's internal control system. If significant violations are found, sanctions shall be imposed according to the circumstances of the violations.

Article 5 Authorized Amount:

1. Investments in securities shall not exceed 100% of the Company's net worth.
2. The total amount of investment in long-term and short-term securities shall not exceed 100% of the net worth of the Company.
3. The total amount of real estate purchased for non-operating purposes shall not exceed 50% of the Company's net worth.
4. The investment in securities of each subsidiary of the Company shall not exceed 100% of the net worth of the parent company.
5. The acquisition or disposal of the assets referred to in these procedures shall be carried out in accordance with the relevant provisions of the Company's internal control system.

Article 6 Vetting Authority:

The Company's authority to acquire or dispose of assets is in accordance with the "Approval of Authority" established by the Company.

Article 7 Execution Unit:

1. Long- and short-term investments in securities: Investment Department and authorized units.
2. Real estate and other fixed assets: Asset departments, management departments, and related authorities.
3. Assets other than those mentioned in the preceding two paragraphs: the relevant unit of authority and responsibility.

Article 8 Announcement Declaration Procedure:

If the Company acquires or disposes of assets under the following circumstances, the Company shall, in accordance with the nature and format of the regulations, report the relevant information on the designated website of the FSC within two days from the date of occurrence:

1. To acquire or dispose of real estate or assets with a related party, or to acquire or dispose of assets other than real estate or assets with a related party, and the transaction amount reaches 20% of the Company's paid-in capital, 10% of its total assets, or NT$300 million or more. However, there are no restrictions on the purchase or sale of domestic bonds, bonds with buy-back or sell-back conditions, or the purchase or sale of money market funds issued by domestic securities investment trusts.
2. Merger, demerger, acquisition, or transfer of shares.
3. Losses from derivative transactions reach the maximum amount of losses on all or individual contracts as specified in the processing procedures.
4. The acquisition or disposal of equipment for business use or its right to use assets, and the transaction is not a related party, and the transaction amount reaches one of the following requirements:
   (1) A public company with paid-in capital of less than NT$10 billion and a transaction amount of NT$500 million or more.
   (2) Publicly traded companies with paid-in capital of NT$10 billion or

more and transaction amount of NT$1 billion or more.

5. A public company engaged in the construction business acquires or disposes of real estate or its right to use assets for construction purposes and the counterparty is not a related party, and the transaction amount reaches NT$500 million or more; among which, the paid-in capital reaches NT$10 billion or more, and the transaction amount reaches NT$1 billion or more if the counterparty is not a related party and disposes of real estate for construction completion projects.
6. The Company expects to invest more than NT$500 million in the acquisition of real estate through self-commissioned construction, land-leased construction, jointly-constructed with a house divided, Jointly-constructed with portions divided, and jointly constructed and sold in partitions, and the counterparties are not related parties.
7. In addition to the preceding six paragraphs, if the transaction amount of the assets, the disposal of debts by financial institutions, or the investment in China reaches 20% of the company's paid-in capital or NT$300 million or more. However, the following circumstances shall not apply:
   1. Trading domestic bonds or foreign bonds with credit ratings not lower than the sovereign credit rating of our country.
   2. For the purpose of investment, trading of marketable securities on the stock exchange or at the securities brokerage firm's business premises, or subscription of foreign bonds or ordinary corporate bonds and general financial bonds not involving equity interests (excluding subordinated bonds) in the primary market. or subscription or repurchase of securities investment trusts or managed futures, or subscription or repurchase of exchange-traded notes, or marketable securities subscribed by the securities brokerage firm in accordance with the regulations of the Taipei Exchange on the recommendation of the securities brokerage firm for the purpose of underwriting business.
   3. Trading of bonds with a reverse repurchase agreement and repurchase agreement, subscription, or repurchase of money market funds issued by domestic securities investment trusts.

The amounts of the preceding transactions are calculated as follows:

I. Amount per transaction.

2. The cumulative amount of transactions of the same nature with the same counterparty within one year.
3. The cumulative amount of acquisition or disposal（acquisition and disposal, respectively） of real estate or its right-to-use assets of the same development project within one year.
4. The amount of the same marketable securities acquired or disposed of （acquired or disposed of separately） within one year.

