

SYSTEMX

TSE : 6214



2025

Handbook for the
Annual Meeting of Shareholders

Meeting Date : May 28, 2025

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Systex Corporation
2025 Annual Shareholders' Meeting

Time: 9:00 a.m., Wednesday, May 28, 2025

Place: Conference Room B1, SYSTEX CORPORATION Building
(B1, No 318, Ruiguang Rd., Neihu Dist., Taipei)

Means of Meeting Convention: Physical, assisted with visual communication

Virtual meeting Platform: e-Voting Platform by TDCC
(<https://stockservices.tdcc.com.tw>)

I. Meeting Procedure

- i. Call Meeting to Order
- ii. Chairman's Address
- iii. Report Items
- iv. Ratification Items
- v. Discussion Items (I)
- vi. Directors Election
- vii. Discussion Items (II)
- viii. Extemporaneous Motions
- ix. Meeting Adjourned

II. Meeting Agenda

- i. Report Items
 1. 2024 Business report and Financial statements
 2. Audit Committee's review report on 2024 Financial Statements
 3. 2024 directors' and employees' compensation
 4. 2024 appropriations of earnings cash dividends (NT\$5.2 per share)
 5. 2024 execution status of Endorsement and Guarantee
 6. The merger of SYSTEX with MISYS Corporation
- ii. Ratification Items
 1. 2024 Business report and Financial statements
 2. 2024 retained earnings distribution
- iii. Discussion Items (I)
 1. To amend the Articles of Incorporation
- iv. Directors Election
 1. To elect the Directors
- v. Discussion Items (II)
 1. To release the non-competition restriction on Directors
- vi. Extemporaneous Motions
- vii. Meeting Adjourned

Report Items

1. To report 2024 Business report and Financial statements

Explanatory Note:

- (1) Please refer to Attachment 1 (pages 7-10) for the Business Report.
- (2) Please refer to Attachment 2 (pages 11-33) for the Financial statements.

2. Audit Committee's review report on 2024 Financial Statements

Explanatory Note: Please refer to Attachment 3 (pages 34-35).

3. To report 2024 directors' and employees' compensation

Explanatory Note:

The Company's 2024 employees' remuneration of NT\$63,013,499 and directors' remuneration of NT\$42,009,001 are issued entirely in cash in accordance with the Company's Articles of Incorporation.

4. To report 2024 appropriations of earnings cash dividends (NT\$5.2 per share)

Explanatory Note:

- (1) In Accordance with the Article 22 of the Company's Articles of Incorporation, the distribution of cash dividend had been approved by the meeting of the Board of Directors by at least half of the directors, provided the number of directors present be at least two-thirds of the entire Board of Directors and report to the shareholders meeting.
- (2) The Company's available for distribution of NT\$4,494,165,150. Excluding the legal reserve of NT\$197,036,813 the proposed cash dividend is NT\$5.2 per share. Calculated on the basis of the total number of 272,243,066 shares issued on March 31, 2025, the dividends total NT\$1,415,663,943.
- (3) The Board of Directors is requested to authorize the Chairman to process related matters regarding the baseline date for cash dividends and the issuance of cash dividends.
- (4) Prior to the ex-dividend date for the distribution, if the number of total shares outstanding has changed, so that the distributable dividends per share are changed and need to be adjusted, the Chairman is authorized to make such adjustments.

5.To report 2024 execution status of Endorsements and Guarantees

Explanatory Note:

- (1) The Company's balance amount of endorsements and guarantees for subsidiaries as of December 31, 2024 is NT\$2,670,387 thousands.
- (2)The report on endorsements and guarantees is hereby submitted to the shareholders' meeting in accordance with the Company's Procedures for Making Endorsements and Guarantees.

6. To report the merger of SYSTEX with MISYS Corporation

Explanatory Note:

Due to internal organizational restructuring, the board of directors of SYSTEX resolved on February 26, 2025 to conduct a simplified merger with MISYS Corporation. (hereinafter referred to as " MISYS "), which we hold 100%, in accordance with Article 19, Paragraph 1 of the Corporate Merger and Acquisition Act. SYSTEX will be the surviving company after the merger, and MISYS will be the eliminated company. The merger base date is March 31, 2025.

Ratification Items

1. Ratification of the 2024 Business report and Financial Statements (Proposed by the Board of Directors)

Explanatory Note:

The Company's 2024 financial statements have been formulated in accordance with regulations. The statements have been audited by the CPA and reviewed by the Audit Committee. The related information is attached hereto as Attachments 1-3 (pages 7-35).

Resolution:

2. Ratification of 2024 retained earnings distribution proposal (Proposed by the Board of Directors)

Explanatory Note:

(1) The Company's 2024 retained earnings distribution have been approved by the Board of Directors. The earning distribution table have been reviewed by the Audit Committee.

(2) The 2024 earning distribution table is attached hereto as Attachment 4 (page 36).

Resolution:

Discussion Items (I)

1. Discussion of the amendment of the Articles of Incorporation (Proposed by the Board of Directors)

Explanatory Note:

Amendments on the Articles of Incorporation according to the Company's practical operation.

The comparison table of amended articles is attached hereto as Attachment 5 (pages 37-47).

Resolution:

Directors Election

1. To elect of the Directors (including four Independent Directors)(Proposed by the Board of Directors)

Explanatory Note:

- (1) Upon the expiry of the Directors' terms of office, the Board of Directors resolved that eleven Directors (including four Independent Directors) will be elected at this Annual Shareholders' Meeting. The terms of office of the Directors to be elected shall be three years, commencing on May 28, 2025 and expiring on May 27, 2028.
- (2)The directors shall be elected by adopting candidates nomination system as specified in the Article 192-1 and Article 198 of the Company Act. Shareholders shall elect the directors from the List of Director (including Independent Director) Candidates, whose education and professional qualifications, experience and relevant information, as well as the rationale for nomination of independent directors who have served for three or more consecutive terms, are attached hereto as Attachment 6-7 (pages 48-50).

Election result:

Discussion Items (II)

1. To release the non-competition restriction on Directors (Proposed by the Board of Directors)

Explanatory Note:

- (1) In Accordance with the Article 209 of the Company Act, a Director who does anything for himself or on behalf of another person that is within the scope of the company's business shall explain to the Shareholders' Meeting the essential contents of such an act and secure its approval.
- (2) The newly elected Director actually does anything for themselves or on behalf of another person within the scope of the Company's business as follows, it is proposed to release the non-competition restriction. The list of other position of Director & Independent Director candidates is attached hereto as Attachment 8 (pages 51-52).

