



Stock Code: 3027

Billion Electric Co. Ltd. 2026 Annual Shareholders' Meeting Meeting Handbook

Meeting form: Physical shareholders' meeting

Meeting time: 9:00 A.M. Thursday, May 21, 2026

Meeting place: Floor 8, No. 192 Section 2, Zhongxing Road,
Xindian District, New Taipei City

Table of Contents

I. Meeting Agenda.....	1
II. Report Matters.....	2
III. Matters for Approval.....	5
IV. Extemporaneous Motions.....	6
V. Attachments	
1. 2025 Business Report.....	7
2. 2025 Audit Committee's Review Report.....	10
3. 2025 Director Remuneration.....	11
4. 2025 Independent Auditors' Report and Financial Statements (including consolidated financial statements).....	13
5. 2025 Statement of Deficit Offset.....	32
VI. Appendices	
1. Rules of Procedure for Shareholders Meetings	33
2. Articles of Incorporation.....	41
3. Director Shareholdings.....	47
4. Other Matters for Explanation.....	48

Billion Electric Co., Ltd.

2025 Annual Shareholders' Meeting

Procedures

I. Call the Meeting to Order

II. Chairperson Remarks

III. Report Matters

IV. Matters for Approval

V. Extemporaneous Motions

VI. Adjournment

[Meeting Agenda]

Billion Electric Co., Ltd.

2026 Annual Shareholders' Meeting Agenda

Meeting Date: 9:00 a.m. on May 21, 2026 (Thursday)

Meeting Location: 8F, No. 192, Section 2, Zhongxing Road, Xindian District, New Taipei City

Meeting Procedures:

1. Call the Meeting to Order

2. Chairperson Remarks

3. Report Matters

- (1) 2025 Business Report
- (2) Audit Committee's Review Report on the 2025 Final Accounts and
- (3) Statements
- (4) Purchase of treasury share Implementation Status Report
Report on Remuneration Paid to Directors for 2025

IV. Matters for Approval

- (1) 2025 Business Report and Financial Statements
- (2) Proposal for Offsetting of Deficit for 2025

5. Extemporaneous Motions

VI. Adjournment

【Report Matters】

Proposal 1

Subject: 2025 Business Report

Explanation: For the Company's 2025 Business Report, please refer to Attachment 1 on pages 7-9 of this handbook.

Proposal 2

Subject: Audit Committee's Review Report on the 2025 Final Accounts and Statements

Explanation:

1. The Company's 2025 final accounts and statements have been approved by a resolution of the Board of Directors, reviewed by the Audit Committee which has issued a review report, and audited and certified by CPAs KPMG Kou, Hui-Chih and Kuo, Hsin-Yi.
2. The Audit Committee is respectfully requested to read the review report; please refer to Attachment 2 on page 10 of this Handbook.

Proposal 3

Subject: Purchase of treasury shareImplementation Status Report

Explanation: Purchase of treasury shareImplementation status is as follows

Buyback period	109/12/29-110/02/01	110/6/22-110/8/9	111/08/10-111/09/28
1. Number of shares repurchased:	1,200,000 shares	800,000 shares	168,000 shares
2. Total repurchase amount:	NTD 22,822,074	NTD 18,492,041	NTD 3,181,498
3. Average buyback price per share:	NT\$19.02	NT\$23.12	NT\$18.94
4. Cumulative number of the Company's shares held:	1,200,000 shares	2,000,000 shares	1,191,000 shares
5. Cumulative treasury shares held as a percentage of the Company's total shares:	1.21%	2.02%	1.202%
6. Purpose of repurchase:	Transfer to employees	Transfer to employees	Transfer to employees
7. Implementation status:	(1) Transfer of 962,000 shares to employees on September 30, 2021 (2) Transfer of 15,000 shares to	Not yet transferred	(1) Transfer of 20,000 shares to employees on March 27, 2026

Buyback period	109/12/29- 110/02/01	110/6/22-110/8/9	111/08/10- 111/09/28
	employees on September 22, 2022 (3) Transfer of 25,000 shares to employees on March 17, 2023 (4) Transfer of 20,000 shares to employees on December 8, 2023 (5) Transfer of 20,000 shares to employees on March 19, 2025 (6) Cancellation on March 26, 2026 158,000 shares		
	Remaining shares: 0 shares	Cumulative remaining shares: 800,000 shares	Cumulative remaining shares: 948,000 shares

Proposal 4

Subject: Report on Remuneration Paid to Directors for 2025

Explanation: 1.The remuneration of directors of the Company for 2025 is NTD 0.
2.Regarding the remuneration received by directors, including the remuneration policy and the content and amount of individual remuneration, please refer to Attachment 3 on page 11-12 of this Handbook.

[Matters for Approval]

Proposal 1 (Proposed by the Board of Directors)

Subject: 2025 Business Report and Financial Statements, submitted for approval.

Explanation: 1. The 2025 Business Report and Financial Statements (including Consolidated Financial Statements) have been approved by the Board of Directors and reviewed by the Audit Committee, which has issued a review report. The Financial Statements have also been audited and certified by CPAs KPMG Hui-Chih Kou and Hsin-Yi Kuo. These are hereby submitted for approval.

2. For the aforementioned Independent Auditors' Report, financial statements, and business report, please refer to Attachment 1 on pages 7-9 and Attachment 4 on pages 13-31 of this Handbook.

Resolution:

Proposal 2 (Proposed by the Board of Directors)

Subject: Proposal for Offsetting of Deficit for 2025, submitted for approval.

Explanation: 1. The Company's beginning Unappropriated retained earnings was NT\$47,619,767 (NT\$ hereinafter). For 2025, actuarial gains on defined benefit plans were credited to Retained earnings in the amount of NT\$5,835,210, and the disposal of equity instruments measured at fair value through Other comprehensive income was credited to Retained earnings in the amount of NT\$4,124,719. The net loss after tax for 2025 was NTD 121,397,671, resulting in a total Unappropriated accumulated deficit for the year of NT\$63,817,975. Therefore, no earnings will be distributed for 2025.

2. For the 2025 Statement of Deficit Offset, please refer to Attachment 5 on page 32 of this Handbook.

【Extemporaneous Motions】

【Adjournment】

Billion Electric Co., Ltd.

2025 Business Report

We would like to thank all shareholders for your long-term support and patronage of Billion Electric (hereinafter referred to as the "Company"). Looking back at 2025, although the global economy faced challenges from geopolitics and supply chain restructuring, the major trend of energy transition remained firmly established. The Company has steadfastly executed its "green energy Transformation" strategy, not only completing a structural adjustment of its revenue profile with the green energy business as its core, but also successfully transforming from an "equipment supplier" into a comprehensive "one-stop green power procurement and energy management service provider" by deepening alliances with strategic partners.

The operating results of the Company for 2025 and the operating outlook for 2026 are hereby reported to all shareholders as follows:

1. 2025 Operating Results

1. Operational Results and Financial Performance

2025 is a critical year for the qualitative change in the operating structure of Billion. Annual consolidated revenue was approximately NTD 2.108 billion, representing a growth of approximately 4.18% compared to 2024. Although the communications business experienced slight fluctuations due to global inventory destocking, the green energy Business Group performed steadily, accounting for 78.85% of revenue and becoming the primary engine driving the Company's growth.

- green energy Business (Green Energy): Benefiting from the advancement of domestic energy policies and corporate RE100 demand, Energy Storage System construction and O&M have developed steadily. In 2025, new revenue was generated from behind-the-meter (BTM) industrial and commercial energy storage (the inaugural year for BTM), successfully penetrating the supply chains of high energy-consuming industries such as semiconductors and textiles.
- power Business (Switching Power Supplies): Continuing to focus on high-gross-margin niche markets, including industrial, commercial, and information security equipment, providing high-reliability, high-durability, and highly customized products for industrial and outdoor applications power (such as industrial PCs, gaming laptops, digital signage, and treadmills).
- Profit and Asset Optimization: To implement financial transparency and asset Quality, the Company prudently evaluated and recognized asset impairment in 2025 in accordance with International Accounting Standards (IAS) (IAS 36). Although this move affects book profit in the short term, it facilitates asset-light operations and renders the future profit structure more solid and healthy.

2. Key Strategic Achievements of the Year

- Deepening the green energy layout and initiating a full ownership plan: To integrate group resources and enhance decision-making efficiency, the Company initiated a plan in 2025 to acquire the remaining equity of its subsidiary "Billion Watts Technologies" (which became wholly owned by the end of 2025). This move will maximize the Group's vertical integration benefits in photovoltaics, energy storage, and charging piles, and allow for full recognition of the profits from the green energy business.
- Strong alliance to expand energy services: Established a joint venture, "Relocate Energy," with a subsidiary of Sino-American Silicon Products Inc. (SAS), combining the advantages of both parties in capital, technology, and channels to provide one-stop green power procurement and energy management services, enhancing the market penetration of Billion in the high-end industrial energy management market.
- Expanding into the "orphan power plant" and third-party energy storage O&M markets: Billion Watts is actively utilizing its Expertise capabilities to undertake O&M for sites not built in-house, thereby expanding its market share base. In 2025, energy storage O&M revenue grew by nearly 50%, with a total of 33 energy storage O&M sites (303.84MW/807.77MWh), and the E-Dreg O&M market share reached 20%.
- Gains in overseas markets: Initial results have been achieved in the layout of the Australian solar-plus-storage market, with the completion of sub-5MW solar-plus-storage standard project templates. The development of project sites and the sale and service of system integration continue, which is expected to become a new revenue growth driver in 2026.
- Product Innovation: Launched the self-owned brand industrial and commercial all-in-one energy storage system (Fusio Nex), integrating liquid cooling technology and intelligent EMS systems, which not only enhances safety but also assists customers in achieving peak load shaving and demand response, ensuring the safe and stable operation of energy storage projects.

II. 2026 Operating Outlook and Strategy

Looking ahead to 2026, as the demand for AI computing power drives upgrades to power infrastructure and as Taiwan's "Second Energy Transition" policy is promoted, Billion will seize the dual opportunities of "policy dividends" and "inelastic demand," focusing on the following three main pillars of development:

1. Expand market share in behind-the-meter energy storage and microgrids

With the fluctuation of electricity prices and the significant increase in pressure on enterprises to reduce carbon emissions, industrial and commercial behind-the-meter energy storage will enter a growth period. We will leverage the distribution channel advantages from our cooperation with Sino-American Silicon Products Inc. to rapidly replicate standardized and modularized energy storage solutions across more high-energy-consuming industries (such as hotels, department stores, and manufacturing),

and promote diversified business models (such as leasing and profit-sharing) to lower the entry barriers for customers, expand microgrid market share, and create long-term stable cash flows.

2.2. Overseas expansion to bear fruit

Australia and Japan are the twin engines of our overseas expansion.

- Australia: Accelerate the grid connection and commercial operation of existing solar-plus-storage projects, and continue to develop new project sources, with the goal of building Australia into a second home market.
- Japan: Completed grid connection and system integration, focusing on the sale of C&I (Commercial & Industrial) energy storage equipment for small and medium-sized enterprises, and introducing local assembly and O&M.

3. Technological Upgrades and ESG Sustainable Operations

We will continue to invest in research and development to strengthen the AI prediction capabilities of our energy management systems (EMS) for energy storage and to enhance the precision of power dispatching. At the same time, we persist in implementing our ESG commitments, not only assisting customers in carbon reduction, but also dedicating internal efforts to green supply chain management and the enhancement of corporate governance evaluations, creating sustainable value for shareholders.

Conclusion

Facing the wave of energy transition, Billion is prepared. The asset optimization and organizational restructuring in 2025 are intended to build momentum for future growth; in 2026, with the full incorporation of Billion Watts Technologies as a wholly-owned subsidiary and the revenue contribution from overseas projects, Management Team will go all out to pursue excellence in performance and share the fruitful results of the green economy with you. Once again, we thank all shareholders for your trust and support.

