



TWSE  
OTC Markets AUOTY

# AUO Corporation

## Annual General Shareholders' Meeting

### Meeting Agenda (Translation)

Date: May ,

#### NOTES TO SHAREHOLDERS:

1. The Company' s annual report will be available on the Company' s website within days before the Meeting at [https://www.auo.com/en-global/shareholder\\_information/index](https://www.auo.com/en-global/shareholder_information/index)
2. For the significant differences in the corporate governance between the practices of US and ROC, please refer to the above path of the Company' s website.
3. Minutes of the Company' s Annual General Shareholders' Meeting will be available on the Company' s website within days after the Meeting at [https://www.auo.com/en-global/shareholder\\_information/index](https://www.auo.com/en-global/shareholder_information/index)



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-----Disclaimer----

THIS IS A TRANSLATION OF THE AGENDA FOR THE ANNUAL GENERAL SHAREHOLDERS' MEETING OF AUO CORPORATION. THE TRANSLATION IS FOR REFERENCE ONLY. IF THERE IS ANY DISCREPANCY BETWEEN THE ENGLISH VERSION AND CHINESE VERSION, THE CHINESE VERSION SHALL PREVAIL.



## I. Meeting Procedure



## AUO Corporation

### Annual General Shareholders' Meeting Procedure

- Call the Meeting to Order

- Chair's Address

- Report Items

- Recognition Items

- Discussion Items

- Extraordinary Motions

- Meeting Adjourned



## II. Meeting Agenda



## AUO Corporation

### Annual General Shareholders' Meeting

#### Meeting Agenda

Type of Meeting: Hybrid Meeting (Physical Meeting with Video Conference)

Time: : a.m., May , (Thursday)

Place : Meeting Room at AUO's Headquarter

(No. , Gongye E. rd Rd., East Dist., Hsinchu Science Park, Hsinchu City)

E-Meeting Platform " E-Services Platform" provided by Taiwan Depository & Clearing Corporation <https://stockservices.tdcc.com.tw>

Attendees: All shareholders or their proxy holders

Chair: Shuang-Lang (Paul) Peng, Chairman

#### 1. Chair' s Address

#### 2. Report Items

- (1) To report the business performance for the year
- (2) Audit Committee's Review Report and communication between members of Audit Committee and Head of Internal Audit
- (3) To report the cash dividend distribution for the year
- (4) To report the distribution of employees' and directors' remuneration for the year

#### 3. Recognition Items

- (1) To recognize the Business Report and Financial Statements
- (2) To recognize the proposal for the distribution of earnings

#### 4. Discussion Items

- (1) To approve the demerger of the Company's energy business to the Company's wholly-owned subsidiary and the Demerger Proposal
- (2) To approve the sale of the equity of companies related to the energy business
- (3) To amend the Articles of Incorporation
- (4) To amend the Handling Procedures for Acquisition or Disposal of Assets
- (5) To lift non-competition restrictions on board members

#### 5. Extraordinary Motions

#### 6. Meeting Adjourned



## Report Items

### 1. To report the business performance for the year

Explanation: The Business Report for the year is set forth in Attachment (Pages - ).

### 2. Audit Committee's Review Report and Communication with head of Internal Audit

Explanation: The Audit Committee's Review Report is set forth in Attachment (Page ). The communication between members of Audit Committee and Head of Internal Audit is set forth in Attachment (Page ).

### 3. To report the cash dividend distribution for the year of

Explanation:

- (1) Pursuant to Article - of the Articles of Incorporation of the Company, the distribution of cash dividends shall be approved by the Board of Directors and reported to the Shareholders' Meeting.
- (2) At the Board meeting held on February , , the Board of Directors approved a cash dividend distribution in the aggregate amount of NT\$ , , , , equivalent to NT\$ . per common share, and authorized the Chairman of the Board to determine the record date, payment date and other related matters.
- (3) In the event of any change in the total number of outstanding common shares of the Company, the Chairman of the Board is authorized to adjust the cash dividend per share based on the total amount approved and the actual number of outstanding common shares as of the record date.
- (4) Cash dividends shall be calculated based on the number of shares held by shareholders as recorded in the shareholders' register as of the record date, and shall be rounded to the nearest whole monetary unit.

### 4. To report the distribution of employees' and directors' remuneration for the year of

Explanation:

- (1) At the Board meeting held on February , , the Board of Directors approved the distribution of employees' and directors' remuneration in cash in the amounts of NT\$ , , and NT\$ , , , respectively.



## Recognition Items

1. To recognize **Business Report and Financial Statements (proposed by the Board of Directors)**

Explanation:

- (1) The Company' s Financial Statements for the year were audited by the independent auditors, Yu, Chi-Lung and Lu, Chien-Hui of KPMG.
- (2) The Business Report, Independent Auditors' Report and the aforementioned Financial Statements are set forth in Attachments (Pages - ) and - (Pages - ).

Resolution:

2. To recognize the proposal for the distribution of earnings (proposed by the Board of Directors)

Explanation:

The proposal for the distribution of earnings is set forth in Attachment (page ).

Resolution:



## Discussion Items

- 1.



the Demerger prior to the Record Date and shall have full authority to deal with relevant matters. The Chairman shall report the same in the next shareholders' meeting.

- a. The Company fails to obtain the consent of the lending banks or a majority of the syndicated loan banks (pursuant to the definition of the applicable loan contracts) for conduct of the Demerger pursuant to the applicable loan contracts;
  - b. The Company fails to obtain the approval of the Taiwan Stock Exchange for continuance of being listed in accordance with Article - of the Operating Rules of the Taiwan Stock Exchange Corporation; or
  - c. Due to changes in economic condition, the Chairman determines that it is inappropriate to proceed with the Demerger.
- (7) Since the Demerger constitutes a non-symmetrical demerger pursuant to Article , Paragraph of the Business Mergers and Acquisitions Act, the Demerger shall be approved with a majority of votes of the Directors present that represent more than two-thirds of the Board of Directors. After the Board of Directors resolves to proceed with this Demerger, it will be submitted to the shareholders' meeting for approval. If the shareholders' meeting fails to approve the Demerger, the Chairman is authorized to immediately terminate it.

Resolution:

**2. To approve the sale of the equity of companies related to the energy business (proposed by the Board of Directors)**

Explanation:

- (1) To accelerate the Company's value transformation strategy and to focus on the three pillars of sustainable operations, the Company and its wholly-owned subsidiaries, Ronly Venture Corp. (hereinafter referred to as " Ronly" ) and AUO Singapore Pte. Ltd., (hereinafter referred to as " AUOSG" ), intend to separately sell their holdings in companies related to the energy business to Star Shining Energy Holdings Corporation (hereinafter referred to as " Star Shining Energy Holdings" , Star Shining Energy Holdings is an equity-method investee in which the Company and its subsidiary, Konly Venture Corp., hold a combined total of % of shares) (hereinafter referred to as "the Project"). The goal of the Project is to leverage Star Shining Energy Holding' s performance and resources in the energy industry to achieve the integration of the companies related to the energy business.
- (2) The equity of companies related to the energy business intended for sale in the Project includes:
  - a. The Company plans to transfer, via demerger to Star Shining Enetek Corp. (hereinafter referred to as " Star Shining Enetek " ), its wholly-owned subsidiary, the operation of energy business, and to sell all shares of Star Shining Enetek to Star Shining Energy Holdings after the record date of the Demerger (which is indicatively to be set as August , ).



- b. The equity of AUO Power Corporation (hereinafter referred to as " AUO Power" ), which is wholly-owned by the Company.
  - c. The equity of Feng Yao Power Corporation (hereinafter referred to as " Feng Yao Power" ) and Zheng Yao Power Corporation (hereinafter referred to as " Zheng Yao Power" ), which are wholly-owned by Ronly, and the equity of Zhao Feng Energy Co., Ltd. (hereinafter referred to as " Zhao Feng Energy" ), wherein Ronly holds % of shares and recognizes as an equity-method investee.
  - d. The equity of AUO Green Energy America Corp. (hereinafter referred to as " AEUS" ), which is wholly-owned by AUOSG.
- (3) The transaction structure of the sale of the equity of companies related to the energy business is as follows:
- a. The Company plans to sell % of shares of Star Shining Enetek to Star Shining Energy Holdings at an enterprise value of NTD million. The final equity value will be adjusted based on the net liabilities as of the closing date.
  - b. Aside from Star Shining Enetek, the companies related to the energy business (including AUO Power, Feng Yao Power, Zheng Yao Power, Zhao Feng Energy, and AEUS) will be sold at a transaction price based on their book values as of the closing date, with the total consideration not to be less than NTD million.
  - c. The closing date of the sale of the equity of companies related to the energy business aforementioned to Star Shining Energy Holdings is tentatively set to be September , .
- (4) The independent expert's opinion on the reasonableness of the transaction consideration is provided in Attachment (Pages - ).
- (5) It is proposed that the Chairman be granted full authority to deal with all matters related to the aforementioned transaction under the specified terms and conditions, and to sign all documents related to the Project on behalf of the Company. However, if there are instructions from competent authorities or if adjustments are deemed necessary after evaluation, the Chairman is authorized to make decisions accordingly.
- (6) After the Board of Directors resolves to proceed with the Project, the Project will be submitted to the shareholders' meeting for approval. If the shareholders' meeting fails to approve the Project, the Chairman is authorized to immediately terminate it.

Resolution:



### 3. To amend the Articles of Incorporation (proposed by the Board of Directors)

Explanation:

- (1) To meet the Company' s operational needs and in accordance with Article of the Company Act, it is proposed to amend certain provisions of the Articles of Incorporation.
- (2) A comparison table showing the Articles of Incorporation before and after the amendments is set forth in Attachment (pages - ).

Resolution:

### 4. To amend the Handling Procedures for Acquisition or Disposal of Assets (proposed by the Board of Directors)

Explanation:

- (1) To comply with the Regulations Governing the Acquisition and Disposal of Assets by Public Companies and the Company' s operational requirements, it is proposed to amend certain provisions of the Handling Procedures for Acquisition or Disposal of Assets.
- (2) A comparison table showing the amendments before and after is set forth in Attachment (pages - ).

Resolution:

### 5. To lift non-competition restrictions on board members (proposed by the Board of Directors)

Explanation:

- (1) Pursuant to Article of the Company Act, any director who engages in activities that fall within the scope of the Company' s business shall explain the material aspects of such activities at the Shareholders' Meeting and obtain approval therefrom.
- (2) The list of non-competition restrictions proposed to be lifted is set forth in Attachment (pages ).

Resolution:



Extraordinary Motions

Meeting Adjourned



### III. Attachments



## Attachment

### Business Report

In 2023, global political and economic volatility intensified, with changes in U.S. tariff policies, along with fluctuations in the New Taiwan dollar against the U.S. dollar, having a pronounced impact on export-oriented technology industries. Although seasonal demand was not as robust as in previous years, overall performance continued to demonstrate AUO's operational resilience. This was supported by front-loaded shipments of consumer electronics in the first half of the year, channel inventory replenishment, and the Company's proactive adjustments to its operating plans in response to market conditions. For the full year, AUO reported annual revenue of NT\$ 1.0 billion, representing a 1.5% increase compared to 2022. The Company also returned to profitability, posting a net profit of NT\$ 0.1 billion, compared with a net loss in the prior year.

The panel industry is currently undergoing a rapid shift from "scale-driven competition" to "value-driven competition." Competitive advantage is no longer defined solely by production capacity, but increasingly by technological innovation, market application capabilities, and the ability to deliver comprehensive solutions. In response to these structural changes, AUO initiated its "biaxial transformation" strategy in 2022. Building on this foundation, the Company has redefined its corporate positioning: AUO is no longer solely a panel supplier, but a display-centric solution provider focused on three core operating pillars of "Display", "Mobility Solutions", and "Vertical Solutions". This strategic adjustment reflects years of forward-looking planning and proactive management of cyclical volatility and industry restructuring risks. It also represents the Company's fundamental growth strategy as it enters the next decade of development.

#### Three Core Operating Pillars Fully Established with Tangible Results

Through years of ecosystem development, AUO has completed the acquisition of automotive Tier 1 supplier BHTC<sup>(Note 1)</sup>, invested in industrial PC company ADLINK<sup>(Note 2)</sup>, and formed a strategic partnership with ePaper leader E Ink<sup>(Note 3)</sup>, thereby building a co-creation ecosystem characterized by high technological barriers and strong collaborative capabilities. In 2023, the Company formally integrated and optimized its organizational



exterior of AFEELA<sup>(Note 1)</sup> electric vehicle. Mass production is expected to commence in 2025.

AUO's 1.5-Inch Transparent Micro LED Display received the "Best Micro LED-Based Technology" award at SID 2024. It features high transparency, 10,000 nits of brightness, and supports seamless tiling for flexible expansion across various applications.

Micro LED represents the most important growth engine within the Display segment. Its high brightness, superior transparency, and stretchable characteristics create broad opportunities in display applications. Beyond traditional display use cases, its highly integrated architecture enables the combination with various sensor components and can be extended to applications such as Co-Packaged Optics (CPO), enhancing energy efficiency and computing performance in AI data centers.

Deepening Presence in the High-End LCD Market: The Company introduced several advanced display solutions, including Eco-Friendly low-power FSC (Field Sequential Color) LCDs, HiRaso ChLCDs, privacy displays for IT applications, and ultra-large curved automotive display systems. These products have received strong recognition from both domestic and international customers. AmLED technology has been widely adopted in gaming and automotive panels, offering high brightness, high contrast, and low power consumption to meet the demands of premium market segments. Through continuous technological upgrades, AUO has not only strengthened its market position but also enhanced its product premiumization capabilities.

#### 3. Mobility Solutions: Accelerated Transformation and a Key Growth Engine

In 2024, AUO completed the acquisition of BHTC, gaining globally leading technologies in Human-Machine Interface (HMI) and climate control systems, and officially advancing into the ranks of Tier 1 automotive suppliers. During 2024, this acquisition strengthened AUO's strategic relationships with major OEM automakers across Europe, the United States, and Japan, while enhancing order visibility through secured project pipelines. These developments have significantly improved operational stability over the next three years.

Following a period of organizational restructuring and integration of systems and resources, AMSC<sup>(Note 2)</sup> officially commenced operations in January 2025. Operating as an independent subsidiary enables greater focus on the automotive market while leveraging the advantages of five major global manufacturing bases in Germany, Bulgaria, Mexico, China, and India. This diversified footprint helps mitigate geopolitical risks and strengthen localized supply capabilities. In particular, products manufactured at the Mexico facility qualify for zero tariffs under the United States-Mexico-Canada Agreement (USMCA), reducing the impact of current trade barriers.

As a core growth driver, the Mobility Solutions business will focus on three key technologies: Visual, Computing, and Connectivity (Vehicle-to-Everything, V2X). By integrating Micro LED display technology, Reflectionless technology, INVISY invisible display technology, Glass-Subs



improve driving safety. The Company remains committed to delivering differentiated smart cockpit solutions that help shape the future of mobility.

“ AUO Smart Cockpit ” received the Silver Award at the th Taiwan Excellence Awards, underscoring the practical value and market recognition of AUO’ s innovative automotive solutions. Meanwhile, revenue contribution from the Mobility Solutions business has increased to % over the past three years, with the Company targeting double-digit annual growth going forward.

#### . Vertical Solutions: Expanding Multi-Application Value Chains and Driving Growth

Smart Retail Development: Leveraging its hardware and software integration capabilities, ADP<sup>(Note )</sup> launched the Retail Cloud Platform, enabling customers to implement cloud-based management solutions that address labor shortages and operational efficiency challenges. In , ADP announced the establishment of a joint venture with E Ink, under which AUO will serve as the manufacturing partner. By combining E Ink’ s material expertise with AUO’ s display manufacturing capabilities, a large-size color ePaper production line is being constructed in Longtan. Amid the global net-zero trend, AUO is advancing its dual ePaper technologies of electrophoretic display (EPD) and cholesteric liquid crystal (HiRaso) in combination with next-generation energy-efficient LCD and LED solutions to develop a comprehensive ESG-oriented display product portfolio. Going forward, the Company will further integrate artificial intelligence (AI) technologies and collaborate with partners in smart retail and public display applications to jointly pursue greener and smarter long-term ESG objectives.

Deepening Presence in Healthcare Applications: Building on its core display technologies, ADP has secured more than % market share in professional medical display panels, ranking first in the market. The Company continues to deliver high-resolution, high-contrast, ultra-high-brightness, and low-reflection wide-color-gamut panels, maintaining its technology leadership. In the X-ray sensing segment, AUO is expanding the application of its Indium Gallium Zinc Oxide (IGZO) technology platform to enhance diagnostic safety and precision. At the same time, the Company is actively developing smart healthcare solutions through cross-sector collaboration among industry, government, and academia. Together with ecosystem partners, AUO has introduced multiple solutions, including D Microsurgery Imaging Solution, Neuronavigation-guided Focused Ultrasound System, and TCM Digital Detection Solution. Through close collaboration with strategic partners, AUO continues to build a comprehensive smart healthcare ecosystem and provide customers with integrated medical application solutions.

Enterprise and Education Applications: ADP, together with its subsidiaries Avocor<sup>(Note )</sup>, Jector<sup>(Note )</sup>, and Rise Vision<sup>(Note )</sup>, focus on developing integrated hardware and software solutions centered on display technologies for smart education and enterprise applications, building a comprehensive global commercial service platform. Its offerings include interactive flat-panel display, direct-view LED displays, and digital signage hardware, complemented by intelligent software solutions designed with optimized human factors in mind. These services encompass smart software deployment, remote device management, content sharing, touch-based annotation, and meeting room



environmental control. Working alongside ecosystem partners, AUO continues to promote next-generation display solutions across smart education and enterprise environments.