Resolution:

Extemporary Motions

Meeting Adjourned

Attachment 1

Systex Corporation 2025 Business report

In 2024, the emergence of generative AI led to explosive corporate transformations, thoroughly overturning traditional operation models. SYSTEX Corporation (SYSTEX) is also taking fast action in response to new technology trends, including promoting within the Group the research and development of related applications in corporate scenarios, integrating AI into software based on the Group's existing well-developed data analysis technology, and introducing operational strategies for applications in a wide range of industries. Through these measures, SYSTEX is aiming to increase the proportion of revenue generated from services.

2024 Operating Performance

In 2024, SYSTEX achieved an operating revenue of NT\$ (same below) 11,982,990 thousand, a 13.55% increase from 2023. Our net income after taxes in 2024 was \$1,957,431 thousand. The consolidated revenue in 2024 was \$38,950,642 thousand, an increase of 10.70% from 2023. The consolidated net income after taxes in 2024 (excluding non-controlling equities) was \$1,957,431 thousand and earnings per share reached \$7.66. Revenue has reached record highs for nine consecutive years.

2024 Business Summary

■ Five new service types to optimize profitability

In 2024, our operational focus was on providing five key services: corporate cloud services, data services, cybersecurity services, software development services, and maintenance and operation services. We actively promoted corporate subscription-based solutions to optimize profitability and continually enhance service revenue. For example, in cybersecurity services, we expanded our connections with ecosystem partners and integrated resources in order to meet the diverse cybersecurity requirements of enterprises, thereby responding to the increasingly challenging information security environment. We have also integrated cloud and data technologies and provided software development services and maintenance services, in order to help build applications for smart government and smart city. In this way, we have helped create more convenient and beneficial living environments by contributing to areas like disaster prevention, social welfare, land administration, and transportation. We have also gradually increased the proportion of services income in our revenues.

■ Accelerating corporate applications of AIGC and expanding applications in a wide range of industries

Regarding the artificial intelligence generated content (AIGC) issue, we have actively

developed application solutions using generative AI technology. Centered around data, driven by software, and utilizing AI algorithms, these solutions are ultimately implemented in corporate operational scenarios, progressing from “Enabling SI” to “Empowering AI,” enhancing end-to-end user experiences. Through the Group’s internal AI Task Force, we have continued to develop various types of APIs and AI application interfaces internally, and have encouraged colleagues in technical sectors to improve their use of AI. These measures help customers from all sectors in implementing AI in their operational scenarios.

■ Cultivate key talent and provide employees with a platform for growth

We have continued to create a good working environment for our employees, encouraging them to participate in exercise and endeavoring to strike a good work-life balance. We have also established a culture of learning. We invest in employee training by designing personal learning paths for employees based on our internal organization, so that they can learn about new technologies and applications. This enables employees to enhance their skills and improve their personal capabilities. We also integrate cross-domain learning in our ecosystem, in order to encourage co-learning and co-creation as well as maximize value.

The Impact of the External Competitive Environment, Regulatory Environment, and Macroeconomic Conditions

The international community still had to face a variety of geopolitical conflicts and multilateral tensions in 2024, which will continue to evolve and affect the economic situation in 2025. These include the new tariffs and border policies of the Trump administration in the United States, which will drive changes in the market deployment of companies around the world. In addition, cybersecurity issues have become more challenging to enterprises due to the development of new technologies. Information security is now a major problem that national governments and corporations must take seriously. But crises can also bring business opportunities. In terms of the technology, generative AI has seen rapid developments. The best growth opportunity for Taiwan’s IT services industry will come from using software technology to connect a wide variety of data on heterogeneous platforms, in order to provide accurate and effective AI training and contribute to customers’ global deployment strategies for new markets.

Business Plan for 2025

■ Expand investment in AI

SYSTEX will boost AI investment, infrastructure, and development, including expanding horizontal alliances to establish an “AI ecosystem” and deepening the vertical expansion of the company’s “Ai4iA” for industry applications. This will benefit the tangible realization of industry application scenarios and create business opportunities for a wide range of industries in AI application services. We will also find new ways to internally integrate our technology, talent, marketing, and international collaborative capabilities to become an AI

organization that is active in the whole region. Our goals are to develop an independent and innovative AI platform, to be able to set prices for AI services, and to become the information service company that understands AI best.

■ **Expand into international markets**

We will promote our regional development and offer “global IT services.” We will focus on the Southeast Asian and Japanese markets in addition to serving Taiwanese companies, Mainland Chinese companies, and Hong Kong companies, so that all enterprises in the region can receive our services. At first, we will start with value-added distributor (VAD) services, seeking partnerships as a regional agent and aiming to gradually build up the scale of operations. Then we will further expand our services to include our own products, joining with the strengths of our local partners to maximize the benefits of collaboration. Currently, we have established a branch location in Vietnam, and we use our Singapore location as our Southeast Asian operational headquarters. This helps us find more local service opportunities.

■ **Deepen the offering of new services**

We will leverage our technological advantages in this new economy to create differentiated value-added services, thereby enhancing our ability to set prices for our services as well as increase gross profit margins. This new service-oriented positioning, in which applications are innovatively brought to reality in corporate settings, will help us price our services in a way that will maximize profitability. Furthermore, by combining new technologies with AI, SYSTEX will become an AI agent company that understands AI best. This is a great direction and opportunity for creating future growth.

■ **Promote IPOs of subsidiaries**

We will promote the public listing of Group subsidiaries so that high-potential businesses can contribute greater value to the Group, as well as provide employees with a stronger foundation for growth. This, in turn, will encourage the retention, recruitment, and attraction of talent. SYSTEX Fintech Corporation completed its listing on the over-the-counter market on February 12, 2025. In the future, we will continue to promote listing by subsidiaries with outstanding performance.