Chairman:

Manager:

Accounting

Officer:

Billion Electric Co., Ltd.

Audit Committee's Review Report

The Board of Directors has prepared and submitted the Company's 2025 Business Report, financial statements (including consolidated financial statements), and proposal for offsetting of deficit. The financial statements (including consolidated financial statements) were subsequently audited by PMG, as appointed by the Board of Directors, and an audit report was issued.

The aforementioned Business Report, Financial Statements (including consolidated Financial Statements), and earnings distribution proposal have been audited by this Audit Committee and found to be in order. Accordingly, we have prepared this report in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act and hereby submit it for your view.

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the Company's 2026 Annual Shareholders' Meeting

Billion Electric Co., Ltd.

Audit Committee

Convener:

M a r c h 1 2 , 2 0 2 6

Director Remuneration for 2025

Unit: NTD ONE THOUSAND; %

Position	Name	Directors' Remuneration						Ratio of the total amount of the four items A, B, C, and D to net income after tax		Remuneration received by directors also serving as employees						Ratio of the total amount of items A, B, C, D, E, F, and G to net income after tax		Whether remuneration was received from invested enterprises other than subsidiaries			
		Remuneration (A) (Note 2)		Retirement pension (B)		Remuneration of Directors (C) (Note 3)		Business execution expenses (D) (Note 4)		Salary, bonus, and special allowances, etc. (E)		Retirement pension (F)		Employee compensation (G)					The Company	All companies in the financial report	All companies in the financial report
		The Company	All companies in the financial report	The Company	All companies in the financial report	The Company	All companies in the financial report	The Company	All companies in the financial report	Cash amount	Share amount	Cash amount	Share amount								
Director	Sino-American Silicon Products Inc. representative: Chen-Chien-Chien	1,658	1,658	0	0	0	0	40	40	0	0	0	0	0	0	0	0	-1.40	-1.40	0	
Director	Chang Shih Mei	120	120	0	0	0	0	40	40	3,457	0	0	0	0	0	0	0	-0.13	-2.98	0	
Director	Weng Shieh Hsien	120	120	0	0	0	0	40	40	0	0	0	0	0	0	0	0	-0.13	-0.13	0	
Director	Hung Yu-Chang	120	120	0	0	0	0	40	40	0	0	0	0	0	0	0	0	-0.13	-0.13	0	
Director	Chien Ming Hui	73	73	0	0	0	0	20	20	0	0	0	0	0	0	0	0	-0.13	-0.13	0	
Director	Yang Ting Co., Ltd. representative: Chen Chun-Yi	73	73	0	0	0	0	20	20	0	2,828	0	0	0	217	0	0	-0.15	-2.66	0	
Independent Director	Chen Yun-Yen	360	360	0	0	0	0	45	45	0	0	0	0	0	0	0	0	-0.33	-0.33	0	
Independent Director	Cheng Chuan-Yuan	360	360	0	0	0	0	45	45	0	0	0	0	0	0	0	0	-0.33	-0.33	0	

Position	Name	Directors' Remuneration					Ratio of the total amount of the four items A, B, C, and D to net income after tax		Remuneration received by directors also serving as employees				Ratio of the total amount of items A, B, C, D, E, F, and G to net income after tax		Whether remuneration was received from invested enterprises other than subsidiaries		
		Remuneration (A) (Note 2)		Retirement pension (B)		Remuneration of Directors (C) (Note 3)		Business execution expenses (D) (Note 4)		Salary, bonus, and special allowances, etc. (E)		Retirement pension (F)		Employee compensation (G)			
		The Company	All companies in the financial report	The Company	All companies in the financial report	The Company	All companies in the financial report	The Company	All companies in the financial report	The Company	All companies in the financial report	Cash amount	Share amount	The Company		All companies in the financial report	
Independent Director	Chen Shih-Chieh	360	360	0	0	0	45	45	-0.33	0	0	0	0	0	-0.33	-0.33	0
Note 1	The Company's remuneration policy, system, standards, and structure, with an explanation of the correlation between the amount of remuneration paid and factors such as responsibilities, risks, and time invested: 1. Pursuant to the Articles of Incorporation of the Company, the remuneration of the directors of the Company shall be determined by the Board of Directors based on their degree of participation in and the value of their contribution to the Company's operations, as well as with reference to domestic and international industry standards. 2. It is also clearly stipulated in Articles of Incorporation that no more than 3% of the annual profit shall be appropriated as remuneration for directors. In accordance with the provisions of the Company's Remuneration Committee Charter, the payment of director remuneration shall be handled in accordance with the "Regulations for Payment of Director Remuneration".																
Note 2																	
Note 3	As all independent directors serve as members of the Audit Committee, Remuneration Committee, and Nomination Committee, they are required to undertake the duties of participating in the discussions and resolutions of committee meetings; therefore, their remuneration may be higher than that of general directors.																
Note 4	Due to losses in 2025, no director remuneration was distributed.																

Independent Auditors' Report

To the Board of Directors of Billion Electric Co., Ltd.:

Audit Opinion

We have audited the accompanying parent company only balance sheets of Billion Electric Co., Ltd. as of December 31, 2025 and 2024, and the related parent company only statements of comprehensive income, changes in equity, and cash flows for the years then ended, and the notes to the parent company only financial statements, including a summary of significant accounting policies.

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

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and Auditing Standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Parent Company Only Financial Statements section of our report. We are independent of Billion Electric Co., Ltd. in accordance with the International Code of Ethics for Professional Accountants (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the parent company only financial statements of Billion Electric Co., Ltd. for the year ended December 31, 2025. These matters were addressed in the context of our audit of the parent company only financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the key audit matters to be communicated in our report are as follows:

Sales revenue

For the accounting policies on Sales revenue, please refer to Note 4(16), Revenue Recognition, to the parent company only financial statements; for the related information disclosures of Sales revenue, please refer to Note 6(23), Revenue from contracts with customers, to the parent company only financial statements.

Description of key audit matters:

The principal business of Billion Electric Co., Ltd. is the Sales revenue of products. A portion of its revenue is derived from major new sales customers added during the current year, which has a material impact on the financial statements as a whole. The primary risk is whether the revenue has actually occurred. Therefore, Sales revenue is a matter that required our significant attention during our audit of the financial statements.

Corresponding audit procedures:

1. We obtained an understanding of the internal controls over Sales revenue for the aforementioned sales customers, and evaluated and tested the effectiveness of their design and implementation.
2. We obtained the list of the aforementioned sales customers and evaluated whether their relevant backgrounds, transaction amounts, and credit limits were reasonable in relation to their company sizes.
3. We selected appropriate samples from the population of sales details for the aforementioned sales customers, verified them against external shipping documents, and tested whether the payment counterparties and collection status were consistent with Terms and conditions and free of material anomalies, to confirm the occurrence of Sales revenue.
4. We obtained the detailed revenue ledgers for the subsequent period and examined whether any material sales allowances had occurred to confirm that there were no material anomalies in revenue recognition.

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

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

In preparing the parent company only financial statements, management is responsible for assessing the ability of Billion Electric Co., Ltd. to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate Billion Electric Co., Ltd. or to cease operations, or has no realistic alternative but to do so.

Those charged with governance (including the audit committee) of Billion Electric Co., Ltd. are responsible for overseeing the financial reporting process.

Auditor' s Responsibilities for the Audit of the Parent Company Only Financial Statements

Our objectives are to obtain reasonable assurance about whether the parent company only financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor' s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error. Misstatements are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these parent company only financial statements.

As part of an audit in accordance with the Auditing Standards, we exercise Expertise judgment and maintain Expertise skepticism throughout the audit. We also perform the following:

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 to those risks; and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. As fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control, the risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from

error.

2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control of Billion Electric Co., Ltd..
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management' s use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of Billion Electric Co., Ltd. to continue as a going concern. 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 disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor' s report. However, future events or conditions may cause Billion Electric Co., Ltd. to cease to be able to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the parent company only financial statements (including the related notes), and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of the investees accounted for using the equity method to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion on Billion Electric Co., Ltd..

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the parent company only financial statements of Billion Electric Co., Ltd. for the year ended December 31, 2025 and are therefore the key audit matters. 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 communication.

KPMG Certified Public Accountants

Accountants:

Approval	Tai-Tsai-Cheng (6) No.
Document No.	: 0930106739
issued by the	FSC-SFC No. 1040003949
Securities and	
Futures	
Bureau:	
March 12, 2026	

Billion Electric Co., Ltd.

Balance Sheet

December 31, 2025 and 2024

Unit: NTD 1 thousand

		114.12.31		113.12.31	
		Total	%	Total	%
ASSETS					
Current assets :					
1100	Cash and cash equivalents(Notes 6(1) and (26))	\$ 208,327	9	271,918	11
1136	Current financial assets at amortized cost(Notes 6(3) and (26))	39,386	2	41,892	2
1151	Notes receivable(Notes 6(4), (23) and (26))	37	-	107	-
1170	Accounts receivable, net(Notes 6(4), (23) and (26))	45,944	2	37,128	1
1180	Accounts receivable due from related parties, net(Notes 6(4), (23), (26) and 7)	21,373	1	18,291	1
1200	Other receivables(Notes 6(5) and (26))	2,212	-	8,075	-
1210	Other receivables due from related parties(Notes 6(5), (26) and 7)	90,897	4	11,186	-
1220	Income tax assets for the current period	4,305	-	2,613	-
1300	Inventories, net(Note 6(6))	24,500	1	75,468	3
1470	Other current assets(Note 6(14))	17,679	1	23,240	1
1482	Costs to fulfill a contract - current (Note 6(23))	2,435	-	13,414	1
	Total current assets	457,095	20	503,332	20
Non-current assets :					
1517	Non-current financial assets at fair value through other comprehensive income(Notes 6(2) and (26))	6,935	-	60,401	2
1535	Non-current financial assets at amortized cost(Notes 6(3) and (26))	379,647	16	389,119	15
1550	Investments accounted for using equity method(Notes 6(7), (8), (9) and (10))	809,483	36	825,371	33
1600	Property, plant and equipment(Note 6(11))	461,194	20	552,113	22
1755	Right-of-use assets(Note 6(12))	34,677	2	41,232	2
1760	Investment property (Note 6(13))	107,996	5	73,316	3
1780	Intangible assets	595	-	581	-
1840	Deferred tax assets(Note 6(19))	13,638	1	15,742	1
1990	Other non-current assets, others(Note 6(14))	5,883	-	46,514	2
	Total non-current assets	1,820,048	80	2,004,389	80
Total assets		\$ 2,277,143	100	2,507,721	100
LIABILITIES AND EQUITY					
Liability and equity :					
Current liabilities :					
2100	Short-term borrowings(Notes 6(15) and (26))	\$ -	-	140,000	6
2130	Contract liabilities - current (Note 6(23))	2,082	-	25,419	1
2170	Accounts payable(Note 6(26))	28,454	1	10,329	1
2181	Accounts payable to related parties(Notes 6(26) and 7)	-	-	6,727	-
2200	Other payables(Note 6(26))	31,427	2	27,531	1
2220	Other payables-Related parties (Notes 6(26) and 7)	1,458	-	81,166	3
2280	Lease liabilities - current(Notes 6(17) and (26))	5,866	-	6,542	-
2320	Current portion of long-term liabilities (Notes 6(16) and (26))	-	-	13,437	1
2300	Other current liabilities	9,199	-	6,994	-
	Total current liabilities	78,486	3	318,145	13
Non-current liabilities :					
2570	Deferred tax liabilities(Note 6(19))	19,716	1	30,500	1
2580	Lease liabilities - non-current(Notes 6(17) and (26))	30,335	2	35,811	1
2640	Net defined benefit liability - non-current (Note 6(18))	475	-	9,377	-
2645	Guarantee deposits received	3,544	-	2,374	-
	Total non-current liabilities	54,070	3	78,062	2
	Total liabilities	132,556	6	396,207	15
Equity (Note 6(20)):					
3110	Ordinary share	1,301,006	57	1,155,328	46
3140	Advance receipts for ordinary share	178	-	4,713	-
		1,301,184	57	1,160,041	46
3200	Capital surplus	704,643	31	692,146	28
	Retained earnings :				
3310	Legal reserve	227,462	10	227,462	9
3320	Special reserve	38,678	2	40,765	2
3350	(Unappropriated accumulated deficit)Unappropriated retained earnings	(63,818)	(3)	45,533	2
		202,322	9	313,760	13
Other equity:					
3410	Exchange differences on translation of foreign financial statements	(142)	-	5,240	-
3420	Unrealized gains (losses) on financial assets at fair value through Other comprehensive income	(38,743)	(2)	(34,616)	(1)
3500	Treasury shares	(38,885)	(2)	(29,376)	(1)
	Total equity	(24,677)	(1)	(25,057)	(1)
	Liability and equityTotal	\$ 2,277,143	100	2,507,721	100