- Display and Industrial PC (IPC) Integration: In , to strengthen resource integration and operational synergies, AUO incorporated ADLINK as a consolidated subsidiary. This strategic move supports AUO' s transition from a traditional panel supplier to a provider of intelligent AIoT solutions. By leveraging ADLINK' s leading c



In response to climate change, AUO achieved a dual “ A ” rating in both Climate Change and Water Security from CDP in 2023, underscoring international recognition of its environmental leadership. Since responding to CDP in 2019, AUO has progressively enhanced its carbon management practices, including implementing a Product Carbon Footprint Management System and integrating product lifecycle carbon data. The Company has implemented internal carbon pricing and carbon credit trading mechanisms, advanced building carbon neutrality initiatives, and became an early adopter of ISO 26000 carbon neutrality certification. In addition, AUO established a Task Force on Climate-related Financial Disclosures (TCFD) working group to identify and manage global sustainability-related risks and opportunities, aligning its governance framework with international standards.

In water resource management, the Company has introduced AI-enabled Internet of Things (IoT) technologies to enhance water recycling and reuse efficiency. Process water recycling rate reached 98.5%, and AUO earned Taiwan’s first ISO 14001 certification. Through its subsidiary AET (Note 10), AUO offers one-stop green solutions to enterprise customers, amplifying AUO’s sustainability influence across industries.

Looking ahead, AUO will continue to drive the net-zero transition through technological innovation and data governance, strengthening environmental resilience across its operations and value chain—positioning itself as a key force in Taiwan’s journey toward the national net-zero goal.

## **Outlook for 2024 : Challenges and Opportunities**

Looking ahead to 2024, the global macroeconomic environment is expected to move toward more stable growth. However, uncertainties remain, including international trade disputes and regional conflicts. In addition, the global consumer electronics market continues to face variables stemming from AI-related inflationary pressures and soft demand, which may affect the pace of industry recovery. In the Display sector, demand for high-end panels is expected to increase, buoyed by the end of support for Windows 10, the AI PC replacement cycle, and major international sport events such as the World Cup. These factors are anticipated to contribute to a cyclical recovery in the display industry. With the formal launch of AMSC operations, the Company will directly serve automotive manufacturers. Strong order visibility for smart cockpit solutions is expected to drive new revenue and profitability milestones. Within Vertical Solutions, particularly in healthcare and retail applications, the successful ramp-up of joint venture production lines and the integration of ADLINK are expected to accelerate diversified solution offerings. Revenue contribution from Vertical Solutions businesses is projected to increase steadily, forming a structurally stable source of profitability.

In the coming years, the three pillars of Display, Mobility Solutions, and Vertical Solutions will progressively demonstrate the results of AUO’s transformation. Revenue contribution from Mobility Solutions and Vertical Solutions is expected to exceed 50% over time, with non-panel businesses becoming the primary driver of the Company’s profit structure. Although transformation-related expenses have increased in the near term, as they are



driven by Micro LED research and development, facility revitalization, and post-acquisition integration, these cost pressures are expected to gradually ease as integration synergies are realized. AUO will continue to focus on its strategic priorities of “ three pillars, global deployment, and green sustainability,” moving away from the traditional image of a capacity- and price-driven panel manufacturer. The Company remains committed to strengthening its positioning as a solution provider centered on display technologies.

At every stage of its development, AUO remains guided by the long-term objective of advancing sustainable excellence. We look forward not only to expanding the boundaries of display technology, but also to working closely with all stakeholders under a shared vision of sustainability as we continuously drive innovation, enhance corporate value, and create a brighter future through collaboration and mutual success.

Shuang-Lang (Paul) Peng,  
Chairman and Group CSO

Frank Ko,  
President and CEO

David Chang,  
Chief Financial Officer and  
Chief Accounting Officer

Note : BHTC GmbH

Note : ADLINK Technology Inc.

Note : E Ink Holdings Inc.

Note : Joint venture between Sony Group Corporation and Honda Motor Co., Ltd.

Note : AUO Mobility Solutions Corporation (abbreviated as “ AMSC” )

Note : AUO Display Plus Corporation

Note : Avacor Technologies USA, Inc.

Note : Jector Digital Corporation

Note : Rise Vision Incorporated

Note : AET Corporation (formerly AUO Envirotech Inc.)



## Attachment

### Audit Committee' s Review Report

The Board of Directors has prepared the Company' s Business Report, Financial Statements, and Earnings Distribution Proposal for the year of . Yu, Chi-Lung and Lu, Chien-Hui, Certified Public Accountants of KPMG, have audited the Financial Statements and issued an audit report relating to the Financial Statements. The Business Report, Financial Statements, and Earnings Distribution Proposal have been reviewed and determined to be correct and accurate by the Audit Committee of AUO Corporation. I, as the Chair of the Audit Committee, hereby submit this report according to Article - of the Securities and Exchange Act and Article of the Company Act.

AUO Corporation

Chair of the Audit Committee

A handwritten signature in blue ink that reads 'Chiu-Ling Lu'. The signature is written in a cursive style and is positioned above a light blue horizontal line.

Chiu-Ling Lu

February ,



Attachment

Communication between members of Audit Committee and head of Internal Audit

Date	Meeting	Key points of communication	Communication and opinions of independent directors	Communication and opinions of independent directors
. . .	Audit committee	1. The findings of the internal audit reports for the fourth quarter of 2024 2. 2024 Statement of Internal Control System	After review by the Audit committee, all independent directors have no objections	Not applicable
. . .	Audit committee (close-door session)	Internal audit report	Noted and no other suggestions	Not applicable
. . .	Audit committee	The findings of the internal audit reports for the first quarter of	After review by the Audit committee, all independent directors have no objections	Not applicable
. . .	Audit committee	The findings of the internal audit reports for the second quarter of	After review by the Audit committee, all independent directors have no objections	Not applicable
. . .	Audit committee (close-door session)	Internal audit report	Noted and no other suggestions	Not applicable
. . .	Audit committee	1. The findings of the internal audit reports for the third quarter of 2025 2. Annual audit plan of 2026	After review by the Audit committee, all independent directors have no objections	Not applicable



## Attachment

# Independent Auditors' Report

To the Board of Directors of AUO Corporation:

## Opinion

We have audited the parent company only financial statements of AUO Corporation ("the Company"), which comprise the balance sheets as of December 31, 2025 and 2024, the statements of comprehensive income, statements of changes in equity and statements of cash flows for the years ended December 31, 2025 and 2024, and notes to the parent company only financial statements, including a summary of material accounting policies.

In our opinion, the accompanying parent company only financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2025 and 2024, and its financial performance and its cash flows for each of the years then ended, in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

## Basis for Opinion

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

## Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the parent company only financial statements of the current period. 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, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

### . Impairment of long-term non-financial assets (including goodwill)

Refer to Note ( ) " Impairment – non-financial assets" , Note ( ) and Note ( ) " Critical Accounting Judgments and Key Sources of Estimations and Assumptions Uncertainty" , Note ( ) " Property, Plant and Equipment" , Note ( ) " Lease Arrangements" and Note ( ) " Intangible Assets" to the parent company only financial statements.

### Description of key audit matter:

The Company operates in an industry with high investment costs, has goodwill through the acquisition of subsidiaries, and may experience volatility in response to changes in the external market; hence, it is important to assess the impairment of its long-term non-financial assets (including goodwill). The impairment assessment includes identifying cash-generating units, determining a valuation model, determining significant assumptions, and computing recoverable amounts. With the complexity of the impairment assessment process and the involvement of significant management judgment regarding assumptions used, this is one of the key areas our audit focused on.



How the matter was addressed in our audit:

In relation to the key audit matter above, our principal audit procedures included understanding and testing the Company' s controls surrounding the impairment assessment and testing process; assessing whether there are impairment indications for the identified cash-generating units of the Company and its related assets; understanding and assessing the appropriateness of the valuation model used by the management in the impairment assessment and the significant assumptions used to determine related assets' future cash flows projection, useful lives, and weighted-average cost of capital; retrospectively reviewing the accuracy of assumptions used in prior-period estimates and performing a sensitivity analysis of key assumptions and results; in addition to the above audit procedures, appointing specialists to evaluate the appropriateness of the weighted-average cost of capital used and related assumptions; performing an inquiry of the management and identifying any event after the balance sheet date if able to affect the results of the impairment assessment; and assessing the adequacy of the Company' s disclosures of its policy on impairment of noncurrent non-financial assets and other related disclosures.

#### Revenue recognition

Refer to Note ( ) " Revenue from contracts with customers" and Note ( ) " Revenue from Contracts with Customers" to the parent company only financial statements.

Description of key audit matter:

Revenue is recognized when the control over a product has been transferred to the customer as specified in each individual contract with customers. The Company recognizes revenue depending on the various sales terms in each individual contract with customers to ensure the performance obligation has been satisfied by transferring control over a product to a customer. In addition, the Company operates in an industry in which revenue is considered to be complex in determining the timing of revenue recognition. Consequently, this is one of the key areas our audit focused on.

How the matter was addressed in our audit:

In relation to the key audit matter above, our principal audit procedures included understanding and testing the Company' s controls surrounding revenue recognition; assessing whether appropriate revenue recognition policies are applied through comparison with accounting standards and understanding the Company' s main revenue types, its related sales agreements, and sales terms; on a sample basis, inspecting contracts with customers or customers' orders and assessing whether the accounting treatment of the related contracts (including sales terms) is applied appropriately; performing a test of details of sales revenue and understanding the rationale for any identified significant sales fluctuations and any significant reversals of revenue through sales discounts and sales returns which incurred within a certain period before or after the balance sheet date; and assessing the adequacy of the Company' s disclosures of its revenue recognition policy and other related disclosures.



## Responsibilities of Management and Those Charged with Governance for the Parent Company Only Financial Statements

Management is responsible for the preparation and fair presentation of the parent company only financial statements in accordance with Regulations Governing the Preparation of Financial Reports by Securities Issuers and for such internal control as management determines is necessary to enable the preparation of 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, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance (inclusive of the Audit Committee) are responsible for overseeing the Company'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 parent company only financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's 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 professional skepticism throughout the audit. We also:

- . Identified and assessed 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.
- . Obtained 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.
- . Evaluated the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- . Concluded 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 the Company to cease to continue as a going concern.
- . Evaluated 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.

- . Obtained sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicated 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 identified during our audit.

We also provided those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicated 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 determined those matters that were of most significance in the audit of the parent company only financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are Yu, Chi-Lung and Lu, Chien Hui.

KPMG

Hsinchu, Taiwan (Republic of China)

February ,

#### Notes to Readers

The accompanying parent company only financial statements are intended only to present the financial position, financial performance and cash flows in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the International Accounting Standard , " Interim Financial Reporting" endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China. The standards, procedures and practices to audit such parent company only financial statements are those generally accepted and applied in the Republic of China.



AUO CORPORATION

Balance Sheets

December 31, 2025 and 2024

(Expressed in thousands of New Taiwan dollars)

Assets	December 31, 2025		December 31, 2024		Liabilities and Equity	December 31, 2025		December 31, 2024	
	Amount	%	Amount	%		Amount	%	Amount	%
<b>Current assets:</b>					<b>Current liabilities:</b>				
Cash and cash equivalents	\$				Short term borrowings	\$			
Financial assets at fair value through profit or loss - current		-		-	Financial liabilities at fair value through profit or loss - current		-		-
Notes and accounts receivable, net					Accounts payable				
Accounts receivable from related parties, net					Accounts payable to related parties				
Other receivables from related parties		-			Equipment and construction payable				
Current tax assets		-		-	Other payables to related parties		-		-
X Inventories					Current tax liabilities		-		-
Prepayments		-		-	Provisions - current				
Other current financial assets					Lease liabilities - current		-		-
Other current assets		-		-	Other current liabilities				
					Current installments of long term borrowings				
<b>Noncurrent assets:</b>									
Financial assets at fair value through other comprehensive income - noncurrent				-	<b>Noncurrent liabilities:</b>				
Investments in equity accounted investees					Contract liabilities - noncurrent		-		-
Property, plant and equipment					Long term borrowings, excluding current installments				
Right of use assets					Provisions - noncurrent		-		-
Investment property		-		-	Deferred tax liabilities				
Intangible assets					Lease liabilities - noncurrent				
Capitalized contract cost - noncurrent		-		-	Other noncurrent liabilities		-		-
Deferred tax assets									
Other noncurrent assets					<b>Total liabilities</b>				
<b>Total Assets</b>	<b>\$</b>				<b>Equity:</b>				
					Common stock				
					Capital surplus				
					Retained earnings				
					Other components of equity	( , , )	( )	( , , )	-
					<b>Total equity</b>				
					<b>Total Liabilities and Equity</b>	<b>\$</b>			



AUO CORPORATION  
Statements of Comprehensive Income



AUO CORPORATION  
 Statements of Changes in Equity  
 For the years ended December 31, 2025 and 2024  
 (Expressed in thousands of New Taiwan dollars)

	Capital Stock		Retained Earnings				Cumulative Translation Differences	Other Components of Equity		Treasury Shares	Total Equity
	Common Stock	Capital Surplus	Legal Reserve	Special Reserve	Unappropriated Earnings	Subtotal		Unrealized Gains (Losses) on Financial Assets at Fair Value through Other Comprehensive Income	Subtotal		
<b>Balance at January 1, 2024</b>	\$ 76,993,961			3,620,305	14,526,023	31,899,740	(3,651,762)	(833,137)	(4,484,899)	( , )	( , )
Appropriation of earnings:											
Special reserve	-	-	-	864,594	(864,594)	-	-	-	-	-	-
Loss for the year	-	-	-	-	(3,064,167)	(3,064,167)	-	-	-	-	( , )
Other comprehensive income (loss), net of tax	-	-	-	-	32,197	32,197	2,606,740	1,353,787	3,960,527	-	( , )
Total comprehensive income (loss) for the year	-	-	-	-	(3,031,970)	(3,031,970)	2,606,740	1,353,787	3,960,527	-	( , )
Cash distribution from capital surplus	-	( , )	-	-	-	-	-	-	-	-	( , )
Donations from shareholders	-	( )	-	-	-	-	-	-	-	-	( )
Adjustments for changes in investees' equity	-		-	-	-	-	-	-	-	-	( , )
Changes in capital surplus for not proportionately participating in the capital increase of investees	-	( , )	-	-	-	-	-	-	-	-	( , )
Treasury shares retired	(315,151)		-	-	-	-	-	-	-		-
Disposal of equity investments measured at fair value through other comprehensive income	-	-	-	-	(168,594)	(168,594)	-	168,594	168,594	-	-
<b>Balance at December 31, 2024</b>	<b>76,678,810</b>			<b>4,484,899</b>	<b>10,460,865</b>	<b>28,699,176</b>	<b>(1,045,022)</b>	<b>689,244</b>	<b>(355,778)</b>	-	( , )
Appropriation of earnings:											
Reversal of special reserve	-	-	-	(4,129,121)	4,129,121	-	-	-	-	-	-
Profit for the year	-	-	-	-	6,843,361	6,843,361	-	-	-	-	( , )
Other comprehensive income (loss), net of tax	-	-	-	-	42,258	42,258	(131,972)	(4,441,433)	(4,573,405)	-	( , )
Total comprehensive income (loss) for the year	-	-	-	-	6,885,619	6,885,619	(131,972)	(4,441,433)	(4,573,405)	-	( , )
Cash distribution from capital surplus	-	( , )	-	-	-	-	-	-	-	-	( , )
Donations from shareholders	-	( )	-	-	-	-	-	-	-	-	( )
Adjustments for changes in investees' equity	-		-	-	-	-	-	-	-	-	( , )
Changes in capital surplus for not proportionately participating in the capital increase of investees	-		-	-	-	-	-	-	-	-	( , )
Treasury shares acquired	-	-	-	-	-	-	-	-	-	( , )	( , )
Treasury shares retired	(1,207,820)	( , )	-	-	-	-	-	-	-		-
Disposal of equity investments measured at fair value through other comprehensive income	-	-	-	-	(721,607)	(721,607)	-	721,607	721,607	-	-
<b>Balance at December 31, 2025</b>	<b>\$ 75,470,990</b>			<b>355,778</b>	<b>20,753,998</b>	<b>34,863,188</b>	<b>(1,176,994)</b>	<b>(3,030,582)</b>	<b>(4,207,576)</b>	-	( , )



AUO CORPORATION

Statements of Cash Flows

For the years ended December 31, 2025 and 2024

(Expressed in thousands of New Taiwan dollars)

	2025	2024
<b>Cash flows from operating activities:</b>		
Profit (loss) before income tax	\$ , ,	( , , )
Adjustments for:		
- depreciation	, ,	, ,
- amortization	, ,	, ,
- net losses (gains) on financial instruments at fair value through profit or loss	( , )	, ,
- interest expense	, ,	, ,
- interest income	( , )	( , )
- dividend income	( , )	-
- share of profit of equity accounted investees	( , , )	( , , )
- gains on disposal of property, plant and equipment	( , , )	( , , )
- net gains on disposal of investments	( , , )	( , , )
- impairment losses on assets	, ,	, ,
- unrealized foreign currency exchange losses	, ,	, ,
- others	, ,	, ,
<b>Changes in operating assets and liabilities:</b>		
- accounts receivable	( , , )	, ,
- receivables from related parties	, ,	, ,
- inventories	( , )	( , )
- net defined benefit assets	( , )	( , )
- capitalized contract cost	( , )	( , )
- other operating assets	( , , )	( , , )
- accounts payable	( , , )	( , , )
- payables to related parties	( , , )	( , , )
- Increase (decrease) in accounts payable to related parties	, ,	, ,
- provisions	, ,	, ,
- other operating liabilities	( , , )	, ,
Cash inflow generated from operations	, ,	, ,
Interest received	, ,	, ,
Dividends received	, ,	, ,
Interest paid	( , , )	( , , )
Income taxes paid	( , , )	( , , )
<b>Net cash provided by operating activities</b>	<b>, ,</b>	<b>, ,</b>