Future outlook

SYSTEX has positioned itself as “a Data Software company,” and is pursuing a 10 year growth plan based on this foundation. SYSTEX has set five major investment directions and business priorities for 2025: AI, go global, new type of services, JAMAL, and IPOs of subsidiaries. With the advantage of many years of experience in system integration services and cross-platform heterogeneous platform data integration, SYSTEX has independently developed many world-class and innovative products and services, and is aiming to create unique value and establish

the ability to price its services accordingly. Furthermore, we will also expand our deployments in the Asian market, build connections with ecosystem partners to pursue greater business opportunities, and promote IPOs by Group subsidiaries. These measures will help us explore more opportunities for SYSTEX to find greater value in the company and in the market, and ensure that SYSTEX will maintain its leading position.

Chairman & President Lin, Lung-Fen

Accounting Manager Cheng, Yuan-Yih

Attachment 2

DECLARATION OF CONSOLIDATION OF FINANCIAL STATEMENTS OF AFFILIATES

The companies required to be included in the consolidated financial statements of affiliates in accordance with the “Criteria Governing Preparation of Affiliation Reports, Consolidated Business Reports and Consolidated Financial Statements of Affiliated Enterprises” for the year ended December 31, 2024 are all the same as the companies required to be included in the consolidated financial statements of the parent and subsidiary companies as provided in International Financial Reporting Standard 10 “Consolidated Financial Statements”. Relevant information that should be disclosed in the consolidated financial statements of affiliates has all been disclosed in the consolidated financial statements of the parent and subsidiary companies. Hence, we do not prepare a separate set of consolidated financial statements of affiliates.

Very truly yours,

SYSTEX CORPORATION

By:

February 26, 2025

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Systex Corporation

Opinion

We have audited the accompanying consolidated financial statements of Systex Corporation and its subsidiaries (collectively referred to as the “Group”), which comprise the consolidated balance sheets as of December 31, 2024 and 2023, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including material accounting policy information (collectively referred to as the “consolidated financial statements”).

In our opinion, based on our audits and the reports of other auditors (please refer to the Other Matter paragraph), the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2024 and 2023, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2024. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matter identified in the Group's consolidated financial statements for the year ended December 31, 2024 is stated as follows:

Valuation of Receivables

As of December 31, 2024, notes receivable and accounts receivable amounted to \$5,436,976 thousand. When assessing the impairment of receivables, the management of the Group uses the expected credit loss model based on the lifetime expected credit loss. The valuation of receivables involves significant accounting estimates and judgments by management. Therefore, we considered the valuation of receivables as a key audit matter. For the disclosures related to receivables, refer to Notes 5 and 11 to the consolidated financial statements.

Our audit procedures performed with respect to the abovementioned key audit matter included the following:

1. We obtained the reports of impairment of receivables and assessed the reasonableness of the expected credit loss model and the data used in the reports.
2. We tested the aging schedule of receivables and reviewed the calculation of expected credit loss to confirm the accuracy of the expected credit loss recognized on receivables.
3. We evaluated the recoverability of receivables by analyzing overdue accounts and verifying cash receipts in the subsequent period. For those receivables that were past due and yet received, we assessed the reasonableness of the expected credit loss based on the Group's customer payment history, customer credit control and follow up the tracking status of overdue receivables.

Other Matter

We did not audit the financial statements as of and for the year ended December 31, 2023 of Rainbow Tech Information (HK) Ltd. and Systex Information (HK) Ltd., which were all subsidiaries of the Group included in the consolidated financial statements. The aggregate assets of these subsidiaries as of December 31, 2023 amounted to \$1,242,243 thousand, or 4.06%, of the consolidated assets. The aggregate net operating revenues of these subsidiaries in 2023 were \$2,230,942 thousand, or 6.34%, of the consolidated net operating revenues. We also did not audit the financial statements as of and for the year ended December 31, 2023 of Genesis Technology Inc., and Collaboration Co., Ltd., which investments were accounted for using the equity method in the accompanying consolidated financial statements. The aggregate carrying amounts of which investments were accounted for using the equity method were \$1,386,011 thousand, or 4.53% of the consolidated assets as of December 31, 2023. The aggregate amounts of the share in their profit and other comprehensive income in 2023 were \$90,807 thousand, or 6.23% of the consolidated comprehensive income. The financial statements of the aforementioned subsidiaries and investees were audited by other auditors whose reports have been provided to us, and our opinion, insofar as it relates to the amounts included for these subsidiaries and investees, is based solely on the reports of the other auditors.

We have also audited the parent company only financial statements of Systex Corporation as of and for the years ended December 31, 2024 and 2023 on which we have issued an unmodified opinion and unmodified opinion with Other Matter paragraph, respectively.

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

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

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

Those charged with governance, including the audit committee, are responsible for overseeing the Group's financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

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

5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of 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, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended December 31, 2024 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audits resulting in this independent auditors' report are Shio-Ming Shue and Hui-Min Huang.

Deloitte & Touche
Taipei, Taiwan
Republic of China

February 26, 2025

Notice to Readers

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

For the convenience of readers, the independent auditors' report and the accompanying consolidated financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and consolidated financial statements shall prevail