(See accompanying notes to the parent company only financial statements)

Chairman: Chen Chen-Chien

Manager: Chang, Shu-Mei

Controller: Yang, Kai-Cheng

Billion Electric Co., Ltd.
Statement of Comprehensive Income
January 1 to December 31, 2025 and 2024

Unit: NTD 1 thousand

		2025		2024	
		Total	%	Total	%
4000	Operating revenue(Notes 6(23) and 7)	\$ 416,386	100	348,962	100
5000	Operating costs(Notes 6(6), (11), (12), (18) and 7)	<u>327,865</u>	<u>79</u>	<u>270,005</u>	<u>77</u>
	Gross profit from operations	<u>88,521</u>	<u>21</u>	<u>78,957</u>	<u>23</u>
5910	Less: Unrealized profit from sales	13,194	3	10,435	3
5920	Add: Realized profit on from sales	<u>10,435</u>	<u>3</u>	<u>12,933</u>	<u>3</u>
	Realized Gross profit from operations	<u>85,762</u>	<u>21</u>	<u>81,455</u>	<u>23</u>
	Operating expenses(Notes 6(4), (11), (12), (17), (18), (21), (24) and 7):				
6100	Selling expenses	18,263	5	37,173	11
6200	Administrative expenses	49,696	12	60,516	17
6300	Commissions expense	24,996	6	55,397	16
6450	Expected credit loss	<u>60</u>	<u>-</u>	<u>142</u>	<u>-</u>
	Total operating expenses	<u>93,015</u>	<u>23</u>	<u>153,228</u>	<u>44</u>
	Operating loss	<u>(7,253)</u>	<u>(2)</u>	<u>(71,773)</u>	<u>(21)</u>
	Non-operating income and expenses(Notes 6(13), (25) and 7):				
7100	Interest revenue	14,791	4	27,592	8
7010	Other income	68,980	17	17,866	5
7020	Other gains and losses	(102,246)	(25)	41,455	12
7050	Finance costs	(2,828)	(1)	(6,193)	(2)
7060	Share of profit (loss) of subsidiaries and associates accounted for using the equity method	<u>(101,044)</u>	<u>(24)</u>	<u>(33,034)</u>	<u>(9)</u>
	Total non-operating income and expenses	<u>(122,347)</u>	<u>(29)</u>	<u>47,686</u>	<u>14</u>
7900	Net loss before tax	<u>(129,600)</u>	<u>(31)</u>	<u>(24,087)</u>	<u>(7)</u>
7951	Less: Income tax (benefit) expense (Note 6(19))	<u>(8,202)</u>	<u>(2)</u>	<u>666</u>	<u>-</u>
8200	Net loss for the period	<u>(121,398)</u>	<u>(29)</u>	<u>(24,753)</u>	<u>(7)</u>
8300	Other comprehensive income(Notes 6(18), (19) and (20)):				
8310	Items that will not be reclassified subsequently to profit or loss				
8311	Remeasurement of defined benefit plans	7,294	2	3,115	1
8316	Unrealized valuation gain (loss) on investments in equity instruments at fair value through Other comprehensive income	(466)	-	(8,926)	(3)
8330	Share of unrealized valuation gain (loss) on investments in equity instruments at fair value through Other comprehensive income of subsidiaries accounted for using the equity method	464	-	(333)	-
8349	Less: Income tax relating to items that will not be reclassified subsequently to profit or loss	<u>1,459</u>	<u>-</u>	<u>623</u>	<u>-</u>
	Items that will not be reclassified subsequently to profit or lossTotal	<u>5,833</u>	<u>2</u>	<u>(6,767)</u>	<u>(2)</u>
8360	Items that may be reclassified subsequently to profit or loss				
8361	Exchange differences on translation of foreign financial statements	(7,024)	(2)	14,182	4
8399	Less: Income tax related to items that may be reclassified to profit or loss	<u>(1,642)</u>	<u>-</u>	<u>2,836</u>	<u>1</u>
	Items that may be reclassified subsequently to profit or lossTotal	<u>(5,382)</u>	<u>(2)</u>	<u>11,346</u>	<u>3</u>
8300	Other comprehensive income (loss), net of income tax	<u>451</u>	<u>-</u>	<u>4,579</u>	<u>1</u>
8500	Total comprehensive income	<u>\$ (120,947)</u>	<u>(29)</u>	<u>(20,174)</u>	<u>(6)</u>
	Loss per share (NT\$) (Note 6(22))				
9750	Basic loss per share	<u>\$ (1.06)</u>		<u>(0.22)</u>	
9850	Diluted loss per share	<u>\$ (1.06)</u>		<u>(0.22)</u>	

(See accompanying notes to the parent company only financial statements)

Chairman: Chen Chen-Chien

Manager: Chang, Shu-Mei

Controller: Yang, Kai-Cheng

Billion Electric Co., Ltd.
Statement of Changes in Equity
January 1 to December 31, 2025 and 2024

Unit: NTD 1 thousand

	Capital stock			Retained earnings				Other equity items			Total equity		
	Common stock	Advance receipts for ordinary share	Capital surplus	Legal reserve	Special reserve	Unappropriated accumulated deficit	Unappropriated accumulated deficit	Foreign operations financial statements	Through other comprehensive income at fair value through	Unrealized gain (loss) on financial assets measured at	Total	Treasury shares	Total equity
Balance, January 1, 2024	\$ 1,154,191	297	692,696	220,288	56,874	103,539	103,539	380,701	(6,106)	(25,357)	(31,463)	(25,057)	2,171,365
Net loss for the period	-	-	-	-	-	(24,753)	(24,753)	-	-	-	-	-	(24,753)
Other comprehensive income	-	-	-	-	-	2,492	2,492	11,346	(9,259)	2,087	2,087	-	4,579
Total comprehensive income	-	-	-	-	-	(22,261)	(22,261)	11,346	(9,259)	2,087	2,087	-	(20,174)
Appropriation and distribution of retained earnings:													
Legal reserve appropriated	-	-	-	7,174	-	(7,174)	(7,174)	-	-	-	-	-	-
Cash dividends of ordinary share	-	-	-	-	(16,109)	(42,298)	(42,298)	-	-	-	-	-	(42,298)
Reversal of special reserve	-	-	-	-	-	16,109	16,109	-	-	-	-	-	-
Difference between consideration and carrying amount of subsidiaries acquired or disposed	-	-	(2,672)	-	-	(2,382)	(2,382)	-	-	-	-	-	(5,054)
Share-based paymentsTransaction	840	4,713	2,122	-	-	-	-	-	-	-	-	-	7,675
Advance receipts for ordinary share to capital	297	(297)	-	-	-	-	-	-	-	-	-	-	-
Balance, December 31, 2024	1,155,328	4,713	692,146	227,462	40,765	45,533	45,533	313,760	5,240	(34,616)	(29,376)	(25,057)	2,111,514
Net loss for the period	-	-	-	-	-	(121,398)	(121,398)	-	-	-	-	-	(121,398)
Other comprehensive income	-	-	-	-	-	5,835	5,835	(5,382)	(2)	(2)	(5,384)	-	451
Total comprehensive income	-	-	-	-	-	(115,563)	(115,563)	(5,382)	(2)	(2)	(5,384)	-	(120,947)
Appropriation and distribution of retained earnings:													
Reversal of special reserve	-	-	-	-	(2,087)	2,087	2,087	-	-	-	-	-	-
Difference between consideration and carrying amount of subsidiaries acquired or disposed	-	-	(5,256)	-	-	-	-	-	-	-	-	-	(5,256)
Share-based paymentsTransaction	605	178	654	-	-	-	-	-	-	-	-	380	1,817
Advance receipts for ordinary share to capital	4,713	(4,713)	-	-	-	-	-	-	-	-	-	-	-
Acquisition of Non-controlling interests through issuance of new shares	140,360	-	17,099	-	-	-	-	-	-	-	-	-	157,459
Disposal of equity instruments measured at fair value through Other comprehensive income	-	-	-	-	-	4,125	4,125	4,125	(4,125)	(4,125)	(4,125)	-	-
Balance, December 31, 2025	\$ 1,301,006	178	704,643	227,462	38,678	(63,818)	(63,818)	202,322	(142)	(38,743)	(38,885)	(24,677)	2,144,587

Chairman: Chen Chen-Chien
Manager: Chang, Shu-Mei
Controller: Yang, Kai-Cheng

(See accompanying notes to the parent company only financial statements)

Billion Electric Co., Ltd.
Statement of Cash Flows
January 1 to December 31, 2025 and 2024

Unit: NTD 1 thousand

	2025	2024
Cash flow from operating activities :		
Loss before tax	\$ (129,600)	(24,087)
Adjustments :		
Reconcile profit item		
Depreciation expense	31,746	30,899
Amortization expense	466	391
Expected credit loss	60	142
Net gain on financial assets or liabilities at fair value through profit or loss	-	(20)
Interest expense	2,828	6,193
Interest revenue	(14,791)	(27,592)
Dividend revenue	(275)	-
Share-based payments	357	(323)
Share of loss of subsidiaries and associates accounted for using the equity method	101,044	33,034
Gains on disposals of property, plant and equipment	(1,107)	(329)
Gains on disposals of investments	(13)	-
Unrealized profit from sales	13,194	10,435
Realized profit on from sales	(10,435)	(12,933)
Unrealized foreign exchange loss (gain)	23,131	(34,834)
Impairment loss on non-financial assets	70,215	-
Total adjustments to reconcile profit (loss)	216,420	5,063
Changes in operating assets and liabilities :		
Financial assets mandatorily measured at fair value through profit or loss	-	24,781
Notes receivable	70	(60)
Accounts receivable	(8,564)	2,643
Accounts receivable due from related parties	(3,240)	12,456
Other receivables	4,255	6,540
Other receivables due from related parties	(9,713)	18,853
Inventories	50,968	(1,020)
Other current assets	5,852	(2,486)
Costs to fulfill a contract	10,979	1,431
Contract liabilities - current	(23,337)	21,221
Accounts payable	17,635	(21,019)
Accounts payable to related parties	(6,686)	6,727
Other payables	3,917	(15,724)
Other payables - related parties	292	(5,472)
Provisions - liability	-	(9,318)
Other current liabilities	2,206	(2,642)
Net defined benefit liability	(3,067)	(4,299)
Total adjustments	257,987	37,675

(See accompanying notes to the parent company only financial statements)

Chairman: Chen Chen-Chien

Manager: Chang, Shu-Mei

Controller: Yang, Kai-Cheng

Billion Electric Co., Ltd.
Statement of Cash Flows (Continued)
January 1 to December 31, 2025 and 2024