The one-year period referred to in the preceding paragraph is based on the date of occurrence of the transaction and extrapolated forward one year. The part that has been announced in accordance with the provisions of this procedure is not counted again.

The Company shall enter monthly, in the prescribed format, the information on derivative transactions engaged in by the Company and its subsidiaries that are not domestic public companies as of the end of the previous month on the information reporting website designated by the FSC by the tenth day of each month.

If there is an error or omission in the paragraphs that should be announced in accordance with the regulations and should be corrected, the Company shall re-announce and report all of them within two days from the date of knowledge.

When acquiring or disposing of assets, the Company shall keep the relevant deeds, minutes, docket, valuation reports, and opinions of accountants, attorneys, or securities underwriters at the Company for at least five years, unless otherwise required by other laws.

Article 9 The time limit for filing a notice:

After the Company has announced and reported the transaction in accordance with the provisions of the preceding Article, the Company shall, within two days from the date of occurrence of the fact, announce and report the relevant information on the designated website of the FSC under any of the following circumstances:

1. The relevant contract signed in the original transaction has been changed, terminated, or canceled.
2. The merger, demerger, acquisition, or transfer of shares is not completed according to the scheduled time of the contract.
3. The original announcement declared changes to the content.

Article 10 When the Company acquires or disposes of real property, equipment, or its right-to-use assets, except for transactions with domestic government agencies, self-appointed construction, rented land-appointed construction, or acquisition or disposal of equipment or its right-to-use assets for business use, and the transaction amount reaches 20% of the Company's paid-in capital or NT$300 million or more, the Company shall obtain an appraisal report issued by a professional appraiser before the date of occurrence of the fact and comply with the following requirements:

1. If, for special reasons, a limited price, a specific price, or a special price is used as a reference for the transaction price, the transaction shall be submitted to the board of directors for approval, and the same applies to any subsequent changes in the transaction terms.
2. If the transaction amount reaches NT$1 billion or more, two or more professional appraisers shall be requested to appraise the transaction.
3. If the appraisal result of a professional appraiser is one of the following, except that the appraisal result of an asset acquired is higher than the transaction amount or the appraisal result of an asset disposed of is lower than the transaction amount, the accountant shall be requested to express a specific opinion on the reason for the difference and the fairness of the transaction price:
   (1) If the difference between the valuation result and the transaction amount reaches 20% or more of the transaction amount.
   (2) If the difference between the appraisal results of two or more professional appraisers reaches 10% or more of the transaction amount.
4. For appraisals made prior to the date of contract formation, the date of issuance of the report shall not exceed three months from the date of contract formation. However, if the current value of the contract applies to the same issue of the announcement and is less than six months old, an opinion may be issued by the original professional appraiser.

Article 11 For the acquisition or disposal of marketable securities, the Company shall obtain the most recent financial statements of the subject company that has been audited or reviewed by a certified public accountant for reference in evaluating the transaction price prior to the date of occurrence of the fact. In addition, if the transaction amount reaches 20% of the Company's paid-in capital or NT$300 million or more, the Company shall request an accountant to express an opinion on the reasonableness of the transaction price prior to the date of issuance. However, this is not applicable if the market price of the securities is publicly quoted in an active market or if the FSC stipulates otherwise.

Article 12 Where the Company acquires or disposes of intangible assets or its right-to-use assets in transactions amounting to 20% or more of the Company's paid-in capital or NT$300 million or more, the Company shall, except for transactions with domestic governmental authorities, request an accountant to express an opinion on the reasonableness of the transaction price before the date of occurrence of the fact.

Article 13 If the Company acquires or disposes of assets through a court auction process, the appraisal report or the accountant's opinion may be replaced by a certificate issued by the court.