**Cash flows from investing activities:**

Proceeds from capital reduction of financial assets at fair value through other comprehensive income	,	-
Acquisition of equity-accounted investees	( , , )	( , , )
Disposal of equity-accounted investees	,	, ,
Proceeds from capital reduction of equity-accounted investees	, ,	, ,
Acquisition of property, plant and equipment	( , , )	( , , )
Disposal of property, plant and equipment	, ,	, ,
Decrease (increase) in refundable deposits	,	( , , )
Decrease in other receivables from related party	,	,
Decrease in other financial assets	,	,
<b>Net cash used in investing activities</b>	<u>( , , )</u>	<u>( , , )</u>

**Cash flows from financing activities:**

Proceeds from short-term borrowings	, ,	, ,
Repayments of short-term borrowings	( , , )	( , , )
Proceeds from long-term borrowings	, ,	, ,
Repayments of long-term borrowings	( , , )	( , , )
Payment of lease liabilities	( , )	( , )
Increase in received guarantee deposits	-	-
Cash distribution from capital surplus	( , , )	( , , )
Repurchase of treasury shares	( , , )	-
Others	( )	( )
<b>Net cash used in financing activities</b>	<u>( , , )</u>	<u>( , , )</u>

**Effect of exchange rate change on cash and cash equivalents**

<b>Net increase (decrease) in cash and cash equivalents</b>	<u>( , )</u>	<u>, ,</u>
<b>Cash and cash equivalents at January 1</b>	<u>, ,</u>	<u>, ,</u>
<b>Cash and cash equivalents at December 31</b>	<u>\$ , ,</u>	<u>, ,</u>



## Attachment

# Independent Auditors' Report

To the Board of Directors of AUO Corporation:

### Opinion

We have audited the consolidated financial statements of AUO Corporation and its subsidiaries (" the Company" ), which comprise the consolidated balance sheets as of December , and , the consolidated statements of comprehensive income, consolidated statements of changes in equity and consolidated statements of cash flows for the years ended December , and , and notes to the consolidated financial statements, including a summary of material accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Company as of December , and , and its consolidated financial performance and its consolidated cash flows for each of the years then ended, in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the International Financial Reporting Standards (" IFRS" ), International Accounting Standards (" IAS" ), Interpretations developed by the International Financial Reporting Interpretations Committee ( " IFRIC" ) or the former Standing Interpretations Committee (" SIC" ) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

### Basis for Opinion

We conducted our audits 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. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirement. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of our opinion.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

. Impairment of long term non financial assets (including goodwill)

Refer to Note ( ) " Impairment – non financial assets" , Note ( ) and Note ( ) " Critical Accounting Judgments and Key Sources of Estimations and Assumptions Uncertainty" , Note ( ) " Property, Plant and Equipment" , Note ( ) " Lease Arrangements" , Note ( ) " Intangible Assets" and Note ( ) " Capitalized Contract Cost" to the consolidated financial statements.

Description of key audit matter:

The Company operates in an industry with high investment costs, has goodwill through the acquisition of subsidiaries, and may experience volatility in response to changes in the external



market; hence, it is important to assess the impairment of its long term non financial assets (including goodwill). The impairment assessment includes identifying cash generating units, determining a valuation model, determining significant assumptions, and computing recoverable amounts. With the complexity of the impairment assessment process and the involvement of significant management judgment regarding assumptions used, this is one of the key areas our audit focused on.

How the matter was addressed in our audit:

In relation to the key audit matter above, our principal audit procedures included understanding and testing the Company' s controls surrounding the impairment assessment and testing process; assessing whether there are impairment indications for the identified cash generating units of the Company and its related assets; understanding and assessing the appropriateness of the valuation model used by the management in the impairment assessment and the significant assumptions used to determine related assets' future cash flows projection, useful lives, and weighted average cost of capital; retrospectively reviewing the accuracy of assumptions used in prior period estimates and performing a sensitivity analysis of key assumptions and results; in addition to the above audit procedures, appointing specialists to evaluate the appropriateness of the weighted average cost of capital used and related assumptions; performing an inquiry of the management and identifying any event after the balance sheet date if able to affect the results of the impairment assessment; and assessing the adequacy of the Company' s disclosures of its policy on impairment of noncurrent non financial assets and other related disclosures.

· Revenue recognition

Refer to Note ( ) " Revenue from contracts with customers" and Note ( ) " Revenue from Contracts with Customers" to the consolidated financial statements.

Description of key audit matter:

Revenue is recognized when the control over a product has been transferred to the customer as specified in each individual contract with customers. The Company recognizes revenue depending on the various sales terms in each individual contract with customers to ensure the performance obligation has been satisfied by transferring control over a product to a customer. In addition, the Company operates in an industry in which revenue is considered to be complex in determining the timing of revenue recognition. Consequently, this is one of the key areas our audit focused on.

How the matter was addressed in our audit:

In relation to the key audit matter above, our principal audit procedures included understanding and testing the Company' s controls surrounding revenue recognition; assessing whether appropriate revenue recognition policies are applied through comparison with accounting standards and understanding the Company' s main revenue types, its related sales agreements, and sales terms; on a sample basis, inspecting contracts with customers or customers' orders and assessing whether the accounting treatment of the related contracts (including sales terms) is applied appropriately; performing a test of details of sales revenue and understanding the rationale for any identified significant sales fluctuations and any significant reversals of revenue through sales discounts and sales returns which incurred within a certain period before or after the balance sheet date; and assessing the adequacy of the Company' s disclosures of its revenue recognition policy and other related disclosures.

### **Other Matters**

AUO Corporation has additionally prepared its parent company only financial statements as of and for the years ended December , and , on which we have issued an unmodified audit opinion.



## **Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements**

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

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

Those charged with governance (inclusive of the Audit Committee) are responsible for overseeing the Company' 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 auditor' s 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 professional skepticism throughout the audit. We also:

- . Identified and assessed 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.

- . Obtained 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.

- . Evaluated the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- . Concluded 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 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 the Company to cease to continue as a going concern.



. Evaluated 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.

. Obtained sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicated 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 identified during our audit.

We also provided those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicated 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 determined those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are Yu, Chi Lung and Lu, Chien Hui.

KPMG

Hsinchu, Taiwan (Republic of China)

February ,

#### Notes to Readers

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



**AUO CORPORATION AND SUBSIDIARIES**  
**Consolidated Balance Sheets**  
**December 31, 2025 and 2024**  
(Expressed in thousands of New Taiwan dollars)

	December ,		December ,			December ,		December ,	
	Amount	%	Amount	%		Amount	%	Amount	%
<b>Assets</b>					<b>Liabilities and Equity</b>				
<b>Current assets:</b>					<b>Current liabilities:</b>				
Cash and cash equivalents	\$				Short-term borrowings	\$			
Financial assets at fair value through profit or loss - current		-		-	Financial liabilities at fair value through profit or loss - current		-		-
Financial assets at amortized cost - current		-		-	Notes and accounts payable				
Notes and accounts receivable, net					Accounts payable to related parties				
Accounts receivable from related parties, net		-		-	Equipment and construction payable				
Other receivables from related parties		-		-	Other payables to related parties		-		-
Current tax assets		-		-	Current tax liabilities		-		-
X Inventories					Provisions - current				
Prepayments					Lease liabilities - current		-		-
Noncurrent assets held for sale		-		-	Other current liabilities				
Other current financial assets					Current installments of long-term borrowings				
Other current assets		-		-					
<b>Noncurrent assets:</b>					<b>Noncurrent liabilities:</b>				
Financial assets at fair value through other comprehensive income - noncurrent					Contract liabilities - noncurrent				
Financial assets at amortized cost - noncurrent		-		-	Long-term borrowings, excluding current installments				
Investments in equity-accounted investees					Provisions - noncurrent		-		-
Property, plant and equipment					Deferred tax liabilities				
Capitalized contract cost - noncurrent					Lease liabilities - noncurrent				
Right-of-use assets					Other noncurrent liabilities				-
Investment property		-		-					
Intangible assets					<b>Total liabilities</b>				
Deferred tax assets									
Refundable deposits		-		-	<b>Equity:</b>				
Other noncurrent assets					<b>Equity attributable to shareholders of AUO Corporation:</b>				
					Common stock				
					Capital surplus				
					Retained earnings				
					Other components of equity	( , , )	( )	( , , )	-
					<b>Non-controlling interests</b>				
					Non-controlling interests				
					<b>Total equity</b>				
<b>Total Assets</b>	<b>\$</b>				<b>Total Liabilities and Equity</b>	<b>\$</b>			



AUO CORPORATION AND SUBSIDIARIES

Consolidated Statements of Comprehensive Income

For the years ended December 31, 2025 and 2024

(Expressed in thousands of New Taiwan dollars, except for Earnings (loss) per share)

	2025		2024	
	Amount	%	Amount	%
Net revenue	\$			
Cost of sales				
Gross profit				
Operating expenses:				
Selling and distribution expenses				
General and administrative expenses				
Research and development expenses				
<b>Total operating expenses</b>				
<b>Loss from operations</b>	( , , )	( )	( , , )	( )
Non-operating income and expenses:				
Interest income				
Other income				
Other gains and losses				
Finance costs	( , , )	( )	( , , )	( )
Share of profit of equity accounted investees	( , )	-		-
<b>Total non-operating income and expenses</b>				
<b>Loss before income tax</b>			( , )	-
<b>Less: income tax expense</b>				
<b>Profit (loss) for the year</b>			( , , )	( )
Other comprehensive income:				
<b>Items that will never be reclassified to profit or loss</b>				
Remeasurement of defined benefit obligations		-		-
Unrealized gain (loss) on equity investments at fair value through other comprehensive income	( , , )	( )		-
Equity-accounted investees – share of other comprehensive income	( , )	-	( , )	-
Related tax	( , )	-	( , )	-
<b>Total</b>	( , , )	( )		-
<b>Items that are or may be reclassified subsequently to profit or loss</b>				
Foreign operations–foreign currency translation differences		-		
Equity-accounted investees–share of other comprehensive income	( , )	-		-
Related tax	( , )	-	( , )	-
<b>Total</b>				
<b>Other comprehensive income (loss), net of tax</b>	( , , )	( )		
<b>Total comprehensive income for the year</b>	\$			
<b>Profit (loss) attributable to:</b>				
Shareholders of AUO Corporation	\$		( , , )	( )
Non-controlling interests		-		-
	\$		( , , )	( )
<b>Total comprehensive income (loss) attributable to:</b>				
Shareholders of AUO Corporation	\$			-
Non-controlling interests		-		-
	\$			-
<b>Earnings (loss) per share (NT\$)</b>				
Basic earnings (loss) per share	\$		( . )	
Diluted earnings (loss) per share	\$		( . )	



**AUO CORPORATION AND SUBSIDIARIES**  
**Consolidated Statements of Changes in Equity**  
**For the years ended December 31, 2025 and 2024**  
**(Expressed in thousands of New Taiwan dollars)**

Equity Attributable to Shareholders of AUO Corporation

	Equity Attributable to Shareholders of AUO Corporation					Other Components of Equity							
	Capital Stock Common Stock	Capital Surplus	Legal Reserve	Retained Earnings Special Reserve	Unappropriated Earnings	Subtotal	Cumulative Translation Differences	Unrealized Gains (Losses) on Financial Assets at Fair Value through Other Comprehensive Income	Subtotal	Treasury Shares	Equity Attributable to Shareholders of AUO Corporation	Non- controlling Interests	Total Equity
<b>Balance at January 1, 2024</b>	\$						( , , )	( , , )	( , , )	( , , )			
Appropriation of earnings:													
Special reserve	-	-	-	( , , )	-	-	-	-	-	-	-	-	-
Profit (loss) for the year	-	-	-	-	( , , )	( , , )	-	-	-	-	( , , )	-	( , , )
Other comprehensive income (loss), net of tax	-	-	-	-	-	-			-	-			
Total comprehensive income (loss) for the year	-	-	-	-	( , , )	( , , )				-			
Cash distribution from capital surplus	-	( , , )	-	-	-	-	-	-	-	( , , )	-	-	( , , )
Donations from shareholders	-	( )	-	-	-	-	-	-	-	( )	-	-	( )
Adjustments for changes in investees' equity	-		-	-	-	-	-	-	-		-	-	
Treasury shares retired	( , )		-	-	-	-	-	-	-		-	-	-
Changes in capital surplus for not proportionately participating in the capital increase of investees	-	( , )	-	-	-	-	-	-	-	( , )			-
Disposal of equity investments measured at fair value through other comprehensive income	-	-	-	-	( , )	( , )	-	-	-	-	-	-	-
Changes in non-controlling interests	-	-	-	-	-	-	-	-	-	-	( , )	( , )	( , )
<b>Balance at December 31, 2024</b>							( , , )		( , , )	-			
Appropriation of earnings:													
Reversal of special reserve	-	-	-	( , , )		-	-	-	-	-	-	-	-
Profit for the year	-	-	-	-					-	-			
Other comprehensive income (loss), net of tax	-	-	-	-			( , )	( , , )	( , , )	-	( , , )		( , , )
Total comprehensive income (loss) for the year	-	-	-	-			( , )	( , , )	( , , )	-			
Cash distribution from capital surplus	-	( , , )	-	-	-	-	-	-	-	( , , )	-	-	( , , )
Donations from shareholders	-	( )	-	-	-	-	-	-	-	( )	-	-	( )
Adjustments for changes in investees' equity	-		-	-	-	-	-	-	-		-	-	
Changes in capital surplus for not proportionately participating in the capital increase of investees	-		-	-	-	-	-	-	-		( , )	-	-
Treasury shares acquired	-	-	-	-	-	-	-	-	-	( , , )	( , , )	-	( , , )
Treasury shares retired	( , , )	( , )	-	-	-	-	-	-	-		-	-	-
Difference between consideration and carrying amount arising from acquisition or disposal of interest in subsidiary	-	( , )	-	-	-	-	-	-	-		( , )		-
Disposal of equity investments measured at fair value through other comprehensive income	-	-	-	-	( , )	( , )	-	-	-	-	-	-	-
Changes in non-controlling interests	-	-	-	-	-	-	-	-	-	-			
<b>Balance at December 31, 2025</b>	\$						( , , )	( , , )	( , , )	-			



**AUO CORPORATION AND SUBSIDIARIES**  
**Consolidated Statements of Cash Flows**  
For the years ended December 31, 2025 and 2024  
(Expressed in thousands of New Taiwan dollars)

	2025	2024
<b>Cash flows from operating activities:</b>		
<b>Profit (loss) before income tax</b>	\$           ,	(    ,    )
<b>Adjustments for:</b>		
- depreciation	,	,
- amortization	,	,
- net losses (gains) on financial instruments at fair value through profit or loss	(    ,    )	,
- interest expense	,	,
- interest income	(    ,    )	(    ,    )
- dividend income	(    ,    )	(    ,    )
- compensation costs of share-based payments	,	-
- share of loss (profit) of equity accounted investees	,	(    ,    )
- gains on disposal of property, plant and equipment	(    ,    )	(    ,    )
- gains on disposal of noncurrent assets held for sale	(    ,    )	(    ,    )
- net gains on disposal of investments	(    ,    )	(    ,    )
- impairment losses on assets	,	,
- unrealized foreign currency exchange losses (gains)	,	(    ,    )
- others	,	,
<b>Changes in operating assets and liabilities:</b>		
- notes and accounts receivable	(    ,    )	,
- receivables from related parties	,	,
- inventories	,	(    ,    )
- capitalized contract cost	(    ,    )	(    ,    )
- other operating assets	(    ,    )	(    ,    )
- contract liabilities	(    ,    )	(    ,    )
- notes and accounts payable	(    ,    )	(    ,    )
- payables to related parties	(    ,    )	,
- provisions	,	(    ,    )
- other operating liabilities	(    ,    )	,
Cash inflow generated from operations	,	,
Interest received	,	,
Dividends received	,	,
Interest paid	(    ,    )	(    ,    )
Income taxes paid	(    ,    )	(    ,    )
<b>Net cash provided by operating activities</b>	,	,

(Continued)



	2025	2024
<b>Cash flows from investing activities:</b>		
Acquisition of financial assets at fair value through other comprehensive income	( , )	( , )
Disposal of financial assets at fair value through other comprehensive income	'	'
Proceeds from capital reduction of financial assets at fair value through other comprehensive income	'	-
Acquisition of financial assets at amortized cost	( , )	( , )
Disposal of financial assets at amortized cost	'	'
Acquisition of equity-accounted investees	( , )	( , )
Disposal of equity-accounted investees	-	', '
Proceeds from capital reduction of equity accounted investees	'	-
Acquisition of subsidiaries, net of cash acquired	', '	( , , )
Net cash inflow arising from disposal of subsidiaries	'	-
Proceeds from disposal of right of use assets	'	-
Proceeds from disposal of noncurrent assets held for sale	'	'
Acquisition of property, plant and equipment	( , , )	( , , )
Disposal of property, plant and equipment	', '	', '
Increase in receipts in advance due to disposal of assets	-	'
Decrease (increase) in refundable deposits	', '	( , , )
Acquisition of intangible assets	( , )	-
Decrease in other financial assets	', '	'
Increase in prepayments for investments	( , )	-
<b>Net cash used in investing activities</b>	<b>( , , )</b>	<b>( , , )</b>
<b>Cash flows from financing activities:</b>		
Proceeds from short term borrowings	', '	', '
Repayments of short term borrowings	( , , )	( , , )
Repayment t o no		6



Attachment

Earnings Distribution Proposal

Amount in NT\$

Items	Amount
Net income of	, , ,
Add: Change in remeasurement of defined benefit plan in (Note )	, ,
Less: Disposal of equity investments at fair value through other comprehensive income	( , , )
Provisioned as legal reserve (Note )	( , , )
Appropriation of special reserve (Note )	( , , , )
Retained earnings in available for distribution	, , ,
Plus: Unappropriated retained earnings from previous years	, , ,
Retained earnings available for distribution as of December ,	, , ,
Distribution item:	
Cash dividends to common shareholders (NT\$ . per common share, i.e., NT\$ , for every , common shares)	, , ,
Unappropriated retained earnings, ending balance	, , ,

- Note 1. Including the Company' s and the adjustments of investments accounted under equity method.  
 Note 2. Pursuant to Article 237 of the Company Act and the letter issued by the Ministry of Economic Affairs (Jing Shang-Tze No. 10802432410) on January 9, 2020.  
 Note 3. The special reserve is set aside based on the balance of the other components of equity deducting the special reserve as of December 31, 2025.  
 Note 4. This distribution prioritizes the allocation of 2025 earnings.  
 Note 5. The distribution will be paid to the rounded-down full NT dollars. Amounts less than one whole NT dollar shall be reclassified as other income of the Company.