Unit: NTD 1 thousand

	2025	2024
Cash inflow generated from operations	\$ 128,387	13,588
Interest received	16,323	28,249
Interest paid	(2,848)	(6,199)
Income taxes paid	(528)	(2,902)
Net cash flows from operating activities	141,334	32,736
Cash flows from (used in) investing activities :		
Proceeds from disposal of financial assets at fair value through other comprehensive income	53,000	-
Acquisition of financial assets at amortized cost	-	(23,733)
Proceeds from disposal of financial assets at amortized cost	11,978	-
Acquisition of investments accounted for using equity method	-	(265,596)
Proceeds from disposal of investments accounted for using equity method	50,309	-
Proceeds from capital reduction of investments accounted for using equity method	32,743	71,495
Acquisition of property, plant and equipment	(10,044)	(129,652)
Proceeds from disposal of property, plant and equipment	2,511	6,077
Other receivablesIncrease in related parties –	(70,000)	-
Acquisition of intangible assets	(480)	(287)
Proceeds from disposal of intangible assets	-	32
Acquisition of investment properties	-	(34,076)
Decrease in other non-current assets (increase)	40,221	(33,545)
Dividends received	14,574	16,975
Net cash flows from (used in) investing activities	124,812	(392,310)
Cash flows from financing activities :		
Increase in short-term loans	268,000	139,000
Decrease in short-term loans	(408,000)	-
Repayments of long-term debt	(13,437)	(43,203)
Increase in guarantee deposits received	1,170	902
Increase in other payable to related parties	-	80,000
Decrease in other payable to related parties	(80,000)	-
Payments of lease liabilities	(6,644)	(6,509)
Cash dividends paid	-	(42,298)
Exercise of employee share options	1,063	7,442
Treasury shares sold to employees	380	-
Acquisition of ownership interests in subsidiaries	(72,704)	(34,768)
Disposal of ownership interests in subsidiaries(without loss of control)	3,188	2,400
Net cash (used in) generated from financing activities	(306,984)	102,966
Effect of exchange rate changes on cash and cash equivalents	(22,753)	32,472
Net decrease in cash and cash equivalents	(63,591)	(224,136)
Cash and cash equivalents at beginning of period	271,918	496,054
Cash and cash equivalents at end of period	\$ 208,327	271,918

(See accompanying notes to the parent company only financial statements)

Chairman: Chen Chen-Chien Manager: Chang, Shu-Mei Controller: Yang, Kai-Cheng

Independent Auditors' Report

To the Board of Directors of Billion Electric Co., Ltd.:

Audit Opinion

We have audited the accompanying consolidated balance sheets of Billion Electric Co., Ltd. and its subsidiaries (the "Billion Group") as of December 31, 2025 and 2024, and the related consolidated statements of comprehensive income, changes in equity and cash flows for the years from January 1 to December 31, 2025 and 2024, and the notes to the Consolidated Financial Statements (including a summary of significant accounting policies).

In our opinion, the accompanying Consolidated Financial Statements present fairly, in all material respects, the consolidated financial position of Billion Group as of December 31, 2025 and 2024, and its consolidated financial performance and consolidated cash flows for the years from January 1 to December 31, 2025 and 2024, in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), Interpretations, and Statement on Internal Control (SIC) endorsed and issued into effect by the Financial Supervisory Commission.

Basis for Opinion

We conducted our audits 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 Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of Billion Group in accordance with the International Code of Ethics for Professional Accountants (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Financial Statements of Billion Group for the year Expertise. These matters were addressed in the context of our audit of Consolidated Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the key audit matters to be communicated in our auditor's report to be as follows:

1. Recognition and existence of new top ten customer Operating revenue

For the accounting policies on Operating revenue, please refer to Note 4(17) Revenue recognition to the Consolidated Financial Statements; for the disclosure of relevant information on Operating revenue, please refer to Note 6(26) Revenue from contracts with customers to the Consolidated Financial Statements.

Description of the key audit matter:

The primary business of Billion Group consists of product Sales revenue, revenue from construction contracts, and the provision of Service revenue. A portion of its revenue is derived from major customers newly added during the current year, which has a material impact on the financial statements as a whole. The primary risk lies in whether the revenue actually occurred; therefore, Operating revenue is a matter that required our significant attention during the audit of the financial statements.

Our audit procedures in response to the key audit matter included the following:

1. Understood the internal controls over Operating revenue for the aforementioned customers, and evaluated and tested the effectiveness of their design and implementation.
2. Obtained the list of the aforementioned customers and evaluated whether their backgrounds, transaction amounts, and credit limits were reasonable in relation to their company scales.
3. Selected appropriate samples from the population of the aforementioned customers' revenue details, verified them against external shipping documents, and tested whether the collection counterparties and collection status showed any material anomalies in relation to Terms and conditions, to confirm the existence of Operating revenue.
4. Obtained the detailed ledgers for revenue for the subsequent period and examined whether any material sales allowances occurred to confirm whether there were any material anomalies in revenue recognition.

2. Recognition of profit and loss on construction contracts

For the accounting policies on revenue recognition for construction contracts, please refer to Note 4(17) Revenue recognition to the Consolidated Financial Statements; for the accounting estimates and measurement uncertainty of construction contract revenue recognition, please refer to Note 5(1) to the Consolidated Financial Statements; for details of contract revenue, please refer to Note 6(26) Revenue from contracts with customers to the Consolidated Financial Statements.

Description of the key audit matter:

Part of the business of Billion Group is derived from construction contracts entered into with customers. The recognition of revenue from such construction contracts involves significant estimates and judgments, such as total contract costs, the stage of completion, and cost-related additions Engineering service revenue. Subjective judgment by management may result in various changes in estimates, which in turn affect the profit or loss recognized by Billion Group in Consolidated Financial Statements; therefore, the profit or loss on construction contracts was an important matter for our assessment in performing the audit of Consolidated Financial Statements. Our audit procedures in response to the key audit matter included the following:

1. Performed tests of operating effectiveness of internal controls over the recognition of construction contract revenue and costs.
2. Sample and review material contracts and interview management to understand the specific terms and risks of each contract.
3. Reviewed management's approval procedures and evaluation documents for estimating total

contract costs and the stage of contract completion, and recalculated the ratio of costs incurred for work performed to date to estimated total contract costs.

4. For a selection of completed projects, evaluated the recognition of revenue and the settlement of costs by inspecting external supporting documents.

Other Matters

Billion Electric Co., Ltd. has prepared its parent company only financial reports for 2025 and 2024, on which we have issued an unqualified opinions audit report, which is available for reference.

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

Management is responsible for the preparation and fair presentation of the Consolidated Financial Statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), Interpretations, and Statement on Internal Control (SIC) endorsed and issued into effect by the Financial Supervisory Commission, and for such internal control as management determines is necessary to enable the preparation of Consolidated Financial Statements that are free from material misstatement, whether due to fraud or error.

In preparing the Consolidated Financial Statements, management is responsible for assessing the ability of Billion Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate Billion Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance of Billion Group (including the audit committee) are responsible for overseeing the financial reporting process.

Auditor's Responsibilities for the Audit of Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Financial Statements. Misstatements are considered to be material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Consolidated Financial Statements.

As part of an audit in accordance with Auditing Standards, we exercise Expertise and maintain Expertise throughout the audit. We also perform the following procedures:

1. Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error; design and perform audit procedures responsive to those risks; and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. As fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control, the risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control of Billion Group.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of Billion Group to continue as a going concern. 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 disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause Billion Group to cease to be able to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the Consolidated Financial Statements, including the disclosures, and whether the Consolidated Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Financial Statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence as stipulated in International Code of Ethics for Professional Accountants (IESBA Code), and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Financial Statements for the year 2025 and are therefore the key audit matters. 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 communication.

KPMG Certified Public Accountants

Certified

Public

Accountants:

Approval letter : Tai-Tsai-Cheng (6) No.
No. from the : 0930106739
competent Jin-Guan-Zheng-Shen-Zi No.
authority for 1040003949
securities
March 12, 2026

Billion Electric Co., Ltd. and Subsidiaries

Consolidated Balance Sheets

December 31, 2025 and 2024

Unit: NTD 1 thousand

		114.12.31		113.12.31	
		Total	%	Total	%
ASSETS					
Current assets :					
1100	Cash and cash equivalents(Notes 6(1) and (29))	\$ 540,932	19	660,036	17
1110	Current financial assets at fair value through profit or loss(Notes 6(2) and (29))	3,449	-	3,126	-
1136	Current financial assets at amortized cost(Notes 6(4), (29) and 8)	111,913	4	124,886	3
1140	Contract assets - current (Notes 6(26) and 7)	53,717	2	192,149	5
1150	Notes receivable, net(Notes 6(5), (26) and (29))	3,608	-	10,034	-
1170	Accounts receivable, net(Notes 6(5), (26) and (29))	97,758	4	129,073	3
1180	Accounts receivable due from related parties, net(Notes 6(5), (26), (29) and 7)	61,833	2	-	-
1200	Other receivables(Notes 6(6) and (29))	37,600	1	15,456	-
1210	Other receivables due from related parties(Notes 6(6), (29) and 7)	8,300	-	-	-
1220	Income tax assets for the current period	7,439	-	7,034	-
130X	Inventories (Note 6(7))	239,669	8	286,767	7
1470	Other current assets(Note 6(16))	57,505	2	46,986	1
1482	Costs to fulfill a contract - current (Note 6(26))	157,081	6	848,227	22
	Total current assets	1,380,804	48	2,323,774	58
Non-current assets :					
1517	Non-current financial assets at fair value through other comprehensive income(Notes 6(3) and (29))	12,132	-	66,017	2
1535	Non-current financial assets at amortized cost(Notes 6(4), (29) and 8)	379,647	13	389,119	10
1550	Investments accounted for using equity method(Note 6(8))	53,120	2	24,315	1
1600	Property, plant and equipment(Notes 6(12), (32) and 8)	680,170	24	835,455	22
1755	Right-of-use assets(Notes 6(13) and (32))	61,099	2	71,779	2
1760	Investment property (Note 6(14))	57,382	2	20,981	1
1780	Intangible assets(Note 6(15))	6,041	-	53,038	1
1840	Deferred tax assets(Note 6(22))	33,725	2	21,593	1
1900	Other non-current assets(Note 6(16))	86,220	3	75,229	2
1955	Costs to fulfill a contract - non-current (Note 6(26))	97,183	4	-	-
	Total non-current assets	1,466,719	52	1,557,526	42
		\$ 2,847,523	100	3,881,300	100
Total assets					
LIABILITIES AND EQUITY					
Current liabilities :					
2100	Short-term borrowings(Notes 6(18), (29) and (32))	2100		2100	
2110	Short-term notes and bills payable(Notes 6(17), (29) and (32))	2110		2110	
2130	Contract liabilities - current (Notes 6(26) and 7)	2130		2130	
2150	Notes payable(Note 6(29))	2150		2150	
2170	Accounts payable(Note 6(29))	2170		2170	
2200	Other payables(Notes 6(29) and (32))	2200		2200	
2230	Income tax liabilities for the current period	2230		2230	
2280	Lease liabilities - current(Notes 6(20), (29) and (32))	2280		2280	
2320	Current portion of long-term liabilities (Notes 6(19), (29) and (32))	2320		2320	
2300	Other current liabilities	2300		2300	
	Total current liabilities	2300		2300	
Non-current liabilities :					
2540	Long-term borrowings(Notes 6(19), (29) and (32))	2540		2540	
2570	Deferred tax liabilities(Note 6(22))	2570		2570	
2580	Lease liabilities - non-current(Notes 6(20), (29) and (32))	2580		2580	
2640	Net defined benefit liability - non-current (Note 6(21))	2640		2640	
2645	Guarantee deposits received	2645		2645	
2600	Other non-current liabilities	2600		2600	
	Total non-current liabilities	2600		2600	
	Total liabilities	4900		4900	
	Equity (Note 6(23)):				
3110	Ordinary share	3110		3110	
3140	Advance receipts for ordinary share	3140		3140	
3200	Capital surplus	3200		3200	
	Retained earnings :				
3310	Legal reserve	3310		3310	
3320	Special reserve	3320		3320	
3350	(Unappropriated accumulated deficit)Unappropriated retained earnings	3350		3350	
	Other equity:				
3410	Exchange differences on translation of foreign financial statements	3410		3410	
3420	Unrealized gains (losses) on financial assets at fair value through Other comprehensive income	3420		3420	
3500	Treasury shares	3500		3500	
36XX	Attributable to Owners of parent companyTotal equity	36XX		36XX	
	Non-controlling interests				
	Total equity				
	Liability and equityTotal				
		\$ 2,847,523	100	3,881,300	100