Article 14 For appraisal reports obtained by the Company or opinions from accountants, attorneys, or securities underwriters, such professional appraisers and their appraisers, accountants, attorneys or securities underwriters shall comply with the following requirements:

1. Has not been convicted of any violation of the Securities and Exchange Act, the Company Act, the Banking Act, the Insurance Act, the Financial Holding Company Act, the Business Entity Accounting Act, or any fraud, breach of trust, embezzlement, forgery, any business-related crime, and has been sentenced to more than one year of imprisonment. However, except for those who have served their sentences for three years or more after the completion of execution, probation, or pardon.
2. The parties to the transaction shall not be related parties or have a material relationship with each other.
3. If the Company shall obtain appraisal reports from more than two professional appraisers, the different professional appraisers or appraisers shall not be related to each other or in a situation where they are substantially related to each other.

Article 15 When acquiring or disposing of assets from a related party, the Company shall follow the relevant resolution procedures and evaluate the reasonableness of the transaction terms in accordance with these regulations in addition to obtaining an appraisal report from a professional appraiser or an opinion from an accountant if the transaction amount reaches 10% or more of the Company's assets. In determining whether the counterparty is a related party, in addition to paying attention to the legal form of the transaction, consideration should be given to the actual relationship.

Article 16 Where the Company acquires or disposes of real estate or its right-to-use assets from a related party, or acquires or disposes of assets other than real estate or its right-to-use assets with a related party, and the transaction amount reaches 20% of the

Company's paid-in capital, 10% of the Company's total assets, or NT$300 million or more, except for the purchase or sale of domestic bonds, bonds with repurchase or repurchase agreement, or the purchase or repurchase of money issued by a domestic securities investment trust, the Company shall not enter into a transaction contract and make payment until the following information has been approved by at least one-half of the Audit Committee and submitted to the Board of Directors for approval before signing the transaction contract and making payments:

1. The purpose, necessity, and expected benefits of acquiring or disposing of the assets.
2. The reason for selecting the related party as the counterparty.
3. Information related to the acquisition of real estate or its right-to-use assets from related parties and the assessment of the reasonableness of the predetermined transaction terms in accordance with the regulations.
4. The date and price of the original acquisition by the related party, the counterparty, and its relationship with the Company and the related party.
5. A cash flow projection for each month of the year commencing from the month in which the contract is expected to be entered into, and an evaluation of the necessity of the transaction and the reasonableness of the use of funds.
6. The appraisal report issued by the professional appraiser obtained in accordance with the provisions of the preceding Article, or the opinion of the accountant.
7. Restrictions and other important agreements of the Transaction.

If the foregoing is not approved by more than one-half of all members of the Audit Committee, it must be approved by more than two-thirds of all directors, and the resolution of the Audit Committee shall be recorded in the minutes of the Board of Directors' meeting.

In accordance with the first provision, the opinions of the independent directors shall be taken into full consideration when they are presented to the board of directors for discussion. In the event that the independent directors have any opposing views or reservations, they shall state them in the minutes of the board of directors' meeting.

The Board of Directors authorizes the Chairman of the Board to decide on the following transactions between the Company and its parent company, subsidiaries, or its subsidiaries in which the Company directly or indirectly holds 100% of the outstanding shares or capital stock, within a limit of NT$20 million, and to submit them to the most recent Board of Directors for proposals:

(1) Acquisition or disposal of equipment or assets with rights to use for business purposes.

(2) Acquisition or disposal of real estate right-of-use assets for business use.

If the Company and its subsidiaries that are not domestic public companies have the first transaction, and the transaction amount reaches 10% or more of the Company's total assets, the Company shall submit the information listed in the first paragraph to the shareholders' meeting for approval before signing the transaction contract and making the payment. However, this does not limit the transaction of the Company with its parent company, its subsidiaries, or between its subsidiaries.

The calculation of the amount of the first and preceding transactions shall be in accordance with Article 8, Paragraph 3, and the reference to within one year is based on the date of occurrence of the transaction and extrapolated forward one year, and the part that has been submitted to the shareholders' meeting, the Audit

Committee and the Board of Directors for approval in accordance with the provisions of these Procedures shall be exempted from further calculation.

