

Stock code: 2368



GOLD CIRCUIT ELECTRONICS LTD.

2026 General Shareholders' Meeting

Meeting Handbook

Convening method: Physical general shareholders' meeting

Date: 9:00 a.m., May 29, 2026

Venue: GCE (No. 113, Xiyuan RD., Jhongli Industrial Park, Zhongli District, Taoyuan City)
(Old administration building of Zhongli factory)

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Procedures for the 2026 General Shareholders' Meeting of Gold Circuit Electronics Ltd.

- I. Call the Meeting to Order
- II. The Chairman in Position
- III. The Chairman Address
- IV. Report Items
- V. Recognition Items
- VI. Discussion Items
- VII. Extraordinary Motions
- VIII. Meeting Adjourned

2026 General Shareholders' Meeting of Gold Circuit Electronics Ltd.

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Venue: No.113, Xiyuan Road, Zhongli District, Taoyuan City
(Old administration building of Zhongli factory)

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Meeting Agenda

- I. Call the Meeting to Order
- II. The Chairman in Position
- III. The Chairman Address
- IV. Report Items
 - (I) Business Status in 2025
 - (II) Audit Committee's audit report on the final accounts of 2025
 - (III) Report on 2025 employee remuneration and directors' remuneration
 - (IV) Report on distribution of 2025 cash dividends
 - (V) Report on issuance of the Company's third convertible corporate bonds
- V. Recognition Items
 - (I) Statement of final accounts of 2025
 - (II) Distribution of 2025 earnings
- VI. Discussion Items
 - (I) Revision to the "Procedures for Acquisition and Disposal of Assets"

(II) Private placement of common shares by the
Company

VII. Extraordinary Motions

VIII. Meeting Adjourned

Report Items

I. Business Status in 2025

Description:

In 2025, as AI computing power products continue to evolve rapidly, major CSP providers have successively increased their future capital expenditures. Coupled with strong momentum from media coverage and the stock market, industries across sectors have begun launching their own AI applications. Most educational institutions have also incorporated AI learning and application as compulsory coursework, while government agencies and private enterprises have started to include AI literacy and application capabilities as performance evaluation criteria. Overall, most countries around the world have mobilized around the idea that computing power represents national strength. Kinsus's core product – server boards – happens to be an indispensable component in this trend. As a result, in 2025, Kinsus's revenue and profitability both experienced substantial growth compared to 2024.

In addition to competition in computing power, internet infrastructure is another domain where speed is critical. Currently, 400G and 800G have become mainstream products – highly sophisticated boards for internet applications. Through years of effort and the overcoming of multiple technical challenges, Kinsus has improved both product quality and yield, leading to a steady inflow of orders. The next-generation 1.6T products have also entered the sampling stage. Although internet application boards currently account for approximately 20% of the Company's revenue, they still offer significant growth potential.

The above two product categories are Kinsus's core offerings. In 2025, demand for server and internet application boards exceeded supply, driven by continuous infrastructure expansion by global CSP providers, with customers persistently requesting higher production volumes. As printed circuit board manufacturing is a capital-intensive industry, capacity expansion requires substantial investment and time. Kinsus expects to gradually bring new production capacity online during the year to meet customers' phased demand.

The 2025 business results and the outlook for 2026 are as follows:

I. Business results in 2025:

(I) Business overview:

The Company's total revenue in Taiwan for 2025 amounted to NTD 59,144,461 thousand, representing an increase of NTD 20,783,685 thousand, or 54.18%, compared to 2024. The sales volume was 16,642,752 square feet, an increase of 1,026,325 square feet or 6.57% from the same period in 2024.

The total sales value of the 2025 consolidated revenue in Taiwan was NTD 60,003,758 thousand, an increase of NTD 21,051,868 thousand or 54.05% compared with 2024.

(II) Profit and loss (Taiwan):

Gross profit:	Increased by 149.73% growth or NTD 7,118,200 thousand in 2025 compared to 2024
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Net profit before tax: Increased by 83.68% growth
or NTD 5,759,808 thousand in
2025 compared to 2024

Item	2024	2025	Increase/decrease	Rate of change (%)
Operating income	38,360,776	59,144,461	20,783,685	54.18%
Operating costs	33,606,654	47,272,139	13,665,485	
Gross profit	4,754,122	11,872,322	7,118,200	149.73%
Operating expenses	1,695,439	3,373,450	1,678,011	
Other gains and losses	(13,511)	13,691	27,202	
Net operating profit	3,045,172	8,512,563	5,467,391	179.54%
Profit before income tax	6,883,056	12,642,864	5,759,808	83.68%
Net income for the period	5,615,607	9,606,531	3,990,924	71.07%

(III) Profit and loss (consolidated):

Gross profit: Increased by 72.72% growth
or NTD 8,286,844 thousand in
2025 compared to 2024

Net profit before tax: Increased by 66.93% growth
or NTD 5,682,933 thousand in
2025 compared to 2024

Item	2024	2025	Increase/decrease	Growth rate (%)
Operating income	38,951,890	60,003,758	21,051,868	54.05%
Operating costs	27,555,961	40,320,985	12,765,024	
Gross profit	11,395,929	19,682,773	8,286,844	72.72%
Operating expenses	3,315,375	5,653,226	2,337,851	
Other gains and losses	(13,511)	13,691	27,202	
Net operating profit	8,067,043	14,043,238	5,976,195	74.08%
Profit before income tax	8,490,402	14,173,335	5,682,933	66.93%
Net income for the period	5,615,607	9,606,531	3,990,924	71.07%

(IV) 2025 budget execution: Forecast not compiled

(V) Analysis of financial income/expenditure and profitability:

Item	2024	2025
Net operating profit	8,067,043	14,043,238
Net income after tax	5,615,607	9,606,531
Average total assets	38,842,819	60,165,371
Average total shareholders' equity	19,071,665	27,396,682
Comparison of profitability:		
1. Return on assets (%)	14.80%	16.26%
2. Return on equity (%)	29.44%	35.06%
3. Profit margin (%)	14.42%	16.01%
4. Net profit ratio per share	11.54	19.47

II. Business plan for 2026

In response to customer-driven geopolitical considerations, the first phase of the Thailand plant commenced mass production as scheduled in the second half of 2025. Through early planning – specifically, dispatching Thai employees to Suzhou for advance training – operations are currently running smoothly, and yield rates are gradually catching up to those of the Suzhou plant. The facility is expected to make a significant contribution to the Company's overall revenue and profitability in 2026. Construction of the second phase of the Thailand plant has also begun, with mass production expected to commence in the fourth quarter of 2027.

Looking ahead, AI servers and internet application boards continue to present substantial growth opportunities. Over more than 40 years since its establishment, Kinsus has remained firmly committed to its core business and has continuously strived for excellence. Upholding its philosophy of staying rooted in Taiwan and supporting employees and their families, the Company has not only proceeded with the second-phase expansion of its Thailand plant but has also begun construction of its fifth plant in Zhongli, Taiwan, which is expected to significantly enhance domestic production capacity in the future.

Chairman

Chen-Tse Yang

Manager

Chen-Tse Yang

Accounting Supervisor

Chang-Chin Yang

Report Items

II. Audit Committee's audit report on the final accounts of 2025.

Description:

GOLD CIRCUIT ELECTRONICS LTD.

Audit Committee's Audit Report

The board meeting has prepared and submitted the Company's business report, financial statements and earnings distribution proposal for 2025. The financial statements were audited by CPAs Chao-Ling Chen and Chun-Yi Chang of Deloitte and an audit report was issued accordingly.

The abovementioned business report, financial statements, and earnings distribution proposal have been audited by the Audit Committee and comply with the requirements of the Company Act and other relevant regulations. Therefore, the Report is submitted in accordance with Article 219 of the Company Act and Article 14-4 of the Securities and Exchange Act.

Please review and approve.

To

2026 General Shareholders' Meeting of the Company

GOLD CIRCUIT ELECTRONICS LTD.

Ta-Ling Hu, Convener of Audit Committee
March 10, 2026

Report Items

III. Report on distribution of 2025 employee remuneration and directors' remuneration.

Description: In accordance with Article 20 of the Company's Articles of Incorporation and upon review and approval by the Remuneration Committee, the Company proposes to distribute employee remuneration of NTD 724,000,000 (of which 36.3%, amounting to NTD 262,778,904, will be allocated to grassroots employees) and director remuneration of NTD 78,000,000, all to be paid in cash. The proposal will be submitted to the Board of Directors for resolution in accordance with the law and subsequently reported to the shareholders' meeting.

Report Items

IV. Report on distribution of 2025 cash dividends

Description:

- (I) In accordance with the Company Act and Article 20-1 of the Company's Articles of Incorporation, for the dividends of the Company paid in cash, the board of directors may pay distributable dividends and bonuses in whole or in part in the form of cash upon a resolution made by the majority of the present directors at a meeting attended by more than two-thirds of all the directors of the board, and the resolution shall be reported to the shareholders' meeting.
- (II) On March 10, 2026, the Company's Board of Directors resolved to distribute cash dividends of approximately NTD 10 per common share, totaling NTD 5,113,109,810.
- (III) The Chairman is authorized to determine the base date of cash dividend distribution and the payment date.
- (IV) If the total number of outstanding shares is affected by the Company's repurchase of treasury shares or issuance of convertible corporate bonds, it is proposed that the board of directors authorize the Chairman to adjust the dividend ratio accordingly.
- (V) The cash dividends are calculated to NTD 1 according to the distribution proportion. Decimal points are rounded off and the fractions less than NTD 1 will be recognized as other income of the Company.

Report Items

V. Report on issuance of the Company's third convertible corporate bonds.

Description:

- (I) The Company issued its third domestic unsecured convertible corporate bonds, with an issuance period from November 24, 2025 to November 24, 2030, and a coupon rate of 0%. As of the first quarter of 2026, bondholders have exercised put options totaling NTD 100 thousand. The latest conversion price is NTD 450. As of March 31, 2026, a total of 6,517,060 shares have been converted into common shares, and the unconverted amount is NT\$6,067,300 thousand.
- (II) The issuance conditions of the Company's convertible bonds are as follows:

Type of corporate bond	Third domestic unsecured corporate bonds
Issue date	November 24, 2025
Face value	NTD 100 thousand
Issuing price	NTD 112.88
Total amount	NTD 9 billion
Interest rate	0 %
Reason of issuance	Acquisition of land, construction of plant facilities, procurement of equipment for new plants, repayment of bank borrowings, and replenishment of working capital
Latest conversion price	NTD 450
Outstanding principal (as of March 31, 2026)	6,067,300 thousand
Put conditions	Please refer to Articles 18 and Article 19 of the Issuance and Conversion Regulations

Recognition Items:

Case 1: Proposed by the board of directors

Cause of motion: The final accounts of 2025 are presented for recognition.

Description:

- (I) The Company's financial statements and consolidated statements (balance sheet, comprehensive income statement, statement of changes in equity, and cash flow statement) for the year of 2025 have been audited by certified public accountants Chao-Ling Chen and Chun-Yi Chang of Deloitte.
- (II) Please refer to pages 4–6 of this handbook for the business report of 2025, and pages 47-69 of this handbook for the independent auditor's report and financial statements (Attachment 1).
- (III) Please recognize.

Resolution:

Recognition Items:

Case 2: Proposed by the board of directors

Cause of motion: The final accounts of 2025 are presented for recognition.

Description:

- (I) The Company's net profit after tax for 2025 amounted to NTD 9,606,530,716. After adding the beginning balance of undistributed earnings of NTD 8,438,218,802, the remeasurement of defined benefit plans recognized in retained earnings of NTD (27,994,740), and the transfer of gains from the revaluation of investment property measured at fair value to retained earnings of NTD 22,284,007, the total distributable earnings amounted to NTD 18,039,038,785. The 10% legal reserve of NTD 960,081,998 is appropriated, and the proposed dividend to shareholders is NTD 10 per share, totaling NTD 5,113,109,810 in cash.

(II) The earnings distribution table is as follows:

GOLD CIRCUIT ELECTRONICS LTD.

Earnings Distribution Table

2025

Item	Amount
Opening undistributed earnings	\$8,438,218,802
Remeasurement of defined benefit plan recognized in retained earnings	(27,994,740)
Dispose of property investment revaluation gains measured at fair value and transfer them to retained earnings	22,284,007
Modified undistributed earnings	8,432,508,069
Net profit after tax for current period	9,606,530,716
Distributable earnings	\$18,039,038,785
Distribution item:	
1. Legal reserve	(960,081,998)
2. Shareholder dividends (511,310,981 shares X cash dividend of NTD 10)	(5,113,109,810)
Closing undistributed earnings	\$11,965,846,977

Chairman:

Chen-Tse Yang

Manager:

Chen-Tse Yang

Accounting Supervisor:

Chang-Chin Yang

(III) Please recognize.

Resolution:

Discussion Item:

Case 1: Proposed by the board of directors

Cause of motion: The amendment to the Procedures for Acquisition and Disposal of Assets of the Company is presented for resolution.

Description: The amendments to the Procedures for Acquisition or Disposal of Assets is as follows.
Please resolve.

Comparison of Articles of Association Before and After Amendment

(amended on 2026.3.10)

Clause	Before amendment	After revision	Reasons for amendment
Article 2	These Procedures are established in accordance with Article 36-1 of the Securities and Exchange Act (hereinafter referred to as the “Act”) and the relevant provisions of the “Regulations Governing the Acquisition and Disposal of Assets by Public Companies”. promulgated	These Procedures are established in accordance with Article 36-1 of the Securities and Exchange Act (hereinafter referred to as the “Act”) and the relevant provisions of the “Regulations Governing the Acquisition	The provision was amended with reference to the relevant regulations.

Clause	Before amendment	After revision	Reasons for amendment
	under Letter No. (91) Tai Cai Zheng (I) No. 091000610 issued by the Securities and Futures Commission of the Ministry of Finance on December 10, 2002.	and Disposal of Assets by Public Companies.”	
Article 3	Scope of Assets I. Securities: including stocks, government bonds, corporate bonds, financial bonds, securities representing funds, domestic beneficial certificates, overseas mutual funds, depositary receipts, call (put) warrants, beneficiary securities, asset-backed securities and other long-term and short-term investments. II. Real property (including land, buildings and	Scope of Assets I. Securities: including stocks, government bonds, corporate bonds, financial bonds, <u>securities representing funds</u>, depositary receipts, call (put) warrants, beneficiary securities, asset-backed securities, and other investments. Real property (including land, buildings and structures, investment property, and inventory of the	The provision was amended with reference to the relevant regulations.