(Please refer to the accompanying notes to the Consolidated Financial Statements)

Chairman: Chen Chen-Chien

Manager: Chang Shu-Mei

Chief Accounting Officer: Yang Kai-Cheng

Billion Electric Co., Ltd. and Subsidiaries
Consolidated Statements of Comprehensive Income
January 1 to December 31, 2025 and 2024

Unit: NTD 1 thousand

		2025		2024	
		Total	%	Total	%
4000	Operating revenue(Notes 6(26), 7 and 14)	\$ 2,108,555	100	2,023,935	100
5000	Operating costs(Notes 6(7), (12), (13), (15), (21) and 12)	<u>1,742,276</u>	<u>83</u>	<u>1,609,740</u>	<u>80</u>
	Gross profit from operations	<u>366,279</u>	<u>17</u>	<u>414,195</u>	<u>20</u>
5910	Less: Unrealized profit from sales	<u>3,591</u>	<u>-</u>	<u>-</u>	<u>-</u>
	Realized Gross profit from operations	<u>362,688</u>	<u>17</u>	<u>414,195</u>	<u>20</u>
	Operating expenses(Notes 6(5), (12), (13), (15), (20), (21), (24), (27) and 12):				
6100	Selling expenses	116,695	6	142,828	7
6200	Administrative expenses	214,054	10	194,297	9
6300	Commissions expense	95,683	4	93,534	5
6450	Expected credit loss	<u>4,163</u>	<u>-</u>	<u>3,211</u>	<u>-</u>
	Total operating expenses	<u>430,595</u>	<u>20</u>	<u>433,870</u>	<u>21</u>
	Net operating loss	<u>(67,907)</u>	<u>(3)</u>	<u>(19,675)</u>	<u>(1)</u>
	Non-operating income and expenses(Notes 6(8), (11), (12), (14), (15), (20), (28), (29) and 12):				
7100	Interest revenue	20,351	1	35,773	1
7010	Other income	76,234	3	21,580	1
7020	Other gains and losses	(164,471)	(8)	22,377	1
7050	Finance costs	(5,100)	-	(12,673)	-
7060	Share of profit (loss) of associates accounted for using the equity method	<u>(2,888)</u>	<u>-</u>	<u>(2,729)</u>	<u>-</u>
	Total non-operating income and expenses	<u>(75,874)</u>	<u>(4)</u>	<u>64,328</u>	<u>3</u>
7900	Net profit (loss) before tax	<u>(143,781)</u>	<u>(7)</u>	<u>44,653</u>	<u>2</u>
7950	Less: Tax expense(Note 6(22))	<u>2,556</u>	<u>-</u>	<u>27,745</u>	<u>1</u>
8200	Net profit (loss) for the period	<u>(146,337)</u>	<u>(7)</u>	<u>16,908</u>	<u>1</u>
8300	Other comprehensive income(Notes 6(21), (22), (23) and (29)):				
8310	Items that will not be reclassified subsequently to profit or loss				
8311	Remeasurement of defined benefit plans	7,294	-	3,115	-
8316	Unrealized gains (losses) on investments in equity instruments at fair value through Other comprehensive income	327	-	(9,593)	-
8349	Less: Income tax relating to items that will not be reclassified subsequently to profit or loss	<u>1,459</u>	<u>-</u>	<u>623</u>	<u>-</u>
	Items that will not be reclassified subsequently to profit or lossTotal	<u>6,162</u>	<u>-</u>	<u>(7,101)</u>	<u>-</u>
8360	Items that may be reclassified subsequently to profit or loss				
8361	Exchange differences on translation of foreign financial statements	(7,264)	-	15,646	-
8399	Less: Income tax related to items that may be reclassified to profit or loss	<u>(1,642)</u>	<u>-</u>	<u>2,836</u>	<u>-</u>
	Items that may be reclassified subsequently to profit or lossTotal	<u>(5,622)</u>	<u>-</u>	<u>12,810</u>	<u>-</u>
8300	Other comprehensive income (loss), net of income tax	<u>540</u>	<u>-</u>	<u>5,709</u>	<u>-</u>
8500	Total comprehensive income	<u>\$ (145,797)</u>	<u>(7)</u>	<u>22,617</u>	<u>1</u>
	Net profit (loss) for the period attributable to:				
8610	Owners of parent company	\$ (121,398)	(6)	(24,753)	(1)
8620	Non-controlling interests	<u>(24,939)</u>	<u>(1)</u>	<u>41,661</u>	<u>2</u>
		<u>\$ (146,337)</u>	<u>(7)</u>	<u>16,908</u>	<u>1</u>
	Comprehensive income attributable to:				
8710	Owners of parent company	\$ (120,947)	(6)	(20,174)	(1)
8720	Non-controlling interests	<u>(24,850)</u>	<u>(1)</u>	<u>42,791</u>	<u>2</u>
		<u>\$ (145,797)</u>	<u>(7)</u>	<u>22,617</u>	<u>1</u>
	Loss per share (NT\$) (Note 6(25))				
9750	Basic loss per share	<u>\$ (1.06)</u>		<u>(0.22)</u>	
9850	Diluted loss per share	<u>\$ (1.06)</u>		<u>(0.22)</u>	

(Please refer to the accompanying notes to the Consolidated Financial Statements)

Chairman: Chen Chen-Chien

Manager: Chang Shu-Mei

Chief Accounting Officer: Yang Kai-Cheng

Unit: NTD 1 thousand

Chairman: Chen Chen-Chien

Chief Accounting Officer: Yang Kai-Cheng

Billion Electric Co., Ltd. and Subsidiaries
Consolidated Statements of Cash Flows
January 1 to December 31, 2025 and 2024

Unit: NTD 1 thousand

	<u>2025</u>	<u>2024</u>
Cash flow from operating activities :		
Profit (loss) before tax	\$ (143,781)	44,653
Adjustments :		
Reconcile profit item		
Depreciation expense	64,677	58,834
Amortization expense	9,442	7,604
Expected credit loss	4,163	3,211
Net gain on financial assets at fair value through profit or loss	(457)	(2,075)
Interest expense	5,100	12,673
Interest revenue	(20,351)	(35,773)
Dividend revenue	(297)	(27)
Share-based payments	11,335	1,063
Share of loss of associates accounted for using the equity method	2,888	2,729
Gains on disposals of property, plant and equipment	(338)	-
Proceeds from disposal of subsidiaries income	(1,066)	-
Unrealized profit from sales	3,591	-
Unrealized foreign exchange loss (income)	23,012	(33,734)
Gain on early termination of leases	-	(14)
Impairment loss on non-financial assets	133,975	27,892
Total adjustments to reconcile profit (loss)	<u>235,674</u>	<u>42,383</u>
Changes in operating assets and liabilities :		
Financial assets mandatorily at fair value through profit or loss	18	32,779
Contract assets	139,582	(123,173)
Notes receivable	6,426	6,946
Accounts receivable	23,710	(7,440)
Accounts receivable due from related parties	(59,508)	-
Other receivables	(31,773)	3,137
Other receivables due from related parties	(300)	-
Inventories	46,552	50,674
Other current assets	(14,606)	14,529
Costs to fulfill a contract	596,603	(28,914)
Contract liabilities - current	(532,230)	100,122
Notes payable	(227)	(1,782)
Accounts payable	(9,978)	(81,285)
Other payables	(2,538)	(6,662)
Provisions - liability	-	(9,318)
Other current liabilities	41,314	(3,623)
Net defined benefit liability	(3,067)	(4,299)
Other non-current liabilities	<u>1,391</u>	<u>-</u>
Total adjustments	<u>437,043</u>	<u>(15,926)</u>

(Please refer to the accompanying notes to the Consolidated Financial Statements)

Chairman: Chen Chen-Chien

Manager: Chang Shu-Mei

**Chief Accounting Officer:
Yang Kai-Cheng**

Billion Electric Co., Ltd. and Subsidiaries
Consolidated Statements of Cash Flows (Continued)
January 1 to December 31, 2025 and 2024

Unit: NTD 1 thousand

	2025	2024
Cash inflow generated from operations	\$ 293,262	28,727
Interest received	21,906	36,372
Interest paid	(5,205)	(12,755)
Income taxes paid	(32,533)	(39,890)
Net cash flows from operating activities	<u>277,430</u>	<u>12,454</u>
Cash flows from (used in) investing activities :		
Proceeds from disposal of financial assets at fair value through other comprehensive income	54,212	-
Acquisition of financial assets at amortized cost	-	(62,472)
Proceeds from disposal of financial assets at amortized cost	20,750	-
Acquisition of investments accounted for using equity method	(34,190)	-
Proceeds from disposal of subsidiaries	49,703	-
Acquisition of property, plant and equipment	(19,733)	(164,628)
Proceeds from disposal of property, plant and equipment	4,380	-
Increase in other receivable due from related parties	(8,000)	-
Acquisition of intangible assets	(514)	(2,886)
Net cash inflows from business combination	-	27,615
Acquisition of investment properties	-	(10,884)
Increase in other non-current assets	(70,226)	(40,867)
Dividends received	297	182
Net cash flows used in investing activities	<u>(3,321)</u>	<u>(253,940)</u>
Cash flows from financing activities :		
Increase in short-term loans	621,914	99,155
Decrease in short-term loans	(854,769)	-
(Decrease) increase in Short-term notes and bills payable	(79,914)	50,016
Proceeds from long-term debt	-	7,900
Repayments of long-term debt	(26,060)	(46,535)
Increase in guarantee deposits received	16,932	4,393
Payments of lease liabilities	(16,574)	(14,734)
Cash dividends paid	-	(42,298)
Exercise of employee share options	1,063	7,442
Treasury shares sold to employees	380	-
Acquisition of ownership interests in subsidiaries	(32,704)	(34,767)
Disposal of ownership interests in subsidiaries(without loss of control)	3,188	2,400
Change in non-controlling interests	(11,227)	(11,940)
Net cash (used in) generated from financing activities	<u>(377,771)</u>	<u>21,032</u>
Effect of exchange rate changes on cash and cash equivalents	<u>(15,442)</u>	<u>30,830</u>
Net decrease in cash and cash equivalents	<u>(119,104)</u>	<u>(189,624)</u>
Cash and cash equivalents at beginning of period	<u>660,036</u>	<u>849,660</u>
Cash and cash equivalents at end of period	<u><u>\$ 540,932</u></u>	<u><u>660,036</u></u>

(Please refer to the accompanying notes to the Consolidated Financial Statements)

Chairman: Chen Chen-Chien

Manager: Chang Shu-Mei

**Chief Accounting Officer:
Yang Kai-Cheng**

Billion Electric Co., Ltd.
2025 Statement of Deficit Offset

(Unit: NT\$)

Items	Total
Beginning accumulated earnings available for distribution	47,619,767
Add: Remeasurements of defined benefit plans recognized in Retained earnings	5,835,210
Add: Disposal of equity instruments measured at fair value through Other comprehensive income	4,124,719
Add: Net loss after tax for 2025	(121,397,671)
Subtotal	(63,817,975)
Less: Legal reserve appropriated	0
Add: Special reserve appropriated(Note 1 - 3)	0
Deficit to be offset at end of period	(63,817,975)
Distribution items:	
Shareholder Dividends (NT\$ per share, cash) (Notes 4-5)	0
Deficit to be offset at end of period	(63,817,975)

(Note)

- As of December 31, 2025, the account balances of Exchange differences on translation of foreign financial statements (NT\$142,026) and unrealized loss on financial assets measured at fair value through Other comprehensive income (NT\$38,743,279), totaling (NT\$38,885,305), require Special reserve appropriated.
- As of December 31, 2025, the Company has Special reserve appropriated a total of NT\$29,376,417.
- Pursuant to item 1 - 2 above, as of December 31, 2025, the Company must make a supplementary Special reserve appropriated of NT\$9,190,979; however, as the Company has no distributable earnings, no such provision shall be recognized.
- Treasury shares held by the Company are not entitled to shareholder rights under the law. However, if there is any change in the number of treasury shares before the distribution record date, the distribution amount per share shall be adjusted based on the shareholding ratios of shareholders recorded in the register of shareholders as of the distribution record date, while the total amount of shareholder dividends to be distributed remains unchanged.
- This distribution table is calculated based on 128,954,549 shares outstanding as of February 8, 2026.