Article 17 The Company shall evaluate the reasonableness of the transaction cost when acquiring real estate or its right-to-use assets from a related party in accordance with the relevant regulations, and shall consult an accountant to review and express specific opinions. However, the Company shall comply with the provisions of the preceding Article if any of the following circumstances apply:

1. The related party acquires real estate or its right-to-use assets by inheritance or gift.
2. The related party has contracted to acquire real estate or its right-to-use assets for more than five years from the date of this transaction.
3. Signing a joint construction contract with a related party, or commissioning a related party to build real estate from land or renting land for construction, and acquiring real estate.
4. The Company and its parent company, subsidiaries, or subsidiaries in which the Company directly or indirectly holds 100% of the outstanding shares or capital, acquire real estate assets for use in operations.

Article 18 If the Company acquires real estate or its right-to-use assets from a related party and the appraisal results are lower than the transaction price in accordance with the regulations, the Company shall do the following:

1. A special reserve shall be provided for the difference between the transaction price and the appraised cost of real estate or its right-to-use assets in accordance with Article 41, Paragraph 1 of the Securities and Exchange Act, and shall not be distributed or transferred to additional shares. If an investor whose investment in the Company is valued under the equity method is a public company, a special reserve shall also be provided in accordance with Article 41, Paragraph 1 of the Securities and Exchange Act for the amount of the special reserve in proportion to the Company's shareholding.
2. The members of the Audit Committee shall be independent directors in accordance with Article 28 of the Company Act.
3. The first two paragraphs shall be reported to the shareholders' meeting and the details of the transaction shall be disclosed in the annual report and the public explanatory statement.

The Company may set aside a special reserve in accordance with the preceding paragraph only after the Company has recognized a loss on the decline in value of assets acquired or leased at a high price, has disposed of or terminated a lease, or has made appropriate compensation or reinstatement, or has other evidence to confirm that it is not unreasonable, and the FSC has approved the use of such special reserve.

If the Company acquires real estate or its right-to-use assets from a related party and there is other evidence that the transaction is not in accordance with business practices, the Company shall also comply with the preceding two provisions.

Article 19 When the Company engages in derivative transactions, the Company shall follow the "Procedures for Handling Derivative Transactions".

Article 20 In the event of a merger, demerger, acquisition or transfer of shares, the Company shall appoint an accountant, attorney, or securities underwriter to express an opinion on the reasonableness of the share exchange ratio, the acquisition price or the allotment of cash or other property to the shareholders for discussion and approval by the Board of Directors prior to convening a resolution of the Board of Directors. However, the Company is exempted from obtaining an opinion of reasonableness from the foregoing experts in the event of a merger between subsidiaries in which the Company directly or indirectly holds 100% of the issued shares or capital, or between subsidiaries in which the Company directly or indirectly holds 100% of the issued shares or capital.

If the Company participates in a merger, demerger or acquisition, the Company shall prepare a public document to the shareholders, together with the expert opinion and the notice of the shareholders' meeting, prior to the shareholders' meeting for reference as to whether to approve the merger, demerger or acquisition. However, it is exempt from the requirement of other laws to convene a shareholders' meeting to resolve a merger, demerger, or acquisition.

If the Company is involved in a merger, demerger, or acquisition and the shareholders' meeting cannot be convened or resolved due to an insufficient number of attendees, insufficient voting rights, or other legal restrictions, or if the proposal is rejected by the shareholders, the Company shall immediately disclose to the public the reasons for the occurrence, the follow-up actions and the expected date of the shareholders' meeting.

Article 21 The Company and a company participating in a merger, demerger, or acquisition shall hold a board of directors' meeting and a shareholders' meeting on the same day to resolve matters related to the merger, demerger, or acquisition unless otherwise provided by other laws or special factors are reported to the FSC for prior approval.

The Company and the company participating in the share transfer shall hold a board meeting on the same day unless otherwise required by other laws or special factors are reported to the FSC for prior approval.

In the event that the Company is involved in a merger, demerger, acquisition or transfer of shares, the following information shall be made a complete written record and kept for five years for inspection:

1. Basic information of personnel: including the titles, names, and ID numbers （passport numbers in the case of foreign nationals） of all persons involved in the merger, demerger, acquisition, or share transfer plan or the execution of the plan before the news was made public.
2. Dates of important events: including the dates of signing letters of intent or memoranda of understanding, appointing financial or legal advisors, signing deeds, and board meetings.
3. Important documents and minutes: including merger, demerger, acquisition or share transfer plans, letters or memoranda of intent, important contracts, and minutes of board meetings.