SYSTEX CORPORATION AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

ASSETS	2024		2023	
	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalents (Notes 4 and 6)	\$ 6,196,885	18	\$ 7,110,063	23
Financial assets at fair value through profit or loss - current (Notes 4 and 7)	5,902,720	17	615,617	2
Financial assets at amortized cost - current (Notes 4 and 9)	30,000	-	857,010	3
Contract assets (Notes 4 and 21)	39,534	-	-	-
Notes receivable, net (Notes 4, 5, 11, 21 and 30)	100,404	-	181,924	1
Accounts receivable, net (Notes 4, 5, 11, 21 and 30)	5,336,572	15	6,086,713	20
Other receivables (Notes 4 and 23)	162,089	1	162,412	1
Inventories (Notes 4 and 12)	5,100,321	15	4,574,403	15
Prepayments	1,530,443	5	1,789,919	6
Other financial assets - current (Notes 31 and 32)	451,461	1	394,958	1
Refundable deposits - current	482,152	1	409,636	1
Other current assets (Note 30)	54,981	-	43,870	-
Total current assets	25,387,562	73	22,226,525	73
NON-CURRENT ASSETS				
Financial assets at fair value through profit or loss - non-current (Notes 4 and 7)	2,772,979	8	2,093,460	7
Financial assets at fair value through other comprehensive income - non-current (Notes 4 and 8)	197,745	1	278,609	1
Financial assets at amortized cost - non-current (Notes 4, 9 and 10)	500,000	2	500,000	2
Investments accounted for using equity method (Notes 4 and 14)	2,187,582	6	1,931,122	6
Property, plant and equipment (Notes 4, 15 and 31)	2,302,975	7	2,219,130	7
Right-of-use assets (Notes 4 and 16)	480,496	1	492,439	2
Intangible assets (Note 4)	382,042	1	261,258	1
Deferred tax assets (Notes 4 and 23)	38,082	-	49,532	-
Refundable deposits - non-current	291,349	1	305,395	1
Long-term receivables (Notes 4 and 11)	-	-	4,168	-
Other financial assets - non-current (Notes 31 and 32)	95,522	-	91,978	-
Other non-current assets (Notes 19 and 30)	95,786	-	143,096	-
Total non-current assets	9,344,558	27	8,370,187	27
TOTAL	\$ 34,732,120	100	\$ 30,596,712	100
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term loans (Notes 17 and 31)	\$ 2,101,186	6	\$ 2,023,349	7
Financial liabilities at fair value through profit or loss - current (Notes 4 and 7)	9,734	-	-	-
Contract liabilities - current (Notes 4 and 21)	2,657,016	8	2,360,602	8
Notes and accounts payable	5,358,043	15	5,470,095	18
Payables to related parties (Note 30)	13,400	-	22,306	-
Other payables (Note 30)	1,846,584	5	1,685,052	5
Current tax liabilities (Notes 4 and 23)	368,746	1	220,011	1
Lease liabilities - current (Notes 4 and 16)	193,671	1	186,758	-
Current portion of long-term borrowings payable (Notes 17 and 31)	14,104	-	10,103	-
Other current liabilities	339,761	1	294,751	1
Total current liabilities	12,902,245	37	12,273,027	40
NON-CURRENT LIABILITIES				
Bonds payable (Note 18)	2,997,857	9	2,996,633	10
Long-term borrowings (Notes 17 and 31)	97,479	-	94,519	-
Deferred tax liabilities (Notes 4 and 23)	6,825	-	6,452	-
Lease liabilities - non-current (Notes 4 and 16)	298,305	1	315,252	1
Investment payable - non-current (Notes 4 and 7)	34,982	-	-	-
Net defined benefit liabilities - non-current (Notes 4 and 19)	53,888	-	130,489	1
Other non-current liabilities (Notes 4 and 21)	10,836	-	7,830	-
Total non-current liabilities	3,500,172	10	3,551,175	12
Total liabilities	16,402,417	47	15,824,202	52
EQUITY ATTRIBUTABLE TO OWNERS OF THE CORPORATION (Notes 4, 20 and 25)				
Share capital	2,722,654	8	2,723,033	9
Capital surplus	8,692,447	25	6,967,728	23
Retained earnings				
Legal reserve	1,836,979	5	1,691,083	6
Special reserve	402,170	1	308,124	1
Unappropriated earnings	4,291,181	13	3,976,732	13
Total retained earnings	6,530,330	19	5,975,939	20
Other equity	(215,049)	(1)	(465,750)	(2)
Treasury shares	-	-	(928,443)	(3)
Total equity attributable to owners of the Corporation	17,730,382	51	14,272,507	47
NON-CONTROLLING INTERESTS (Notes 20 and 27)	599,321	2	500,003	1
Total equity	18,329,703	53	14,772,510	48
TOTAL	\$ 34,732,120	100	\$ 30,596,712	100

The accompanying notes are an integral part of the consolidated financial statements.

(With Deloitte & Touche auditors' report dated February 26, 2025)

SYSTEX CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023

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

	2024		2023	
	Amount	%	Amount	%
OPERATING REVENUES (Notes 4, 21 and 30)				
Sales	\$ 30,658,446	79	\$ 27,795,078	79
Less: Sales returns and allowances	<u>42,650</u>	-	<u>53,246</u>	-
Net sales	30,615,796	79	27,741,832	79
Service revenue	8,244,968	21	7,347,593	21
Other operating revenue	<u>89,878</u>	-	<u>94,953</u>	-
Total operating revenues	<u>38,950,642</u>	<u>100</u>	<u>35,184,378</u>	<u>100</u>
OPERATING COSTS (Notes 4, 12, 22 and 30)				
Cost of goods sold	26,667,231	69	24,009,293	69
Service cost	4,002,628	10	3,222,729	9
Other operating cost	<u>32,077</u>	-	<u>44,375</u>	-
Total operating costs	<u>30,701,936</u>	<u>79</u>	<u>27,276,397</u>	<u>78</u>
GROSS PROFIT	<u>8,248,706</u>	<u>21</u>	<u>7,907,981</u>	<u>22</u>
OPERATING EXPENSES (Notes 11, 22 and 30)				
Selling expenses	5,353,306	13	5,195,206	15
General and administrative expenses	785,303	2	646,683	2
Research and development expenses	716,812	2	558,824	1
Expected credit loss	<u>182</u>	-	<u>37,468</u>	-
Total operating expenses	<u>6,855,603</u>	<u>17</u>	<u>6,438,181</u>	<u>18</u>
PROFIT FROM OPERATIONS	<u>1,393,103</u>	<u>4</u>	<u>1,469,800</u>	<u>4</u>
NON-OPERATING INCOME AND EXPENSES				
Share of profit of associates (Notes 4 and 14)	211,823	-	109,062	-
Interest income (Note 4)	121,217	-	105,946	-
Dividend income (Note 4)	57,520	-	62,869	-
Other income, net (Note 30)	84,745	-	39,134	-
Gain (loss) on disposal of property, plant and equipment, net (Note 4)	651	-	(3,783)	-
Gain on sale of investments, net (Note 22)	9,225	-	16,225	-
Foreign exchange loss, net (Notes 4 and 33)	(21)	-	(5,490)	-
Gain on financial instruments at fair value through profit or loss, net (Note 4)	831,515	2	346,195	1
Interest expense	(91,646)	-	(86,256)	-
Other expenses	(57,056)	-	(6,838)	-
Impairment loss on assets (Notes 4 and 22)	<u>(164,616)</u>	-	<u>(121,594)</u>	-
Total non-operating income and expenses	<u>1,003,357</u>	<u>2</u>	<u>455,470</u>	<u>1</u>

(Continued)