Chairman:

Manager:

Accounting
Officer:

Billion Electric Co., Ltd.
Rules of Procedure for Shareholders Meetings

Approved by the Shareholders' Meeting on August 20, 2021

- Article 1: To establish a sound governance system for shareholders' meetings, strengthen supervisory functions, and enhance management mechanisms of the Company, these Rules are hereby formulated pursuant to Article 5 of the Corporate Governance Best Practice Principles for TSEC/GTSM Listed Companies for compliance.
- Article 2: The rules of procedure for the shareholders' meetings of the Company shall be governed by these Rules, except as otherwise provided by laws and regulations or the Articles of Incorporation.
- Article 3: Unless otherwise provided by laws or regulations, the shareholders' meeting of the Company shall be convened by the Board of Directors. The Company shall, thirty days prior to the date of an annual general meeting of shareholders or fifteen days prior to the date of an extraordinary general meeting of shareholders, prepare electronic files of the notice of shareholders' meeting, proxy forms, and the explanatory materials and descriptions of various proposals relating to ratifications, discussions, and the election or dismissal of directors, and transmit them to Market Observation Post System. and shall, at least twenty-one days prior to the date of an annual general meeting of shareholders or at least fifteen days prior to the date of an extraordinary general meeting of shareholders, prepare electronic files of the shareholders' meeting agenda handbook and supplemental meeting materials and transmit them to Market Observation Post System. Fifteen days prior to the date of the shareholders' meeting, the meeting handbook and supplemental meeting materials for the current shareholders' meeting shall be prepared and made available for shareholders' inspection at any time, and shall be displayed at the Company and the Expertise stock affairs agent appointed by the Company, and shall be distributed at the site of the shareholders' meeting. The notice and public announcement shall specify the reasons for convening; where the counterparty has consented, the notice may be given by electronic means.
- Matters regarding the election or discharge of directors, amendment to the Articles of Incorporation, dissolution, merger, or demerger of the Company, or matters set forth in the subparagraphs of Paragraph 1, Article 185 of the Company Act, Article 26-1 and Article 43-6 of the Securities and Exchange Act, Article 26-1 and Article 43-6 of the Securities and Exchange Act, and Article 56-1 and Article 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be enumerated in the summary of the meeting notice and may not be proposed as extemporaneous motions; the main content thereof may be posted on the website designated by the competent securities authority or the Company, and the website address shall be specified in the notice.
- Shareholders holding one percent or more of the total number of issued

shares may submit a proposal for the annual general meeting of shareholders to the Company in writing. However, such proposals shall be limited to one item; if the number of proposals exceeds one item, none shall be included in the agenda. Furthermore, if any of the circumstances set forth in the subparagraphs of Paragraph 4, Article 172-1 of the Company Act apply to a proposal submitted by a shareholder, the board of directors may exclude it from the agenda. Shareholders may submit advisory proposals urging the company to promote public interests or fulfill social responsibilities. Procedurally, such proposals shall be limited to one item in accordance with the relevant provisions of Article 172-1 of the Company Act; where the proposals exceed one item, none shall be included in the agenda. The Company shall, prior to the book closure date before the convening of the annual general meeting of shareholders, announce the acceptance of shareholder proposals, the place for acceptance, and the period for acceptance; the period for acceptance shall not be less than ten days.

The proposal submitted by a shareholder shall be limited to 300 words, and any proposal exceeding 300 words shall not be included in the agenda; the proposing shareholder shall attend the annual general meeting in person or by proxy and participate in the discussion of such proposal. The Company shall notify the proposing shareholders of the results of the processing before the date of the notice of the shareholders' meeting, and shall include the proposals that comply with the provisions of this Article in the meeting notice. With respect to shareholder proposals not included in the agenda, the board of directors shall explain the reasons for such non-inclusion at the shareholders' meeting.

Article 4: A shareholder may, for each shareholders' meeting, issue a proxy form printed by the Company, specifying the scope of authorization, to appoint a proxy to attend the shareholders' meeting.

A shareholder may issue only one proxy form and appoint only one proxy, which shall be delivered to the Company five days prior to the date of the shareholders' meeting. In the event of duplicate proxy forms, the one first delivered shall prevail. However, this shall not apply if a prior proxy is revoked.

After a proxy form has been delivered to the Company, a shareholder who wishes to attend the shareholders' meeting in person or to exercise voting rights in writing or by electronic means shall give written notice to the Company of the revocation of the proxy no later than two days before the date of the shareholders' meeting; if the revocation is made after the deadline, the voting rights exercised by the proxy shall prevail.

Article 5: The venue for the shareholders' meeting shall be at the location of the Company or at a place that is convenient for shareholders to attend and suitable for holding a shareholders' meeting. The meeting shall not commence earlier than 9:00 a.m. or later than 3:00 p.m. Full consideration shall be given to the opinions of the independent directors regarding the venue and time of the meeting.

Article 6: The Company shall specify in the meeting notice the time for shareholder check-in, the location of the check-in desk, and other matters for attention.

The time for accepting shareholder check-ins in the preceding paragraph shall be handled at least thirty minutes before the commencement of the meeting; the check-in area shall be clearly marked and handled by an adequate number of qualified personnel.

The shareholder in person or the proxy appointed by the shareholder (hereinafter referred to as the "shareholder") shall attend the shareholders' meeting by presenting an attendance card, attendance sign-in card, or other attendance documents. The Company shall not arbitrarily add requirements for other evidentiary documents beyond the evidentiary documents presented for the shareholder's attendance; solicitors of proxies shall also bring identity documents for verification.

The Company shall provide an attendance book for attending shareholders to sign in, or attending shareholders may submit attendance cards in lieu of signing in. The Company shall deliver the meeting handbook, annual report, attendance cards, speech slips, ballots, and other meeting materials to the shareholders attending the shareholders' meeting; where directors are to be elected, election ballots shall also be provided. Where a government or a juristic person is a shareholder, the representative attending a shareholders' meeting shall not be limited to one person.

When a legal person is entrusted to attend a shareholders' meeting, it may only appoint one person to attend as its representative.

Article 7: If the shareholders' meeting is convened by the Board of Directors, the meeting shall be chaired by the Chairman. If the Chairman is on leave or for any reason unable to exercise his/her powers, the Vice Chairman shall act on his/her behalf. If there is no Vice Chairman or if the Vice Chairman is also on leave or for any reason unable to exercise his/her powers, the Chairman shall appoint one of the managing directors to act on his/her behalf; if there are no managing directors, one of the directors shall be appointed to act on his/her behalf. If the Chairman does not appoint a proxy, the managing directors or directors shall elect one person from among themselves to act on his/her behalf.

Where the chairperson referred to in the preceding paragraph is an acting managing director or director, such person shall be a managing director or director who has held office for more than six months and is familiar with the Company's financial and business conditions. The same shall apply where the chairperson is a representative of a corporate director.

For shareholders' meetings convened by the Board of Directors, the Chairman should preside in person. It is advisable that a majority of the directors of the Board and at least one member from each functional committee attend, and their attendance shall be recorded in the minutes of the shareholders' meeting.

If a shareholders' meeting is convened by a person with the right to convene other than the Board of Directors, the chairman shall be such person with the right to convene; where there are two or more persons with the right to convene, they shall elect one person from among

themselves to serve as the chairman.

The Company may appoint its retained lawyers, accountants, or relevant personnel to attend the shareholders' meeting.

Article 8: The Company shall, from the time it accepts shareholder registration, record the entire process of shareholder registration, the proceedings of the meeting, and the voting and counting process by continuous and uninterrupted audio and video recording.

The audio and video data referred to in the preceding paragraph shall be preserved for at least one year. However, if a shareholder has initiated a lawsuit in accordance with Article 189 of the Company Act, the records shall be preserved until the conclusion of the litigation.

Article 9: Attendance at shareholders' meetings shall be calculated based on shares. The number of shares present shall be calculated based on the attendance book or the sign-in cards submitted, plus the number of shares whose voting rights are exercised in writing or by way of electronic transmission.

When the time scheduled for the meeting has arrived, the chairperson shall immediately announce the commencement of the meeting. However, if shareholders representing more than half of the total number of issued shares are not present, the chairperson may announce a postponement of the meeting. Such postponements shall be limited to two, and the total postponed time shall not exceed one hour. If, after two postponements, the number of shareholders present still represents less than one-third of the total number of issued shares, the chairperson shall declare the meeting canceled for lack of a quorum.

If the quorum is still not met after two postponements as mentioned in the preceding paragraph, but shareholders representing one-third or more of the total number of issued shares are present, a tentative resolution may be adopted in accordance with the provisions of Paragraph 1 of Article 175 of the Company Act, and a notice of the tentative resolution shall be given to each shareholder, and the shareholders' meeting shall be reconvened within one month.

If the number of shares represented by the shareholders present reaches a majority of the total number of issued shares before the end of the meeting, the chairman may re-submit the tentative resolutions adopted to the shareholders' meeting for a vote in accordance with the provisions of Article 174 of the Company Act.

Article 10: If a shareholders' meeting is convened by the board of directors, its agenda shall be determined by the board of directors. The meeting shall proceed in accordance with the scheduled agenda, which shall not be changed unless otherwise resolved by the shareholders' meeting. Where a shareholders' meeting is convened by a person with the right to convene other than the board of directors, the provisions of the preceding paragraph shall apply mutatis mutandis. The chairperson shall not unilaterally announce the adjournment of the meeting before the conclusion of the agenda (including extemporaneous motions) scheduled in the preceding two paragraphs, unless so resolved by the meeting. If the

chairperson announces adjournment in violation of the rules of procedure, other members of the Board of Directors shall promptly assist the attending shareholders in electing, in accordance with legal procedures, a person to serve as chairperson by a majority vote of the voting rights of the attending shareholders, and continue the meeting.

The chairperson shall provide adequate opportunity for explanation and discussion of proposals and amendments or extemporaneous motions submitted by shareholders. When the chairperson considers that a matter is ready to be put to a vote, he or she may announce the end of the discussion and put the matter to a vote.

- Article 11: Before an attending shareholder speaks, he or she must first fill out a speaker's slip specifying the main points of the speech, the shareholder account number (or attendance card number), and the account name. The chairperson shall determine the order of speakers.
- Where an attending shareholder has only submitted a speaking slip but does not speak, such shareholder shall be deemed not to have spoken. In the event of any discrepancy between the content of the speech and the record of the speech slip, the content of the speech shall prevail.
- Each shareholder may not speak more than twice on the same proposal without the consent of the chairperson, and each speech may not exceed five minutes. However, if a shareholder's speech violates the rules or goes beyond the scope of the agenda item, the chairperson may stop their speech.
- When an attending shareholder is speaking, other shareholders shall not speak or interfere unless the consent of the chair and the speaking shareholder has been obtained; the chair shall stop any person who violates this provision.
- Where a corporate shareholder appoints two or more representatives to attend a shareholders' meeting, only one person may be designated to speak on the same proposal.
- After an attending shareholder has spoken, the chair may respond in person or designate relevant personnel to respond.