If the Company participates in a merger, demerger, acquisition, or transfer of shares, it shall, within two days from the date of the resolution of the Board of Directors’ meeting, report the information in paragraph 1 and paragraph 2 of the preceding paragraph to the FSC in the prescribed format and through the Internet information system for record purposes.

If any of the counterparties involved in a merger, demerger, acquisition or share transfer is not a listed company or a company whose shares are traded in Taipei Exchange and Stock Exchange, the Company shall enter into an agreement with such counterparties and shall comply with the provisions of Items 3 and 4.

Article 22 When the Company participates in a merger, demerger, acquisition or transfer of shares, the share exchange ratio or acquisition price shall not be changed at will except in the following circumstances, and the circumstances under which the merger, demerger, acquisition or transfer of shares may be changed shall be stipulated in the contract of merger, demerger, acquisition or transfer of shares:

1. Cash capital increase, issuance of convertible bonds, stock allotment without consideration, bond with attached warrant, preferred shares with stock options, stock warrants and other marketable securities with the nature of stock options.
2. Actions affecting the Company's financial operations, such as the disposal of material assets.
3. The occurrence of a major disaster, a major change in technology, or other events affecting the shareholders' equity or the price of securities of the Company.
4. Adjustment of the purchase of treasury stock by any party involved in a merger, demerger, acquisition or transfer of shares in accordance with the law.
5. Changes in the number of entities or companies involved in mergers, demergers, acquisitions, or share transfers.
6. Other conditions that may be changed are stipulated in the contract and have been disclosed to the public.

The Company's merger, demerger, acquisition, or share transfer contracts shall set forth the relevant matters in accordance with the regulations to protect the rights and interests of the participating companies.

Article 23 Disclosure of Financial Statements:

If the Company acquires or disposes of assets up to the standards required to be announced and reported under these Procedures, and the counter-party is a related party in substance, the announcement shall be disclosed in the notes to the financial statements and reported to the shareholders' meeting.

Forward foreign exchange transactions are accounted for in accordance with IASs No. 14, while other derivative instruments are accounted for by entering details and calculating realized and unrealized gains (losses) on a monthly basis, and disclosing information related to derivative transactions in the periodic financial reports in accordance with the FSC regulations.

Article 24 Provisions on the Acquisition or Disposal of Assets of Subsidiaries

1. Each subsidiary of the Company shall acquire or dispose of assets applying mutatis mutandis by the provisions of these Procedures.
2. The parent company shall handle the announcement and reporting matters if a subsidiary is not a domestic public company and acquires or disposes of assets up to the required announcement and reporting standards.
3. The reportable standards of subsidiaries regarding paid-in capital or total assets are based on the parent company's paid-in capital or total assets.

Article 25 The Company shall establish this procedure with the approval of at least one-half of all members of the Audit Committee and submit it to the Board of Directors for approval, and then submit it to the shareholders' meeting for approval, in accordance with the provisions of Article 16, Paragraph 2 and 3, as amended by. All members of the Audit Committee and all directors referred to in these procedures are counted as those who are actually in office.

Article 26 The 10% of total assets requirement of this procedure is calculated based on the

number of total assets in the most recent individual or individual financial statements as required by the Regulations Governing the Preparation of Financial Reports by Securities Issuers.
If the Company's stock has no par value or the par value per share is not NT$10, the transaction amount of 20% of the paid-in capital under this procedure is calculated based on 10% of the equity attributable to the owners of the parent company.

3. Rules for Director Elections

APEX Financial Engineering Res. & Tec. Co., Ltd.

Procedures for Director Elections

Revised and approved by the Board of Directors on March 21, 2012
Revised and approved during the Shareholders Regular Meeting on June 22, 2012
Revised and approved during the Shareholders Regular Meeting on June 20, 2014
Revised and approved during the Shareholders Regular Meeting on June 20, 2017
Revised and approved during the Shareholders Regular Meeting on July 2, 2021

Article 1: Except as otherwise provided by *Company Act* or by the Company's Articles of Incorporation, elections of directors shall be conducted in accordance with these Procedures.