SYSTEX CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023

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

	2024		2023	
	Amount	%	Amount	%
INCOME BEFORE INCOME TAX	\$ 2,396,460	6	\$ 1,925,270	5
INCOME TAX EXPENSE (Notes 4 and 23)	<u>364,073</u>	<u>1</u>	<u>346,382</u>	<u>1</u>
NET INCOME	<u>2,032,387</u>	<u>5</u>	<u>1,578,888</u>	<u>4</u>
OTHER COMPREHENSIVE INCOME (LOSS), NET OF INCOME TAX				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plans (Notes 4 and 19)	15,432	-	(30,145)	-
Unrealized loss on equity instruments at fair value through other comprehensive income	(81,625)	-	(90,785)	-
Share of the other comprehensive income of associates accounted for using the equity method	67,361	-	25,662	-
Income tax relating to items that will not be reclassified subsequently to profit or loss (Notes 4 and 23)	<u>(1,861)</u>	<u>-</u>	<u>1,770</u>	<u>-</u>
	<u>(693)</u>	<u>-</u>	<u>(93,498)</u>	<u>-</u>
Items that may be reclassified subsequently to profit:				
Exchange differences on translating foreign operations	220,547	1	(18,437)	-
Share of the other comprehensive loss of associates accounted for using the equity method	<u>(3,399)</u>	<u>-</u>	<u>(8,876)</u>	<u>-</u>
	<u>217,148</u>	<u>1</u>	<u>(27,313)</u>	<u>-</u>
Other comprehensive income (loss) for the year, net of income tax	<u>216,455</u>	<u>1</u>	<u>(120,811)</u>	<u>-</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 2,248,842</u>	<u>6</u>	<u>\$ 1,458,077</u>	<u>4</u>
NET INCOME ATTRIBUTABLE TO:				
Owners of the Corporation	\$ 1,957,431	5	\$ 1,494,266	4
Non-controlling interests	<u>74,956</u>	<u>-</u>	<u>84,622</u>	<u>-</u>
	<u>\$ 2,032,387</u>	<u>5</u>	<u>\$ 1,578,888</u>	<u>4</u>

(Continued)

SYSTEX CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2024		2023	
	Amount	%	Amount	%
TOTAL COMPREHENSIVE INCOME				
ATTRIBUTABLE TO:				
Owners of the Corporation	\$ 2,173,145	6	\$ 1,372,799	4
Non-controlling interests	<u>75,697</u>	<u>-</u>	<u>85,278</u>	<u>-</u>
	<u>\$ 2,248,842</u>	<u>6</u>	<u>\$ 1,458,077</u>	<u>4</u>
EARNINGS PER SHARE (Note 24)				
Basic	<u>\$ 7.66</u>		<u>\$ 6.02</u>	
Diluted	<u>\$ 7.64</u>		<u>\$ 6.01</u>	

The accompanying notes are an integral part of the consolidated financial statements.

(With Deloitte & Touche auditors' report dated February 26, 2025)

(Concluded)

SYSTEX CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars, Dividends Per Share in New Taiwan Dollars)

	Equity Attributable to Owners of the Corporation													
	Share Capital	Capital Surplus	Retained Earnings				Exchange Differences on Translation of Foreign Operations	Other Equity		Unearned Employee Benefits	Treasury Shares	Total	Non-controlling Interests	Total Equity
			Legal Reserve	Special Reserve	Unappropriated Earnings	Total		Unrealized (Loss) Gain on Financial Assets at Fair Value Through Other Comprehensive Income						
BALANCE AT JANUARY 1, 2023	\$ 2,723,333	\$ 6,874,231	\$ 1,576,153	\$ 729,124	\$ 3,573,220	\$ 5,878,497	\$ (272,123)	\$ (36,000)	\$ (171,334)	\$ (928,443)	\$ 14,068,161	\$ 539,648	\$ 14,607,809	
Appropriation of 2022 earnings														
Legal reserve	-	-	114,930	-	(114,930)	-	-	-	-	-	-	-	-	
Reversal of special reserve	-	-	-	(421,000)	421,000	-	-	-	-	-	-	-	-	
Cash dividends - NT\$5 per share	-	-	-	-	(1,361,517)	(1,361,517)	-	-	-	-	(1,361,517)	-	(1,361,517)	
Share of changes in associates accounted for using the equity method	-	(3,770)	-	-	(7,887)	(7,887)	-	-	-	-	(11,657)	-	(11,657)	
Net income for 2023	-	-	-	-	1,494,266	1,494,266	-	-	-	-	1,494,266	84,622	1,578,888	
Other comprehensive (loss) income for 2023	-	-	-	-	(27,480)	(27,480)	(27,913)	(66,074)	-	-	(121,467)	656	(120,811)	
Total comprehensive income (loss) for 2023	-	-	-	-	1,466,786	1,466,786	(27,913)	(66,074)	-	-	1,372,799	85,278	1,458,077	
Share-based payment transaction - restricted shares for employees	-	(820)	-	-	-	-	-	-	105,561	-	104,741	820	105,561	
Share-based payment transaction - cancellation of restricted shares for employees	(300)	(1,893)	-	-	-	-	-	-	2,193	-	-	-	-	
Cash dividends received by subsidiaries from the Corporation	-	107,049	-	-	-	-	-	-	-	-	107,049	-	107,049	
Share of changes in equities of subsidiaries	-	(7,069)	-	-	-	-	-	-	-	-	(7,069)	(20,192)	(27,261)	
Decrease in non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	(105,551)	(105,551)	
Disposal of investments in equity instruments at fair value through other comprehensive income	-	-	-	-	60	60	-	(60)	-	-	-	-	-	
BALANCE AT DECEMBER 31, 2023	2,723,033	6,967,728	1,691,083	308,124	3,976,732	5,975,939	(300,036)	(102,134)	(63,580)	(928,443)	14,272,507	500,003	14,772,510	
Appropriation of 2023 earnings														
Legal reserve	-	-	145,896	-	(145,896)	-	-	-	-	-	-	-	-	
Special reserve	-	-	-	94,046	(94,046)	-	-	-	-	-	-	-	-	
Cash dividends - NT\$5.2 per share	-	-	-	-	(1,415,977)	(1,415,977)	-	-	-	-	(1,415,977)	-	(1,415,977)	
Share of changes in equities of subsidiaries and associates	-	22,948	-	-	-	-	-	-	-	-	22,948	-	22,948	
Donations from shareholders	-	1,080	-	-	-	-	-	-	-	-	1,080	-	1,080	
Net income for 2024	-	-	-	-	1,957,431	1,957,431	-	-	-	-	1,957,431	74,956	2,032,387	
Other comprehensive income (loss) for 2024	-	-	-	-	12,730	12,730	216,216	(13,232)	-	-	215,714	741	216,455	
Total comprehensive income (loss) for 2024	-	-	-	-	1,970,161	1,970,161	216,216	(13,232)	-	-	2,173,145	75,697	2,248,842	
Disposal of treasury shares	-	1,577,141	-	-	-	-	-	-	-	928,443	2,505,584	1,276,850	3,782,434	
Cash dividends received by subsidiaries from the Corporation	-	111,331	-	-	-	-	-	-	-	-	111,331	-	111,331	
Issuance of employee share options by the subsidiaries	-	15,024	-	-	-	-	-	-	-	-	15,024	18,860	33,884	
Share-based payment transaction - restricted shares for employees	-	(412)	-	-	-	-	-	-	44,945	-	44,533	412	44,945	
Share-based payment transaction - cancellation of restricted shares for employees	(379)	(2,393)	-	-	207	207	-	-	2,772	-	207	-	207	
Decrease in non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	(1,272,501)	(1,272,501)	
BALANCE AT DECEMBER 31, 2024	<u>\$ 2,722,654</u>	<u>\$ 8,692,447</u>	<u>\$ 1,836,979</u>	<u>\$ 402,170</u>	<u>\$ 4,291,181</u>	<u>\$ 6,530,330</u>	<u>\$ (83,820)</u>	<u>\$ (115,366)</u>	<u>\$ (15,863)</u>	<u>\$ -</u>	<u>\$ 17,730,382</u>	<u>\$ 599,321</u>	<u>\$ 18,329,703</u>	