Clause	Before amendment	After revision	Reasons for amendment
	structures, investment property, and inventory of the construction industry) and equipment and other fixed assets. (omitted below)	construction industry) and equipment. (omitted below)	
Article 4	Definitions I. Derivatives: means forward contracts, options contracts, futures contracts, leveraged margin contracts, swap contracts, combinations of the foregoing contracts, or hybrid contracts or structured products embedded with derivatives, the value of which is derived from specific interest rates, prices of financial instruments, commodity prices, foreign exchange rates, price or rate indices, credit	Definitions I. Derivatives: means forward contracts, options contracts, futures contracts, leveraged margin contracts, swap contracts, combinations of the foregoing contracts, or hybrid contracts or structured products embedded with derivatives, the value of which is derived from specific interest rates, prices of financial instruments, commodity prices, foreign exchange rates,	The provision was amended with reference to the relevant regulations.

Clause	Before amendment	After revision	Reasons for amendment
	ratings or credit indices, or other variables. The term “forward contracts” does not include insurance contracts, performance contracts, after-sales service contracts, or long-term lease contracts. II. (omitted) III. Related party: means as defined under Statement of Financial Accounting Standards No. 6 issued by the Accounting Research and Development Foundation, R.O.C. (hereinafter referred to as the “ARDF”). IV. Subsidiaries: means as defined under Statements of Financial Accounting Standards Nos. 5 and 7 issued by the	price or rate indices, credit ratings or credit indices, or other variables. The term “forward contracts” does not include insurance contracts, performance contracts, after-sales service contracts, long-term lease contracts, or <u>long-term purchase (sales) contracts.</u> II. (omitted) III. Related parties <u>and subsidiaries: shall be determined in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.</u> IV. Professional appraiser: means a real property appraiser or any other person	

Clause	Before amendment	After revision	Reasons for amendment
	ARDE. V. Professional appraiser: means a real property appraiser or any other person legally permitted to engage in appraisal of real property. or other fixed assets VI. Date of occurrence: means the earlier of the contract signing date, payment date, commissioned trade date, transfer date, board resolution date, or any other date sufficient to determine the counterparty and transaction amount. However, for investments requiring approval from the competent authority, the earlier of the foregoing date or the date of approval by the competent	legally permitted to engage in the appraisal of real property or <u>equipment</u>. <u>V.</u> Date of occurrence: means the earlier of the contract signing date, payment date, commissioned trade date, transfer date, board resolution date, or any other date sufficient to determine the counterparty and transaction amount. However, for investments requiring approval from the competent authority, the earlier of the foregoing date or the date of approval by the competent authority shall apply. <u>VI.</u> Investment in	

Clause	Before amendment	After revision	Reasons for amendment
	authority shall apply. VII. Investment in the Mainland Area: means investments or technical cooperation in the Mainland Area conducted in accordance with the regulations governing permits for investments or technical cooperation in the Mainland Area issued by the Investment Commission of the Ministry of Economic Affairs. VIII. “Within one year” means the one-year period preceding the date of acquisition or disposal of the asset, and any portion already publicly announced need not be counted again. IX. “Latest financial statements” means the financial	the Mainland Area: means investments or technical cooperation in the Mainland Area conducted in accordance with the regulations governing permits for investments or technical cooperation in the Mainland Area issued by the Investment Commission of the Ministry of Economic Affairs. <u>VII.</u> “Within one year” means the one-year period preceding the date of acquisition or disposal of the asset, and any portion already publicly announced need not be counted again. <u>VIII.</u> “Latest financial statements”	

Clause	Before amendment	After revision	Reasons for amendment
	statements publicly disclosed by the Company in accordance with law and audited or reviewed by a CPA prior to the acquisition or disposal of assets.	means the financial statements publicly disclosed by the Company in accordance with the law and audited or reviewed by a CPA prior to the acquisition or disposal of assets.	
Article 7	Procedures for Acquisition or Disposal of Real Property, Right-of-Use Assets Thereof, or Other Fixed Assets I. (omitted) II. Procedures for Determining Transaction Terms and Authorization Limits (I) In acquiring or disposing of real property or right-of-use assets thereof, the transaction terms and transaction price shall be determined by reference to the	Procedures for Acquisition or Disposal of Real Property, Right-of-Use Assets Thereof, or Other Fixed Assets I. (omitted) II. Procedures for Determining Transaction Terms and Authorization Limits (I) In acquiring or disposing of real property or right-of-use assets thereof, the transaction terms and transaction price shall be	The approved amount was increased to meet the Company's operational needs.

Clause	Before amendment	After revision	Reasons for amendment
	publicly announced current value, appraised value, and actual transaction prices of neighboring real property or right-of-use assets thereof, and an analysis report shall be prepared and submitted to the Chairman. Where the amount is NTD 30 million or less, approval shall be obtained from the Chairman; if the amount exceeds NTD 30 million, it shall be submitted to the Board of Directors for approval before proceeding. (2) In acquiring or disposing of other fixed assets, one of inquiry, price comparison, negotiation, or tendering shall be adopted. For each transaction amount of NTD 50 million	determined by reference to the publicly announced current value, appraised value, and actual transaction prices of neighboring real property or right-of-use assets thereof, and an analysis report shall be prepared and submitted to the Chairman. Where the amount is NTD <u>300 million</u> or less, approval shall be obtained from the Chairman; where the amount exceeds NTD <u>300 million</u>, it shall be submitted to the Board of Directors for approval before proceeding; provided, <u>however, that capital expenditures</u>	

Clause	Before amendment	After revision	Reasons for amendment
	(inclusive) or less, approval shall be obtained level by level in accordance with the authorization procedures; if the amount exceeds NTD 50 million, it shall be submitted to the Board of Directors for approval before proceeding. Where the cumulative amount of transactions of the same nature with the same counterparty within one year reaches NTD 300 million, it shall be submitted to the Board of Directors for approval before proceeding. (III) (omitted) III. (omitted) IV. Appraisal Report for Real Property, Right-of-Use Assets Thereof, or Other Fixed Assets Where the	<u>included in the annual capital expenditure budget approved by the Board of Directors shall not be subject to this restriction.</u> (II) In acquiring or disposing of other fixed assets, one of inquiry, price comparison, negotiation, or tendering shall be adopted. For each transaction amount of NTD <u>300 million</u> (inclusive) or less, approval shall be obtained level by level in accordance with the authorization procedures; where the amount exceeds NTD <u>300 million</u>, it shall be submitted to the Board of Directors for approval before proceeding. <u>However, capital</u>	

Clause	Before amendment	After revision	Reasons for amendment
	Company acquires or disposes of real property, right-of-use assets thereof, or other fixed assets, and the transaction amount reaches 20% of the Company's paid-in capital or NTD 300 million or more, except for transactions with government agencies, self-construction on owned land, construction on leased land, or acquisition or disposal of machinery and equipment for business use, a professional appraiser's appraisal report shall be obtained prior to the date of occurrence and shall comply with the following: (omitted below)	<u>expenditures included in the annual capital expenditure budget approved by the Board of Directors shall not be subject to this restriction.</u> (III) (omitted) III. (omitted) IV. Appraisal Report for Real Property, Right-of-Use Assets Thereof, or Other Fixed Assets Where the Company acquires or disposes of real property, right-of-use assets thereof, or other fixed assets, and the transaction amount reaches 20% of the Company's paid-in capital or NTD 300 million or more, except for transactions with government agencies, self-	

Clause	Before amendment	After revision	Reasons for amendment
		construction on owned land, construction on leased land, or acquisition or disposal of equipment <u>or right-of-use assets</u> thereof for business use, a professional appraiser's appraisal report shall be obtained prior to the date of occurrence and shall comply with the following: (omitted below)	
Article 8	Procedures for Acquisition or Disposal of Securities Investments I. (omitted) II. Procedures for Determining Transaction Terms and Authorization Limits (I) For trading of securities on the centralized exchange market or at a securities firm's	Procedures for Acquisition or Disposal of Securities Investments I. (omitted) II. Procedures for Determining Transaction Terms and Authorization Limits (I) For trading of securities on the centralized exchange market	The approved amount was increased to meet the Company's operational needs.

Clause	Before amendment	After revision	Reasons for amendment
	place of business, the responsible unit shall determine the transaction based on market conditions. Where the amount is NTD 30 million (inclusive) or less, it shall be approved by the Chairman; where the amount exceeds NTD 30 million, it shall be submitted to the Board of Directors for approval before proceeding. (II) For trading of securities not conducted on the centralized exchange market or at a securities firm's place of business, the latest financial statements of the target company, audited or reviewed by a CPA, shall first be obtained as a reference for evaluating the transaction price, taking into	or at a securities firm's place of business, the responsible unit shall determine the transaction based on market conditions. Where the amount is NTD <u>300 million</u> (inclusive) or less, it shall be approved by the Chairman; where the amount exceeds NTD <u>300 million</u>, it shall be submitted to the Board of Directors for approval before proceeding. (II) For trading of securities not conducted on the centralized exchange market or at a securities firm's place of business, the latest financial statements of the target company, audited or reviewed by a	

Clause	Before amendment	After revision	Reasons for amendment
	consideration its net worth per share, profitability, and future development potential. Where the amount is NTD <u>30 million</u> (inclusive) or less, it shall be approved by the Chairman; where the amount exceeds NTD <u>30 million</u>, it shall be submitted to the Board of Directors for approval before proceeding. (omitted below)	CPA, shall first be obtained as a reference for evaluating the transaction price, taking into consideration its net worth per share, profitability, and future development potential. Where the amount is NTD <u>300 million</u> (inclusive) or less, it shall be approved by the Chairman; where the amount exceeds NTD <u>300 million</u>, it shall be submitted to the Board of Directors for approval before proceeding. (omitted below)	
Article 10	Procedures for Acquisition or Disposal of Memberships or Intangible Assets I. Evaluation and Operating Procedures	Procedures for Acquisition or Disposal of Memberships, Intangible Assets, or <u>Right-of-Use Assets</u> Thereof I. Evaluation and	The provision was amended with reference to the relevant regulations.

Clause	Before amendment	After revision	Reasons for amendment
	The Company's acquisition or disposal of memberships or intangible assets shall be handled in accordance with the fixed asset cycle procedures under the Company's internal control system. II. Procedures for Determining Transaction Terms and Authorization Limits (I) In acquiring or disposing of memberships, the transaction terms and transaction price shall be determined by reference to fair market value, and an analysis report shall be prepared and submitted to the General Manager. Where the amount is 1% of paid-in capital or NTD 30 million or less, approval shall	Operating Procedures The Company's acquisition or disposal of memberships, intangible assets, or <u>right-of-use assets</u> thereof shall be handled in accordance with the fixed asset cycle procedures under the Company's internal control system. II. Procedures for Determining Transaction Terms and Authorization Limits (I) In acquiring or disposing of memberships, the transaction terms and transaction price shall be determined with reference to fair market value, and an analysis report shall be prepared and submitted to	

Clause	Before amendment	After revision	Reasons for amendment
	be obtained from the Chairman; where the amount exceeds NTD 30-million, it shall be submitted to the Board of Directors for approval before proceeding. (II) In acquiring or disposing of intangible assets, the transaction terms and transaction price shall be determined by referring to an expert appraisal report or fair market value, and an analysis report shall be prepared and submitted to the Chairman. Where the amount is 10% of paid-in capital or NTD 30-million or less, approval shall be obtained from the Chairman; where the amount exceeds NTD 30-million, it shall be submitted to the Board of Directors	the General Manager. Where the amount is 1% of paid-in capital or NTD <u>300-million</u> or less, approval shall be obtained from the Chairman; where the amount exceeds NTD <u>300-million</u>, it shall be submitted to the Board of Directors for approval before proceeding. (II) In acquiring or disposing of intangible assets or <u>right-of-use assets</u> thereof, the transaction terms and transaction price shall be determined by reference to an expert appraisal report or fair market value, and an analysis report shall be prepared and submitted to the Chairman.	

Clause	Before amendment	After revision	Reasons for amendment
	for approval before proceeding. (III) (omitted) III. Executing Unit When the Company acquires or disposes of memberships or intangible assets, after approval has been obtained in accordance with the authorization limits under the preceding paragraph, the user department and the Finance Department or Administrative Department shall be responsible for execution. IV. Expert Appraisal Opinion Report on Memberships or Intangible Assets Where the Company acquires or disposes of memberships or intangible assets and the transaction amount reaches 20% of the Company's paid-in	Where the amount is 10% of paid-in capital or NTD 300 million or less, approval shall be obtained from the Chairman; where the amount exceeds NTD 300 million, it shall be submitted to the Board of Directors for approval before proceeding. (III) (omitted) III. Executing Unit When the Company acquires or disposes of memberships, intangible assets, or right-of-use assets thereof, after approval has been obtained in accordance with the authorization limits under the preceding paragraph, the user department and the Finance	

Clause	Before amendment	After revision	Reasons for amendment
	capital or NTD 300 million or more, a CPA shall be engaged prior to the date of occurrence to render an opinion on the reasonableness of the transaction price.	Department or Administrative Department shall be responsible for execution. IV. Expert Appraisal Opinion Report on Memberships, Intangible Assets, or Right-of-Use Assets Thereof Where the Company acquires or disposes of memberships, intangible assets, or right-of-use assets thereof and the transaction amount reaches 20% of the Company's paid-in capital or NTD 300 million or more, a CPA shall be engaged prior to the date of occurrence to render an opinion on the reasonableness of the transaction	

Clause	Before amendment	After revision	Reasons for amendment
		price.	
Article 14	Procedures for Public Disclosure of Information I. Items to be publicly announced and reported, and the standards for such announcement and reporting (1) Acquisition or disposal of real property from or to a related party, or acquisition or disposal of assets other than real property from or to a related party where the transaction amount reaches 20% of the Company's paid-in capital, 10% of total assets, or NTD 300 million or more. However, this shall not apply to trading of government bonds, bonds subject to repurchase or resale conditions, or subscription to or	Procedures for Public Disclosure of Information I. Items to be publicly announced and reported, and the standards for such announcement and reporting (I) Acquisition or disposal of real property or <u>right-of-use assets</u> thereof from or to a related party, or acquisition or disposal of assets other than real property or <u>right-of-use assets</u> thereof from or to a related party where the transaction amount reaches 20% of the Company's paid-in capital, 10% of total assets, or NTD 300 million or more. However, this	The provision was amended with reference to the relevant regulations.