Article 2: The election of directors shall use the cumulative voting system, with each share having the same number of voting rights as the number of directors to be elected. Shareholders may concentrate their votes on one person or distribute their votes to elect multiple individuals. The election of directors, including independent directors and non-independent directors, shall be conducted simultaneously, with separate calculations for the elected quotas.

Article 2-1: The election of directors (including independent directors) shall adopt a candidate nomination system, and shareholders shall vote on the candidates selected from the nominee list.

Article 3: The directors of the Company shall be elected based on the number of votes received, with those representing more voting rights successively elected as independent directors and non-independent directors. In cases where two or more individuals receive the same number of votes, representing the same number of voting rights and exceeding the specified quota, a random draw shall determine the elected candidates. In the absence of the candidates, the chairman shall conduct the draw on their behalf.

Article 3-1: Unless approved by the competent authority, the Company's board of directors shall have a majority of seats without any of the following relationships:

1. Spouses.
2. Relatives within the second degree of kinship.

When electing directors at a shareholders meeting, if the originally elected individuals do not meet the requirements of the preceding paragraph, the elected candidates who do not meet the requirements and have lower representation of voting rights shall have their election invalidated.

Article 4: Election ballots shall be prepared and issued by the board of directors, with their respective voting rights indicated. The identification of the voters may be represented by their attendance certificate numbers printed on the ballots.

Article 5: At the commencement of the election, the chairman shall designate a specific number of inspectors and vote counters to perform various related tasks. Inspectors must hold the status of shareholders.

Article 6: The voting box used for the election shall be prepared by the Company, and it shall be publicly inspected by the inspectors before the voting begins.

Article 7: If the candidate is a shareholder, the voter must specify the candidate's name and shareholder account number in the "Candidate" column of the ballot. If the candidate is not a shareholder, the voter must provide the candidate's name and identification document number. However, when the candidate is a government entity or a legal person shareholder, the "Candidate" column on the ballot shall display the name of the government entity or legal person. Optionally, it may include both the name of the government entity or legal person and the name of its representative. If there are multiple representatives, their names shall be separately added.

Article 8: Invalidity of Election Ballots:

1. Ballots not meeting the requirements stipulated in this regulation.
2. Ballots not properly cast into the voting box or containing blank votes.
3. Ballots with unclear or illegible handwriting or those altered.
4. The total election rights exercised by the voter exceed the total election rights held by the voter.
5. The filled-in candidate name matches that of another shareholder, without specifying the shareholder account number or identification document number for identification.
6. Ballots with additional graphics, symbols, or other non-prescribed elements aside from the candidate's name, residence, and shareholder account number, identification document number, and voting rights.
7. In the case of a shareholder candidate, if the filled-in name, shareholder account number, or identification document number does not match the shareholder registry.
8. Ballots listing two or more candidates on the same ballot.

Article 9: 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 shall be announced by the chairperson on the site.

Article 10: When the number of directors falls below five due to the dismissal of a director for any reason, the Company 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 the Company’s Articles of Incorporation, the Company shall call an extraordinary shareholders meeting within 60 days from the date of occurrence to hold a by-election to fill the vacancies.

Article 11: These Procedures, and any amendments hereto, shall be implemented after approval by a shareholders meeting.

4. Rules for General Shareholders' Meeting

APEX Financial Engineering Res. & Tec. Co., Ltd.
Rules for General Shareholders' Meeting

Approved during the Shareholder Meeting on June 19, 2023

Article 1: The rules of procedures for the Company's shareholders meetings, except as otherwise provided by law, regulation, or the Articles of Incorporation, shall be as provided in these Rules.

The Company may convene a shareholder meeting via video conference in accordance with the provisions of the articles, with a resolution of two-thirds or more of the directors present and the majority of the attending directors in agreement.

Article 2: The Company shall include in the meeting notice the registration time and location for shareholders, solicitors, and proxy agents (hereinafter referred to as shareholders) to report, as well as other matters to be noted.