- Article 12: Voting at a shareholders' meeting shall be based on the number of shares held.
- With respect to resolutions of a shareholders' meeting, the number of shares held by shareholders with no voting rights shall not be calculated into the total number of issued shares.
- If a shareholder has a personal interest in a matter discussed at a meeting that may be prejudicial to the interests of the Company, such shareholder shall not participate in the voting and shall not exercise voting rights as a proxy for other shareholders.
- The number of shares for which voting rights may not be exercised under the preceding paragraph shall not be counted toward the number of voting rights of the shareholders present at the meeting.
- Except for trust enterprises or stock affairs agents approved by the competent securities authority, when one person is concurrently entrusted by two or more shareholders, the voting rights represented by such person

shall not exceed three percent of the total voting rights of the issued shares; in the event of excess, the voting rights in excess shall not be counted.

- Article 13: Each shareholder shall have one vote per share; however, this shall not apply to those whose voting rights are restricted or who have no voting rights as listed in Paragraph 2, Article 179 of the Company Act.
- When the Company convenes a shareholders' meeting, it may allow shareholders to exercise their voting rights in writing or by electronic means. (For companies required to adopt electronic voting under the proviso of Paragraph 1, Article 177-1 of the Company Act: When the Company convenes a shareholders' meeting, it shall adopt electronic means and may also adopt written means for the exercise of voting rights). When voting rights are exercised in writing or by electronic means, the methods for such exercise shall be specified in the notice of the shareholders' meeting. Shareholders exercising their voting rights in writing or by way of electronic transmission shall be deemed to have attended the shareholders' meeting in person. However, with respect to extemporaneous motions and amendments to original proposals at that shareholders' meeting, such shareholders shall be deemed to have abstained. Therefore, the Company should avoid proposing extemporaneous motions and amendments to original proposals.
- Where voting rights are exercised in writing or by way of electronic transmission pursuant to the preceding paragraph, the declaration of intent shall be delivered to the Company two days prior to the date of the shareholders' meeting. In the event of duplicate declarations of intent, the one delivered first shall prevail. However, this shall not apply if a prior declaration of intent is revoked.
- After a shareholder has exercised their voting rights in writing or by electronic means, if such shareholder wishes to attend the shareholders' meeting in person, they shall revoke the aforementioned declaration of intent to exercise voting rights in the same manner as the voting rights were exercised, two days prior to the date of the shareholders' meeting. In the event of a late revocation, the voting rights exercised in writing or by electronic means shall prevail. If a shareholder has exercised voting rights in writing or by electronic means and has also appointed a proxy by proxy form to attend the shareholders' meeting, the voting rights exercised by the proxy attending the meeting shall prevail.
- The voting of proposals, unless otherwise provided by Company Act and this Articles of Incorporation, shall be approved by a majority of the voting rights of the shareholders present. When voting, the chairperson or their designee shall announce, for each proposal, the total number of voting rights of the attending shareholders, after which the shareholders shall vote on each proposal. The results of shareholder approval, dissent, and abstention shall be entered into Market Observation Post System on the day the shareholders' meeting is held.
- When there is an amendment or a substitute for the same proposal, the chairperson shall determine the order of voting for such amendment or substitute together with the original proposal. If one of the proposals has

been passed, the other proposals shall be deemed rejected, and no further voting is required.

The scrutineers and counting officers for the voting on proposals shall be appointed by the chair, provided that the scrutineers must have shareholder status.

The vote counting for proposals or elections at a shareholders' meeting shall be conducted in a public place within the venue of the shareholders' meeting, and the results of the voting, including the statistical weights, shall be announced on the spot after the completion of the vote counting and a record shall be made thereof.

Article 14: When the shareholders' meeting elects directors, it shall be handled in accordance with the relevant election regulations established by the Company, and the election results shall be announced on the spot, including the list of elected directors and their elected voting rights. The ballots for the election matters in the preceding paragraph shall be sealed and signed by the scrutineers, and thereafter kept in safe custody and preserved for at least one year. However, if a shareholder has initiated a lawsuit in accordance with Article 189 of the Company Act, the records shall be preserved until the conclusion of the litigation.

Article 15: Matters resolved at a shareholders' meeting shall be recorded in the minutes of the meeting, which shall be signed or sealed by the chairman, and the minutes shall be distributed to each shareholder within twenty days after the meeting. The preparation and distribution of the minutes of proceedings may be effected by electronic means. The distribution of the minutes of the preceding paragraph may be effected by the Company by way of a public announcement entered into Market Observation Post System.

The minutes of the meeting shall be recorded accurately in accordance with the year, month, day, and venue of the meeting, the name of the chairman, the method of resolution, the summary of the proceedings, and the results thereof, and shall be preserved permanently throughout the existence of the Company.

Article 16: The Company shall, on the date of the shareholders' meeting, clearly disclose within the venue of the shareholders' meeting a statistical table prepared in the prescribed format regarding the number of shares solicited by solicitors and the number of shares represented by proxy agents. If any matter resolved by the shareholders' meeting constitutes material information under laws and regulations or the regulations of the competent authorities, the Company shall transmit the content to Market Observation Post System within the prescribed time limit.

Article 17: Staff handling administrative affairs of the shareholders' meeting shall wear identification cards or armbands. The chairman may direct disciplinary officers or security personnel to assist in maintaining order at the meeting venue. When pickets or security personnel are present to assist in maintaining order, they shall wear armbands or identification cards with the word "Picket".

Where the venue is equipped with amplification equipment, the chairman may stop any shareholder from speaking when such shareholder is not using the equipment provided by the Company.

A shareholder who violates the rules of procedure, disobeys the chairperson's correction, obstructs the proceedings of the meeting, and fails to desist after being restrained, may be asked to leave the venue by the chairperson, who may direct marshals or security personnel to do so.

- Article 18: During the meeting, the chairman may, at his or her discretion, declare a recess. In the event of force majeure, the chairman may rule to temporarily suspend the meeting and, depending on the circumstances, announce the time for the resumption of the meeting.
- If the venue for the meeting becomes unavailable for continued use before the conclusion of the agenda scheduled by the shareholders' meeting (including extraordinary motions), the shareholders' meeting may resolve to seek an alternative venue to continue the meeting.
- The shareholders' meeting may, in accordance with the provisions of Article 182 of the Company Act, resolve to adjourn or reconvene the meeting within five days.

- Article 19: These Rules of Procedure shall be implemented after approval by the shareholders' meeting; the same shall apply to any amendments thereto.

Billion Electric Co., Ltd.
Corporate Charter (Articles of Incorporation)

Approved by the Shareholders' Meeting on May 22, 2025

Chapter I General Principles

- Article 1: The Company is organized in accordance with the Company Act and relevant laws and regulations, and is named Billion Electric Co., Ltd..
- Article 2: The scope of business of the Company is as follows:
1. A101020 Agricultural Crops Cultivation
 2. CC01010 Power Generation, Transmission and Distribution Machinery Manufacturing
 3. CC01060 Wired Communication Equipment and Apparatus Manufacturing
 4. CC01070 Wireless Communications Equipment Manufacturing
 5. CC01080 Electronic Components Manufacturing
 6. CC01090 Battery Manufacturing
 7. CC01100 Telecommunications Controlled Radio-Frequency Devices Manufacturing
 8. CC01110 Computer and Peripheral Equipment Manufacturing
 9. D101060 Renewable Energy Power Generation Equipment for Self-use
 10. E603050 Automatic Control Equipment Engineering
 11. E606010 Electrical Appliance Inspection and Maintenance Service
 12. F101130 Wholesale of Fruits and Vegetables
 13. F113070 Wholesale of Telecommunications Equipment
 14. F113110 Wholesale of Batteries
 15. F118010 Wholesale of Information Software
 16. F119010 Wholesale of Electronic Materials
 17. F201010 Agricultural produce Retail Trade
 18. F401010 International Trade
 17. F201010 Retail Trade
 20. I199990 Other Consultancy Services
 21. I301010 Information Software Services
 22. I301030 Electronic Information Supply Services
 23. IF04010 Non-destructive Testing
 24. IG03010 Energy Technical Services
 25. JE01010 Leasing Business
 26. ZZ99999 In addition to permitted businesses, the Company may engage in businesses not prohibited or restricted by laws and regulations
- Article 3: The Company may provide guarantees to external parties for its business needs.
- Article 4: The Company's investments in other enterprises shall not be subject to the restriction on the total amount of investments under Company Act.
- Article 5: The Company shall establish its head office in New Taipei City, Taiwan Province, and may, when necessary and upon a resolution of the Board of Directors, establish branch offices within or outside the country in

accordance with the law.

Article 6: (Deleted)

Chapter II Shares

Article 7: The capital of the Company is NTD TWO BILLION, FIVE HUNDRED MILLION, divided into 250,000,000 shares with a par value of NTD TEN per share, to be issued in installments. Of the shares in the preceding paragraph, NTD ONE HUNDRED AND TWENTY-THREE MILLION, FIVE HUNDRED THOUSAND, divided into 12,350,000 shares, are reserved for the exercise of subscription rights under share option certificates, preferred shares with warrants, or corporate bonds with warrants.

Article 8: The shares of the Company shall all be in registered form, signed by or bearing the seals of the directors representing the Company, numbered, and issued after being duly authenticated in accordance with the law. The shares issued by the Company may be exempt from printing share certificates, but shall be registered with a securities centralized depository institution.

Article 9: The handling of the Company's shareholder services shall be conducted entirely in accordance with the "Regulations Governing the Administration of Shareholder Services of Public Companies" and relevant laws and regulations.

Article 10: The transfer of shares shall be suspended for sixty days prior to the date of each annual general meeting of shareholders, thirty days prior to the date of each extraordinary general meeting of shareholders, or within five days prior to the record date fixed by the Company for the distribution of dividends, bonuses, or other benefits.

Chapter III Shareholders' Meeting

Article 11 : Shareholders' meetings are classified into two types: annual general meetings and extraordinary general meetings. Annual general meetings shall be convened at least once a year and shall be convened by the Board of Directors in accordance with the law within six months after the end of each fiscal year. Extraordinary general meetings shall be convened in accordance with the law whenever necessary.

Notice of the convening of an annual general meeting shall be given to each shareholder thirty days prior to the meeting, and notice of the convening of an extraordinary general meeting shall be given fifteen days prior to the meeting, specifying the date, location, and purpose of the meeting.

The shareholders' meeting of the Company may be held by means of a video conference or other methods announced by the central competent authority. The relevant regulations regarding the conditions to be met, operational procedures, and other matters to be complied with for the adoption of virtual shareholders' meetings shall be subject to the regulations of the competent authority if otherwise provided by the competent authority.

Article 12 : In the event that a shareholder is unable to attend a shareholders' meeting for any reason, such shareholder may appoint a proxy to attend by executing a power of attorney printed and issued by the Company,

specifying the scope of authorization. However, the proxy form shall be delivered to the Company or the professional transfer agent designated by the Company five days prior to the date of the meeting. In the event of duplicate proxy forms, the one first delivered shall prevail.

Article 13 : When a shareholders' meeting is convened by the board of directors, Chairman shall serve as the chairperson. Chairman When on leave or unable to exercise their powers for any reason, their proxy shall be handled in accordance with the provisions of Paragraph 3 of Article 208 of the Company Act.

When a shareholders' meeting is convened by a person with the right to convene other than the board of directors, such person shall serve as the chair. When there are two or more persons with the right to convene, they shall elect one person from among themselves to serve as the chair.

Resolutions of the shareholders' meeting shall be handled in accordance with the Rules of Procedure for Shareholders Meetings of the Company.

Article 14 : A shareholder of the Company shall have one vote for each share held, except for those with no voting rights under the law.

In accordance with the regulations of the competent authority, shareholders of the Company may also exercise their voting rights by electronic means. Shareholders exercising their voting rights by electronic means shall be deemed to have attended in person, and all relevant matters shall be handled in accordance with the provisions of laws and regulations.