The accompanying notes are an integral part of the consolidated financial statements.

(With Deloitte & Touche auditors' report dated February 26, 2025)

SYSTEX CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	\$ 2,396,460	\$ 1,925,270
Adjustments for:		
Depreciation expense	414,419	355,027
Amortization expense	48,043	62,160
Expected credit loss recognized	182	37,468
Gain on financial instruments at fair value through profit or loss, net	(831,515)	(346,195)
Compensation cost of share-based payment	78,829	105,561
Interest expense	91,646	86,256
Interest income	(121,217)	(105,946)
Dividend income	(57,520)	(62,869)
Share of profit of associates	(211,823)	(109,062)
(Gain) loss on disposal of property, plant and equipment, net	(651)	3,783
Gain on disposal of investment accounted for using the equity method, net	(9,225)	(16,225)
Impairment loss on financial assets	164,616	87,221
Impairment loss on non-financial assets	-	34,373
(Reversal of write-down) write-down of inventories	(17,949)	10,452
Changes in operating assets and liabilities		
Financial assets mandatorily classified as at fair value through profit or loss	(5,115,059)	3,247,482
Contract assets	(39,534)	-
Notes receivable	84,870	(13,663)
Accounts receivable	906,796	30,780
Other receivables	1,673	(35,673)
Inventories	(520,713)	143,903
Prepayments	270,416	(102,928)
Other current assets	(9,924)	1,083
Contract liabilities	298,564	(78,231)
Notes and accounts payable	(245,723)	311,901
Payables to related parties	(11,506)	(1,567)
Other payables	116,182	23,979
Other current liabilities	38,435	(89,077)
Net defined benefit liabilities	(62,470)	(28,767)
Cash (used in) generated from operations	(2,343,698)	5,476,496
Interest paid	(90,439)	(85,091)
Income tax paid	(389,071)	(287,469)
Net cash (used in) generated from operating activities	(2,823,208)	5,103,936
		(Continued)

SYSTEX CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

	2024	2023
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of financial assets at fair value through other comprehensive income	\$ (1,524)	\$ (11,592)
Disposal of financial assets at fair value through other comprehensive income	-	1,106
Capital reduction of financial assets at fair value through other comprehensive income	9,911	3,938
Decrease in (acquisition of) financial assets at amortized cost	852,211	(865,070)
Acquisition of investments accounted for using the equity method	(178,499)	(67,148)
Proceeds from disposal of investments accounted for using equity method	10,308	34,562
Net cash outflow on acquisition of subsidiaries (Note 26)	(36,725)	-
Payments for property, plant and equipment	(210,477)	(117,129)
Proceeds from disposal of property, plant and equipment	777	636
Increase in refundable deposits	(50,576)	(83,121)
Payments for intangible assets	(57,766)	(19,561)
Decrease in long-term receivables	4,168	2,986
(Increase) decrease in pledged time deposits	(60,047)	74,435
Decrease (increase) in other non-current assets	47,975	(107,107)
Interest received	129,994	92,620
Dividends received	57,520	62,869
Dividends received from associates	<u>39,141</u>	<u>83,605</u>
Net cash generated from (used in) investing activities	<u>556,391</u>	<u>(913,971)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase in short-term loans	54,328	181,285
Repayment of long-term borrowings	(12,051)	(10,025)
Increase in guarantee deposits received	50	2,323
Repayment of the principal portion of lease liabilities	(215,810)	(189,124)
Dividends paid	(1,415,770)	(1,361,517)
Proceeds from employee share options	43,307	-
Proceeds from reissuance of treasury shares	3,956,683	-
Acquisition of interests in subsidiaries	-	(82,310)
Changes in non-controlling interests	(1,309,275)	(48,659)
Cash dividends received by subsidiaries from the Corporation	111,331	107,049
Other financing activities (Note 13)	<u>-</u>	<u>(817)</u>
Net cash generated from (used in) financing activities	<u>1,212,793</u>	<u>(1,401,795)</u>
EFFECTS OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH HELD IN FOREIGN CURRENCIES	<u>140,846</u>	<u>(9,485)</u>

(Continued)

SYSTEX CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

	2024	2023
NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS	\$ (913,178)	\$ 2,778,685
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	<u>7,110,063</u>	<u>4,331,378</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>\$ 6,196,885</u>	<u>\$ 7,110,063</u>

The accompanying notes are an integral part of the consolidated financial statements.