## Attachment

### Demerger Proposal

AUO Corporation (hereinafter referred to as " AUO Corporation" or " the Company" ) plans to transfer to Star Shining Enetek Corp. (hereinafter referred to as " Star Shining Enetek" ), its wholly-owned subsidiary, the energy business, including the related assets, liabilities and business operation (hereinafter referred to as the " Energy Business" ) thereof via demerger (hereinafter referred to as " Demerger" ). Star Shining Enetek shall succeed to and assume the Energy Business in its entirety as of the record date of the Demerger (hereinafter referred to as the " Record Date" ) and shall issue new shares to AUO Corporation as consideration for the Demerger. The Demerger is an organizational restructuring for AUO Corporation. The Company hereby prepares the Demerger Proposal (hereinafter referred to as the " Proposal" ) pursuant to the Business Mergers and Acquisitions Act, the Company Act and other applicable laws and regulations, as follows:

#### **Article I: Method of the Demerger and the companies participating in the Demerger**

The Demerger constitutes a non-symmetrical demerger pursuant to Article 36, Paragraph 1 of the Business Mergers and Acquisitions Act, whereby AUO Corporation will transfer, via demerger the Energy Business (including assets, liabilities and business operation) not exceeding 20% of the Company's net worth to its wholly-owned subsidiary, Star Shining Enetek, and Star Shining Enetek will issue new shares as consideration to AUO Corporation. The following companies are participating in the Demerger:

Demerged company: AUO Corporation

Existing company assuming the business: Star Shining Enetek Corp.

#### **Article II: Required amendment to the Articles of Incorporation of the existing company assuming the business and the election and appointment of directors**

1. Required amendment to the Articles of Incorporation of the existing company assuming the business: The Articles of Incorporation of Star Shining Enetek (hereinafter referred to as the " Aol" ) is set forth in Appendix 1. There are no relevant matters requiring amendment to its Aol.
2. Election and appointment of directors: Star Shining Enetek is required to have one director in accordance with its Aol. After the Record Date, AUO Corporation still directly holds 100% of the shares issued by Star Shining Enetek. Therefore, the representative appointed by AUO Corporation prior to the Record Date continues to serve as the Chairman of Star Shining Enetek.



### **Article III: Business scope, business value, assets and liabilities to be transferred by the demerged company**

1. Business scope to be transferred via the Demerger:
  - (1) The business operations of the Energy Business.
  - (2) Cash and bank deposits, inventory, equipment, financial assets and related assets and related liabilities required for the Energy Business.
  - (3) Contracts related to the Energy Business (including, but not limited to, supply agreements, sales agreements, technology licensing agreements, technology service agreements, leasing agreements, loan agreements and other related agreements), as well as the transfer of the related legal relationships, legal status, licenses, permits, and related rights and privileges associated to the Energy Business. If the transfer of the aforementioned contracts, legal relationships, legal status, licenses, permits, and related rights and privileges requires the consent from the original counterparty or third party pursuant to contracts or applicable laws and regulations, such transfer shall become effective only upon obtaining the consent of such counterparty or third party.
  - (4) All the trademarks, technology, software, know-how and trade secrets that are related to the Energy Business and owned by AUO Corporation prior to the Record Date shall be fully transferred to Star Shining Enetek via the Demerger. AUO Corporation and Star Shining Enetek shall cooperate in handling the process for the assignment and transfer of aforementioned intellectual property rights and technology, the maintenance of the rights thereof and provide relevant materials, documents and program to enable the other party to exercise the relevant rights. The costs for the maintenance of such rights after the Record Date shall be borne by Star Shining Enetek. The demerger of the intellectual property rights under this Article shall not affect any licenses already granted to third parties prior to the Demerger or any confidentiality obligations to be assumed. The license or assignment of patents and pending applications related to the Energy Business shall be separately agreed upon by both parties.
  - (5) Other assets, liabilities, rights and obligations, interests, licenses, permits and related legal relationships, factual relations and statuses associated with the Energy Business.
2. Business value to be transferred: The calculation is based on the assets minus liabilities to be transferred via the Demerger (please see Appendix 2). The estimated value is NTD 10 million.
3. Assets to be transferred: The assets to be transferred via the Demerger are listed in Appendix 2. The estimated value is NTD 1,811,731 thousand.
4. Liabilities to be transferred: The liabilities to be transferred via the Demerger are listed in Appendix 2. The estimated value is NTD 1,801,731



thousand.

5. The foregoing business value and the amount of the assets and liabilities to be transferred are provisionally assessed based on the book value reflected in the audited financial statements of AUO Corporation as of December 31, 2025. The actual amount shall be defined pursuant to the book value on the Record Date. In the event that the business value as of the Record Date differs from the amounts listed above, such difference may be adjusted in cash.
6. If it is necessary to adjust the assets or liabilities to be transferred as specified above, the Chairman of AUO Corporation and the Chairman of Star Shining Enetek are authorized to jointly negotiate and determine such adjustments. Any corresponding adjustments to the business value or the the number of shares issued by Star Shining Enetek, the issuance ratio, or price per share shall be handled accordingly.

**Article IV: Calculation and the ratio of the business value, assets and liabilities transferred by the demerged company to the number of shares issued by the existing company that assumes the business**

1. Number of shares to be issued: The business value of the Energy Business that AUO Corporation transfers to Star Shining Enetek via the Demerger is NTD 10million with NTD 10against 1 new common share issued by Star Shining Enetek. AUO Corporation acquires a total of 1,000,000 common shares from Star Shining Enetek at a par value of NTD 10per share. Where any remaining business value is insufficient to exchange for one share, Star Shining Enetek shall, within 30days after completion of relevant change registration, pay AUO Corporation by cash on a lump-sum basis against such business value.
2. Calculation basis: The foregoing share exchange ratio is determined with reference to the opinion letter issued by an independent expert. Please refer to Appendix 3 for the details.

**Article V: Adjustment of the number of shares issued by the existing company that assumes the business and the ratio of the business value, assets and liabilities transferred by the demerged company to such number of shares issued from the execution date of the Proposal to the Record Date**

Where any of the following events occurs and an adjustment of the ratio for exchange of the new shares specified in the Demerger is required, the Chairman of AUO Corporation and the Chairman of Star Shining Enetek are authorized to jointly negotiate for adjustment of the number of shares to be issued by Star Shining Enetek and/or the price per share due to such change. The business value to be acquired by Star Shining Enetek via the Demerger shall be adjusted accordingly.

1. Where, after the execution of the Proposal, Star Shining Enetek engages in a cash capital increase at a subscription price per share exceeds the aforementioned share exchange ratio (i.e., NTD 10 per



share).

2. Where, after the execution of the Proposal, AUO Corporation acquires assets related to the Energy Business and such assets are proposed to be included in the scope of assets to be transferred via the Demerger.
3. Where, as of the Record Date, the assets and liabilities proposed to be transferred under the Proposal require adjustment due to changes in details or amounts resulting from business operations, investments or financing activities, or due to asset revaluation, depreciation, amortization, additions, or impairments.
4. Where, as of the Record Date, the business proposed to be transferred under the Proposal experiences a material increase or decrease in the business value due to change in the scope or value of the assets or liabilities, or for other reasons.
5. Where the circumstances set forth in Article III, Paragraph 6 of this Proposal occur and it becomes necessary to adjust the business value or the ratio or issue price of the shares issued by Star Shining Enetek.
6. Where the circumstances set forth in pursuant to Article VII, Paragraph 2 of this Proposal occur and its becomes necessary to adjust the ratio or issue price of the newly issued shares of Star Shining Enetek.
7. Where, due to the amendment of applicable laws or regulations or pursuant to the instructions of the relevant competent authority, it becomes necessary to adjust the ratio of shares to be issued by Star Shining Enetek as set forth in Article IV of this Proposal.

**Article VI: The total number, type and quantity of the shares issued by the company assuming the business**

1. The value of the business assumed by Star Shining Enetek via the Demerger is NTD 10 million. Star Shining Enetek shall issue 1,000,000 common shares to AUO Corporation.
2. Star Shining Enetek shall complete the company change registration and issue common shares for AUO Corporation in accordance with laws after the Record Date. AUO Corporation shall directly hold 100% of the shares issued by Star Shining Enetek upon the completion of the Demerger.

**Article VII: Obligation to notify creditors and announce the Demerger**

1. After the Demerger is approved respectively by the AUO shareholders' meeting and by the Chairman of Star Shining Enetek, the parties shall prepare their respective balance sheets and declarations of property, notify their creditors, and announce the resolution of the Demerger, and shall specify a period of more than 30 days for the creditors to express their dissent within such time frame. Where any creditor of either company expresses dissent within the time frame, the company concerned shall take measures pursuant to applicable laws and regulations.
2. Where the debt that shall be paid off to the creditor expressing the



dissent by AUO Corporation pursuant to the previous paragraph is within the scope of transfer as specified in the Proposal, the Chairman of AUO Corporation and the Chairman of Star Shining Enetek are authorized to jointly negotiate to adjust the business scope, business value, assets and liabilities as set forth in Article III hereof. Article V hereof shall apply in case the ratio with respect to the number of new shares issued by Star Shining Enetek (existing company) or the price of the new shares shall be adjusted as a result.

#### **Article VIII: Assumption of rights and obligations and related matters after the Demerger**

1. All assets and liabilities that AUO Corporation transfers via the Demerger on the Record Date and all the effective rights and obligations prior to the Record Date shall be succeeded by Star Shining Enetek pursuant to relevant laws; where any related procedures are required, AUO Corporation shall cooperate therewith.
2. Except for any liabilities to be transferred via the Demerger that are separable from the debts of AUO Corporation prior to the Demerger, Star Shining Enetek shall, together with AUO Corporation, take joint responsibility for such debts pursuant to Article 35, Paragraph 7 of the Business Mergers and Acquisitions Act within the scope of its capital contribution for the transferred business. However, the creditor's right to claim for joint and several liabilities shall be extinguished if the creditor does not exercise such right within 2 years from the Record Date.

#### **Article IX: Transfer and retention of employees**

AUO Corporation and Star Shining Enetek shall, in accordance with to the Business Mergers and Acquisitions Act and other applicable statutory procedures, jointly determine the the employees to be retained and obtain their consent for such retention. Employees who agree to be retained shall be transferred to Star Shining Enetek and their years of service with AUO Corporation prior to the Record Date shall be recognized by Star Shining Enetek. AUO Corporation and Star Shining Enetek shall conduct the procedures in accordance with the Business Mergers and Acquisitions Act, the Labor Standards Act, and other applicable laws and regulations.

#### **Article X: Exclusion of employees from subscription of new shares**

The new shares that Star Shining Enetek issues for the Demerger shall not be subject to the requirements of Article 267, Paragraph 1 of the Company Act for reserving 10 to 15% of such new shares for the employees to subscribe.

#### **Article XI: Record Date for Demerger**

1. The Record Date for the Demerger shall be determined upon the approval of the Demerger by the AUO shareholders meeting, the



consent of the Chairman of Star Shining Enetek, and the permission or approval of the relevant competent authorities (including the Taiwan Stock Exchange, among others). The determination of such Record Date is hereby authorized to be jointly agreed upon by the Chairman of AUO Corporation and the Chairman of Star Shining Enetek. The Record Date is tentatively scheduled for August 1, 2026. Should it become necessary to adjust the Record Date, the Chairman of AUO Corporation and the Chairman of Star Shining Enetek are hereby authorized to determine such adjusted date.

2. As of the Record Date, AUO Corporation shall transfer the Energy Business in accordance with the provisions of this Proposal to Star Shining Enetek.

#### **Article XII: Schedule of implementation, expected completion date, and delay of the Proposal**

1. In the event that the Demerger is not completed within the prescribed time frame, the Chairman of AUO Corporation and the Chairman of Star Shining Enetek are authorized to negotiate for the matters with respect to the schedule of implementation of the Demerger, the Record Date, the schedule of convening board of directors' meetings as required by laws based on the actual circumstances, and/or handled in any other manner as may be necessary.
2. If the Shareholders Meeting of AUO Corporation fails to approve the Demerger, the Chairman of AUO Corporation is authorized to immediately terminate the Demerger. In addition, where any of the following events occurs, the Chairman of AUO Corporation and the Chairman of Star Shining Enetek are authorized to terminate the Demerger prior to the Record Date and shall have full authority to deal with relevant matters. The Chairman of AUO Corporation shall report the same in the next shareholders' meeting:
  - (1) AUO Corporation fails to obtain the consent of the lending banks or a majority of the syndicated loan banks (pursuant to the definition of the applicable loan contracts ) for conduct of the Demerger pursuant to the applicable loan contracts;
  - (2) AUO Corporation fails to obtain the approval of the Taiwan Stock Exchange for continuance of being listed in accordance with Article 53-19 of the Operating Rules of the Taiwan Stock Exchange Corporation; or
  - (3) Due to changes in economic condition, the Chairman determines that it is inappropriate to proceed with the Demerger.

#### **Article XIII: Share of taxes and fees**

1. Except as otherwise specified in the Proposal, all taxes or expenses arising from the execution or performance of the Proposal shall, except where tax exemption or tax reduction applies, be borne equally by both parties. In the event that the Proposal does not become effective due



to disapproval by the relevant competent authorities or for any other reason, all attorneys' , accountants' , and related expenses already incurred shall be borne by AUO Corporation.

2. With respect to any tax incentive measures applicable to the Demerger, the parties shall cooperate with each other in seeking and obtaining such incentives.

#### **Article XIV: Breach of agreement**

1. In the event that either AUO Corporation or Star Shining Enetek breaches any provision of this Proposal, and fails to cure such breach within 30 days after receipt of a written notice from the other party requesting rectification, the non-breaching party may terminate this Proposal by written notice to the breaching party.
2. If either party breaches this Proposal, and fails to remedy such breach within the prescribed period after being notified by the other party, or if the breach is material and causes damage to the other party, the breaching party shall compensate the damaged party for any and all expenses, losses, or other damages incurred as a result thereof (including, but not limited to, attorneys' fees, accountants' fees, and other related costs, losses, or damages arising from the Demerger). The parties further agree that, in the course of performing matters related to this Proposal, if any party incurs any loss due to reasons attributable to another party (including, but not limited to, claims asserted by third parties), the party to which such reasons are attributable shall indemnify the affected party for such losses.

#### **Article XV: Alteration of the demerged company' s paid-up capital**

Except for cancellation of shares and reduction of capital pursuant to the laws, the paid-up capital of AUO Corporation will not be reduced due to the Demerger.

#### **Article XVI: The principles for handling equity securities issued by the demerged company prior to the Demerger, such as securities with equity nature or treasury shares repurchased, and after the calculation of the share exchange ratio baseline date, the number of treasury shares that may be repurchased according to the law and the handling principles**

1. The treasury shares held by AUO Corporation prior to the execution of the Proposal shall be handled in accordance with the purpose and procedures under which such treasury shares were repurchased.
2. After the calculation of the share exchange ratio baseline date, either party may, with the consent of the other party, repurchase treasury shares in accordance with applicable laws and regulations.

#### **Article XVII: Handling of changes in the participating entities or the number of participants**

After the relevant information of this Proposal has been publicly disclosed



by AUO Corporation and Star Shining Enetek, if there is any change in participating entities or the number of participants in the Demerger, any procedures or legal actions that have already been completed under the original Proposal shall be re-performed by all participating entities. With respect to matters not fully provided for in this provision, the Chairman of AUO Corporation and the Chairman of Star Shining Enetek are authorized to handle such matters in accordance with applicable laws and regulations.

#### **Article XVIII: Applicable laws**

1. The Demerger shall be subject to the Business Mergers and Acquisitions Act. In the event that any newly enacted and promulgated law becomes effective and is more favorable, such most favorable applicable law shall be applied to this Demerger.
2. The Proposal shall be construed in accordance with the laws of the Republic of China. Any dispute arising out of or in connection with the Proposal shall be subject to the jurisdiction of the Taiwan Hsinchu District Court as the court of first instance.

#### **Article XIX: Miscellaneous**

1. If any provision of the Proposal is deemed invalid due to conflict with applicable laws or regulations, only the portion that conflicts with such laws and regulations shall be invalid and the remaining provisions shall continue to be valid and binding. As for any provision that becomes invalid due to such conflict, the Chairman of AUO Corporation and the Chairman of Star Shining Enetek are authorized to separately negotiate and determine a replacement provision within the scope permitted by law.
2. Where any provision of the Proposal shall be amended in accordance with the instructions of any relevant competent authority, such instructions shall apply immediately or the Chairman of AUO Corporation and the Chairman of Star Shining Enetek are authorized to amend the provision pursuant to such instructions.
3. The Proposal shall become effective only upon approval by the shareholders' meeting of AUO and the consent of the Chairman of Star Shining Enetek. In the event that this Proposal fails to obtain the approval or permission of the relevant competent authorities, this Proposal shall be null and void ab initio.