Clause	Before amendment	After revision	Reasons for amendment
	redemption of money market funds issued by domestic securities investment trust enterprises. (II) (omitted) (III) (omitted) (IV) Where the type of asset acquired or disposed of is equipment for business use, the counterparty is not a related party, and the transaction amount reaches NT\$500 million or more. (V) Where a public company engaging in construction business acquires or disposes of real property for construction use, the counterparty is not a related party, and the transaction amount reaches NT\$500 million or more. (VI) Acquisition of real property by way of self-	shall not apply to trading of government bonds, bonds subject to repurchase or resale conditions, or subscription to or redemption of money market funds issued by domestic securities investment trust enterprises. (II) (Omitted) (III) (omitted) (IV) Acquisition or disposal <u>of equipment for business use or right-of-use assets</u> thereof, where the counterparty is not a related party and the transaction amount reaches NT\$500 million or more. <u>(V)</u> Acquisition of real property by way of self-construction on	

Clause	Before amendment	After revision	Reasons for amendment
	construction on owned land, construction on leased land, joint construction and allocation of housing units, joint construction and allocation of ownership percentages, or joint construction and separate sale, where the Company expects to invest NT\$500 million or more. (V) Asset transactions other than those referred to in the preceding six subparagraphs, disposal of receivables by a financial institution, or investments in the Mainland Area, where the transaction amount reaches 20% of the Company's paid-in capital or NT\$300 million or more. However, the following are not	owned land, construction on leased land, joint construction and allocation of housing units, joint construction and allocation of ownership percentages, or joint construction and separate sale, <u>where the counterparty is not a related party</u> and the Company expects to invest NT\$500 million or more. (VI) Asset transactions other than those referred to in the preceding five subparagraphs, disposal of receivables by a financial institution, or investments in the Mainland Area, where the transaction amount reaches 20% of the	

Clause	Before amendment	After revision	Reasons for amendment
	subject to this requirement: (omitted below)	Company's paid-in capital or NT\$300 million or more. However, the following are not subject to this requirement: (omitted below)	
Article 15	The Company's subsidiaries shall comply with the following: I. (omitted) II. (omitted) III. Where a subsidiary that is not a public company acquires or disposes of assets reaching the threshold for public announcement and filing as set forth in Article 14, Paragraph 1 of Regulations Governing the Acquisition and Disposal of Assets by Public Companies the parent company shall also handle the public announcement and	The Company's subsidiaries shall comply with the following: I. (omitted) II. (omitted) III. Where a subsidiary that is not a public company acquires or disposes of assets reaching the threshold for public announcement and filing as set forth in Article 14, Paragraph 1, the parent company shall also handle the public announcement and filing on behalf of such subsidiary. IV. (omitted)	The provision was amended with reference to the relevant regulations.

Clause	Before amendment	After revision	Reasons for amendment
	filing on behalf of such subsidiary. IV. (omitted)		

Resolution:

Case 2: Proposed by the board of directors

Cause of motion: Private placement of common shares

Description:

- (I) To introduce strategic investors and strengthen long-term cooperative relationships with strategic partners for the benefit of the Company's long-term operations and business development, the Company intends to conduct a private placement of new common shares through a cash capital increase (hereinafter referred to as the "Private Placement of Common Shares") in accordance with Article 43-6 of the Securities and Exchange Act and other relevant regulations. The total number of privately placed common shares is expected not to exceed 4,000,000 shares (par value NT\$10 per share), and the total increase in paid-in capital is expected not to exceed NT\$40,000,000.
- (II) In accordance with Article 43-6 of the Securities and Exchange Act and the "Directions for Public Companies Conducting Private Placements of Securities," the following is explained:
 - 1. Basis and reasonableness of pricing for the private placement:
 - (1) The issue price per share for the private placement of common shares shall not be lower than 80% of the higher of the

following two benchmark prices calculated prior to the pricing date:

- ☐ The simple arithmetic average of the closing prices of the common shares for one, three, or five business days prior to the pricing date (selected from among these periods), after deducting stock dividends and cash dividends and adding back the share price after capital reduction; or
 - ☐ The simple arithmetic average of the closing prices of the common shares for the 30 business days prior to the pricing date, after deducting stock dividends and cash dividends and adding back the share price after capital reduction.
- (2) The actual pricing date and issue price shall be determined by the Board of Directors within a range not lower than the percentage approved by the shareholders' meeting, based on the above pricing basis, and subject to negotiations with specific investors and market conditions.
- (3) The pricing method for this private placement complies with the "Directions for

Public Companies Conducting Private Placements of Securities.” Taking into account the Company’s future prospects, as well as the strict restrictions on transfer timing, counterparties, and quantity of privately placed securities, and the fact that listing is not permitted within three years and liquidity is relatively low, the pricing of this private placement is deemed reasonable and will not materially affect shareholders’ equity.

2. Method for selecting specific subscribers:
 - (1) The subscribers for this private placement of common shares shall be selected from specific persons in compliance with Article 43-6 of the Securities and Exchange Act and the FSC letter No. 1120383220 dated September 12, 2023, and shall be limited to strategic investors.
 - (2) Proposed subscribers as strategic investors:
 - Selection criteria and purpose: Based on the Company’s long-term operational and business development needs, priority will be given to those who can directly or indirectly contribute to the Company’s future operations,

help expand business markets, strengthen customer relationships, enhance integration efficiency in business development, improve technological capabilities, and align with the Company's business philosophy.

- Necessity: The purpose of selecting such subscribers is to introduce strategic investors and strengthen long-term cooperation with strategic partners. Through strategic investors, the Company can enhance long-term competitiveness and operational performance; therefore, such selection is necessary.
- Expected benefits: By leveraging the experience, technology, knowledge, brand reputation, and market channels of strategic investors, and through strategic cooperation, joint development, or market integration, the Company is expected to reduce operating costs, expand business scope, and improve future operating performance.

- (3) Currently, no specific subscribers have been identified.
- 3. Reasons for conducting a private placement:
 - (1) Reasons for not adopting a public offering:
Considering capital market conditions, issuance costs, timeliness and feasibility of private placement, and the restriction that privately placed shares may not be freely transferred within three years, a private placement is more conducive to ensuring and strengthening long-term cooperation with strategic partners. Therefore, the Company will not pursue a public offering but will proceed with a private placement of common shares through a cash capital increase.
 - (2) Private placement amount: The total number of privately placed common shares shall not exceed 4,000,000 shares and shall be executed in one or more tranches (no more than three tranches) within one year from the date of the shareholders' meeting resolution.
 - (3) Use of funds and expected benefits for each tranche of the private placement:

Number of tranches	Use of funds	Expected benefits
Single tranche	To seek opportunities for technical cooperation, market collaboration, or strategic alliances with domestic and international technology companies and industry funds, while strengthening working capital and supporting long-term operational development.	To reduce operating risks, strengthen the financial structure, and enhance future operating performance.
Two tranches		
Three tranches		

4. Whether independent directors expressed dissenting or qualified opinions: None.
5. Within one year prior to the Board of Directors' resolution for this private placement, there has been no material change in control. The subscribers for this private placement will be limited to strategic investors and are expected to have a positive impact on the Company's business development. When selecting subscribers, the Company will, in principle, ensure that no material change in control occurs within one year from the date of share delivery.
6. Other matters to be disclosed:
 - ☐ The rights and obligations of the privately placed common shares shall, in principle, be the same as those of the Company's issued common

shares. However, pursuant to Article 43-8 of the Securities and Exchange Act, such shares may not be freely transferred within three years from the date of delivery, except under statutory conditions. After three years, the Company intends to obtain a letter of approval from the Taiwan Stock Exchange confirming compliance with listing requirements, then file with the competent authority to complete the public offering procedures and apply for listing.

- The main terms of this private placement, including the actual number of shares, issue price, selection of subscribers, record date, issuance conditions, project items, use and progress of funds, expected benefits, and other related matters, shall be submitted to the shareholders' meeting for authorization of the Board of Directors to adjust, determine, and implement based on market conditions. In case amendments are required due to changes in laws and regulations,

regulatory requirements, operational assessments, or objective environmental changes, the Board of Directors is also authorized to handle such matters.

- In addition to the above authorization, it is proposed that the shareholders' meeting authorize the Chairman to represent the Company in signing and negotiating all contracts and documents related to the private placement of common shares, and to handle all matters necessary for the issuance.

7. For matters required to be disclosed under Article 43-6 of the Securities and Exchange Act regarding the Company's private placement of securities, please refer to the Market Observation Post System (MOPS) (<https://mopsplus.twse.com.tw/mops/#/web/t116sb01>) and the Company's website (<https://www.gce.com.tw/index.html>). Please click "Stakeholders Area" → "Shareholders Section" → "Shareholders' Meetings."

Resolution:

Extraordinary Motions

Meeting adjourned

[Attachment 1]

Final accounts of 2025

Auditors' report

To Gold Circuit Electronics Ltd.:

Audit opinions

We have audited the parent company only balance sheet of Gold Circuit Electronics Ltd. as of December 31, 2025 and 2024, and the related parent company only statements of income, parent company only statements of changes in shareholders' equity, parent company only statements of cash flow, and notes to the parent company only financial statements (including the material accounting policies summary) from January 1 to December 31, 2025 and 2024.

In our opinion, the major issues in the said financial reports have been duly addressed in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, presenting fairly the parent company only financial position of Gold Circuit Electronics Ltd. as of December 31, 2025 and 2024, and the results of parent company only financial performance and cash flows for the periods from January 1 to December 31, 2025 and 2024.

The basis for opinions

We conducted our audit in accordance with the Regulations Governing Auditing and Attestation of Financial statements by Certified Public Accountants and auditing standards. Our responsibilities under those standards are further described in the responsibilities of auditors for the audit of the parent company only financial statements. The personnel of the accounting firm that the CPAs belong to who are subject to the independence requirement have acted independently from the business operations of Gold Circuit Electronics Ltd. and its subsidiaries in accordance with the Code of Ethics and with other responsibilities of the Code of Ethics performed. We believed that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matter

The "key audit matter" means that the independent auditors have used their professional judgment as the basis to audit the most important matters on the 2025 parent company only financial statements of Gold Circuit Electronics Ltd. These matters were

addressed in the content 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 those matters.

The key audit matters of the 2025 parent company only financial statements of Gold Circuit Electronics Ltd. are described as follows:

Recognition of revenue

When the overseas subsidiaries actually ship goods, the inventory control is transferred, and the income from the triangle trade of Gold Circuit Electronics Ltd. is recognized. Therefore, it is possible that recognition of income exists despite the absence of actual shipment. Therefore, we (the CPAs) believe that there might be risk over whether such type of income occurs. Given this, it is classified as a key audit matter. The policy for recognition of revenue is disclosed in Note IV herein.

The audit procedure that we performed on the above-mentioned key matters primarily covers the following:

1. Understand and test the design and effectiveness of execution of the major internal control for recognition of revenue of the Company.
2. Samples were selected from the income statement of the triangle trade to verify how original purchase orders from customers were approved and to verify the shipping receipts, delivery receipt or payment collection documents from the overseas subsidiaries for confirmation over whether the transaction really occurred or not.

Responsibilities of Management and Those in Charge with Governance of the Entity Financial Statements

The responsibility of the management is to have the parent company only financial reports prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Firms International Accounting Standards, Interpretations, and also maintain the necessary internal controls related to the parent company only financial reports to ensure that the parent company only financial reports are free of any material misstatement arising from fraud or errors.

While preparing the parent company only financial statements, the management's responsibility also includes assessing the continuing operation of Gold Circuit Electronics Ltd., the disclosure of the relevant matters, and the adoption of the continuing operation accounting base, unless the management intends to liquidate Gold Circuit Electronics Ltd. or cease business operation, or there is a lack of any option except for liquidation or suspension.

The governance unit (including the Audit Committee) of Gold Circuit Electronics Ltd. is responsible for supervising the financial reporting process.

Independent Auditor's Responsibilities for the Audit of the Entity 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. Reasonable assurance is a high level of assurance, but is not a guarantee that any audit conducted in accordance with the accounting principles will always detect a material misstatement when it exists. Misstatements can arise from fraud or error. If fraud or errors are considered materials, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the parent company only financial statements.

As part of an audit in accordance with the accounting principles, we exercise professional judgment and maintain professional skepticism throughout the audit. We also perform the following works:

1. Identify and assess the risks of material misstatement of the parent company only financial statements, whether due to fraud or error, design, and perform audit procedures responsive risks, and obtain evidence that is sufficient and appropriate to provide a basis of our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.
2. Obtain the necessary understanding on the internal control related to the audit in order to design appropriate audit procedures under the circumstances, but the purpose is not to express an opinion on the effectiveness of the internal control of Gold Circuit Electronics Ltd.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
4. Use the audit evidence obtained as the basis to draw conclusions on the suitability of the continuing operation accounting base adopted by the management and whether or not there are events or circumstances causing significant doubts regarding the continuing operation ability of Gold Circuit Electronics Ltd. have significant uncertainties. If we conclude that a material uncertainty exists, we are

required to draw attention in our auditor's report to the related disclosures in the parent company only financial statements or, if such disclosure are inappropriate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of the auditor's report. However, future events or circumstances may result in the inability of Gold Circuit Electronics Ltd. to continue operating.

5. Evaluate the overall presentation, structure, and contents of the parent company only statements, including the disclosures, whether the parent company only statements represent the underlying transactions and events in a matter that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence on the financial information of Gold Circuit Electronics Ltd. in order to express an opinion on the parent company only financial statements. The independent auditor is responsible for guiding, supervising, and implementing the audit of Gold Circuit Electronics Ltd., and is also responsible for forming an opinion on the audit.