(With Deloitte & Touche auditors' report dated February 26, 2025)

(Concluded)

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Systex Corporation

Opinion

We have audited the accompanying parent company only financial statements of Systex Corporation (the "Corporation"), which comprise the parent company only balance sheets as of December 31, 2024 and 2023, and the statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the parent company only financial statements, including material accounting policy information (collectively referred to as the "parent company only financial statements").

In our opinion, based on our audits and the reports of other auditors (please refer to the Other Matter paragraph), the accompanying parent company only financial statements present fairly, in all material respects, the parent company only financial position of the Corporation as of December 31, 2024 and 2023, and its parent company only financial performance and its parent company only 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 Financial Statement Audit and Attestation Engagements of Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements section of our report. We are independent of the Corporation in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the parent company only financial statements for the year ended December 31, 2024. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matter identified in the Corporation's financial statements for the year ended December 31, 2024 is stated as follows:

Valuation of Receivables

As of December 31, 2024, notes receivable and accounts receivable amounted to \$1,202,083 thousand. When assessing the impairment of receivables, the management of the Corporation uses the expected credit loss model based on the lifetime expected credit loss. The valuation of receivables involves significant accounting estimates and judgments by management. Therefore, we considered the valuation of receivables as a key audit matter. For the disclosures related to receivables, refer to Notes 5 and 9 to the financial statements.

Our audit procedures performed with respect to the abovementioned key audit matter included the following:

1. We obtained the reports of impairment of receivables and assessed the reasonableness of the expected credit loss model and the data used in the reports.
2. We tested the aging schedule of receivables and reviewed the calculation of expected credit loss to confirm the accuracy of the expected credit loss recognized on receivables.
3. We evaluated the recoverability of receivables by analyzing overdue accounts and verifying cash receipts in the subsequent period. For those receivables that were past due and yet received, we assessed the reasonableness of the expected credit loss based on the Corporation's customer payment history, customer credit control and follow up the tracking status of overdue receivables.

Other Matter

We did not audit the financial statements of Collaboration Co., Ltd., which is investee of the Corporation and is accounted for using the equity method, Genesis Technology Inc., which is investee of the Corporation and Syscore Corporation and is accounted for using the equity method, Systex Information (H.K.) Limited and Rainbow Tech Information (HK) Limited, which are investees of Kimo.com (BVI) Corporation and are accounted for using the equity method for the year ended December 31, 2023, but such financial statements were audited by other auditors. Our opinion, insofar as it relates to the amounts included for these investees, is based solely on the reports of other auditors. The aggregate amounts of aforementioned investments accounted for using the equity method was \$2,521,760 thousand, representing 11.27%, of the Corporation's total assets as of December 31, 2023. The aggregate comprehensive income of these investees was \$158,395 thousand, representing 11.54%, of the Corporation's comprehensive income for the year ended December 31, 2023.

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 Corporation's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Corporation or to cease operations, or has no realistic alternative but to do so.

Those charged with governance, including the audit committee, are responsible for overseeing the Corporation's financial reporting process.

Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements

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

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

1. 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. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Corporation's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Corporation's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the parent company only financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Corporation to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of entities or business activities within the Corporation to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision, and performance of the 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, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the parent company only financial statements for the year ended December 31, 2024 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audits resulting in this independent auditors' report are Shiow-Ming Shue and Hui-Min Huang.

Deloitte & Touche
Taipei, Taiwan
Republic of China

February 26, 2025

Notice to Readers

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

For the convenience of readers, the independent auditors' report and the accompanying financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and financial statements shall prevail.

SYSTEX CORPORATION

PARENT COMPANY ONLY BALANCE SHEETS DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

ASSETS	2024		2023	
	Amount	%	Amount	%
CURRENT ASSETS				
Cash (Notes 4 and 6)	\$ 1,578,224	6	\$ 1,006,943	4
Financial assets at fair value through profit or loss - current (Notes 4 and 7)	2,304,111	9	-	-
Notes receivable, net (Notes 4, 5, 9 and 18)	26,321	-	16,251	-
Accounts receivable, net (Notes 4, 5, 9 and 18)	1,175,762	5	1,991,912	9
Receivables from related parties (Note 25)	115,533	-	118,933	1
Other receivables	63,290	-	53,946	-
Inventories (Notes 4 and 10)	1,331,528	5	1,414,485	6
Prepayments	772,852	3	819,765	4
Other financial assets - current (Notes 26 and 27)	267,254	1	204,333	1
Refundable deposits - current	167,823	1	124,050	1
Other current assets (Note 20)	18,114	-	19,816	-
Total current assets	7,820,812	30	5,770,434	26
NON-CURRENT ASSETS				
Financial assets at fair value through profit or loss - non-current (Notes 4 and 7)	2,421,226	9	1,791,458	8
Financial assets at fair value through other comprehensive income - non-current (Notes 4 and 8)	12,632	-	40,857	-
Investments accounted for using equity method (Notes 4 and 11)	13,292,470	52	12,556,168	56
Property, plant and equipment (Notes 4 and 12)	1,665,958	7	1,629,484	7
Right-of-use assets (Notes 4 and 13)	300,144	1	299,754	1
Computer software (Note 4)	51,919	-	42,126	-
Deferred tax assets (Notes 4 and 20)	10,883	-	18,885	-
Refundable deposits - non-current	125,114	1	114,132	1
Long-term receivables (Notes 4 and 9)	-	-	3,007	-
Other financial assets - non-current (Notes 26 and 27)	23,689	-	32,401	-
Other non-current assets	20,518	-	77,155	1
Total non-current assets	17,924,553	70	16,605,427	74
TOTAL	\$ 25,745,365	100	\$ 22,375,861	100
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term loans (Notes 4 and 14)	\$ -	-	\$ 200,000	1
Contract liabilities (Notes 4 and 18)	1,153,844	4	956,407	4
Notes and accounts payable	1,247,058	5	1,376,092	6
Payables to related parties (Note 25)	1,204,148	5	1,230,680	6
Other payables	917,323	4	779,973	3
Lease liabilities - current (Notes 4 and 13)	118,964	-	112,328	-
Current tax liabilities (Notes 4 and 20)	12,465	-	31,611	-
Other current liabilities	146,887	1	124,637	1
Total current liabilities	4,800,689	19	4,811,728	21
NON-CURRENT LIABILITIES				
Bonds payable (Notes 4 and 15)	2,997,857	11	2,996,633	13
Deferred tax liabilities (Notes 4 and 20)	6,177	-	5,846	-
Lease liabilities - non-current (Notes 4 and 13)	187,109	1	190,790	1
Net defined benefit liabilities - non-current (Notes 4 and 16)	16,905	-	92,172	1
Other non-current liabilities	6,246	-	6,185	-
Total non-current liabilities	3,214,294	12	3,291,626	15
Total liabilities	8,014,983	31	8,103,354	36
EQUITY (Notes 4, 17 and 22)				
Share capital	2,722,654	11	2,723,033	12
Capital surplus	8,692,447	34	6,967,728	31
Retained earnings				
Legal reserve	1,836,979	7	1,691,083	8
Special reserve	402,170	1	308,124	1
Unappropriated earnings	4,291,181	17	3,976,732	18
Total retained earnings	6,530,330	25	5,975,939	27
Other equity	(215,049)	(1)	(465,750)	(2)
Treasury shares	-	-	(928,443)	(4)
Total equity	17,730,382	69	14,272,507	64
TOTAL	\$ 25,745,365	100	\$ 22,375,861	100