**Article XX:** Any matters not provided for in this Proposal shall be handled in accordance with applicable laws and regulations and the requirements of the competent authorities. Where neither applicable laws or regulations nor the competent authorities provide otherwise, the Chairman of AUO Corporation and the Chairman of Star Shining Enetek are hereby authorized to handle such matters with full discretion.

#### **Article XXI: The number of copies of the Proposal**



1. The Appendices to this Proposal shall constitute an integral part of this Proposal.
2. The Proposal is executed in 2 original counterparts, with each party hereto retaining 1 original counterpart for evidence.

Parties of the Proposal:

AUO Corporation

Chairman: Shuang-Lang (Paul) Peng

Star Shining Enetek Corp.

Chairman: Tien-Yu (TY) Lin

Date: April 13, 2026



## Star Shining Enetek Corp. Articles of Incorporation

### Chapter 1: General Provisions

Article 1: The Company is incorporated, registered, and established in accordance with the Company Act and has the name as Star Shining Enetek Corp. The English name is Star Shining Enetek Corp.

Article 2: The Company's business scope is as follows:

CC01010 Manufacture of Power Generation, Transmission and Distribution Machinery

CB01010 Mechanical Equipment Manufacturing

D101060 Self-usage power generation equipment utilizing renewable energy industry

E601010 Electric Appliance Construction

E601020 Electric Appliance Installation

E603090 Lighting Equipments Construction

E603050 Automatic Control Equipment Engineering

E605010 Computer Equipment Installation

EZ05010 Instrument and Meters Installation Engineering

F113010 Wholesale of Machinery

F113020 Wholesale of Electrical Appliances

F113030 Wholesale of Precision Instruments

F113060 Wholesale of Measuring Instruments

F117010 Wholesale of Fire Safety Equipment

F119010 Wholesale of Electronic Materials

F213010 Retail Sale of Electrical Appliances

F213050 Retail Sale of Measuring Instruments

F213080 Retail Sale of Machinery and Tools

F217010 Retail Sale of Fire Safety Equipment

F219010 Retail Sale of Electronic Materials

F401010 International Trade

I301010 Information Software Services

I103060 Management Consulting

I199990 Other Consulting Service

IF04010 Non-destructive Testing

IG03010 Energy Technical Services

IZ09010 Management System Certification

F213110 Retail Sale of Batteries

F113110 Wholesale of Batteries

F213040 Retail Sale of Precision Instruments

I301020 Data Processing Services

I301030 Electronic Information Supply Services

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

Article 3: The Company has its headquarters located in Taichung City, and



if necessary, subject to the approval of the Board of director (the "Board"), the Company may set up branches at appropriate location within and without the territory of the R.O.C..

Article 4: The total amount of the Company's investment shall not be subject to the restriction specified in Article 13 of the Company Act. The Company may provide guarantees or endorsements on behalf of third parties due to business or investment relationships with such third parties.

## **Chapter 2: Shares**

Article 5: The total capital of the Company is New Taiwan Dollars ("NTD") 30 million, divided into 3 million shares with a par value of NTD 10 per share. The Board is authorized to issue the shares in installments.

Article 6: The Company may issue shares by printing or book-entry upon approval of the Board. If the Company issue shares by printing, after the approval of the registration, the shares shall be affixed with the signature(s) or seal(s) of the director(s) representing the Company and issued with the attestation pursuant to relevant laws. Delivery of shares by book-entry will also suffice.

## **Chapter 3: Shareholders' Meetings**

Article 7: Shareholders' meetings are of two types, general shareholders' meetings and extraordinary shareholders' meetings. The general shareholders' meeting shall be convened once every year within six months after the close of each fiscal year. The aforementioned shareholders' meeting shall be convened by the Board pursuant to the laws. The extraordinary shareholders' meeting may be convened pursuant to the laws if necessary.

Article 8: The shareholders' meeting may proceed by means of video conference or by other means announced by the competent authority of the central government.

Article 9: Except as otherwise specified in the laws, the resolution in the Company's shareholders' meeting shall be approved with the majority votes of the shareholders present that represent a majority of the total number of shares issued.

Article 10: The shareholders of the Company are entitled to one voting right per share except as otherwise specified in the laws.

Article 11: Where an institutional shareholder is the only shareholder of the Company, the power of the shareholders' meeting shall be exercised by the Board and the provisions of the Articles of Incorporation governing the shareholders' meetings shall not apply.

## **Chapter 4: Directors and Supervisors**



Article 12: The Company set up neither Board nor supervisors. The Company shall appoint 1 director for a term of 3 years. The director shall be a legally competent person elected at the shareholders' meeting and may be eligible for re-election.

With only one director, such director shall be the chairman and the functional duties and powers of the board of directors shall be exercised by such director. In this case, the provisions governing the board of directors as set out in the Company Act shall not apply.

Article 13: The compensation for the directors shall be determined by taking into account the extent and value of the services provided for the Company' s operation and with reference to the standards of local and overseas industry.

### **Chapter 5: Managers**

Article 14: The Company may appoint a manager. The appointment, dismissal, and remuneration of the managerial personnel shall be subject to the provisions of the Company Act.

### **Chapter 6: Accounting**

Article 15: At the end of each fiscal year, the Board shall prepare and submit (I) Business Report; (II) Financial Statements; (III) proposal for allocation of earnings or recovery of loss to the shareholders in accordance with the applicable laws at the general meeting of shareholders for their acceptance.

Article 16: Where the Company has a profit before tax for each fiscal year, the Company shall first reserve certain amount of the profit to recover losses for preceding years, and then set aside NTD 1,000 for distribution to employees as remuneration.

Employee remuneration shall be in the form of cash. Qualification requirements of employees entitled to receive the employee remuneration may include the employees of parent company or subsidiaries meeting certain specific qualifications and the Board or the person duly designated by the Board is authorized to decide such qualifications and allocation.

Article 17: Where the Company has a profit at the end of each fiscal year, the Company shall first allocate the profit to pay taxes, then make up for the accumulated losses, and except that the accumulated legal reserve has reached the paid-in capital, 10% of the remaining net earnings shall be allocated as the Company's legal reserve thereafter. Certain amount shall be further allocated as special reserve or the special reserve shall be reversed in accordance with applicable laws and regulations or as requested by the competent authority. The balance (if any), together with accumulated unappropriated retained earnings, may be distributed after the distribution plan



proposed by the Board been approved by the shareholders' meeting.

Where the Company incurs no loss, the Company may distribute the portion of legal reserve which exceeds 25% of the Company' s paid-in capital and the capital reserves permitted for distribution under the Company Act, in whole or in part, in the form of cash, to the shareholders in proportion to their shareholdings by the resolution adopted by the shareholders' meeting.

#### **Chapter 7: Supplementary Rules**

Article 18: With respect to the matters not provided herein, the Company Act and other applicable laws and regulations shall govern.

Article 19: These Articles of Incorporation is established on January 9, 2026.



Appendix 2



安永聯合會計師事務所

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*(This Opinion was originally prepared in Mandarin and solely for regulatory compliance in Taiwan. Should any conflict or discrepancy arise between the Mandarin language version of this report and any translated version, the Mandarin language version shall prevail.)*

*Business Merger and Acquisition Act*

*Business Merger and Acquisition Act  
Regulations Governing the Establishment and Related Matters of Special Committees  
Companies for Merger/Consolidation and Acquisition Regulations  
Governing the Acquisition and Disposal of Assets by Public Companies*

I.

(I)



(II)

(III)

(IV)

II.

*Accounting for Business Combinations under Common Control*

*Accounting Treatment Involving the Spin-off*

(I)

(II)

*Business Combinations*

*Accounting Estimates and Errors*

*Accounting Policies, Changes in*



Conceptual

Framework for Financial Reporting

Accounting Treatment Involving the Company Spin

Y • d`Y e i A d © X C e i A



2.

(1)

(2)

*Bu s i n e s s M e r g e r a n d A c q u i s i t i o n R e g u l a t i o n s G o v e r n i n g t h e E s t a b l i s h m e n t a n d R e l a t e d M a t t e r s o f S p e c i a l C o m m i t t e e s o f P u b l i c C o m p a n i e s f o r M e r g e r / C o n s o l i d a t i o n a n d A c q u i s i t i o n R e g u l a t i o n s G o v e r n i n g t h e A c q u i s i t i o n o r D i s p o s a l o f A s s e t s b y P u b l i c C o m p a n i e s*

(3)

(4)



### III. Process

Based on the financial statements as of December 31, 2025 , audited by KPMG, the book value of the assets and liabilities to be spun off is summarized below.

Account	Book value as of December 31, 2025 (NTD thousand)
<b>Assets</b>	
Cash and cash equivalents	281,232
Accounts receivable , net	268,325
Inventories	390,206
Prepayments	28,692
Other current financial assets	633,548
Other current assets	53,783
Property, plant and equipment	63,881
Deferred tax assets	92,064
<b>Total assets (A)</b>	<b>1,811,731</b>
<b>Liabilities</b>	
Accounts payable	(298,490)
Other current liabilities	(1,077,168)
Provisions	(425,228)
Deferred tax liabilities	(141)
Other noncurrent liabilities	(704)
<b>Total liabilities (B)</b>	<b>(1,801,731)</b>
<b>Net assets to be spun off (C)=(A) + (B)</b>	<b>10,000</b>

Source: Management

Note: Calculation differences may exist due to rounding .

(I)



(II)

(III)

(IV)

(V)

(VI)



(VIII)

(IX)

(X)



Based on the balance sheet dated December 31, 2025 , provided by management, the book values of assets and liabilities are NTD1,811,731 thousand and NTD1,801,731 thousand, respectively, as of the Base Date. However, the final amounts for the Spin-off will ultimately be determined based on the book values as of the effective date of the Spin-off .

#### IV. Conclusion

(I)

(II)

Ernst & Young, Taiwan  
9F, No. 333, Sec. 1, Keelung Road  
Taipei City

Hans Chen

March 30, 2026



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## Declaration of the independent expert

I am entrusted to issue the independent expert's written opinion on the reasonableness of the share exchange ratio regarding the Spin-off in accordance with the requirements of Article 6 of the Business Merger and Acquisition Act, Article 6 of the Regulations Governing the Establishment and Related Matters of Special Committees of Public Companies fo fo fo fo fo fo



Ernst & Young, Taiwan  
9F, No. 333, Sec. 1, Keelung Road  
Taipei City

Hans Chen

March 30, 2026



## CV of the independent expert

Name: Hans Chen

Education: Master of Accounting , National  
Chengchi University

Bachelor of Public Finance, National  
Taipei University

Position: Partner, Ernst & Young Taiwan

Practice certificate  
number of the CPA: Financial Supervisory Commission Certificate No. 1040030902

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9F, No. 333, Sec. 1, Keelung Road  
Taipei City, Taiwan, R.O.C.









I. Gn]jna]d`g^Yj\_]l

(I) KK=;

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 eYfY\_]e]Yk]\ gf l`] eYfY\_]e]f]l Y[[gmflk g^ 9MGik ]f]j\_q Zmkaf]kk m  
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 Ym\alqYdYf[] k&]]l



(II) 9M GH;

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 < YI\$AUOPC has not yet commenced substantive operational activities .

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(III) >QH; Yf\ RQH;

>QH; Yf\ RQH; o]j] Zgl` jkiYZdak`]\ Yf\ j]\_aki]]\ af EYj[` \*(;+  
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 ^ak` ]%gdYj hjgb][Ik af Cgm`m Lgofk` a]f]g]Qanffda]Yf;Ygm]el]\$\$  
 Zgl` >QH; Yf\ RQH; `Yn] kmkh]f]\ hjg]k[lg^]h]j]d]n]e]m]Ylagf <YI  
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>QH;]kf]l Ykk]Ik k[`] \m]j]f[]k eYq ]p&kl \m] lg jgmf\af\_

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Fgl]2 ;Yd[mdYlagf \a^^]j]f[]k eYq ]p&kl \m] lg jgmf\af\_

RQHkhjg^al Yf\ dgkk k[`] \m]d]L <eaddlagf

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Fgl]2 ;Yd[mdYlagf \a^^]j]f[]k eYq ]p&kl \m] lg jgmf\af\_



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9 M G K a f \_ Y h g j ] H I ] & D I



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Hjjaç BYfmYjq )\$



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 Y\bmkle]flk kaemdYI]\ Zq l`] Ym\al]\ ZYmYd]f]Yk]d]Yk g^ l`]  
 o`a[ `Yj] ]klaeYI]\ Ig j]\m[] l`] IjYfkY[lagf Hja[] gZ\$ 9MG  
 ]ph][Ik Ig k]dd )(( g^ KK=;ik< ))meald`agj] &Y[ImYd  
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 Hja[] Y\bmkle]fl e][`Yfake klahmdYI]\ af l`] k`Yj] hmj[ `Yk]

- 2. 9MGH;\$ >QH;\$ RQH;\$ 9=MK Yf\ R>=; [gdd][lan]dq j]^]jj]\  
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9MG hdYfk Ig k]dd )(( g^ l`] ]imalq afI]j]kIk af 9MGH;\$ >Q  
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 \YI]\$ [Yd[mdYI]\ Y[[gj\af\_ Ig 9MG`ik k`Yj]Agd\`afY\_h]j]I]MM\_]k  
 f]I Ykk]I nYdm]k]9^^ad\$Y[Yd[mdYI]\ ZYmYd]k`gYj] `gd\af\_  
 h]j][f]IY\_]kL<0( eadd`af`\$j]9MG ak ]ph][l]\ Ig mk] km[ `f]I  
 nYdm] Yk l`] IjYfkY[lagf Hja[] &^ l`] Y\_\_j]\_YI] f]I Ykk]I nYdm]



(III) Premise of value

=p[ ]hl ^gj R>=;\$]Yk^h]jYlagfk Yk g^ K]hl]eZ]j +(\$ \*(^-\$ l` ] LY [gehYfaYk] Ykkme)\ lg j]eYaf \_gaL\_] [p f]d]ksh]jYI] fgjeYddq oal`gml l`] afl]flagf gj l`]jYI g^ daima\Ylagf ^gj l`] ^gj]k]]YZd

(IV) The significant assumptions used in the valuation process and the daealaf\_ [gf\alagfk] opinion are as follows:

1. Ka\_fa^a[Yfl Ykkmehlagfk

- (1) A Ykkme\l` ]YI l`h]gkh]]lan] ^afYf[aYd af^gjeYlagf Yf\ Yk hjgna\]\ Zq l`] eYfY\_]k]k^;^Ygj] Z]]f [gfka\]]\ oal` j]kh]]l` lg ^mlm] gh]jYlagfYd af[ge]\$ ]ph]f\alm]]k Yf\ Yh&jghjaYI
- (2) A Ykkme]]l` ]YI\_]j]\_YI] hja[] Y\bmkle]Kl=d]g]]e]kd]A]g]1K eaddagf Y]N]gd^mlY]k]Y]g]\$ l`] l]YfkY]]ba]Y]f\ l`] [gjj]khgf\af\_] jimalq eYjc]l nYdm]K]Y;Y]j] g]]ak]]\ Y[[gj\af\_dq&
- (3) A Ykkme\l` ]j] oadd Z] fg [ `Yf\_]k af j]d]nYfl dYok\$ hgda lYp jYI]k Yf\ j]\_mdYl]gg]] [lg]g]e]a]a]k]]k]gf\alagfk af[dm\af\_ afl Yf\ ]p[ `Yf\_] jYI] d`Y]]d]lg]md\ ka\_fa^a[Yfldq Yf\ f]\_Ylan]dq gh]jYlagfk]Y]g^&l
- (4) A Ykkme\l` ]YI ]ka\_d]fa^a]l]Y]ok]malk af[dm\af\_ lYp Yf\ gl`]j d]\_Y Yf\ ka\_fa^a[Yfl [gf\af\_]g]l^d]aLYZ]a]m]h]al]k N]Y]dm]Ylagf <YI] `Yn] Z]]f j]YkgfYZdq ]klaeYI]]\&Yf\ \ak[dgk]]\
- (5) A Ykkme\l` ]YI ]Y]dd]j]Y]l]] l]YfkY[lagfk ]a]LY]f]g]M]j]d]ZYk]]\ gfYj]k]a]]f\_]l` l]YfkY]l]agfk
- (6) L`] ^mf[lagfYd [g]]j]]f[b]Yj\_]k]]F]o LYa<g]d]Y]f\ l`] ^afYf[aYd ^gj]]K]k=K]j]g]j]h]Y]a]]F]o LYa<g]d]k]]j
- (7) 9k l`] [Yd[md]Ylagfk Yj] ZYk]]\ gf mfjgmf\]]\ ^a\_mj]k\$ l`] a Ghafagf ]p`q]Z]ak]]h]Yf[a]k af l`] lgiYdk \m] lg jgmf\af\_&

2. Daealaf\_ [gf\alagfk

- (1) Mk] g^ \a^^]j]fl ka\_fa^a[Yfl Ykkme]N]d]gf]kl]ag]k]\Z]Y]k]]]fl gf \a^^]j]fl nYdm] h]eak]k Yf\ nYdm] klYf\Yj]k oadd ` aehY[l gf l`] G&afagf





mla]kaf^gjeYlagf gf ljYfkY[lagfk afngdnaf\_ Ykk]Ik l`Yl Yj] l`]  
l`] kmZb][l Ykk]l lg Yjjan] Yl Yf af\la[Ylagf g^ nYdm]&

(III) Assets Approach

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daYZadala]af\af l`] KIYl]e]fl g^ ^afYf[aYd h]gk]a]a]af\af l`]  
o]dd Yk l`] ^Yaj nYdm]g]a]af\af l`] Yf\ daYZadala]k Yl l`] e]Yk\  
\Yl]& L`] j]kmdlaf\_ nYdm]k]af\af l`] Yf\ daYZadala]  
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(IV) Selected valuation method