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

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

The independent auditor has used the communications with the governing unit as the basis to determine the key audit matters to be performed on the 2025 parent company only financial statements of Gold Circuit Electronics Ltd. We describe these matters in our auditor's 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 communications.

Deloitte & Touche

CPA Chen Chao-Ling

CPA Chang Chun-Yi

Financial Supervisory Commission's
written approval No.:

Jin-Guan-Zheng-Liu-Zi No.:
0930160267

Securities and Futures Commission's
written approval No:

Tai-Cai-Zheng-Liu-Zi No. 0920123784

March 10,2026

Gold Circuit Electronics Ltd.
Parent Company Only Balance Sheet
December 31, 2025 and 2024

Unit: NTD thousand

Code	Assets	December 31, 2025		December 31, 2024	
		Amount	%	Amount	%
	Current assets				
1100	Cash and cash equivalents (Notes IV and VI)	\$ 12,540,155	18	\$ 4,420,977	10
1110	Financial assets at fair value through profit or loss – current (Notes IV, VII and XXVII)	40,927	-	-	-
1180	Accounts receivable – related party (Notes IV, VIII and XXVIII)	52,051	-	24,666	-
1170	Accounts receivable - non-related party (Notes IV, V and VIII)	26,603,384	38	13,062,949	30
1210	Other receivables – related parties (Notes IV, VIII and XXVIII)	1,110,961	2	600,138	2
1200	Other receivables – non-related parties (Note IV and VIII)	136,093	-	125,928	-
1220	Income tax assets for the current period (Note XXIV)	101,989	-	168,218	1
130X	Inventories (Notes IV and IX)	5,886,893	8	4,964,001	12
1410	Prepayments	110,068	-	86,938	-
1470	Other current assets (Note XV)	39,659	-	12,480	-
11XX	Total current assets	<u>46,622,180</u>	<u>66</u>	<u>23,466,295</u>	<u>55</u>
	non-current assets				
1550	Investment under equity method (Notes IV and X)	17,026,354	24	14,418,322	34
1600	Property, plant and equipment (Notes IV, XI and XXIX)	6,088,188	9	4,041,351	9
1755	Right-of-use assets (Notes IV and XII)	64,587	-	78,552	-
1760	Investment property (Notes IV and XIII)	847,806	1	724,800	2
1780	Other intangible assets (Notes IV and XIV)	64,413	-	30,224	-
1840	Deferred income tax assets (Notes IV and XXIV)	234,311	-	212,955	-
1900	Other non-current assets (Note XV)	26,123	-	12,138	-
15XX	Total non-current assets	<u>24,351,782</u>	<u>34</u>	<u>19,518,342</u>	<u>45</u>
1XXX	Total assets	<u>\$ 70,973,962</u>	<u>100</u>	<u>\$ 42,984,637</u>	<u>100</u>
	Liabilities and shareholders' equity				
	Current liabilities				
2120	Financial liabilities at fair value through gains or losses – current (Notes IV, VII and XXVII)	\$ 108,502	-	\$ 54,485	-
2170	Accounts payable – non-related parties (Note XVIII)	3,033,653	4	2,299,348	5
2180	Accounts payable – related parties (Notes XVIII and XXVIII)	14,719,719	21	8,528,465	20
2219	Other accounts payable (Note XIX)	4,623,584	7	2,654,179	6
2152	Others notes payable	12	-	-	-
2230	Income tax liability for the year (Note XXIV)	1,582,327	2	488,020	1
2250	Provision for liabilities-current (Notes IV and XX)	3,151	-	-	-
2280	Lease liabilities – current (Notes IV and XII)	7,973	-	8,221	-
2322	Long-term loans – current portion (Notes IV and XVI)	105,778	-	1,440,000	4
2321	Convertible bonds payable – current portion (Notes IV and XVII)	275	-	-	-
2399	Other current liabilities (Note XIX)	623,151	1	435,391	1
21XX	Total current liabilities	<u>24,808,125</u>	<u>35</u>	<u>15,908,109</u>	<u>37</u>
	Non-current liabilities				
2530	Corporate bonds payable (Notes IV and XVII)	8,126,234	11	3,516,462	8
2540	Long-term loans (Notes IV and XVI)	2,466,222	4	1,015,000	2
2570	Deferred income tax liabilities (Notes IV and XXIV)	2,004,906	3	1,147,142	3
2580	Lease liabilities – non-current (Notes IV and XII)	57,931	-	65,904	-
2640	Net defined benefit liabilities- non-current (Notes IV and XXI)	28,496	-	18,926	-
2670	Other non-current liabilities (Note XIX)	889	-	889	-
25XX	Total non-current liabilities	<u>12,684,678</u>	<u>18</u>	<u>5,764,323</u>	<u>13</u>
2XXX	Total liabilities	<u>37,492,803</u>	<u>53</u>	<u>21,672,432</u>	<u>50</u>
	Equity (Note 22)				
	Capital stock				
3110	Common shares	5,051,300	7	4,918,395	11
3140	Advance receipts for capital stock	53,989	-	-	-
3100	Total capital stock	<u>5,105,289</u>	<u>7</u>	<u>4,918,395</u>	<u>11</u>
3200	Additional paid-in capital	<u>7,638,945</u>	<u>11</u>	<u>2,135,760</u>	<u>5</u>
	Retained earnings				
3310	Legal reserve	1,842,321	3	1,277,132	3
3320	Special reserve	475,522	1	475,522	1
3350	Undistributed earnings	<u>18,039,040</u>	<u>25</u>	<u>11,954,445</u>	<u>28</u>
3300	Total retained earnings	<u>20,356,883</u>	<u>29</u>	<u>13,707,099</u>	<u>32</u>
3400	Other equity items	<u>472,796</u>	<u>-</u>	<u>643,705</u>	<u>2</u>
3500	Treasury stocks	(<u>92,754</u>)	<u>-</u>	(<u>92,754</u>)	<u>-</u>
3XXX	Total equity	<u>33,481,159</u>	<u>47</u>	<u>21,312,205</u>	<u>50</u>
	Total liabilities and equity	<u>\$ 70,973,962</u>	<u>100</u>	<u>\$ 42,984,637</u>	<u>100</u>

Notes to the parent company only financial reports constitute a part of these financial reports.

Chairman: Chen-Tse Yang

Manager: Chen-Tse Yang

Accounting Supervisor: Chang-Chin Yang

Gold Circuit Electronics Ltd.
Parent Company Only Statement of Comprehensive Income
January 1 to December 31, 2025 and 2024

Unit: NTD thousand, except for EPS (NT\$)

Code		2025		2024	
		Amount	%	Amount	%
	Operating revenue (Note IV and XXVIII)				
4100	Sales revenue	\$ 59,144,461	100	\$ 38,360,776	100
	Operating cost (Notes IX, XXI, XXIII and XXVIII)				
5110	Cost of goods sold	<u>47,272,139</u>	<u>80</u>	<u>33,606,654</u>	<u>88</u>
5900	Gross profit	<u>11,872,322</u>	<u>20</u>	<u>4,754,122</u>	<u>12</u>
	Operating expense (Notes VIII, XXI, XXIII and XXVIII)				
6100	Promotional expenditure	2,109,119	4	782,926	2
6200	Operating expenditure	733,199	1	479,055	1
6300	R&D expenditure	564,823	1	434,205	1
6450	Expected credit impairment/recovery profit	(<u>33,691</u>)	<u>-</u>	(<u>747</u>)	<u>-</u>
6000	Total operating expenses	<u>3,373,450</u>	<u>6</u>	<u>1,695,439</u>	<u>4</u>
6510	Other gains, expenses and losses - net (Note XXIII)	<u>13,691</u>	<u>-</u>	(<u>13,511</u>)	<u>-</u>
6900	Net operating profit	<u>8,512,563</u>	<u>14</u>	<u>3,045,172</u>	<u>8</u>
	Non-operating income and expenditure (Notes IV, XXIII and XXVIII)				
7100	Interest revenue	169,591	-	149,490	-
7010	Other revenue	36,939	-	43,539	-
7020	Other gain or loss	13,081	-	168,009	-
7050	Financial cost	(176,734)	-	(160,808)	-
7070	Amount of profit and/or loss of subsidiaries, affiliates, and joint ventures adopting the equity method	<u>4,087,424</u>	<u>7</u>	<u>3,637,654</u>	<u>10</u>
7000	Total non-operating revenue and expense	<u>4,130,301</u>	<u>7</u>	<u>3,837,884</u>	<u>10</u>

(To be continued)

(Continued)

Code		2025		2024	
		Amount	%	Amount	%
7900	Net profit before tax from continuing operation	\$ 12,642,864	21	\$ 6,883,056	18
7950	Income tax expenses (Notes IV and XXIV)	<u>3,036,333</u>	<u>5</u>	<u>1,267,449</u>	<u>3</u>
8000	Continuing operation net profit for the year	<u>9,606,531</u>	<u>16</u>	<u>5,615,607</u>	<u>15</u>
8310	Other comprehensive income Not reclassified to profit and loss:				
8311	Defined benefit plan re-measurement amount (Note XXI)	(34,994)	-	45,357	-
8349	Incomes tax related to titles not subject to reclassification	7,000	-	(9,071)	-
8360	May be reclassified to profit and loss subsequently:				
8361	Exchange differences on translation of foreign financial statements	(<u>148,625</u>)	<u>-</u>	<u>532,508</u>	<u>1</u>
8300	Other comprehensive income for current period (after tax net value)	(<u>176,619</u>)	<u>-</u>	<u>568,794</u>	<u>1</u>
8500	Total comprehensive income of the year	<u>\$ 9,429,912</u>	<u>16</u>	<u>\$ 6,184,401</u>	<u>16</u>
	EPS (Note XXV)				
	From continuing operations				
9710	Basic	<u>\$ 19.47</u>		<u>\$ 11.54</u>	
9810	Diluted	<u>\$ 19.00</u>		<u>\$ 11.25</u>	

Notes to the parent company only financial reports constitute a part of these financial reports.

Chairman: Chen-Tse Yang Manager: Chen-Tse Yang

Accounting Supervisor:
Chang-Chin Yang

Gold Circuit Electronics Ltd.
Parent Company Only Statement of Changes in Shareholders' Equity
January 1 to December 31, 2025 and 2024

Unit: NTD thousand

Code		Capital stock	Advance receipts for capital stock	Additional paid-in capital	Retained earnings			Exchange differences on translation of foreign financial statements	Other equity items		Treasury stocks	Total shareholders' equity
					Legal reserve	Special reserve	Undistributed earnings		Unrealized gain/loss on valuation of financial assets at fair value through other comprehensive income	Property revaluation surplus		
A1	Balance at January 1, 2024	\$ 4,918,391	\$ -	\$ 2,117,649	\$ 927,568	\$ 475,522	\$ 8,373,552	(\$ 174,014)	(\$ 10,570)	\$ 295,781	(\$ 92,754)	\$ 16,831,125
	Appropriation and distribution of 2023 earnings:											
B1	Legal reserve	-	-	-	349,564	-	(349,564)	-	-	-	-	-
B5	Cash dividends to the Company's shareholders	-	-	-	-	-	(1,721,436)	-	-	-	-	(1,721,436)
	Change in other additional paid-in capital											
C17	Capital reserve – treasury stock transactions	-	-	18,030	-	-	-	-	-	-	-	18,030
I1	Corporate bond conversion to common shares	4	-	81	-	-	-	-	-	-	-	85
D1	2024 net profit	-	-	-	-	-	5,615,607	-	-	-	-	5,615,607
D3	2024 other comprehensive income after tax	-	-	-	-	-	36,286	532,508	-	-	-	568,794
D5	Total amount of 2024 comprehensive income	-	-	-	-	-	5,651,893	532,508	-	-	-	6,184,401
Z1	Balance as of December 31, 2024	4,918,395	-	2,135,760	1,277,132	475,522	11,954,445	358,494	(10,570)	295,781	(92,754)	21,312,205
	Appropriation and distribution of 2024 earnings											
B1	Legal reserve	-	-	-	565,189	-	(565,189)	-	-	-	-	-
B5	Cash dividends to the Company's shareholders	-	-	-	-	-	(2,951,037)	-	-	-	-	(2,951,037)
	Change in other additional paid-in capital											
C5	Capital reserve – stock options	-	-	2,037,339	-	-	-	-	-	-	-	2,037,339
C17	Capital reserve – treasury stock transactions	-	-	30,908	-	-	-	-	-	-	-	30,908
M3	Disposal of investment property	-	-	-	-	-	22,284	-	-	(22,284)	-	-
I1	Corporate bond conversion to common shares	132,905	53,989	3,434,938	-	-	-	-	-	-	-	3,621,832
D1	2025 net profit	-	-	-	-	-	9,606,531	-	-	-	-	9,606,531
D3	2025 other comprehensive income after tax	-	-	-	-	-	(27,994)	(148,625)	-	-	-	(176,619)
D5	Total amount of 2025 comprehensive income	-	-	-	-	-	9,578,537	(148,625)	-	-	-	9,429,912
Z1	Balance as of December 31, 2025	\$ 5,051,300	\$ 53,989	\$ 7,638,945	\$ 1,842,321	\$ 475,522	\$ 18,039,040	\$ 209,869	(\$ 10,570)	\$ 273,497	(\$ 92,754)	\$ 33,481,159

Notes to the parent company only financial reports constitute a part of these financial reports.