The registration time for shareholders shall be at least 30 minutes before the meeting begins, with a clearly marked registration location and suitable personnel for handling. For video conference shareholder meetings, registration shall be accepted on the video conference platform 30 minutes before the meeting starts, and shareholders who complete the registration shall be deemed to have attended the meeting in person.

Shareholders shall attend the meeting with attendance certificates, attendance sign-in cards, or other attendance documents. Shareholders participating through proxies, including solicitors, shall also bring identification documents for verification.

Shareholders attending the meeting shall sign in, and the sign-in card shall be used in lieu of the attendance sign-in card. The number of shares present shall be calculated based on the submitted attendance sign-in card and the reported number of shares on the video conference platform, including shares voted in writing or electronically.

Shareholders who wish to attend the meeting via video for a video conference shareholder meeting shall register with the Company at least two days before the meeting.

For video conference shareholder meetings, the Company shall upload the agenda, annual report, and other relevant materials to the video conference platform at least 30 minutes before the meeting starts and continuously disclose them until the meeting concludes.

Article 2-1: The venue for a shareholders meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a shareholders meeting. The meeting 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.

For video conference shareholder meetings, the chairperson and recording personnel shall be present at the same location in the country, and the chairperson shall announce the address of that location at the beginning of the meeting.

Article 2-2: To convene a virtual shareholders meeting, the Company 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:
   (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 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.

(4) 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 2-3: For a video conference shareholder meeting, the Company's minutes shall include, in addition to the matters specified in Article 183, Paragraph 4 of the *Company Act*, the start and end times of the shareholder meeting, the method of convening the meeting, the names of the chairperson and recorder, and the handling methods and situations in the event of obstacles to the video conference platform or video participation due to force majeure, disasters, or other unavoidable circumstances.

For a video conference shareholder meeting, the Company shall also specify in the minutes the alternative measures provided for shareholders who find it difficult to participate via video, as recorded.

Article 3: The Company, beginning from the time it accepts shareholder attendance registrations, shall make an uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders meeting, and the voting and vote counting procedures.

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

Article 4: Upon the scheduled meeting time, the chairperson shall declare the meeting open. However, if representatives with over half of the total issued shares are not present, the chairperson may announce a postponement, limited to two times with a cumulative extension time not exceeding one hour.

If, after two postponements, there are still insufficient attendees, and representatives with over one-third of the total issued shares are present, the meeting may proceed as a provisional resolution according to Article 175, Paragraph 1 of the *Company Act*.

If the representative shares meet the legal quorum before the end of the meeting, the chairperson may resubmit the provisional resolution for a vote according to Article 174 of the *Company Act*.

Article 5: When convened by the Board of Directors, the shareholder meeting shall be chaired by the Chairman. In the absence of the Chairman, a designated Director or an elected Director shall act as the proxy. If convened by a person other than the Board of Directors, the convener shall serve as the chairperson, and in the case of multiple conveners, they shall mutually select one.

Article 5-1: If the shareholder meeting is convened by the Board of Directors, the agenda shall be determined by the Board. All relevant proposals (including ad-hoc motions and amendments to original proposals) shall be voted on individually. The meeting shall proceed according to the designated agenda, and no changes shall be made without the approval of the shareholder meeting.

The same rules apply if the meeting is convened by a person other than the Board of Directors.

The designated agenda in the first two paragraphs, once initiated, cannot be altered without the approval of the shareholder meeting before the proceedings (including ad-hoc motions and original proposal amendments) are concluded. However, if an emergency situation arises during the meeting, making the continuation of the meeting difficult, the chairperson, with the consent of the majority of the voting rights present, may announce the adjournment.

If the chairperson violates the rules of procedure and declares an adjournment, with the consent of the majority of the voting rights present, a new chairperson may be elected to continue the meeting.

After the meeting adjourns, except in the aforementioned case, shareholders cannot elect a new chairperson to continue the meeting at the original location or find an alternative venue.

Article 6: 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.

When a legal entity is represented at the shareholder meeting, only one person may be appointed to attend on behalf of that legal entity.