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\_]f]j]Yddq `a\_`]j l`Yf l`] nYdm] \]jan]\ kgd]dq ^]ge l`] 9kk]l]  
Y\_\_j]\_Yl]k l`] eYjc]l nYdm]k g^ af\ana\mYd Ykk]Ik Yf\ da\  
j]Ykgfk Yj] Yk ^gddgok2

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km[` Ykk]Ik Yj] mladar]\ [gdd][lan]dq oal`af l`] gf\_gaf\_  
]fl]j]h]j]a]&]

(2) L`] nYdm] g^ af\Yf\_aZd] Ykk]Ik ]eZ]\]\ af l`] ]fl]j]h]j]a]  
Z] e]Ykmj]\ l`jgm\_` l`] ^mlm]j] [Yk` ^dgok l`]q Yj] ]ph][l]  
lgYhhjgh]aYl]dq j]^d][l l`]aj eYjc]l nYdm]&

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^g] l`] ^mlm]j] gh]j]Y]a]g]k]g]ka]M]fk] ]Eg\md] :mk&fl]k]j]^g]j]\$  
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ljY]\ [gehYfa]k oal` Zmkaf]kk]k=kaeand]k]M]g]W`] Eg\md]  
:mkaf]k]k\_ma\]daf] h]g]e]Z]d]af]a]k Yf\ l`]f [Yd[md]Ylaf\_ Y jYf\_] g]  
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egj] kmaLYZd] ^gj \]l]jeafaf\_ l`] eY]Mk]l ]m d hq]&g^

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FL<\*1eadd\$agf^ o`FaL<\*/ eaddagk af [Yk` [Yk` ]imak\$Y]f]l  
l`Yl alk gl`]] Ykk]lk Yf\ daYZadala]k Yj] Ydkg `a\_`dq daima  
nYdm]k =gMk9Ykk]lk Yf\ daYZadala]k gf l`] ZYdYf[] k`]]l [  
[Yd[mdYl] alk ]imalq eYjc]l nYdm]&

5. R >=;

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9kk]l 9hhjgaK`egj] kmaLYZd] ^gj \]l]jeafaf\_ l`]ReY]jc]l nYdr  
]imalq] f]l Zggc nYdm], g^ e addagfg^ K]hl]eZ]] +(\$k\*(\*-\$  
ZYk]\ gf Y ZYdYf[]^k]l]afM]k Ykk]kke]fl g^ l`] j]YdarYZadalq  
Ykk]lk Yf\ daYZadala]k LYk]j]m]j]AS]lg]f]l]l`Yl l`] Zggc nYd  
g^R>=k Ykk]lk Yf\ daYZadala]k gf l`] ZYdYf[] k`]]l [Yf Z] m  
]imalq eYjc]l nYdm]&

V. Valuation process for SSEC

(I) Income Approach (Discounted Cash Flow Method)

1. GZlYaf YffYd]d`]' aklgja]Yd^gjeY ^afYf[aYd-k; mgjaf]Kk\  
l`] Eg\md] :m&af]kk
2. GZlYaf YffYd]d`] hjgkh][lan] ^afYf[aYd af^gjeYlagf Yf\ eYbgj  
hjgna\]\eZqY\_]e]&l]J^]] lg l`] hjg ^gjeY `aklgja[Yd ^afYf[aY  
g^Zgl]l`]=H; :mkaf]kk Yf\ l`] Eg\md]Yfms]af]kka\]jaf\_ af\mk]l  
[gf\alagfk\$ eYjc]l l]j]f\k Yf\ l`] hYkl gh]jYlaf\_ h]]^gjeYf  
f][]kkYjq fgjeYdarYlagf Y\bmkle]flk& :Yk]\ gf l`]k] Y\bmkl  
l`] ^mlm]j] [YkY^d]jeafYd nYdm]&
3. ;Yd[mdYl] l`] ^mlm]j] ^j]] [Yk` ^dgok ZYk]\ gf l`]] ^afYf[aYd  
:mk]kk Yf\ l`] Eg\md] :m]g]a]k]keZqY\_]e]&9^l]] [gfka\]jaf\_  
l`] dg%]je af^dYlagf]Yap]g]] [Ykl Zq Gp^gj\ \$Ykf]g]d]k Yk  
l`] gh]jYlaf\_ h]]^gjeZq]]] g^=H;mk]kk Yf\ Eg\md] :\$kaf]kk  
`Yn] Yhhda]\ h]j]l]mYd \_jgol` jYl]k g^ )&) ^gj l`] =H; :mka  
l`] Eg\md] :mkaf]kk lg [Yd[mdYl] l`] l]jeafYd nYdm]&
4. K]d][l]ma\]daf] h]gZd]af]k Yf\ [Yd[mdYl] l`] [gkl g^ ]imalq [Y  
l`] ;YhaLYd 9kk]l Hja[af\_ Eg\]d\$ j]kmdlaf\_ af Y o]a\_`l]\ Yn





Company name	Ticker
SHINFOX ENERGY CO., LTD.	TWSE:6806
HD Renewable Energy Co., Ltd.	TWSE:6873
ECOVE Environment Corp.	TPEX:6803
J&V Energy Technology Co., Ltd.	TWSE:6869
Hsinjing Holding Co., Ltd.	TPEX:3713
AcmePoint Energy Services Co., Ltd.	TPEX:6692
LEADSUN GREENTECH CORPORATION	TPEX:8087

Fgl]2 Hd]Yk] j]^]j lg ^gj l` eYjc]l emdlahd] jYf\_m]k]d]af]`hmZda[ [gehYfa]k&

- (1) ;gfka\]jaf\_g]h]jYlagfYd k[gd]jYlfa\_f\_h]j^g]g^Yfl[ ]H; :mkaf]k k g^ NY]dmYk]ag] \$ `A]n] k]d][ ]l\ l` ]fl]jhjak] nYdm] ^gjoYf\ (\* . ]Yjfaf\_Zk^gj]h]j]k]l]p]h]j][aYlagfY]g]lra]lagf emdlahd] ]jhjak] NY]g]m]Yf\ (\* . =:AL<9\$ ` ]j]afY^l]j j]^]j]l\ lg Yk É=N'=:A]g]9 É]Yjc]9hhjgY]h]YdmYlagf [gehYjakgf&
- (2) L` ]fl]jhjak] nYdm] jYf\_]\_]h]g]kaf]k]k]d[mdYl]\ mkaf\_ l` \ak]gmfl]\ [Yk` ^dgo]e]l]g\ Yk]N]g]d]m]Y]lagf^Y]d]k] oal`af=t]A]L<9' eadd]g]YFL<-0/ eadd]g]f`ak j]kmd]k af Yf=:A]h]d]m]d]l]a]N]d] jYf\_]\_] A]g]j; :mkaf]g]k Z]l]o]p]Yf]p]p] & L` ]=:M]L<9] emdlahd] jYf\_]\_] ^gj l` ]\_ma\]d]af] ]g]e]Z]d]f]a]k ak Z/]&]p]Yf])\* & p &
- (3) Af kmeeYjq\$ l`] ae=:A]L<9]m]l]a]h]Y]f\_]\_]j]ge]l` \ak]gmfl]\ [Yk` ^dgo]e]l]g\ Yk]N]g]d]m]Y]lagf^Y]d]k] oal`af=t]A]L<9' emdlahd] jYf\_]\_] g]a]l]d]af] ]g]e]Z]d]f]a]k & L` ]j]^]g]j]\$ l` ]j]kmd]l] l`] A]g]e]9hhjgY]j] [gfka\]j]\ j]YkgfYZd]&

## 2. Module Business

Considering that the enterprise value range reflecting a normalized working capital level for the Module Business, calculated using the discounted cash flow method based on the prospective financial information and major assumptions provided by management, was negative, the use of market multiples of comparable companies under the Market Approach to assess the reasonableness of the Income Approach valuation range as of the valuation date is not applicable.



## VI. Valuation Conclusion

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L`Y[ImYjdfkY[lagf bjad Z] ZYk]\ gf l`] f]l Ykk]l nYdm] 9^^adaYI]k Yk g^ l`] [dgkaf\_ \YI]\$ [Yd[mdYI]\ Y[[gj\af\_ lg h]j[]fIY\_]A& l`] Y\_~j]\_YI] f]l Ykk]l]nYdm]d\$Y[Yk[mdYI]\ ZYk]\ 9M@k`Yj]`gd\af\_ h]j[]faFL<k\$( eaddagf`\$j 9MG ak ]ph][I]\ lg mk] km[` f]l Ykk]l nYdm] Yk l`@gj]hk]Y[lagf]hja[ Y\_~j]\_YI] f]l Ykk]l nYdm] ak Z]dgo FL<0( eaddagf\$ l`) l ]ph][I]\ lg j]eYaf YI FL<0( eaddagf

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Hans Chen

March 30, 2026



Appendix I: Summary of Guideline Public Companies ÌMarket Multiples EV / EBITDA

Guideline public companies	Ticker	Latest applicable financial reporting date	EV as of the Valuation Date date (NTD million) (A)	Forward 2026 EBITDA (NTD million) (B)	EV/ Forward 2026 EBITDA (C) =(A) / (B)
SHINFOX ENERGY CO., LTD.	TWSE:6806	September 30, 202 5	45,305	4,077	11.1x
HD Renewable Energy Co., Ltd.	TWSE:6873	September 30, 202 5	28,005	3,483	8.0x
ECOVE Environment Corp.	TPEX:6803	September 30, 202 5	24,497	1,983	12.4x
J&V Energy Technology Co., Ltd.	TWSE:6869	September 30, 202 5	17,631	2,418	7.3x
Hsinjing Holding Co., Ltd.	TPEX:3713	September 30, 202 5	3,727	n/a	n/a
AcmePOINT Energy Services Co., Ltd.	TPEX:6692	September 30, 202 5	1,398	n/a	n/a
LEADSUN GREENTECH CORPORATION	TPEX:8087	September 30, 202 5	931	n/a	n/a
				Max	12.4x
				Min	7.3x

Source: S&P Capital IQ, EY Analysis

Note: Calculation differences may exist due to rounding .



A o a k k m ] l ` ] a f \ ] h ] f \ ] f i k ] p h d ] ] f g h a f a g f g f l ` ] j ] Y k g f Y [ ] d ] f k ] K [ l a g g f l ` ]  
h j a [ Y k Y j ] k m [ ] G ^ h d Y f [ ] X f k Y [ l a g f l ` ] k h a j a l g ^ l j Y f k [ ] f \ ] f l a f \ ] h ] f \ ] f [ ] &

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Hans Chen

March 30, 2026



## CV of the independent expert

Name: Hans Chen

Education: Master of Accounting , National  
Chengchi University

**Comparison Table for the Articles of Incorporation  
Before and After the Amendment**

Before amendment	After amendment	Reason of amendment
<p>Article</p> <p>The scope of business of the Company shall be as follows:</p> <ol style="list-style-type: none"> <li>1. CC01080 Electronic parts and components manufacturing business</li> <li>2. F119010 Electronic material wholesale business (for operations outside the Science Park only)</li> <li>3. CC01030 Electronic appliances and AV electronics products manufacturing business</li> <li>4. CC01010 Electric Power Supply, Electric Transmission and Power Distribution Machinery Manufacturing</li> <li>5. CC01090 Batteries Manufacturing</li> <li>6. IG03010 Energy Technical Services</li> <li>7. CA02990 Other Fabricated Metal Products Manufacturing</li> <li>8. C801990 Other Chemical Materials Manufacturing</li> </ol> <p>(omission)</p>	<p>Article</p> <p>The scope of business of the Company shall be as follows:</p> <ol style="list-style-type: none"> <li>1. CC01080 Electronic parts and components manufacturing business</li> <li>2. F119010 Electronic material wholesale business (for operations outside the Science Park only)</li> <li>3. CC01030 Electronic appliances and AV electronics products manufacturing business</li> <li>4. CC01010 Electric Power Supply, Electric Transmission and Power Distribution Machinery Manufacturing</li> <li>5. CC01090 Batteries Manufacturing</li> <li>6. IG03010 Energy Technical Services</li> <li>7. CA02990 Other Fabricated Metal Products Manufacturing</li> <li>8. C801990 Other Chemical Materials Manufacturing</li> <li>9. <u>CF01011 Medical Devices Manufacturing (limited to the products mentioned below)</u></li> <li>10. <u>F108031 Wholesale of Medical Devices (limited to the products mentioned below)</u></li> <li>11. <u>F208031 Retail Sale of Medical Apparatus (limited to the products mentioned below)</u></li> </ol> <p>(omission)</p>	<p>Add business scopes in accordance with the Company's operational needs.</p>

Before amendment	After amendment	Reason of amendment
<p>Article The head office of the Company shall be in the Science-Based Industrial Park, Hsinchu, Taiwan, the Republic of China ("R.O.C.") or such other appropriate place as may be decided by the board of directors (the "Board"). Subject to the approval of the Board and other relevant authorities, the Company may, if necessary, set up branches, factories, branch operation offices or branch business offices both inside and outside of the R.O.C.</p>	<p>Article The head office of the Company shall be in the <u>Hsinchu Science-Based Industrial Park, Hsinchu, Taiwan, the Republic of China ("R.O.C.")</u> or such other appropriate place as may be decided by the board of directors (the "Board"). Subject to the approval of the Board and other relevant authorities, the Company may, if necessary, set up branches, factories, branch operation offices or branch business offices both inside and outside of the R.O.C.</p>	<p>Amendment in accordance with practical operations</p>
<p>Article The share certificates of the Company shall be all in registered form. The share certificates, after due registration with the competent authority, shall be signed or sealed by at least three directors and shall be legally authenticated prior to issue. The Company may, pursuant to the applicable laws and regulations, deliver shares or other securities in book-entry form, instead of delivering physical certificates evidencing shares or other securities.</p>	<p>Article <del>The share certificates of the Company shall be all in registered form. The share certificates, after due registration with the competent authority, shall be signed or sealed by at least three directors and shall be legally authenticated prior to issue.</del> <u>The Company printing shares shall assign its share certificates with serial numbers, and the share certificates shall be affixed with the signatures or personal seals of the director representing the Company, and shall be duly certified or authenticated by the bank.</u> The Company may, pursuant to the applicable laws and regulations, deliver shares or other securities in book-entry form, instead of delivering physical certificates evidencing shares or other securities.</p>	<p>Amendment in accordance with " Company Act"</p>
<p>Article These Articles of Incorporation were enacted by the incorporators in the incorporators meeting held on July , and were effectively approved by the competent authority. The first amendment was resolved by the Shareholders' Meeting on September , .. The twenty-fourth</p>	<p>Article These Articles of Incorporation were enacted by the incorporators in the incorporators meeting held on July , and were effectively approved by the competent authority. The first amendment was resolved by the Shareholders' Meeting on September , ... .. The twenty-fourth</p>	<p>Add the amendment date.</p>



Before amendment	After amendment	Reason of amendment
amendment was resolved by the Shareholders' Meeting on May , .	amendment was resolved by the Shareholders' Meeting on May , . <u>The twenty-fifth amendment was resolved by the Shareholders' Meeting on May , .</u>	

## Comparison Table for the Handling Procedures for Acquisition or Disposal of Assets

### Before and After the Amendment

Before amendment	After amendment	Reason of amendment
<p>Article</p> <p>To conduct any acquisition or disposal of assets, the in-charge division shall submit to the authority division the reason for the proposed acquisition or disposal, the object, the transaction counterparty, the transfer price, the payment terms, and the price reference for their approval in accordance with the Handling Procedures, and then the acquisition or disposal of assets shall be implemented by relevant division.</p>	<p>Article</p> <p><u>( )</u> To conduct any acquisition or disposal of assets, the in-charge division shall submit to the authority division the reason for the proposed acquisition or disposal, the object, the transaction counterparty, the transfer price, the payment terms, and the price reference for their approval in accordance with the Handling Procedures, and then the acquisition or disposal of assets shall be implemented by relevant division.</p> <p><u>( ) Total amounts of acquisition or disposal of assets:</u></p> <p><u>(i) The total amount of real property or right-of-use asset thereof not for business use shall be limited to % of the Company's equity attributable to the parent company's owners. For individual counterparties, the limit shall be % of the Company's equity attributable to the parent company's owners.</u></p> <p><u>(ii) The total amount of investments securities shall be limited to the Company's equity</u></p>	<p>Amendment in accordance with practical operations</p>



Before amendment	After amendment	Reason of amendment
	<p><u>attributable to the parent company's owners. For individual counterparties, the limit shall be % of the Company's equity attributable to the parent company's owners. Investments in equity interests of wholly owned subsidiaries are not subject to this limit.</u></p> <p><u>(2) Authorization levels and limits for asset acquisition or disposal:</u></p> <p><u>(i) Acquisition or disposal of securities:</u></p> <p><u>(a) Equity investments with transaction l</u></p>	



Before amendment	After amendment	Reason of amendment
	<p><u>from the Board of Directors. For transactions not exceeding NT\$ million, approval based on internal authorization limits is sufficient.</u></p>	
<p>Article            ( ) If the Company or the Company ' s subsidiary acquires or disposes of the following assets, the Company shall make a public announcement and file the necessary report(s) in the format prescribed by the FSC within two days from occurrence of the relevant event:            (omission)            (iii) the acquired and/or disposed assets are equipments or right-of-use assets thereof which are for business use and the transaction counterparties are not related parties, and the transaction amounts reach any of the following,            (a) NT\$ million or more if the Company ' s paid-in capital does not reach NT\$ billion,            (b) NT\$ billion or more if the Company ' s paid-in capital reaches NT\$ billion or more.            (iv) the real property was acquired by ways of mandating others to build on the Company ' s own land, or mandating others to build on the rented</p>	<p>Article            ( ) If the Company or the Company ' s subsidiary acquires or disposes of the following assets, the Company shall make a public announcement and file the necessary report(s) in the format prescribed by the FSC within two days from occurrence of the relevant event:            (omission)            (iii) the acquired and/or disposed assets are equipments or right-of-use assets thereof which are for business use and the transaction counterparties are not related parties, and the transaction amounts reach any of the following,            (a) NT\$ million or more if the Company ' s paid-in capital does not reach NT\$ billion,            (b) NT\$ billion or more if the Company ' s paid-in capital reaches NT\$ billion or more.  <u>(c) Reaches % or more of the Company ' s paid-in capital if the Company ' s paid-in capital reaches NT\$ billion or more.</u>            (iv) the real property was</p>	<p>Amendment in accordance with Regulations</p>