Chairman: Chen-Tse Yang

Manager: Chen-Tse Yang

Accounting Supervisor: Chang-Chin Yang

Gold Circuit Electronics Ltd.
Parent Company Only Statement of Cash Flow
January 1 to December 31, 2025 and 2024

Unit: NTD thousand

Code		2025	2024
	Cash flow from operating activities		
A10000	Net profit before tax for the year	\$ 12,642,864	\$ 6,883,056
A20010	Income charges (credits):		
A20300	Expected credit impairment (reversal profit)	(33,691)	(747)
A20100	Depreciation expenditure	576,332	479,116
A20200	Amortization expenditure	26,988	33,261
A20900	Financial cost	176,734	160,808
A29900	Provision for liabilities	3,151	-
A22400	Amount of profit and/or loss of subsidiaries, affiliates, and joint ventures adopting the equity method	(4,087,424)	(3,637,654)
A21200	Interest revenue	(169,591)	(149,490)
A23800	Gain (loss) (on price recovery) from inventory devaluation and obsolescence	(122,981)	284,929
A22500	Loss on disposal of property, plant and equipment	36,344	27,916
A22700	Loss on investment property	3,968	-
A20400	Net loss from financial assets at fair value through loss	-	43,349
A20400	Net loss from financial liabilities at fair value through gains or losses	20,755	32,625
A24100	Net foreign exchange gain	(287,029)	(23,746)
A24600	Gain from fair value adjustment of investment property	(126,974)	(129,000)
A29900	Net defined benefit liabilities	(25,424)	(24,937)
A30000	Net change in operating assets and liabilities		
A31150	Accounts receivable	(12,782,105)	(2,505,968)
A31180	Other receivables	(470,059)	(575,055)
A31200	Inventory	(799,911)	(911,295)
A31230	Prepayments	(27,929)	(14,060)
A31240	Other current assets	(27,179)	(10,798)
A32130	Notes payable	12	(16)
A32150	Accounts payable	6,459,753	2,599,470
A32180	Other payables	1,488,191	297,543
A32230	Other current liabilities	182,840	89,217
A33000	Cash yielded in business operation	2,657,635	2,948,524
(To be continued)			

(Continued)

Code		2025	2024
A33200	Interest collected	\$ 155,699	\$ 149,092
A33500	Income tax paid	(995,233)	(738,084)
AAAA	Net cash generated by operating activities	<u>1,818,101</u>	<u>2,359,532</u>
	Cash flow from investing activities		
B01800	Acquisition of investments under equity method	(731,326)	(555,500)
B02400	Refunds from capital reduction of the invested company under equity method	-	631,600
B02700	Procurement of property, plant and equipment	(2,213,708)	(1,157,949)
B04500	Procurement of intangible assets	(61,177)	(15,749)
B02800	Proceeds from disposal of property, plant and equipment	9,606	5,105
B03800	Increase in refundable deposit	(13,985)	(4,870)
B07600	Dividends received from subsidiaries	<u>2,055,845</u>	<u>-</u>
BBBB	Net cash used in investing activities	(<u>954,745</u>)	(<u>1,097,363</u>)
	Cash flow from financing activities		
C00100	Increase in short-term loans	-	350,000
C00200	Decrease in short-term loans	-	(350,000)
C01600	Application for long-term loans	3,137,000	990,000
C01700	Repayment of long-term loans	(3,020,000)	-
C01200	Issuance of corporate bonds	10,159,093	-
C04020	Repayment of lease liability principal	(11,830)	(20,672)
C03100	Refund of guarantee deposits received	-	(70)
C05600	Interest paid	(58,642)	(37,434)
C04500	Cash dividends paid	(<u>2,951,037</u>)	(<u>1,721,436</u>)
CCCC	Net cash generated by (used in) from financing activities	<u>7,254,584</u>	(<u>789,612</u>)
DDDD	Impact of change in exchange rate upon cash & cash equivalents	<u>1,238</u>	(<u>26</u>)
EEEE	Net increase in cash and cash equivalents	8,119,178	472,531
E00100	Cash and cash equivalents, beginning of year	<u>4,420,977</u>	<u>3,948,446</u>
E00200	Cash and cash equivalents, end of year	<u>\$12,540,155</u>	<u>\$ 4,420,977</u>

Notes to the parent company only financial reports constitute a part of these financial reports.

Chairman: Chen-Tse Yang

Manager: Chen-Tse Yang

Accounting Supervisor:
Chang-Chin Yang

Declaration for Consolidated Financial Reports of Affiliated Companies

Companies that shall be included in the compiled Consolidated Financial Statement of Affiliates for 2025 (from January 1, 2025 to December 31, 2025) in accordance with the Criteria Governing Preparation of Affiliation Reports, Consolidated Business Reports and Consolidated Financial Statements of Affiliates are identical to those that shall be compiled in the Consolidated Statement of Parent Company and Subsidiaries as per International Financial Reporting Standard 10, and all the information that shall be disclosed in the Consolidated Financial Statement of Affiliates has been disclosed in the Consolidated Statement of Parent Company and Subsidiaries. Therefore, the Consolidated Financial Statement of Affiliates is not prepared separately.

Declared by:

Company: Gold Circuit Electronics Ltd.

Responsible person: Chen-Tse Yang

March 10, 2026

Auditors' report

To Gold Circuit Electronics Ltd.:

Audit opinions

We have audited the accompanying balance sheet of Gold Circuit Electronics Ltd. and its subsidiaries (Gold Circuit Electronics Group) on December 31, 2025 and 2024 and the related consolidated statements of income, consolidated statements of changes in shareholders' equity, consolidated statements of cash flow, and notes to the consolidated financial statements (including the material accounting policies summary) from January 1 to December 31, 2025 and 2024.

In our opinion, the major issues in the financial reports have been duly addressed in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, as well as the International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), and the interpretations issued by the International Financial Reporting Standards Interpretations Committee (IFRSIC) and the Standing Interpretation Committee (SIC), which are recognized and issued into effect by the Financial Supervisory Commission, Executive Yuan (FSC). These reports fairly present the consolidated financial position of Gold Circuit Electronics Group as of December 31, 2025 and 2024, as well as the consolidated results of financial performance and consolidated cash flows for the periods from January 1 to December 31, 2025 and 2024.

The basis for opinions

We conducted our audit in accordance with the Regulations Governing Auditing and Attestation of Financial statements by Certified Public Accountants and auditing standards. Our responsibilities under those standards are further described in the responsibilities of auditors for the audit of the consolidated financial statements. The personnel of the CPA Firm subject to the independence requirement have acted independently from the business operations of Gold Circuit Electronics Group in accordance with the Code of Ethics and with other responsibilities of the Code of Ethics performed. We believed that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matter

The “key audit matter” means that the independent auditors have used their professional judgment as the basis to audit the most important matters on the 2025 consolidated financial statements of Gold Circuit Electronics Group. These matters were addressed in the content 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 those matters.

The key audit matters of the 2025 consolidated financial statements of Gold Circuit Electronics Group are described as follows:

Recognition of revenue

When the overseas subsidiaries actually ship goods, the inventory control is transferred, and the income from the triangle trade of GOLD CIRCUIT ELECTRONICS LTD. is recognized. Therefore, it is possible that recognition of income exists despite the absence of actual shipment. Therefore, we (the CPAs) believe that there might be risk over whether such type of income occurs. Given this, it is classified as a key audit matter. The policy for recognition of revenue is disclosed in Note IV herein.

The audit procedure that we performed on the above-mentioned key matters primarily covers the following:

1. Understand and test the design and effectiveness of execution of the major internal control for recognition of revenue of the Company.
2. Samples were selected from the income statement of the triangle trade to verify how original purchase orders from customers were approved and to verify the shipping receipts, delivery receipt or payment collection documents from the overseas subsidiaries for confirmation over whether the transaction really occurred or not.

Other information

Gold Circuit Electronics Ltd. has duly worked out the 2025 and 2024 parent company only financial statements for which we, the Undersigned Certified Public Accountant, have duly worked out the standard type, an Audit Report with unqualified (unreserved) opinion for reference.

Responsibilities of Management and Those in Charge with Governance of the Consolidated Financial Statements

The responsibility of the management is to have the consolidated financial reports presented fairly, in all material respects, in accordance with the “Regulations Governing the Preparation of Financial Reports by Securities Firms”, and the International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), International

Financial Reporting Standards Interpretations Committee's Interpretations (IFRSIC) and Standing Interpretation Committee's Interpretative Announcement (SIC) recognized and issued into effect by the Financial Supervisory Commission, Executive Yuan (FSC), and also to maintain the necessary internal controls related to the consolidated financial reports to ensure that the consolidated financial reports are free of any material misstatement arising from fraud or errors.

In the preparation of the consolidated financial statements, the management's responsibility also includes assessing the continuing operation of Gold Circuit Electronics Group, the disclosure of the relevant matters, and the adoption of the continuing operation accounting base, unless the management intends to liquidate Gold Circuit Electronics Group or cease business operation, or there is a lack of any option except for liquidation or suspension.

The governance unit (including the Audit Committee) of Gold Circuit Electronics Group is responsible for supervising the financial reporting process.

Auditor's 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. Reasonable assurance is a high level of assurance, but is not a guarantee that any audit conducted in accordance with the accounting principles will always detect a material misstatement when it exists. Misstatements can arise from fraud or error. If fraud or errors are considered materials, 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 accounting principles, we exercise professional judgment and maintain professional skepticism throughout the audit. We also perform the following works:

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

2. Obtain the necessary understanding on the internal control related to the audit in order to design appropriate audit procedures under the circumstances, but the purpose is not to express an opinion on the effectiveness of the internal control of Gold Circuit Electronics Group.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
4. Use the audit evidence obtained as the basis to draw conclusions on the suitability of the continuing operation accounting base adopted by the management and whether or not there are events or circumstances causing significant doubts regarding the continuing operation ability of Gold Circuit Electronics Group have significant uncertainties. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosure are inappropriate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of the auditor's report. However, future events or circumstances may result in the inability of Gold Circuit Electronics Group to continue operating.
5. Evaluate the overall presentation, structure, and content of the consolidated statements, including the disclosures, whether the consolidated statements represent the underlying transactions and events in a matter that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence on the financial information of the Group in order to express an opinion on the consolidated financial statements. The independent auditor is responsible for guiding, supervising, and implementing the audit of the Group; also, is responsible for forming an opinion on the audit of the Group.

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

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

We have used the communications with the governing unit as the basis to determine the key audit matters to be performed on the 2025 consolidated financial statements of

Gold Circuit Electronics Group. We describe these matters in our auditor's 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 communications.

Deloitte & Touche

CPA Chen Chao-Ling

CPA Chang Chun-Yi

Financial Supervisory Commission's
written approval No.:

Jin-Guan-Zheng-Liu-Zi No.:
0930160267

Securities and Futures Commission's
written approval No:

Tai-Cai-Zheng-Liu-Zi No. 0920123784

March 10, 2026

Gold Circuit Electronics Ltd. and its subsidiaries
Consolidated Balance Sheet
December 31, 2025 and 2024

Unit: NTD thousand

Code	Assets	December 31, 2025		December 31, 2024	
		Amount	%	Amount	%
	Current assets				
1100	Cash and cash equivalents (Notes IV and VI)	\$ 18,114,483	24	\$ 9,184,576	21
1110	Financial assets at fair value through profit or loss - current (Notes. IV & VII)	70,454	-	6,219	-
1140	Financial assets measured at amortized cost – current (Note IV and VIII)	332,334	-	-	-
1150	Notes receivable (Notes IV and IX)	21,957	-	6,795	-
1170	Accounts receivable (Notes IV, V and IX)	26,978,955	36	13,394,565	30
1200	Other receivable (Notes IV and IX)	308,795	-	342,017	1
1220	Income tax assets for the current period (Notes IV and XXV)	102,109	-	168,260	-
130X	Inventories (Notes IV and X)	9,747,107	13	7,900,225	18
1410	Prepayments	621,612	1	469,716	1
1470	Other current assets (Note XVI)	39,659	-	1,685	-
11XX	Total current assets	<u>56,337,465</u>	<u>74</u>	<u>31,474,058</u>	<u>71</u>
	non-current assets				
1535	Financial assets measured at amortized cost – non-current (Note IV and VIII)	3,500	-	74,000	-
1600	Property, plant and equipment (Notes IV, XII and XXX)	17,840,272	24	11,634,704	26
1755	Right-of-use assets (Notes IV, XIII and XXX)	206,738	-	211,380	-
1760	Investment property (Notes IV and XIV)	847,806	1	724,800	2
1780	Other intangible assets (Notes IV and XV)	77,595	-	45,680	-
1840	Deferred income tax assets (Notes IV and XXV)	366,657	1	357,776	1
1900	Other non-current assets (Note XVI)	66,315	-	61,996	-
15XX	Total non-current assets	<u>19,408,883</u>	<u>26</u>	<u>13,110,336</u>	<u>29</u>
1XXX	Total assets	<u>\$ 75,746,348</u>	<u>100</u>	<u>\$ 44,584,394</u>	<u>100</u>
	Liabilities and shareholders' equity				
	Current liabilities				
2100	Short-term borrowings (Notes IV and XVII)	\$ 5,830,999	8	\$ 1,281,962	3
2110	Short-term notes and bills payable (Note XVII)	178,864	-	-	-
2120	Financial liabilities at fair value through gains or losses – current (Notes IV and VII)	108,992	-	136,909	-
2150	Notes payable	12	-	-	-
2170	Accounts payable (Note XIX)	11,028,491	15	8,268,001	19
2200	Other payables (Note XX)	7,687,834	10	4,538,289	10
2230	Income tax liability for the current period (Note XXV)	1,891,523	2	842,177	2
2250	Provision for liabilities-current (Notes IV and XXI)	3,151	-	-	-
2280	Lease liabilities – current (Notes IV and XIII)	17,262	-	8,221	-
2322	Long-term loans - current portion (Note XXVII)	105,778	-	1,440,000	3
2321	Convertible bonds payable – current portion (Notes IV and XVIII)	275	-	-	-
2399	Other current liabilities (Note XX)	700,653	1	453,842	1
21XX	Total current liabilities	<u>27,553,834</u>	<u>36</u>	<u>16,969,401</u>	<u>38</u>
	Non-current liabilities				
2530	Corporate bonds payable (Notes IV and XVIII)	8,126,234	11	3,516,462	8
2540	Long-term borrowings (Notes IV and XVII)	3,748,654	5	1,015,000	2
2570	Deferred income tax liabilities (Notes IV and XXV)	2,545,585	4	1,523,174	4
2580	Lease liabilities – non-current (Notes IV and XIII)	65,061	-	65,904	-
2640	Net defined benefit liabilities – non-current (Notes IV and XXII)	28,496	-	18,926	-
2670	Other non-current liabilities (Note XX)	197,325	-	163,322	-
25XX	Total non-current liabilities	<u>14,711,355</u>	<u>20</u>	<u>6,302,788</u>	<u>14</u>
2XXX	Total liabilities	<u>42,265,189</u>	<u>56</u>	<u>23,272,189</u>	<u>52</u>
	Equity attributable to owners of the Company (Note XXIII)				
	Capital stock				
3110	Common shares	5,051,300	7	4,918,395	11
3140	Advance receipts for capital stock	53,989	-	-	-
3200	Additional paid-in capital	7,638,945	10	2,135,760	5
	Retained earnings				
3310	Legal reserve	1,842,321	2	1,277,132	3
3320	Special reserve	475,522	1	475,522	1
3350	Undistributed earnings	18,039,040	24	11,954,445	27
3300	Total retained earnings	<u>20,356,883</u>	<u>27</u>	<u>13,707,099</u>	<u>31</u>
3490	Other equity items	472,796	-	643,705	1
3500	Treasury stocks	(92,754)	-	(92,754)	-
31XX	Total equity attributable to owners of the Company	<u>33,481,159</u>	<u>44</u>	<u>21,312,205</u>	<u>48</u>
3XXX	Total equity	<u>33,481,159</u>	<u>44</u>	<u>21,312,205</u>	<u>48</u>
	Total liabilities and equity	<u>\$ 75,746,348</u>	<u>100</u>	<u>\$ 44,584,394</u>	<u>100</u>

Notes to the consolidated financial reports constitute a part of these financial reports.