Article 15 : Resolutions of the shareholders' meeting, unless otherwise provided by Company Act, shall be adopted by a majority of the voting rights of the shareholders present at a meeting attended by shareholders representing a majority of the total number of issued shares.

Article 16: Resolutions of the shareholders' meeting shall be recorded in the minutes, which shall specify the date and venue of the meeting, the name of the chairman, and the method of resolution, and shall record a summary of the essential points of the proceedings and the results thereof. The minutes shall be signed or sealed by the chairman and distributed to each shareholder within twenty days after the meeting. The distribution of the minutes in the preceding paragraph may be effected by way of public announcement.

Chapter IV Directors and Audit Committee

Article 17: The Company shall have seven to nine directors, with a term of office of three years, and they may be eligible for re-election. All directors shall be elected by the shareholders' meeting from among persons with legal capacity.

The election of the directors of the Company shall adopt a candidate nomination system, and shareholders shall elect directors from the list of director candidates. Each share shall have voting rights equal to the number of directors to be elected, and may be cast for a single candidate or distributed among multiple candidates; those who receive ballots representing the highest number of voting rights shall be elected as directors.

The Company shall appoint independent directors among the

aforementioned number of directors, and the number of independent directors shall not be less than three. The Expertise qualifications, shareholdings, restrictions on concurrent positions, methods of nomination and election, and other matters to be complied with for independent directors shall be handled in accordance with the relevant regulations of the securities regulatory authorities. The total number of shares of the Company's registered stock held by all directors shall be handled in accordance with relevant regulations.

The Company may purchase liability insurance for directors during their term of office with respect to the compensation liabilities they shall legally bear within the scope of exercising their duties.

An Audit Committee shall be established in accordance with the provisions of Article 14-4 of the Securities and Exchange Act. The Audit Committee shall be composed of all independent directors, and the exercise of its powers and related matters shall be handled in accordance with relevant laws and regulations.

Article 18 : The convening of the Board of Directors of the Company shall specify the reasons therefor and be notified to each director seven days in advance; provided, however, that in the event of an emergency, a meeting may be convened at any time. Notice of the convening of the board of directors meetings may be given in writing, by facsimile, or by electronic mail (Email).

Article 19 : When the number of vacancies in the board of directors reaches one-third, the board of directors shall convene an extraordinary general meeting of shareholders within sixty days to hold a by-election to fill the vacancies; provided, however, that the term of office shall be limited to the remaining term of the original office.

Article 20: The directors shall form the Board of Directors. A Chairman shall be elected from among the directors by a majority vote of the directors present at a meeting attended by over two-thirds of all directors; a Vice Chairman shall be elected from among the directors in the same manner. The Chairman shall represent the Company externally and execute all affairs of the Company in accordance with laws, the Articles of Incorporation, and resolutions of the shareholders' meetings and the Board of Directors.

Article 21: If the Chairman is on leave or unable to exercise his/her powers for any reason, the proxy shall be handled in accordance with the provisions of Article 208 of the Company Act. In the event that a meeting of the board of directors is held via video conference, directors who participate in the meeting via video link shall be deemed to have attended the meeting in person.

Article 22: Unless otherwise provided by Company Act, a meeting of the board of directors shall be attended by a majority of the directors. When a director is unable to attend for any reason, they may issue a power of attorney setting forth the scope of authorization with respect to the reasons for convening the meeting to appoint another attending director as their representative; provided, however, that each person shall be limited to representing one person. Resolutions of the board of directors shall be adopted by a majority of the attending directors. The matters resolved shall

be recorded in the minutes of the meeting and handled in accordance with the provisions of Article 16 of these Articles of Incorporation.

Article 23: (Deleted).

Article 24: When directors execute the business of the Company, the Company shall pay them remuneration regardless of whether there is a profit or loss.

Article 24-1: (Deleted).

Article 25: The remuneration and travel allowance of the Chairman and directors shall be determined by the Board of Directors, taking into account the extent of their participation in and the value of their contribution to the Company's operations, and with reference to prevailing industry standards.

Article 26: The Company shall have one General Manager, whose appointment, dismissal, and remuneration shall be handled in accordance with the provisions of Article 29 of the Company Act.

Chapter V Managers and Staff

Article 27: (Deleted).

Chapter VI Accounting

Article 28: The fiscal year of the Company shall begin on January 1 and end on December 31 of each year. At the end of each fiscal year, the Board of Directors shall prepare the following reports and statements, which shall be submitted to the Audit Committee for auditing thirty days prior to the date of the annual general meeting of shareholders, and subsequently be submitted to the shareholders' meeting for approval.

1. Business Report.
2. Financial statements.
3. Proposals for distribution of earnings or offsetting of losses.

Article 29: If the Company has profit at the end of the fiscal year, it shall allocate employee compensation and director compensation as follows; provided, however, that if the Company still has accumulated losses, an amount to offset the losses shall be reserved from the profit in advance. The aforementioned profit refers to Profit before tax before deducting employee compensation and director compensation.

1. Employee compensation shall not be less than two percent. Of the aforesaid amount of employee compensation, not less than sixty percent shall be allocated for distribution to grassroots employees. The definition of grassroots employees shall be determined by the Board of Directors. Distribution shall be made in the form of stock or cash as resolved by the Board of Directors, and the recipients of such distribution include employees of subsidiary companies who meet certain conditions.

2. Remuneration of directors shall not exceed three percent.

Article 29-1: If there is a surplus in the annual final accounts of the Company, after paying taxes according to law and offsetting accumulated losses, the Company shall set aside 10% as Legal reserve; however, when the Legal reserve has reached the Company's Paid-in capital, no further appropriation is required. The remainder shall then be appropriated or reversed as Special reserve in accordance with laws and regulations. If there is still a balance, it shall be combined with the accumulated Unappropriated retained earnings, and the Board of Directors shall

prepare a Earning appropriation proposal and submit it to the shareholders' meeting for a resolution on the distribution of shareholder dividends and bonuses.

The Company's dividend policy is formulated in line with its current and future development plans, taking into consideration the investment environment, capital requirements, and domestic and international competitive conditions, while also giving due regard to shareholders' interests. Each year, no less than ten percent of the distributable earnings shall be appropriated for the distribution of shareholder dividends and bonuses; however, when the accumulated distributable earnings are less than five percent of the paid-in capital, no distribution may be made. When distributing shareholder dividends and bonuses, In the distribution of shareholder bonuses for the current year, the proportion of Cash dividends distributed shall, in principle, be no less than five percent of the total dividend distribution for the current year, with the remainder distributed in the form of stock dividends; provided, however, that the actual distribution proportion may be adjusted based on the actual profit and operating conditions of the current year.

Chapter VII Additional Provisions

- Article 30: Any matters not covered in this Articles of Incorporation shall be handled in accordance with the provisions of the Company Act.
- Article 31: The organizational rules and detailed procedures of the Company shall be separately prescribed by resolutions of the Board of Directors.
- Article 32: These Articles of Incorporation were established on February 28, 1973, with the 1st amendment on August 4, 1976; 2nd on August 25, 1976; 3rd on January 12, 1981; 4th on May 28, 1982; 5th on June 12, 1984; 6th on November 1, 1985; 7th on July 30, 1988; 8th on April 1, 1989; 9th on October 5, 1990; 10th on November 26, 1992; 12th on May 15, 1996; 13th on October 1, 1997; 14th on November 5, 1997; 15th on March 1, 1998; 16th on April 18, 1998; 17th on May 27, 2000; 18th on May 10, 2001; 19th on May 2, 2002; 20th on May 27, 2003; 21st on June 29, 2005; 22nd on June 14, 2006; 23rd on June 13, 2008; 24th on June 19, 2009; 25th on May 28, 2010; 26th on June 10, 2011; 27th on June 27, 2012; 28th on June 2, 2015; 29th on June 7, 2016; 30th on June 7, 2017; 31st on June 5, 2018; 32nd on June 5, 2020; 33rd on August 20, 2021; 34th on June 9, 2022; and 35th on May 22, 2025.

Director Shareholdings

- 1、Class of issued shares and total number of shares: 129,942,549 common shares.
- 2、Statutory minimum number of shares to be held by all directors: 10,395,404 shares (Note).
- 3、Statutory minimum number of shares to be held by all supervisors: Not applicable (Audit Committee has been established).
- 4、The total number of shares held by all directors has reached the statutory percentage requirement.
- 5、Details of Directors' Shareholdings:

Book closure date: March 22, 2026

Position	Name	Date elected	Term of Office	Shareholding when elected		Shares held as recorded in the register of shareholders on the book closure date	
				Number of shares (shares)	Shareholding ratio	Number of shares (shares)	Shareholding ratio
Chairman	Sino-American Silicon Products Inc. representative: Chen, Chen-Chien	113.5.29	3 years	15,000,000	12.93%	15,006,900	11.55%
Director	Chang Shu-Mei	113.5.29	3 years	40,000	0.03%	571,248	0.44%
Director	Weng Sheng-Hsien	113.5.29	3 years	100	0.00%	100	0.00%
Director	Hung Yu-Chang	113.5.29	3 years	0	0	0	0
Director	Chien Ming-Hui	114.5.22	2 years	0	0	0	0
Director	Yang Ting Co., Ltd. representative: Chen Chun-Yi	114.5.22	2 years	3,000,000	2.58%	3,000,000	2.30%
Independent Director	Chen Yung-Yen	113.5.29	3 years	0	0	0	0
Independent Director	Cheng Cheng-Yuan	113.5.29	3 years	0	0	0	0
Independent Director	Chen Shih-Chieh	113.5.29	3 years	0	0	0	0
Total shareholding of all directors				18,040,100	15.54%	18,578,248	14.29%

Note: In accordance with Article 2 of the "Rules Governing the Shareholding of Directors and Supervisors of Public Companies", where the Paid-in capital of a company is over NTD 1 billion but not more than NT\$2 billion, the total number of registered shares held by all directors shall not be less than 7.5%. If two or more independent directors are elected, the shareholding percentage requirement for all directors other than the independent directors is reduced to eighty percent of the ratio otherwise applicable.

Other Matters

- 1、5. The Impact of Stock dividend Issuance on Business Performance, Earning per share, and Shareholder Return Rate:

Explanation: The Company has not disclosed its financial forecast for 2025; therefore, this is not applicable.

- 2、There is no difference between the actual distribution of 2024 earnings and the proposed distribution approved by the Board of Directors:

In accordance with Letter No. Jin-Guan-Zheng-Liu-Zi-0960013218 issued by the Financial Supervisory Commission of the Executive Yuan on March 30, 2007, information relating to employee compensation and remuneration of directors and supervisors is disclosed as follows:

Distribution items	Amount of distribution proposed by the Board of Directors (A)	Estimated amount for the year of expense recognition (B)	Difference amount (A-B)	Reasons for differences and handling status
Employee cash bonus	0	0	0	None
Employee stock bonus	0	0	0	None
Remuneration of Directors and Supervisors	0	0	0	None

- 3、Information on Shareholder Proposals

- (1) Pursuant to Article 172-1 of the Company Act, a shareholder holding one percent or more of the total number of issued shares may submit a proposal for the annual shareholders' meeting to the Company in writing; provided that such proposal shall be limited to one item and shall not exceed three hundred words.
- (2) The period for the Company to accept shareholder proposals for this year's Annual Shareholders' Meeting was from March 15, 2026 to March 25, 2026, and this has been publicly announced on Market Observation Post System in accordance with the law.
- (3) The Company has not received any shareholder proposals.

The logo for Billion, featuring the word "BILLION" in a bold, italicized, sans-serif font. The text is white and is flanked by two horizontal white lines. A registered trademark symbol (®) is located at the bottom right of the word. The logo is centered within a large blue arrow pointing to the right, which is set against a background of white and light blue geometric shapes.

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