If a legal entity shareholder appoints two or more representatives to attend the shareholder meeting, only one person may speak on the same agenda item. During shareholder speeches, other shareholders may not speak without the consent of the chairperson and the speaking shareholder, and any violations should be stopped by the chairperson.

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 chairperson 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 3 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 7: Each shareholder is limited to speaking on the same agenda item no more than twice, and each speaking turn must not exceed five minutes.

If a shareholder's speech violates the aforementioned rules or goes beyond the scope of the agenda, the chairperson has the authority to halt their speech.

Article 8: When the chairperson deems that the discussion on a motion has reached a point suitable for a vote, they may announce the cessation of the discussion and proceed to the vote.

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

Each shareholder is entitled to one voting right per share. However, those restricted or without voting rights as specified in Article 179, Paragraph 2, of the *Company Act* are excluded from this provision.

When a shareholder appoints a proxy to attend the shareholders meeting, except for trust enterprises or stock agency institutions approved by the competent authority for securities, if one person is simultaneously entrusted by two or more shareholders, the voting rights of the proxy shall not exceed three percent of the total issued shares. Any excess voting rights beyond this limit shall not be counted.

Article 8-1: 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, or engage in other behaviors that disrupt the order of the meeting, and refusing to heed calls to stop after being warned by the chairperson, the chairperson may direct the proctors or security personnel to escort the shareholder from the meeting.

Article 9: 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.

Article 10: A resolution may be adopted at a shareholders meeting to defer or resume the meeting within five days in accordance with Article 182 of the *Company Act*.

Article 10-1: 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 chairperson 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 five 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 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 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, 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 hall handle the matter based on the date of the shareholders meeting that is postponed or resumed under the second paragraph.

When the Company holds a video shareholders meeting, appropriate alternative measures should be provided for shareholders who have difficulties attending the meeting via video.

Article 11: 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.

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.

Article 12: 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 13: 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. The results of the vote should be reported on the spot and recorded.

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 chairperson 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.

Article 14: 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 15: Matters not stipulated in these rules, except as otherwise provided by the *Company Act*, relevant laws and regulations, and the Company's Articles of Incorporation, shall be handled at the discretion of the chairperson.

Article 16: These rules shall take effect after having been submitted to and approved by a shareholders meeting. Subsequent amendments thereto shall be effected in the same manner.

4. Directors' Shareholdings

Shareholdings of Directors of APEX Financial Engineering Res. & Tech. Co., Ltd.

1. As of the closing date of the shareholders' meeting (April 4, 2026), the Company's paid-in capital was NT821,777,790 and the number of issued shares was 82,177,779.
2. The minimum number of shares required to be held by all directors under Article 26 of the Securities and Exchange Act is 6,574,222 shares.
3. The number of shares held by the directors as recorded in the shareholders' register is as follows:

Job Title	Name	Number of shares held in the register of members on the date of cessation of transfer	
		Number of Shares	Shareholding Ratio
Chairman	Fudingshun Investment Co., Ltd. Representative: Rong-Tang Hsu	9,219,000	11.22%
Vice Chairman	Chishi Investment Co., Ltd. Representative: Chia-Chun Hsu	8,851,000	10.77%
Director	Fudingshun Investment Co., Ltd. Representative: Ming-Ting Wang	9,219,000	11.22%
Director	Chishi Investment Co., Ltd. Representative: Fen-Hsien Chen	8,851,000	10.77%
Independent Director	Wen-Kai Lin	0	0.00%
Independent Director	Wan-Chia Wang	0	0.00%
Independent Director	Yu-Hsuan Lei	0	0.00%
	Total	18,070,000	21.99%

5. Information Related to the Proposal for the Shareholders Meeting

Description of the proposal for the shareholders' meeting:

1. Pursuant to Article 172-1 of the Company Act, shareholders holding at least one percent of the total number of issued shares may propose in writing to the Company a motion for a general shareholders meeting, provided that the motion is limited to one and that the proposed motion is limited to 300 words.
2. The Company accepted applications for shareholder proposals at this year's Annual General Meeting of Shareholders for the period from March 31, 2026 to April 10, 2026, which were announced on the Market Observation Post System in accordance with the law.
3. The Company has not received any shareholder proposals during the period of acceptance.