Chairman: Chen-Tse Yang

Manager: Chen-Tse Yang

Accounting Supervisor: Chang-Chin Yang

Gold Circuit Electronics Ltd. and its subsidiaries

Consolidated Statements of Income

January 1 to December 31, 2025 and 2024

Unit: NTD thousand, except for EPS (NT\$)

Code		2025		2024	
		Amount	%	Amount	%
	Operating income				
4100	Sales revenue (Note IV)	\$60,003,758	100	\$38,951,890	100
	Operating cost (Notes X. XXII and XXIV)				
5110	Cost of goods sold	<u>40,320,985</u>	<u>67</u>	<u>27,555,961</u>	<u>71</u>
5900	Gross profit	<u>19,682,773</u>	<u>33</u>	<u>11,395,929</u>	<u>29</u>
	Operating expenditure (Notes XXII and XXIV)				
6100	Promotional expenditure	2,583,754	4	1,119,549	3
6200	Operating expenditure	1,846,721	3	1,222,351	3
6300	R&D expenditure	1,256,442	2	974,222	2
6450	Expected credit impairment profit	(<u>33,691</u>)	<u>-</u>	(<u>747</u>)	<u>-</u>
6000	Total operating expenses	<u>5,653,226</u>	<u>9</u>	<u>3,315,375</u>	<u>8</u>
6500	Net amount of other gains and losses (Note XXIV)	<u>13,691</u>	<u>-</u>	(<u>13,511</u>)	<u>-</u>
6900	Net operating profit	<u>14,043,238</u>	<u>24</u>	<u>8,067,043</u>	<u>21</u>
	Non-operating income and expenditure (Notes IV and XXIV)				
7100	Interest revenue	273,494	-	246,274	1
7010	Other revenue	177,612	-	94,576	-
7020	Other gain or loss	(102,679)	-	250,821	1
7050	Financial cost	(<u>218,330</u>)	<u>-</u>	(<u>168,312</u>)	(<u>1</u>)
7000	Total non-operating revenue and expense	<u>130,097</u>	<u>-</u>	<u>423,359</u>	<u>1</u>

(To be continued)

(Continued)

Code		2025		2024	
		Amount	%	Amount	%
7900	Net profit before tax from continuing operation	14,173,335	24	8,490,402	22
7950	Income tax expense (Notes IV and XXV)	<u>4,566,804</u>	<u>8</u>	<u>2,874,795</u>	<u>8</u>
8000	Continuing operation net profit for the year	<u>9,606,531</u>	<u>16</u>	<u>5,615,607</u>	<u>14</u>
	Other comprehensive income				
8310	Not reclassified to profit and loss:				
8311	Defined benefit plan re-measurement amount (Note XXII)	(34,994)	-	45,357	-
8349	Incomes tax related to titles not subject to reclassification	7,000	-	(9,071)	-
8360	May be reclassified to profit and loss subsequently:				
8361	Exchange differences on translation of foreign financial statements	(<u>148,625</u>)	<u>-</u>	<u>532,508</u>	<u>2</u>
8300	Other comprehensive income (net amount after tax) of the year	(<u>176,619</u>)	<u>-</u>	<u>568,794</u>	<u>2</u>
8500	Total comprehensive income of the year	<u>\$ 9,429,912</u>	<u>16</u>	<u>\$ 6,184,401</u>	<u>16</u>
8610	The net earnings belong to: Owners of the Company	<u>\$ 9,606,531</u>	<u>16</u>	<u>\$ 5,615,607</u>	<u>14</u>
8710	The total comprehensive income belongs to: Owners of the Company	<u>\$ 9,429,912</u>	<u>16</u>	<u>\$ 6,184,401</u>	<u>16</u>
	EPS (Note XXVI)				
	From continuing operations				
9710	Basic	<u>\$ 19.47</u>		<u>\$ 11.54</u>	
9810	Diluted	<u>\$ 19.00</u>		<u>\$ 11.25</u>	

Notes to the consolidated financial reports constitute a part of these financial reports.

Chairman:
Chen-Tse Yang

Manager:
Chen-Tse Yang

Accounting Supervisor:
Chang-Chin Yang

GOLD CIRCUIT ELECTRONICS LTD. and its subsidiaries
Consolidated Statements of Changes in Shareholders' Equity
January 1 to December 31, 2025 and 2024

Unit: NTD thousand

		Equity attributable to owners of the Company										
								Other equity items				
		Retained earnings						Exchange differences on translation of foreign financial statements	Unrealized gain/loss on valuation of financial assets at fair value through other comprehensive income	Property revaluation surplus	Treasury stocks	Total shareholders' equity
Code		Capital stock	Advance receipts for capital stock	Additional paid-in capital	Legal reserve	Special reserve	Undistributed earnings					
A1	Balance at January 1, 2024	\$ 4,918,391	\$ -	\$ 2,117,649	\$ 927,568	\$ 475,522	\$ 8,373,552	(\$ 174,014)	(\$ 10,570)	\$ 295,781	(\$ 92,754)	\$ 16,831,125
	Appropriation and distribution of 2023 earnings:											
B1	Legal reserve	-	-	-	349,564	-	(349,564)	-	-	-	-	-
B5	Cash dividends to the Company's shareholders	-	-	-	-	-	(1,721,436)	-	-	-	-	(1,721,436)
	Change in other capital reserves:											
C17	Capital reserve – treasury stock transactions	-	-	18,030	-	-	-	-	-	-	-	18,030
I1	Corporate bond conversion to common shares	4	-	81	-	-	-	-	-	-	-	85
D1	2024 net profit	-	-	-	-	-	5,615,607	-	-	-	-	5,615,607
D3	2024 other comprehensive income after tax	-	-	-	-	-	36,286	532,508	-	-	-	568,794
D5	Total amount of 2024 comprehensive income	-	-	-	-	-	5,651,893	532,508	-	-	-	6,184,401
Z1	Balance as of December 31, 2024	4,918,395	-	2,135,760	1,277,132	475,522	11,954,445	358,494	(10,570)	295,781	(92,754)	21,312,205
	Appropriation and distribution of 2024 earnings:											
B1	Appropriation of legal reserve	-	-	-	565,189	-	(565,189)	-	-	-	-	-
B5	Cash dividends to the Company's shareholders	-	-	-	-	-	(2,951,037)	-	-	-	-	(2,951,037)
	Change in other capital reserves:											
C5	Arising from the equity component – stock warrants recognized upon issuance of convertible bonds	-	-	2,037,339	-	-	-	-	-	-	-	2,037,339
C17	Capital reserve – treasury stock transactions	-	-	30,908	-	-	-	-	-	-	-	30,908
M3	Disposal of investment property	-	-	-	-	-	22,284	-	-	(22,284)	-	-
I1	Corporate bond conversion to common shares	132,905	53,989	3,434,938	-	-	-	-	-	-	-	3,621,832
D1	2025 net profit	-	-	-	-	-	9,606,531	-	-	-	-	9,606,531
D3	2025 other comprehensive income after tax	-	-	-	-	-	(27,994)	(148,625)	-	-	-	(176,619)
D5	Total amount of 2025 comprehensive income	-	-	-	-	-	9,578,537	(148,625)	-	-	-	9,429,912
Z1	Balance as of December 31, 2025	\$ 5,051,300	\$ 53,989	\$ 7,638,945	\$ 1,842,321	\$ 475,522	\$ 18,039,040	\$ 209,869	(\$ 10,570)	\$ 273,497	(\$ 92,754)	\$ 33,481,159

Notes to the consolidated financial reports constitute a part of these financial reports.

Chairman: Chen-Tse Yang

Manager: Chen-Tse Yang

Accounting Supervisor: Chang-Chin Yang

GOLD CIRCUIT ELECTRONICS LTD. and its subsidiaries

Consolidated Statements of Cash Flow

January 1 to December 31, 2025 and 2024

Unit: NTD thousand

Code		2025	2024
	Cash flow from operating activities		
A10000	Net profit before tax for the year	\$14,173,335	\$8,490,402
A20010	Income charges (credits):		
A20300	Expected credit impairment		
	(reversal profit)	(33,691)	(747)
A20100	Depreciation expenditure	1,284,184	1,051,317
A20200	Amortization expenditure	31,871	37,275
A20900	Financial cost	218,330	168,312
A29900	Provision for liabilities	3,151	61,472
A21200	Interest revenue	(273,494)	(246,274)
A21300	Dividend income	(31)	(31)
A23800	Gain (loss) (on price recovery)		
	from inventory devaluation and		
	obsolescence	(72,431)	289,380
A22500	Loss on disposal of property,		
	plant and equipment	62,587	39,253
A22700	Loss on investment property	3,968	-
A20400	Net loss (gain) from financial		
	assets at fair value through		
	profit or loss	(24,188)	73,218
A20400	Net loss (gain) from financial		
	liabilities at fair value through		
	gains or losses	(60,299)	115,049
A24100	Net foreign exchange gain	(673,474)	(184,562)
A24600	Gain from fair value adjustment		
	of investment property	(126,974)	(129,000)
A29900	Net defined benefit liabilities	(25,424)	(24,937)
A30000	Net change in operating assets and		
	liabilities		
A31130	Notes receivable	(15,162)	(1,391)
A31150	Accounts receivable	(13,548,609)	(2,667,534)
A31180	Other receivables	52,574	(231,333)
A31200	Inventory	(1,777,896)	(2,224,666)
A31230	Prepayments	(157,148)	(194,547)
A31240	Other current assets	(37,974)	3,300
A32140	Notes payable	12	(16)
A32150	Accounts payable	2,760,490	2,246,558
A32180	Other payables	2,378,131	988,622
A32230	Other current liabilities	248,304	415
A33000	Cash yielded in business operation	4,390,142	7,659,535
A33200	Interest collected	254,142	245,769
A33500	Income tax paid	(2,385,473)	(2,279,826)
AAAA	Net cash generated by operating		
	activities	<u>2,258,811</u>	<u>5,625,478</u>

(To be continued)

(Continued)

Code		2025	2024
	Cash flow from investing activities		
B00040	Acquisition of financial assets at amortized cost	(261,834)	(47,400)
B00050	Disposal of financial assets measured at amortized cost	-	30,000
B07600	Dividends received	31	31
B02700	Procurement of property, plant and equipment	(6,733,327)	(5,130,922)
B04500	Procurement of intangible assets	(64,203)	(24,265)
B02800	Proceeds from disposal of property, plant and equipment	30,354	14,624
B03800	Increase in refundable deposit	(4,319)	(46,586)
BBBB	Net cash used in investing activities	(7,033,298)	(5,204,518)
	Cash flow from financing activities		
C01200	Issuance of corporate bonds	10,159,093	-
C00100	Increase in short-term loans	12,556,840	3,092,074
C00200	Decrease in short-term loans	(8,052,251)	(2,038,154)
C00500	Increase in short-term notes and bills	178,864	-
C01600	Application for long-term loans	4,419,432	990,000
C01700	Repayment of long-term loans	(3,020,000)	-
C04020	Repayment of lease liability principal	(14,230)	(20,672)
C03000	Collection of guarantee deposits received	34,003	45,442
C05600	Interest paid	(100,379)	(42,380)
C04500	Cash dividends paid	(2,920,129)	(1,703,406)
CCCC	Net cash inflow from financing activities	13,241,243	322,904
DDDD	Impact of change in exchange rate upon cash & cash equivalents	463,151	699,797
EEEE	Net increase in cash and cash equivalents	8,929,907	1,443,661
E00100	Cash and cash equivalents, beginning of year	9,184,576	7,740,915
E00200	Cash and cash equivalents, end of year	\$18,114,483	\$9,184,576

Notes to the consolidated financial reports constitute a part of these financial reports.

Chairman:
Chen-Tse Yang

Manager:
Chen-Tse Yang

Accounting Supervisor:
Chang-Chin Yang

Appendix 1

Articles of Association, Gold Circuit Electronics Ltd.

Amended on May 28, 2025

Chapter I General Provisions

- Article 1: The Company is organized in accordance with the Company Act and is named Gold Circuit Electronics Ltd.
- Article 2: The businesses operated by the Company are as follows:
1. CC01080 Electronic Components Manufacturing.
 2. CC01110 Computer and Peripheral Equipment Manufacturing.
 3. CC01990 Other Electrical Engineering and Electronic Machinery Equipment Manufacturing.
 4. CA04010 Surface Treatments.
 5. F119010 Wholesale of Electronic Materials.
 6. F219010 Retail Sale of Electronic Materials.
 7. F401010 International Trade.
 8. I501010 Product Designing.
 9. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.
- Article 2-1: When necessary, the Company may guarantee the investee enterprises and affiliated enterprises through a resolution of the board meeting.
- Article 2-2: The Company may invest in other businesses through a resolution of the board meeting, and the total amount of all its investments may exceed 40% of the Company's paid-in share capital.
- Article 3: The Company has established a head office in Taoyuan City, Taiwan. If necessary, the board meeting may establish branches at home and abroad.
- Article 4: The Company's announcement method shall be handled in accordance with Article 28 of the Company Act.