Before amendment	After amendment	Reason of amendment
<p>land, joint construction with others to share the buildings, joint construction with others to acquire certain proportion of ownership of the buildings, or joint construction with others to separately sell the buildings, and the transaction counterparty is not a related party, and the proposed investment amount to be contributed by the Company reaches NT\$ million or more.</p> <p>(v) except for any of those referred to in the preceding four subparagraphs or investing in Mainland China, the amount</p>	<p>a o</p> <p>t</p>	<p>i</p>
<p>/ d ¾ a i</p> <p>the i4 o i inv ° ° b</p>		

Before amendment	After amendment	Reason of amendment
<p>enterprises. (omission)</p>	<p><u>of paid-in capital.</u> (vi) except for any of those referred to in the preceding <u>five</u> subparagraphs or investing in Mainland China, the transaction amount reaches % or more of the Company' s paid-in capital or NT\$ million or more; provided, this shall not apply to the following circumstances: (a) trading in domestic government bonds or foreign government bonds with a rating that is not lower than the sovereign rating of Taiwan; (b) bond trading with repurchase and/or reverse purchase arrangement, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises. (omission) <u>( ) The Company acquiring or disposing of assets shall keep all relevant contracts, meeting minutes, log books, appraisal reports and CPA, attorney, and securities underwriter opinions at the Company, where they shall be retained for years except where another act provides otherwise.</u></p>	
<p>Article ( ) When the Company engages in any acquisition or</p>	<p>Article ( ) When the Company engages in any acquisition or</p>	<p>Renew in accordance with</p>

Before amendment	After amendment	Reason of amendment
<p>disposal of assets from or to a related party, in addition to ensuring that the necessary resolutions are adopted and the reasonableness of the transaction terms is appraised as provided in Article and this Article, if the transaction amount reaches % or more of the Company's total assets, the Company shall also obtain an appraisal report from a professional appraiser or a CPA's opinion in accordance with Article . The calculation of the transaction amount shall be made in accordance with Article , paragraph ( ) herein.</p> <p>( ) When the Company intends to acquire or dispose of real property or right-of-use assets thereof from or to a related party, or when it intends to acquire or dispose of assets other than real property or right-of-use assets thereof from or to a related party and the transaction amount reaches % or more of the Company' s paid-in capital, % or more of the Company's total assets, or NT\$ million or more, except for trading in domestic government bonds, bond trading with repurchase and/or reverse purchase arrangement, or subscription or redemption of money market funds</p>	<p>disposal of assets from or to a related party, in addition to ensuring that the necessary resolutions are adopted and the reasonableness of the transaction terms is appraised as provided in Article and this Article, if the transaction amount reaches % or more of the Company's total assets, the Company shall also obtain an appraisal report from a professional appraiser or a CPA's opinion in accordance with Article . The calculation of the transaction amount shall be made in accordance with Article <u>  </u>, paragraph ( <u>  </u> ) herein.</p> <p>( ) When the Company intends to acquire or dispose of real property or right-of-use assets thereof from or to a related party, or when it intends to acquire or dispose of assets other than real property or right-of-use assets thereof from or to a related party and the transaction amount reaches % or more of the Company' s paid-in capital, % or more of the Company's total assets, or NT\$ million or more, except for trading in domestic government bonds, bond trading with repurchase and/or reverse purchase arrangement, or subscription or redemption of money market funds</p>	<p>Regulations</p>

Before amendment	After amendment	Reason of amendment
<p>issued by domestic securities investment trust enterprises, the Company may not proceed to enter into a transaction contract and make a payment until the following matters have been approved by the audit committee and the board of directors:</p> <ul style="list-style-type: none"> <li>i) the purpose and necessity of such acquisition or disposal of assets and the estimated effect thereon;</li> <li>ii) the reason to choose such related party as the transaction counterparty;</li> <li>iii) with respect to the acquisition of real property or right-of-use assets thereof from a related party, the relevant information required for evaluation of the reasonableness of the proposed transaction terms in accordance with Paragraph ( ), Paragraph ( ), and Paragraph ( ) of this Article;</li> <li>iv) the date, price and transaction counterparty of the acquisition by the related party of such real property, and the relationship between the related party and such counterparty and the relationship between the Company and such counterparty;</li> <li>v) the forecast of cash flow for each month of the coming year from the</li> </ul>	<p>issued by domestic securities investment trust enterprises, the Company may not proceed to enter into a transaction contract and make a payment until the following matters have been approved by the audit committee and the board of directors:</p> <ul style="list-style-type: none"> <li>i) the purpose and necessity of such acquisition or disposal of assets and the estimated effect thereon;</li> <li>ii) the reason to choose such related party as the transaction counterparty;</li> <li>iii) with respect to the acquisition of real property or right-of-use assets thereof from a related party, the relevant information required for evaluation of the reasonableness of the proposed transaction terms in accordance with Paragraph ( ), Paragraph ( ), and Paragraph ( ) of this Article;</li> <li>iv) the date, price and transaction counterparty of the acquisition by the related party of such real property, and the relationship between the related party and such counterparty and the relationship between the Company and such counterparty;</li> <li>v) the forecast of cash flow for each month of the coming year from the</li> </ul>	

Before amendment	After amendment	Reason of amendment
<p>month during which the acquisition contract is to be executed and the evaluation of the transaction necessity, and the evaluation of reasonableness of the use of proceeds; and</p> <p>vi) an appraisal report from a professional appraiser or a CPA's opinion obtained in compliance with the preceding item</p> <p>vii) the restrictive terms and conditions and other material terms of such subject transaction.</p> <p>(omission)</p> <p>( ) Under any of the following circumstances, acquisition of real property or right-of-use assets thereof from related party shall be conducted in accordance with Paragraph ( ) of this Article, and Paragraph ( ) of this Article shall not apply:</p> <p>(omission)</p> <p>( ) If the transaction cost evaluated under all the methods provided for in Paragraph ( ) of this Article is less than the transaction price, acquisition of real property from related parties shall be handled in accordance with Paragraph ( ) of this Article; provided, that, if in any of the following circumstances, objective evidence is provided and the Company obtains reasonable opinion on the</p>	<p>month during which the acquisition contract is to be executed and the evaluation of the transaction necessity, and the evaluation of reasonableness of the use of proceeds; and</p> <p>vi) an appraisal report from a professional appraiser or a CPA's opinion obtained in compliance with the preceding item</p> <p>vii) the restrictive terms and conditions and other material terms of such subject transaction.</p> <p>(omission)</p> <p>( ) Under any of the following circumstances, acquisition of real property or right-of-use assets thereof from related party shall be conducted in accordance with Paragraph ( ) <u>to Paragraph ( )</u> of this Article, and Paragraph ( ) of this Article shall not apply:</p> <p>(omission)</p> <p>( ) If the transaction cost evaluated under all the methods provided for in Paragraph ( ) of this Article is less than the transaction price, acquisition of real property from related parties shall be handled in accordance with Paragraph ( ) of this Article; provided, that, if in any of the following circumstances, objective evidence is provided and the Company obtains reasonable opinion on the</p>	

Before amendment	After amendment	Reason of amendment
<p>transaction price from a real property professional appraiser and the certified public accountant, such acquisition of real property from a related party will not be subject to Paragraph ( ) of this Article:</p> <p>i) if the related party purchased or rented a piece of undeveloped land for construction and the related party provides evidence to prove any of the following conditions:</p> <p>(a) the aggregate value of the undeveloped land evaluated in accordance with the methods provided for in this Article and of the building calculated based on the related party's construction cost plus reasonable construction profit is more than the actual transaction price (the term "reasonable construction profit" shall mean the lower of the average operating gross margin percentage of the related party ' s construction department for the most recent years or the most recent gross margin percentage for the construction industry published by the Ministry of Finance);</p> <p>(b) if, for a purchase</p>	<p>transaction price from a real property professional appraiser and the certified public accountant, such acquisition of real property from a related party will not be subject to Paragraph ( ) of this Article:</p> <p>i) if the related party purchased or rented a piece of undeveloped land for construction and the related party provides evidence to prove any of the following conditions:</p> <p>(a) the aggregate value of the undeveloped land evaluated in accordance with the methods provided for in <u>Paragraph ( ) of</u> this Article and of the building calculated based on the related party's construction cost plus reasonable construction profit is more than the actual transaction price (the term "reasonable construction profit" shall mean the lower of the average operating gross margin percentage of the related party ' s construction department for the most recent years or the most recent gross margin percentage for the construction industry published by the Ministry of Finance);</p>	

Before amendment	After amendment	Reason of amendment
<p>transaction, based on an evaluation of the price difference done in accordance with general real estate purchase/sale/leasing business practice, the terms of the target floor or area are similar to the terms of a similar transaction by an unrelated party transaction within the previous one year for similar size property in the same building or the neighborhood area where the target property is located;</p> <p>(omission)</p>	<p>(b) if, for a purchase transaction, based on an evaluation of the price difference done in accordance with general real estate purchase/sale/leasing business practice, the terms of the target floor or area are similar to the terms of a similar transaction by an unrelated party transaction within the previous one year for similar size property in the same building or the neighborhood area where the target property is located;</p> <p>(omission)</p>	
<p>Article (omission)</p> <p>( ) When participating in a merger, spin off or acquisition, the Company shall prepare a full written record of the following information and retain such record for five years for examination and check.</p> <p>i) Basic identification data for personnel: Including the occupational titles, names, and national ID numbers (or passport numbers in the case of foreign nationals) of all persons involved in the planning or implementation of any merger, spin off or acquisition prior to public disclosure of the</p>	<p>Article (omission)</p> <p>( ) When participating in a merger, spin off or acquisition, the Company shall prepare a full written record of the following information and retain such record for five years for examination and check.</p> <p>i) Basic identification data for personnel: Including the occupational titles, names, and national ID numbers (or passport numbers in the case of foreign nationals) of all persons involved in the planning or implementation of any merger, <u>demerger</u>, acquisition, <u>or transfer of another company's shares</u></p>	<p>Renew in accordance with Regulations</p>

Before amendment	After amendment	Reason of amendment
<p>information.</p> <p>ii) Dates of material events: Including the signing of any letter of intent or memorandum of understanding, the hiring of a financial or legal advisor, the execution of a contract, and the convening of a board of directors meeting.</p> <p>iii) Important documents and minutes: Including merger, spin off or acquisition plans, any letter of intent or memorandum of understanding, material contracts, and minutes of board of directors meetings.</p> <p>(omission)</p> <p>( ) If any participating company is a non-public company, the Company must enter into an agreement with such non-public company to ensure such non-public company' s compliance with Paragraphs , , and above of this Article.</p>	<p>prior to public disclosure of the information.</p> <p>ii) Dates of material events: Including the signing of any letter of intent or memorandum of understanding, the hiring of a financial or legal advisor, the execution of a contract, and the convening of a board of directors meeting.</p> <p>iii) Important documents and minutes: Including merger, <u>demerger</u>, acquisition, <u>share transfer plans</u>, any letter of intent or memorandum of understanding, material contracts, and minutes of board of directors meetings.</p> <p>(omission)</p> <p>( ) If any participating company is a non-public company, the Company must enter into an agreement with such non-public company to ensure such non-public company' s compliance with Paragraphs , , <u>to</u> above of this Article.</p>	
<p>Article</p> <p>( ) The term " share transfer" as used in the Handling Procedures means issuance of new shares as the consideration for acquiring other company' s shares in accordance with the Company Law.</p>	<p>Article</p> <p>( ) <u>The term mergers, demergers, acquisitions, or transfer of shares in accordance with law: Refers to assets acquired or disposed through mergers, demergers, or acquisitions conducted under the Business Mergers and Acquisitions Act, Financial Holding Company Act,</u></p>	<p>Renew in accordance with Regulations and practical operations</p>

Before amendment	After amendment	Reason of amendment
<p>(omission)</p> <p>( ) In the case of a company whose shares have no par value or the par value is not NT\$ per share, for the calculation of transaction amounts of % of the paid-in capital shall mean % of equity attributable to owners of the parent company and for the calculation of transaction amounts of NT\$ billion or more of the paid-in capital shall mean NT\$ billion of equity attributable to owners of the parent company.</p> <p>( ) Matters not provided for in this Handling Procedures shall be governed by the applicable laws, regulations, and the Company ' s internal regulations.</p>	<p><u>Financial Institution Merger Act and other acts, or to transfer of shares from another company through issuance of new shares of its own as the consideration therefor (hereinafter "transfer of shares") under the Company Act.</u></p> <p>(omission)</p> <p><del>( ) In the case of a company whose shares have no par value or the par value is not NT\$ per share, for the calculation of transaction amounts of % of the paid-in capital shall mean % of equity attributable to owners of the parent company and for the calculation of transaction amounts of NT\$ billion or more of the paid-in capital shall mean NT\$ billion of equity attributable to owners of the parent company.</del></p> <p>( ) Matters not provided for in this Handling Procedures shall be governed by the applicable laws, regulations, and the Company ' s internal regulations.</p>	
<p>Article</p> <p>The Board of Directors is authorized to set the aggregate limit on securities investment, the individual limit on the securities investment and the aggregate limit on real property or right-of-use assets thereof investment for the purpose rather than business use. Such limits should be appended to</p>	<p>Article</p> <p><del>The Board of Directors is authorized to set the aggregate limit on securities investment, the individual limit on the securities investment and the aggregate limit on real property or right-of-use assets thereof investment for the purpose rather than business use.</del></p> <p>Such limits should be appended</p>	<p>Amendment in accordance with practical operations</p>



Before amendment	After amendment	Reason of amendment
<p>the Handling Procedures as shown in the Attachment, namely, " Authorization Schedule for Acquisition or Disposal of Assets and the Limits on Securities Investment" .</p>	<p>to the Handling Procedures as shown in the Attachment, namely, " Authorization Schedule <u>and the Limits</u> for Acquisition or Disposal of Assets <del>and the Limits on Securities Investment</del>" .</p>	
<p>Article The Handling Procedures were enacted on October , ; the first amendment was made on November , ; ..., the tenth amendment was made on June , .</p>	<p>Article The Handling Procedures were enacted on October , ; the first amendment was made on November , ; ..., the tenth amendment was made on June , , <u>and the eleventh amendment was made on May , .</u></p>	<p>To add the amendment date.</p>

" Authorization Schedule for Acquisition or Disposal of Assets and the Limits on Securities Investment" **(Before amendment)**

(In NTD thousands / %)

Asset Item	Approver	Authority	Aggregate Investment Limit	Individual Investment Limit
Real property or right-of-use assets thereof not for business use	Board of Director		% of the equity	% of the equity
Equity investment in % held subsidiaries	Board of Director Chairman	>= , < ,	% of the equity	% of the equity
Equity investment in non % held subsidiaries	Board of Director Chairman	>= , < ,	% of the equity	% of the equity
Other investment in equities	Board of Director Chairman	>= , < ,	% of the equity	% of the equity
Long term investment in secured bonds	Chairman President	>= , < ,	% of the equity	% of the equity
Long term investment in unsecured bonds	Board of Director		% of the equity	% of the equity
Short term investment in bonds and bond funds	Functional Head of Finance Center/Sub-center Head of Finance Division Head of Finance	>= , >= , ; < , < ,	% of the equity	% of the equity
Other securities	Chairman President	>= , < ,	% of the equity	% of the equity

Explanation:

1. The " equity" means the equity attributable to stockholders of the Company on the balance sheet.
2. The " subsidiaries" means the subsidiaries include in the Company's consolidated financial statement.
3. Short term investment in bonds should not expand the effect on profit by leverage through hypothecation, guarantee or any means.



Appendix

" Authorization Schedule and the Limits for Acquisition or Disposal of Assets ~~and the Limits on Securities Investment~~" (After amendment)

(In NTD thousands /%)

Asset Item	Approver	Authority	Aggregate Investment Limit	Individual Investment Limit
Real property or right-of-use assets	Board of Director <u>Internal Approval Authority</u>	$\geq$ , , $<$ , ,	<del>not for business use : % of the equity</del>	<del>not for business use : % of the equity</del>
<del>Equipment or right-of-use assets, intangible assets or right-of-use assets and memberships transaction</del>	<del>Board of Director <u>Internal Approval Authority</u></del>	<del><math>\geq</math> , , <math>&lt;</math> , ,</del>	<del></del>	<del></del>
<del>Equity investment in — % held subsidiaries</del>	<del>Board of Director Chairman</del>	<del><math>\geq</math> , , <math>&lt;</math> , ,</del>	<del>— % of the equity</del>	<del>— % of the equity</del>
<del>Equity investment in non — % held subsidiaries</del>	<del>Board of Director Chairman</del>	<del><math>\geq</math> , , <math>&lt;</math> , ,</del>	<del>— % of the equity</del>	<del>— % of the equity</del>
<u>Investment in equities</u>	Board of Director Chairman	$\geq$ , , $<$ , ,	<u>% of the equity</u>	<u>% of the equity</u>
Long term investment in secured bonds	Chairman President	$\geq$ , , $<$ , ,		
Long term investment in unsecured bonds	Board of Director	<u>Any Amount</u>		
Short term investment in bonds and bond funds	Functional Head of Finance Center/Sub-center Head of Finance	$\geq$ , , ; $<$ , ,		
	Division Head of Finance	$\geq$ , , ; $<$ , ,		
Other securities	Chairman President	$\geq$ , , $<$ , ,		

Explanation

.The " equity" means the equity attributable to stockholders of the Company on the balance sheet.