Chapter II Shares

- Article 5: The Company's capital is rated at seven billion and five hundred million New Taiwan dollars, divided into seven hundred and fifty million shares, with ten

dollars per share. The board meeting is authorized to issue ordinary shares or special shares in different trenches according to the business needs of the Company.

Forty million shares are reserved within the total capital in the preceding paragraph for the issuance of options, special shares with options, or corporate bonds with options to exercise share options.

Article 5-1: The rights and obligations of the registered type A special shares issued by the Company are as follows:

1. The stock dividends of special shares are set at an annual interest rate of 4% plus or minus 1% calculated based on the actual issue price and is paid once a year in cash. After the annual shareholders' meeting recognizes the statement of final accounts, the board meeting sets the base date for the distribution of the stock dividends of special shares for the payment of the stock dividends of the previous year. The cash dividend of the issuance year is calculated based on the actual number of issuance days in the current year. The issuance date is defined as the base date of capital increase.
2. If there is a surplus in the Company's annual final accounts, it shall first make up for previous years' losses after paying all taxes in accordance with the law and adjustments in accordance with financial accounting standards. If there is a balance, a legal reserve shall be set aside in accordance with the articles of association of the Company, and the payment priority of the remaining balance shall be given to the dividends of type A special shares.
3. If there is no surplus or insufficient surplus for the distribution of the dividends of type A special shares, the undistributed or under-distributed dividends shall be accumulated for priority payment in the subsequent years when there is a surplus. However, when the type A special shares are withdrawn, the Company shall make up for all the accumulated undistributed dividends.
4. Other than receiving fixed-rate dividends, type A special shares shall not participate in the distribution of additional share capital from earnings, additional share capital from the premium of cash capital increase of ordinary shares and cash dividends.

5. On the order of distribution of the remaining assets of the Company, type A special shares have priority over ordinary shares, but the amount of distribution is limited to the issued amount of type A special shares.
6. Shareholders of type A special shares do not have the right to vote or elect in shareholders' meetings, but have the right to be elected as directors or supervisors, and have the right to vote in the shareholders' meetings for type A special shares.
7. When the Company issues new shares in cash, shareholders of type A special shares and ordinary shareholders enjoy the same preference for such new shares.
8. Type A special shares expire after five years from the issuance date, and the holder may apply to convert them into ordinary shares from three months before three years of issuance to two months before the expiration date, and the conversion rate is one type A special share to one ordinary share. However, if type A special shares are converted into ordinary shares before the ex-right (dividend), such ordinary shares cannot participate in the distribution of special dividends for the year of conversion, but may participate in the distribution of earnings for ordinary shares and the distribution of capital reserve. The rights and obligations of ordinary shares after the conversion of type A special shares are the same as those of the ordinary shares originally issued, unless otherwise restricted by laws and regulations.
9. If the type A special shares are not converted after maturity, the Company shall withdraw them based on the actual original issuance price plus special dividends not issued in previous years, with the Company's earnings or the proceeds from the issuance of new shares. The Company accepts the request for selling back of special shares, and shall redeem such special shares in cash at least three months after their expiration. If the Company is unable to withdraw all or part of the issued type A special shares due to objective factors or force majeure, the rights of such type A special shares not yet withdrawn shall continue according to the issuance conditions in the preceding paragraphs until the Company withdraws all of them. The dividends of such outstanding special shares are also calculated at a simple interest

rate based on the original dividend rate and the actual extension period, and the rights of the shareholders of type A special shares shall continue in accordance with the Company's articles of association without any damage.

10. The capital reserve from the issuance of type A special shares at a premium shall not be capitalized.

Article 5-2: The counterparties of the Company's acquisition of treasury stock transfers, employee stock option certificates, new shares issuance and new shares with restricted employee rights, include employees of the controlling or subordinate companies that meet certain conditions. The board meeting shall decide on the specific conditions of the counterparties in accordance with Article 202 of the Company Act.

Article 6: (deleted)

Article 7: The Company's shares are all registered, signed or stamped by the director who represent the Company, and issued after being certified by the competent authority or its approved issuing and registration agency. The shares issued by the Company may be exempted from certificate printing, but shall be registered with the securities central depository.

Article 7-1: The Company's stock affairs shall be handled in accordance with the Company Act and the "Regulations Governing the Administration of Shareholder Services of Public Companies" and other relevant laws and regulations.

Article 8: Shares shall be blocked from transfer registration within 60 days before the general shareholders' meeting, 30 days before the extraordinary shareholders' meeting, or within 5 days before the ex-date of the Company's distribution of dividends, bonus shares or other benefits.

Chapter III Shareholders' Meeting

Article 9: The Company's shareholders' meeting is divided into two types: general shareholders' meeting and extraordinary shareholders' meeting. The general shareholders' meeting is convened once a year and within six months after the end of each fiscal year, and all shareholders shall be notified of the convening of the meeting 30 days in advance; the extraordinary shareholders' meeting shall be convened as necessary, and

all shareholders shall be notified of the convening of the meeting 15 days in advance.

The notice referred to in the preceding paragraph shall specify the date, place and cause of the meeting.

The shareholders' meeting shall be convened by the board of directors unless otherwise provided by the Company Act.

Article 10: A shareholder may appoint a proxy to attend a shareholders' meeting on his/her behalf by signing the power of attorney printed by the Company and stating the scope of powers authorized to the proxy. Other than Article 177 of the Company Act, the method for shareholders to attend by proxy shall be in accordance with the provisions of the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies" promulgated by the competent authority.

Article 11: Unless the shareholder has circumstances stipulated in Article 179 of the Company Act, each share shall have one voting right.

Article 12: Unless otherwise provided by the Company Act or the Company's articles of association, the resolutions of a shareholders' meeting shall be adopted by a majority vote of the shareholders or proxies present, who represent more than half of the total number of the Company's shares.

Article 12-1: The resolutions of the shareholders' meeting of the Company shall be recorded into minutes, signed or stamped by the chairman, and distributed to all shareholders within 20 days after the meeting. The Company Act shall be followed for the distribution of the minutes in the preceding paragraph.

The minutes shall record the year, month, date and place of the meeting, the name of the chairman, the method of resolution, the essentials of the proceedings and the results, and shall be kept permanently during the existence of the Company. The book of signatures of the shareholders attending the meeting and the power of attorney of the proxies attending the meeting shall be kept for at least one year. However, if a lawsuit is filed by a shareholder in accordance with Article 189 of the Company Act, they shall be kept until the end of the lawsuit.

Chapter IV Directors and Supervisors

Article 13: The Company shall have seven to ten directors, who shall be elected by the shareholders' meeting from people with capacity for conduct. The term of office is three years, and re-election is allowed.

The director seats shall include not less than two for independent directors, and the independent director seats shall not be less than one-fifth of the director seats.

The candidate nomination system, as stipulated in Article 192-1 of the Company Act, is adopted for the election of directors. The implementation of the system shall be handled in accordance with the Company Act, the Securities and Exchange Act and other relevant laws and regulations.

The total number of registered shares of the Company held by all directors shall not be less than the percentage required by the competent authority in accordance with laws.

If the chairman and president or any other equivalents of a listed company are the same person, or a spouse or relative within first degree of kinship with each other, the number of independent directors shall not be less than four, and more than half of the directors shall not concurrently serve as employees or managerial officers.

Article 14: The Board of Directors shall be organized by the directors. The Chairman of the Board shall be elected from among the directors by a majority vote at a meeting attended by more than two-thirds of the directors. A deputy chairman may also be appointed. The Chairman of the Board of Directors shall carry out all the affairs of the Company in accordance with the laws and regulations, the articles of association, and the resolutions of the shareholders' meeting and the board meeting.

Article 15: The board meeting shall be convened by the chairman of the board. The chairman of the board shall be the chairman of the meeting. When the chairman is on leave or unable to perform his duties for some reason, the deputy chairman shall act as his proxy. If there is no deputy chairman, or the deputy chairman is also on leave or unable to perform his duties for some reason, the chairman shall appoint a person as the deputy. If the chairman does not appoint a deputy, the directors shall elect one among themselves as the deputy. If the board meeting is held via video conferencing, the directors attending the meeting via video conferencing shall be deemed to

attend the meeting in person. If a director is unable to attend for some reason, he/she may issue a power of attorney specifying the scope of authorization and entrust another director to attend on his/her behalf. All directors of the Company shall be informed of the convening of the board meeting seven days before the meeting. However, a meeting may be called at any time in case of emergency.

The reason for the meeting shall be stated in the meeting notice referred to in the preceding paragraph, and the meeting notice shall be delivered in writing, e-mail or fax.

Article 15-1: The resolutions of the board meeting shall be made into minutes signed or stamped by the chairman, and shall be handled in accordance with Article 207 of the Company Act.

Article 15-2: An audit committee is set up under the board of directors of the Company in accordance with Article 14-4 of the Securities and Exchange Act, and is composed of all independent directors. The first term of the audit committee took office on the day when the independent directors were elected by the shareholders' meeting in 2017.

The exercise of powers of the audit committee and its members and related matters shall be handled in accordance with relevant laws and regulations, and shall be separately formulated by the board of directors.

Article 15-3: When a director's term of office expires and there is not sufficient time for a re-election, his execution of duties shall be extended until the re-elected director takes office.

Article 15-4: When the vacancy of directors reaches one-third or all members of the audit committee are dismissed, the board of directors shall convene an extraordinary shareholders' meeting for a by-election within 60 days from the date of the fact. The term is limited to the original term of the directors.

Article 15-5: For the effectiveness of the resolution of the board meeting, unless otherwise stipulated by the Company Act, the meeting shall be attended by more than half of the directors and the proposal shall be approved by more than half of the directors present. If a director is unable to attend the meeting for some reason, a power of attorney listing the scope of authorization for the reasons for convening shall be issued to entrust another director to attend as an agent, but one director may only entrust one agent.

Article 16: The board meeting is authorized to determine the remuneration of all directors according to the standards of the industry.

Chapter V Managers

Article 17: The Company may have one president and several vice presidents. The dismissal, appointment and remuneration shall be handled in accordance with Article 29 of the Company Act.

Chapter VI Accounting

Article 18: The Company's fiscal year starts from January 1st to December 31st every year. At the end of each fiscal year, the board of directors shall compile the following books and lists, and send them to the shareholders' meeting for recognition in accordance with the legal procedures.

- I. Business report.
- II. Financial statements.
- III. Proposals for earnings distribution or loss compensation.

Article 19: (deleted)

Article 20: If the Company makes a profit in the year, it shall allocate 5% to 10% as employees' remuneration, with at least 10% of this amount designated for grassroots employees. This remuneration shall be distributed in stock or cash by resolution of the board meeting, and the recipients shall include employees of subordinate companies that meet certain conditions. The Company may allocate no more than 1% of the profit amount above as directors' remuneration, by resolution of the board meeting. The distribution of employees' remuneration and directors' remuneration shall be reported to the shareholders' meeting.

However, when the Company still has a cumulative loss, it shall reserve the compensation amount in advance, and then allocate employees' remuneration and directors' remuneration according to the proportion in the preceding paragraph.

Article 20-1: If there is a surplus in the Company's annual final accounts, the Company shall first pay taxes and make up for the cumulative loss over the years, and then allocate 10% as the legal reserve and make a provision for or reverse the special reserve in accordance with the law or regulations of the

competent authority. If there is still a surplus, the balance shall be added to the accumulated undistributed earnings of the previous year for distribution upon resolution in accordance with the Paragraph 2 of this article and Article 18 after the board of directors puts aside an appropriate amount depending on the operating status.

The Company authorizes the board of directors to pay dividends and bonuses, capital reserve or legal reserve in whole or in part in cash, with the presence of at least two-thirds of the directors and a resolution by a majority of the directors present. The resolution shall be reported to the shareholders' meeting.

When the Company sets aside special surplus reserves in accordance with the law, a special surplus reserve of the same amount shall be set aside from the undistributed earnings of the previous period before the surplus is distributed if the amount is insufficient for "the net increase in the fair value of investment property accumulated in the previous period" and "the net decrease in other equity accumulated in the previous period."

If there is still an insufficient amount, another provision shall be made from the net profit after tax of the current period plus the amount of the items other than such net profit that are calculated in the undistributed surplus of the current period.

Article 20-2: In the Company's dividend policy, consideration shall be given to the Company's mid and long term operational growth and investment plan, and the board of directors shall draw up a profit distribution plan while taking into account the goal of a sound financial structure. The decision on the distribution of stock or cash dividend shall be made appropriately depending on the Company's future capital needs and the degree of equity dilution. The cash dividend shall not be less than 10% of the total amount of distribution of the current year.

Chapter VII Supplementary Provisions

Article 21: Matters not stipulated in the Articles of Association shall be handled in accordance with the provisions of the Company Act.

Article 22: The Articles of Association was established on August 10, 1981.
The first revision was made on August 21, 1981.

The second revision was made on September 11, 1981.
The third revision was made on March 16, 1983.
The fourth revision was made on May 26, 1983.
The fifth revision was made on May 30, 1984.
The sixth revision was made on February 10, 1985.
The seventh revision was made on June 30, 1987.
The eighth revision was made on September 14, 1988.
The ninth revision was made on August 20, 1989.
The tenth revision was made on December 5, 1989.
The eleventh revision was made on June 14, 1990.
The twelfth revision was made on September 3, 1990.
The thirteenth revision was made on October 6, 1990.
The fourteenth revision was made on May 4, 1991.
The fifteenth revision was made on May 10, 1993.
The sixteenth revision was made on May 6, 1996.
The seventeenth revision was made on September 2, 1996.
The eighteenth revision was made on May 2, 1997.
The nineteenth revision was made on December 16, 1997.
The twentieth revision was made on April 15, 1998.
The twenty first revision was made on May 28, 1999.
The twenty second revision was made on May 18, 2000.
The twenty third revision was made on May 22, 2001.
The twenty fourth revision was made on May 22, 2001.
The twenty fifth revision was made on June 18, 2002.
The twenty sixth revision was made on June 27, 2003.
The twenty seventh revision was made on June 10, 2005.
The twenty eighth revision was made on June 9, 2006.
The twenty ninth revision was made on June 13, 2010.
The thirtieth revision was made on June 10, 2009.
The thirty first revision was made June 17, 2010.
The thirty second revision was made on June 15, 2011.
The thirty third revision was made on June 19, 2012.
The thirty fourth revision was made on June 25, 2014.
The thirty fifth revision was made on June 14, 2016.

The thirty sixth revision was made on June 12, 2017.

The thirty seventh revision was made on June 14, 2019.

The thirty eighth revision was made on July 20, 2021.

The thirty ninth revision was made on June 8, 2022.

The fortieth revision was made on May 28, 2025.

The Articles of Association takes effect from the date of resolution of the shareholders' meeting, and the same shall apply to the amendments.

GOLD CIRCUIT ELECTRONICS LTD.

Chairman: Chen-Tse Yang

Appendix 2

GOLD CIRCUIT ELECTRONICS LTD. Rules of Procedure for Shareholders' Meetings

Article 1 In order to establish a good governance system for the shareholders' meeting of the Company, improve the supervision function and strengthen the management function, these Rules have been formulated in accordance with Article 5 of the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.

Article 2 The shareholders' meeting of the Company shall be conducted in accordance with these rules of procedure unless otherwise provided in laws and regulations or the articles of association.

Article 3 The shareholders' meeting of the Company shall be convened by the board of directors unless otherwise provided in laws and regulations.

The Company shall, 30 days before the general shareholders' meeting or 15 days before the extraordinary shareholders' meeting, submit the notice of the shareholders' meeting, the form for the power of attorney, and the contents and explanations of relevant motions for approval, matters for discussion, election or dismissal of directors, etc. and make them into an electronic file and send it to the MOPS. 21 days before the general shareholders' meeting or 15 days before the extraordinary shareholders' meeting, the meeting handbook and supplementary materials of the meeting shall be prepared and sent to the MOPS. 15 days before the shareholders' meeting, the handbook of the current shareholders' meeting and supplementary materials of the meeting shall be prepared for the request by shareholders at any time, displayed at the Company and the professional stock agency appointed by the Company, and distributed at the shareholders' meeting.

The reason for convening the meeting shall be specified in the notice and announcement. If the consent of the parties involved is received, the notice and announcement may be given by electronic means.

Election or dismissal of directors, changes to the articles of association, company dissolution, merger, division, or any circumstance in paragraph 1, Article 185 of the Company Act, Articles 26-1 and 43-6 of the Securities and

Exchange Act shall be listed and explained in the reason for the convening, and shall not be proposed via an extraordinary motion.

Shareholders who hold more than one percent of the total number of shares in issue may submit a proposal to the Company's general shareholders' meeting. However, the proposal is limited to one item, and any proposal with more than one item shall not be included in the proposal. In addition, the board of directors may not include the proposal if the shareholder's proposal has any of the conditions in paragraph 4, Article 172-1 of the Company Act.

The Company shall announce the acceptance of shareholders' proposals, the acceptance location and the acceptance period before the book-closing date for the general shareholders' meeting; the acceptance period shall not be less than 10 days.

A proposal by a shareholder shall be limited to 300 characters, and anything exceeding 300 characters shall not be included in the proposal; the proposing shareholder shall attend the general shareholders' meeting in person or entrust another person to attend, and participate in the discussion of the proposal.

The Company shall notify the proposing shareholder of the result of the decision before the notice day of the shareholders' meeting, and list the proposals that conform to the provisions of this article in the meeting notice. For shareholder proposals that are not included, the board of directors shall explain the reasons for not being included at the shareholders' meeting.

Article 4

At each shareholders' meeting, the shareholder may issue a power of attorney in the format prescribed by the Company specifying the scope of authorization, and appoint a proxy to attend the meeting.

Each shareholder is limited to issuing one power of attorney and entrusting one person. The power of attorney shall be delivered to the Company five days before the shareholders' meeting. If the power of attorney is repeated, the first one that is delivered shall prevail. However, this does not apply to those which declare to revoke the previous entrustment.

After the power of attorney is delivered to the Company, shareholders who wish to attend the shareholders' meeting in person shall give the Company a written notice of the cancellation of the entrustment at least two days

before the shareholders' meeting; if the cancellation is overdue, the voting rights of the entrusted proxy shall prevail.

Article 5 The shareholders' meeting shall be held at the location of the Company or at a place convenient for shareholders to attend and suitable for the shareholders' meeting. The meeting start time shall be between 9 am and 3 pm, and the independent directors' opinions shall be fully considered for the meeting place and time.

Article 6 The Company shall furnish the attending shareholders and their proxies (collectively called "shareholders") with an attendance book to sign in, or the attending shareholders may hand in the sign-in card in lieu of signing in. The Company shall deliver the meeting handbook, annual report, attendance certificate, speech slip, voting ballots and other meeting materials

to shareholders attending the shareholders' meeting; if there is an election of directors, additional election ballots shall be attached.

The shareholder shall present the attendance certificate, sign-in card or other attendance documents to attend the shareholders' meeting. The solicitor of the power of attorney shall bring identification documents for verification.

When the government or a legal person is a shareholder, the number of its representatives present at the shareholders' meeting is not limited to one. When a legal person is entrusted to attend the shareholders' meeting, only one representative may be appointed to attend.

Article 7 If the shareholders' meeting is convened by the board of directors, the chairman shall preside over the meeting. When the chairman is on leave or unable to perform his duties for some reason, the vice chairman shall act as his proxy. When there is no vice chairman or the vice chairman is also on leave or unable to perform his duties for some reason, the chairman shall appoint a standing director to act as his proxy. If the chairman does not appoint a proxy, the standing directors or directors shall elect one among themselves as the proxy.

For the shareholders' meeting convened by the board of directors, more than half of the members of the board of directors shall attend the meeting.

If the shareholders' meeting is convened by a person with the power to convene other than a member of the board of directors, the convener shall be the chairman of the meeting. If there are two or more conveners, one of them shall be elected to be the chairman.

The Company may appoint its designated lawyers, accountants or related personnel to attend the shareholders' meeting as non-voting delegates.

Article 8 The Company shall audio or video record the entire process of the shareholders' meeting, and the recording shall be kept for at least one year. However, if a shareholder initiates a lawsuit in accordance with Article 189 of the Company Act, the recording shall be kept until the end of the lawsuit.

Article 9 Attendance at shareholders' meetings shall be calculated based on the number of shares. The number of attending shares is calculated based on the number of shares represented on the sign-in cards from the attending shareholders or the shareholders' proxies, plus the number of shares of shareholders exercising their voting rights in writing or electronically.

The chairman shall call the meeting to order at the specified meeting time. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chairman may announce a meeting postponement, provided that the number of such postponements is no more than two, and the total time no more than one hour. If the attending shareholders still do not represent one third of the total number of issued shares after two postponements, the chairman shall declare the meeting aborted.

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

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

Article 10 If a shareholders' meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors, and the meeting shall proceed in the order set in the agenda which may not be changed without a resolution of the shareholders' meeting.

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

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

The chairman shall allow ample opportunities during the meeting for explanation and discussion of motions and their amendments or extraordinary motions put forward by the shareholders; when the chairman is of the opinion that a motion has been discussed sufficiently for voting, the chairman may announce a cessation of the discussion and call for a vote.

Article 11 Before speaking, an attending shareholder shall specify on the speaker's slip his/her shareholder account number (or attendance certificate number) and account name. The order in which shareholders speak shall be set by the chairman.

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

Without the consent of the chairman, each shareholder who speaks on the same motion shall not speak more than twice, and the speech each time shall not exceed five minutes. If the shareholder's speech violates the rules above or exceeds the scope of the agenda item, the chairman may terminate the speech.

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

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

An attending shareholder has spoken, the chairman may respond in person or direct relevant personnel to respond.

Article 12 The voting at the shareholders' meeting shall be based on the number of shares.

The shares held by shareholders with no voting right shall not be counted in the total number of issued shares while adopting a resolution at the shareholders' meeting.

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

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

Except for trust enterprises or stock agencies approved by the competent authority, when a person who acts as the proxy for two or more shareholders, the number of voting rights represented by him/her shall not exceed 3% of the total number of voting rights of the shares issued by the Company, otherwise the portion of excessive voting rights shall not be counted.

Article 13 Except in the circumstances otherwise provided for in Paragraph 2, Article 179 of the Company Act, a shareholder shall have one voting right in respect of each share in his/her/its possession.

When the Company convenes a shareholders' meeting, it may adopt a written method or electronic means for the exercise of voting rights (for the Company that shall adopt electronic voting in accordance with the proviso

to paragraph 1 of Article 177-1 of the Company Act, when the Company holds a shareholders' meeting, it shall adopt electronic voting and may have voting rights exercised in writing). When the voting right is exercised in writing or electronically, the exercise method shall be stated in the meeting notice. Shareholders who exercise voting rights in writing or electronically are deemed to have attended the shareholders' meeting in person. However, the exercise of voting rights for extraordinary motions and amendments to the original motions of the shareholders' meeting shall be abstained; therefore, the Company shall avoid proposing extraordinary motions and amendments to the original motions.

When the voting right is exercised in writing or electronically, the expression of intention shall be delivered to the Company two days before the shareholders' meeting. If the expression of intention is repeated, the first one that is delivered shall prevail. However, this does not apply to those which declare to revoke the previous expression of opinions.

After shareholders have exercised their voting rights in writing or electronically, if they wish to attend the shareholders' meeting in person, they shall revoke their expression of intention to exercise the voting rights mentioned in the preceding paragraph two days before the shareholders' meeting, otherwise the voting rights exercised in writing or electronically shall prevail for late revocation. If voting rights are exercised in writing or electronically and a proxy is entrusted to attend the shareholders' meeting with a power of attorney, the voting rights exercised by the entrusted proxy shall prevail.

The voting of the motion shall be passed with the approval of a majority of the voting rights of the shareholders present, unless otherwise stipulated in the Company Act and the articles of association of the Company. On the day after the shareholders' meeting, the results of shareholders' approval, opposition and abstention shall be entered into the MOPS.

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

Vote scrutinizing and counting personnel for the voting on a motion shall be appointed by the chairman, provided that all the scrutinizing personnel shall be shareholders of the Company.

Vote counting shall be conducted in public at the place of the shareholders' meeting. The results of the voting shall be announced on-site at the meeting, and a record be made for the voting results.

Article 14 The election of directors or supervisors at the shareholders' meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least one year. However, if a shareholder initiates a lawsuit in accordance with Article 189 of the Company Act, the recording shall be kept until the end of the lawsuit.

Article 15 The resolutions of the shareholders' meeting of the Company shall be recorded into minutes, signed or stamped by the chairman, and distributed to all shareholders within 20 days after the meeting. The preparation and distribution of meeting minutes may be done electronically.

For the distribution of the minutes of the preceding paragraph, the Company may enter the minutes into the MOPS for public announcement.

The minutes shall record the year, month, day, venue, name of the chairman, resolution method, key points of the proceedings and voting results of the meeting. The minutes shall be kept permanently during the existence of the Company.

Article 16 The number of shares represented by solicitors and shareholders' proxies shall be clearly disclosed in a statistical table prepared in the prescribed format on the day of the shareholders' meeting.

If there is any material information on the resolution of the shareholders' meeting that is required by laws and regulations or by the Taiwan Stock Exchange Corporation (or the Taipei Exchange), the Company shall transmit the content to the MOP before the specified deadline.

Article 17 Staff handling administrative affairs of the shareholders' meeting shall wear

identification cards or arm bands.

The chairman may direct the proctors or security personnel to help maintain order at the meeting place. The proctors or security personnel shall wear arm bands with the word “proctor” or identification cards when maintaining order at the meeting place.

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

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

Article 18 When a meeting is in progress, the chairman may announce a break based on time considerations. If a force majeure event occurs, the chairman may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.

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

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

Article 19 These Rules shall be implemented after being approved by the shareholders' meeting, and the same shall apply to the amendments.

Appendix 3

Shareholding status of the Company's directors

Book-closing date of share transfer: March 31, 2026

Job title	Name	Appointment date	Shareholding ratio when elected		Shareholding ratio on the book-closing date	
			Number of shares	% of the issued shares at that time	Number of shares	% of the issued shares at that time
Chairman	Chen-Tse Yang	2024.05.30	17,653,216	3.59%	17,893,216	3.46%
Director	Chang-Chih Yang	2024.05.30	96,622,217	19.65%	96,622,217	18.69%
Director	Chang-Chin Yang	2024.05.30	2,652,400	0.54%	2,350,400	0.45%
Director	Chen-Jung Yang	2024.05.30	6,442,150	1.31%	6,442,150	1.25%
Director	Lien-Mei Lin	2024.05.30	154,304	0.03%	154,304	0.03%
Director	King Hsiang Investment Co., Ltd. Representative: Jung-Tung Tsai	2024.05.30	5,151,375	1.05%	5,151,375	1.00%
Independent Director	Shih-Chi Chen	2024.05.30	0	0.00%	0	0.00%
Independent Director	Hung-Hsin Ling	2024.05.30	0	0.00%	0	0.00%
Independent Director	Ta-Ling Hu	2024.05.30	0	0.00%	0	0.00%
Independent Director	Wen-dong Liu	2024.05.30	0	0.00%	0	0.00%
Number of shares held by all directors			128,675,662		128,675,662	

Total shares issued as of May 30, 2024: 491,839,505 shares

Total shares issued as of March 31, 2026: 517,016,714 shares

Remarks:

As required by law, the number of shares held by all directors of the Company is 16,544,534 shares. As of March 30, 2025, all directors hold 128,613,662 shares.

The Company has set up an audit committee, so there is no applicability of the number of shares that supervisors should hold.

- Shares held by independent directors are not included in the number of shares held by directors