.The " subsidiaries" means the sries



Attachment

List of non-competition restrictions proposed to be lifted

Name	Released restriction items
Qisda Corporation	Director, ECOLUX Technology Co., Ltd. Director, Patungkuon Aerospace and Technology Co., Ltd. Director, Dunpin NO5. Innovation Investment Corp. Director, Dragonfly Unmanned Aircraft System Co., Ltd. Director, Fong Huang Innovation Corp. Director, Earthgen Technology Co., Ltd.
Yen-Hsi Lin	Director, Greenvines Biotech Co., Ltd.

## IV. Appendices



## Appendix 1

### Articles of Incorporation (Before the amendments)

#### Chapter 1: General Provisions

##### Article 1

The Company is incorporated, registered and organized as a company limited by shares and permanently existing in accordance with the Company Act of the Republic of China (the "Company Act") and the Company's English name is AUO Corporation.

##### Article 2

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

1. CC01080 Electronic parts and components manufacturing business
2. F119010 Electronic material wholesale business (for operations outside the Science Park only)
3. CC01030 Electronic appliances and AV electronics products manufacturing business
4. CC01010 Electric Power Supply, Electric Transmission and Power Distribution Machinery Manufacturing
5. CC01090 Batteries Manufacturing
6. IG03010 Energy Technical Services
7. CA02990 Other Fabricated Metal Products Manufacturing
8. C801990 Other Chemical Materials Manufacturing

To research, develop, produce, manufacture and sell the following products:

- (1) Plasma display and related systems
- (2) Liquid crystal display and related systems
- (3) Organic light emitting diodes and related systems
- (4) Amorphous silicon photo sensor device parts and components
- (5) Thin film photo diode sensor device parts and components
- (6) Thin film transistor photo sensor device parts and components
- (7) Touch imaging sensors
- (8) Full color active matrix flat panel displays
- (9) Field emission displays
- (10) Single crystal liquid crystal displays
- (11) Original equipment manufacturing for amorphous silicon thin film transistor process and flat panel display modules
- (12) Original design manufacturing and original equipment manufacturing business for flat panel display modules
- (13) Solar Cell, modules, and related system and service.
- (14) New green energy related system and service (for operations outside the Science Park only)
- (15) Color Filters
- (16) The simultaneous operation of a trade business and maintenance service relating to the Company's business
- (17) The simultaneous operation of metals, Refuse Derived Fuel and chemical products from the Company's manufacturing recycle processes

The operation of the businesses listed above shall be conducted in accordance with the relevant laws and regulations.

##### Article 3

The head office of the Company shall be in the Science-Based Industrial Park, Hsinchu, Taiwan, the Republic of China ("R.O.C.") or such other appropriate place as may be decided by the board of directors (the "Board"). Subject to the approval of the Board and other relevant authorities, the Company may,



if necessary, set up branches, factories, branch operation offices or branch business offices both inside and outside of the R.O.C.

Article 4

The total amount of the Company's investment is not subject to the restriction of Article 13 of the Company Act. The Company may provide guarantees or endorsements on behalf of third parties due to business or investment relationships with such third parties.

**Chapter 2: Shares**

Article 5

The total capital of the Company is One Hundred and Twenty Billion New Taiwan Dollars (NT\$120,000,000,000), divided into Twelve Billion (12,000,000,000) shares with a par value of Ten New Taiwan Dollars (NT\$10) each and in registered form. The Board of Directors is authorized to issue the un-issued shares in installments.

A total of 100,000,000 shares among the above total capital should be reserved for issuance of new shares for performing obligation under the employee stock options, which may be issued in installments.

Article 6

The share certificates of the Company shall be all in registered form. The share certificates, after due registration with the competent authority, shall be signed or sealed by at least three directors and shall be legally authenticated prior to issue.

The Company may, pursuant to the applicable laws and regulations, deliver shares or other securities in book-entry form, instead of delivering physical certificates evidencing shares or other securities.

Article 7

Unless otherwise provided by applicable law and regulations, the shareholders services shall be handled in accordance with the Regulations Governing the Administration of Shareholder Services of Public Companies.

**Chapter 3: Shareholders' Meetings**

Article 8

Shareholders' meetings shall be of two types, ordinary meetings and extraordinary meetings. Ordinary meetings shall be convened annually by the Board within six months of the end of each fiscal year. Extraordinary meetings shall be convened in accordance with the relevant laws, whenever necessary. The Company's shareholders meeting may be held by video conference or other methods announced by the competent authority.

Article 9

Unless otherwise provided in applicable law and regulations, a resolution shall be adopted at a meeting attended by the shareholders holding and representing a majority of the total shares of the Company.



Article 10

The Company shall have seven to eleven directors, with a term of three(3) years. Directors shall be elected from a slate of director candidates, nominated under the Candidate Nomination System, at shareholders' meetings. They are eligible for re-election. The number of directors shall be decided by the board of directors.

Within the entire Board, the Company shall have at least three independent directors on the Board. The professional qualifications, restrictions on the shareholdings and concurrent positions held, method of nomination and election, and other matters with respect to independent directors shall be in compliance with applicable laws and regulations.

The Board is authorized to determine the compensation for the directors, taking into account the extent and value of the services provided for the Company' s operation and with reference to the standards of local and overseas industry.

The Company may take out liability insurance for the directors with respect to the liabilities resulting from exercising their duties during their terms of office.

Article 10-1

Pursuant to Article 14-4 of the Securities and Exchange Act, the Company shall have the audit committee which shall be composed of all independent directors.

Article 11

The Company shall have a chairman of the Board. The chairman of the Board shall be elected by and among the directors by a majority of directors present at a meeting attended by more than two thirds of directors. As necessary, a vice chairman may be elected by and among the directors in the same manner. The chairman of the Board shall preside internally at the meetings of the Board and shall externally represent the Company. In case the chairman of the Board asks for leave or for other reason cannot exercise his power and authority, the vice chairman shall act on his behalf. In case there is no vice chairman or the vice chairman is also on leave or cannot exercise his power and authority for any reason, the chairman of the Board may designate one of the directors to act on his behalf. In the absence of such a designation, the directors shall elect a designee from among themselves.

Article 12

Where a director is unable to attend a meeting of the Board, he may appoint another director to represent him by proxy in accordance with Article 205 of the Company Act. Each director may act as a proxy for one other director only.

The meeting of the Board of Directors shall be convened in accordance with the Company Act. In calling a meeting of the Board of Directors, a notice may be given to each director by means of electronic mail or facsimile.

**Chapter 5: President & Vice Presidents**

Article 13

The Company shall have one or more managerial personnel. Appointment, dismissal, and remuneration of the president and vice presidents shall be subject to the provisions of the Company Act.

**Chapter 6: Accounting**

Article 14

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#### Article 15

Where the Company has a profit before tax for each fiscal year, the Company shall first reserve certain amount of the profit to recover losses for preceding years, and then set aside no less than 5% of the remaining profit for distribution to employees as remuneration and no more than 1% of the remaining profit for distribution to directors as remuneration.

Of the employees remuneration mentioned in the preceding paragraph, not less than 20% shall be allocated for the distribution of remuneration to non-executive employees.

#### Article 15-1

Where the Company has a profit at the end of each fiscal year, the Company shall first allocate the profit to pay taxes and cover accumulated losses, and then 10% of the remaining net earnings shall be allocated as the Company's legal reserve unless and until the accumulated legal reserve reaches the paid in capital. Certain amount shall be further allocated as special reserve or the special reserve shall be reversed in accordance with applicable laws and regulations or as requested by the competent authority. The balance (if any) together with accumulated unappropriated retained earnings can be distributed after the distribution plan proposed and approved. Dividend distribution in the form of shares (in whole or in part) shall be approved by the shareholders' meeting. Dividend distribution in the form of cash shall be approved by the Board and a report of such distribution shall be submitted to the shareholders' meeting.

The Company's dividend policy is to pay dividends from surplus considering factors such as the Company's current and future investment environment, cash requirements, domestic and overseas competitive conditions and capital budget requirements, and taking into account the shareholders' interest, maintenance of a balanced dividend and the Company's long term financial plan. If the retained earnings available for distribution of the current year reaches 2% of the paid in capital of the Company, no less than 20% of the retained earnings available for distribution of the current year shall be distributed as dividend. If the retained earnings available for distribution of the current year does not reach 2% of the paid in capital of the Company, the Company may distribute no dividend. The cash portion of the dividend shall not be less than 10% of the total dividend in the form of cash and stock.

The dividend distribution ratio in the preceding paragraph could be adjusted taking into consideration finance, business and operations, etc.

#### Article 15-2

Where the Company incurs no loss, the Company may distribute the portion of legal reserve which



The first amendment was resolved by the Shareholders' Meeting on September 18, 1996.  
The second amendment was resolved by the Shareholders' Meeting on September 15, 1997.  
The third amendment was resolved by the Shareholders' Meeting on April 23, 1998.  
The fourth amendment was resolved by the Shareholders' Meeting on April 23, 1999.  
The fifth amendment was resolved by the Shareholders' Meeting on March 9, 2000.  
The sixth amendment was resolved by the Shareholders' Meeting on May 10, 2001.  
The seventh amendment was resolved by the Shareholders' Meeting on May 10, 2001.  
The eighth amendment was resolved by the Shareholders' Meeting on October 17, 2001.  
The ninth amendment was resolved by the Shareholders' Meeting on May 21, 2002.  
The tenth amendment was resolved by the Shareholders' Meeting on May 29, 2003.  
The eleventh amendment was resolved by the Shareholders' Meeting on April 29, 2004.  
The twelfth amendment was resolved by the Shareholders' Meeting on June 14, 2005.  
The thirteenth amendment was resolved by the Shareholders' Meeting on June 15, 2006.  
The fourteenth amendment was resolved by the Shareholders' Meeting on June 13, 2007.  
The fifteenth amendment was resolved by the Shareholders' Meeting on June 19, 2009.  
The sixteenth amendment was resolved by the Shareholders' Meeting on June 10, 2011.  
The seventeen amendment was resolved by the Shareholders' Meeting on June 13, 2012.  
The eighteenth amendment was resolved by the Shareholders' Meeting on June 19, 2013.  
The nineteenth amendment was resolved by the Shareholders' Meeting on June 16, 2016.



## Appendix 2

### AUO Rules and Procedures for Shareholders' Meeting

1. Shareholders' meeting of the Company shall be conducted in accordance with the Rules and Procedures.
2. Shareholders or their proxies attending the shareholders' meeting (the " Meeting" ) shall submit the attendance card for the purpose of signing in. The number of shares represented by shareholders or their proxies attending the Meeting shall be calculated in accordance with the attendance cards submitted by the shareholders or their proxies plus the number of shares exercised by correspondence or electronic means.
3. The quorum required for the Meeting and the votes cast by the shareholders shall be calculated in accordance with the number of shares representing by shareholders attending the Meeting.
4. The Meeting shall be held at the head office of the Company or at any other appropriate place that is convenient for the shareholders to attend. The time to start the Meeting shall not be earlier than 9:00 a.m. or later than 3:00 p.m. The restrictions on the place of the meeting shall not apply when this Corporation convenes a virtual-only shareholders meeting.
5. The chair of the Board of Directors shall be the chair presiding at the Meeting in the case that the Meeting is convened by the Board of Directors. In case the chair of the Board of Directors is on leave or cannot exercise his power and authority for any reason, the vice chair shall act on behalf of the chair. In case the Company has no vice chair, or the vice chair is also on leave or unable to exercise his and authority for any reason, the chair of the Board of Directors shall designate one of the directors to act on behalf of the chair. If the chair does not make such designation, the directors shall elect from and among themselves an acting chair of the Board of Directors. If the Meeting is convened by the person other than the Board of Directors who is permitted to convene such Meeting, such person shall be the chair presiding the Meeting.
6. The Company may appoint designated counsel, Certified Public Accountant or other related persons to attend the Meeting.
7. The process of the Meeting shall be tape-recorded or videotaped and these tapes or videos shall be preserved for at least one year.
8. Chair shall call the Meeting to order at the time scheduled for the meeting. If the number of shares represented by the shareholders present at the Meeting has not yet constituted the quorum at the time scheduled for the Meeting, the chair may postpone the time for the Meeting. The postponements shall be limited to two times at the most and Meeting shall not be postponed for longer than one hour in the aggregate. If after two postponements no quorum can yet be constituted but the shareholders present at the Meeting represent more than one-third of the total outstanding shares of the Company, tentative resolutions may be made in accordance with Paragraph 1, Article 175 of the Company Act of the Republic of China. If during the process of the Meeting the number of shares represented by the shareholders present becomes sufficient to constitute the quorum, the chair may submit the tentative resolutions to the Meeting--- for approval in accordance with Article 174 of the Company Act of the Republic of China.
9. The agenda of the Meeting shall be set by the Board of Directors, if the Meeting is convened by the Board of Directors. Relevant resolutions (including extraordinary motions and the amendment to the original motion) should be voted by poll. The Meeting shall proceed in accordance with the agenda unless otherwise resolved at the Meeting.

If the shareholders' meeting is convened by a convening party other than the Board of Directors, the provisions of the preceding paragraph shall apply.

During the Meeting, the chair may, at his/her discretion, set time for intermission. Unless otherwise resolved at the Meeting, the chair cannot announce adjournment of the Meeting before all the discussion items listed in the agenda are resolved. The shareholders cannot designated any other person as chair and continue the Meeting in the same or other place after the Meeting is adjourned.
10. When a shareholder present at the Meeting wishes to speak, a speech note should be filled out with summary of the speech, the shareholder' s number, and the name of the shareholder. The sequence of speeches by shareholders should be decided by the chair. If any shareholder presenting the



Meeting submits a speech note but does not speak, no speech should be deemed to have been made by such shareholder. In case the contents of the speech of a shareholder are inconsistent with the contents of the speech note, the contents of actual speech shall prevail. Unless otherwise permitted by the chair and the shareholder in speaking, no shareholder shall interrupt the speeches of the other shareholder, otherwise the chair shall stop such interruption.

11. Unless otherwise permitted by the chair, each shareholder shall not, for each discussion item, speak more than two times or longer than 5 minutes each time. In case the speech of any shareholder violates this provision or exceeds the scope of the discussion item, the chair may stop the speech of such shareholder. Where a virtual shareholders meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting open until the chair declaring the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words.
12. Any legal entity designated as proxy by a shareholder(s) to be present at the Meeting may appoint only one representative to attend the Meeting. If a legal entity is a shareholder and designates two or more representatives to attend the Meeting, only one representative can speak for each discussion item.
13. After the speech of a shareholder, the chair may respond him/herself or appoint an appropriate person to respond.
14. The chair may announce to end the discussion of any item and amendment or extraordinary motions proposed by the shareholders, to go into voting if the chair deems it appropriate.
15. The voting method and procedures shall be announced by the chair or a person designated by the chair. The person(s) to monitor and the person(s) to count the ballots shall be appointed by the chair. The person(s) monitoring the ballots shall be a shareholder(s). The result of voting shall be announced at the Meeting and recorded in the minutes of the Meeting.
16. Except otherwise provided in the Company Act of the Republic of China or the Articles of Incorporation of the Company, a resolution shall be adopted by a majority of the votes represented by the shareholders present at the Meeting. The resolution shall be deemed adopted and shall have the same effect as if it was voted by casting ballots if no objection is voiced after solicitation by the chair.
17. If there is amendment to or substitute for a discussion item, the chair shall decide the sequence of voting for such discussion item, the amendment or the substitute. If any of them has been adopted, the other shall be deemed vetoed and no further voting is necessary.
18. The chair may require or supervise the disciplinary officers or the security guards to assist in keeping order of the Meeting place. Such disciplinary officers or security guards shall wear badges marked " Disciplinary Officer" for identification purpose.
19. In case of incident due to force majeure, the chair may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed. If the meeting venue is no longer available for continued use and not all of the items on the meeting agenda have been addressed, the shareholders meeting may adopt a resolution to resume the meeting at another venue.
20. Any matter not provided in the Rules and Procedures shall be handled in accordance with the Company Act of Republic of China and the Articles of Incorporation of the Company.
21. The Rules and Procedures shall become effective from the date on which the Rules and Procedures are approved by the Meeting. The same shall apply to amendments to the Rules and Procedures.
22. These Rules were enacted on April 17, 1997; the first amendment was made on April 23, 1999; the second amendment was made on June 6, 2014; the third amendment was made on June 17, 2020; the fourth amendment was made on June 17, 2022.



## Appendix 3

### Shareholding of Directors

- (1) As of March , the first date of local book-close period for the Annual General Shareholders' Meeting, the issued capital of the Company is NT\$ , , representing , , common shares. The independent directors of the Company exceed one-half of the total director seats, and the audit committee has been established. Therefore, the provision in Article of the Securities and Exchange Act that the total shares held by all directors and supervisors shall not be less than a specified percentage of its total issued shares, shall not apply.
- (2) As of March , , the actual collective shareholdings of directors were shown as below:

Title	Name	Shareholders Represented	Number. of shares held	Shareholding %
Chairman	Shuang-Lang (Paul) Peng		' ,	.
Director	Frank Ko	AUO Foundation	' ,	.
Director	Han-Chou (Joe) Huang	Qisda Corporation	' ,	.
Director	Chuang-Chuang Tsai	Ming Hua Investment Company Limited	' ,	.
Independent Director	Jang-Lin (John) Chen			-
Independent Director	Chiu-ling Lu			-
Independent Director	Cathy Han			-
Independent Director	Tzu-Ting Huang		' ,	.
Independent Director	Yen-Hsi Lin			-
Total			' ,	.