The accompanying notes are an integral part of the parent company only financial statements.

(With Deloitte & Touche auditors' report dated February 26, 2025)

SYSTEX CORPORATION

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2024		2023	
	Amount	%	Amount	%
OPERATING REVENUE (Notes 4, 18 and 25)				
Sales	\$ 7,882,915	66	\$ 6,749,714	64
Less: Sales returns and allowances	<u>21,748</u>	-	<u>9,896</u>	-
Net sales	7,861,167	66	6,739,818	64
Service revenue	4,068,016	34	3,742,203	35
Other operating revenue	<u>53,807</u>	-	<u>70,938</u>	1
Total operating revenue	<u>11,982,990</u>	<u>100</u>	<u>10,552,959</u>	<u>100</u>
OPERATING COSTS (Notes 4, 10, 19 and 25)				
Cost of goods sold	6,793,634	57	5,894,121	56
Service costs	1,963,446	17	1,709,032	16
Other operating costs	<u>14,660</u>	-	<u>10,486</u>	-
Total operating costs	<u>8,771,740</u>	<u>74</u>	<u>7,613,639</u>	<u>72</u>
GROSS PROFIT	<u>3,211,250</u>	<u>26</u>	<u>2,939,320</u>	<u>28</u>
OPERATING EXPENSES (Notes 9, 19 and 25)				
Selling expenses	2,269,225	19	2,127,284	20
General and administrative expenses	363,474	3	342,852	3
Research and development expenses	487,977	4	352,194	4
Expected credit loss	<u>2,136</u>	-	<u>5,290</u>	-
Total operating expenses	<u>3,122,812</u>	<u>26</u>	<u>2,827,620</u>	<u>27</u>
PROFIT FROM OPERATIONS	<u>88,438</u>	<u>-</u>	<u>111,700</u>	<u>1</u>
NON-OPERATING INCOME AND EXPENSES				
Share of profit of subsidiaries and associates (Notes 4 and 11)	1,326,746	11	1,343,291	13
Interest income (Note 4)	6,530	-	4,694	-
Dividend income (Note 4)	42,973	1	49,743	-
Other income, net (Note 25)	30,436	-	20,613	-
Gain on sale of property, plant and equipment	122	-	138	-
Gain (loss) on sale of investments, net (Note 19)	2,707	-	(5,964)	-
Foreign exchange gain (loss), net (Note 4)	5,789	-	(332)	-
Gain on financial assets at fair value through profit or loss, net (Note 4)	634,028	5	67,803	-
Interest expense	(36,324)	-	(35,693)	-
Other (expenses) income	(28,262)	-	2,243	-
Impairment loss on assets (Notes 4 and 19)	<u>(77,764)</u>	<u>(1)</u>	<u>(34,373)</u>	<u>-</u>
Total non-operating income and expenses	<u>1,906,981</u>	<u>16</u>	<u>1,412,163</u>	<u>13</u>

(Continued)

SYSTEX CORPORATION

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2024		2023	
	Amount	%	Amount	%
INCOME BEFORE INCOME TAX	\$ 1,995,419	16	\$ 1,523,863	14
INCOME TAX EXPENSE (Notes 4 and 20)	<u>37,988</u>	<u>-</u>	<u>29,597</u>	<u>-</u>
NET INCOME	<u>1,957,431</u>	<u>16</u>	<u>1,494,266</u>	<u>14</u>
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plans (Notes 4 and 16)	(378)	-	(21,159)	-
Unrealized loss on equity instruments at fair value through other comprehensive income	(29,524)	-	(16,527)	-
Share of the other comprehensive income (loss) of subsidiaries and associates accounted for using the equity method	<u>29,400</u>	<u>-</u>	<u>(55,868)</u>	<u>(1)</u>
	<u>(502)</u>	<u>-</u>	<u>(93,554)</u>	<u>(1)</u>
Items that may be reclassified subsequently to profit or loss:				
Share of the other comprehensive income (loss) of subsidiaries and associates accounted for using the equity method	<u>216,216</u>	<u>2</u>	<u>(27,913)</u>	<u>-</u>
Other comprehensive income (loss) for the year, net of income tax	<u>215,714</u>	<u>2</u>	<u>(121,467)</u>	<u>(1)</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 2,173,145</u>	<u>18</u>	<u>\$ 1,372,799</u>	<u>13</u>
EARNINGS PER SHARE (Note 21)				
Basic	<u>\$ 7.66</u>		<u>\$ 6.02</u>	
Diluted	<u>\$ 7.64</u>		<u>\$ 6.01</u>	

The accompanying notes are an integral part of the parent company only financial statements.

(With Deloitte & Touche auditors' report dated February 26, 2025)

(Concluded)

SYSTEX CORPORATION

PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars)

	Share Capital	Capital Surplus	Retained Earnings				Exchange Differences on Translating Foreign Operations	Other Equity	Unearned Employee Benefits	Treasury Shares	Total Equity
			Legal Reserve	Special Reserve	Unappropriated Earnings	Total		Unrealized (Loss) Gain on Financial Assets at Fair Value Through Other Comprehensive Income			
BALANCE AT JANUARY 1, 2023	\$ 2,723,333	\$ 6,874,231	\$ 1,576,153	\$ 729,124	\$ 3,573,220	\$ 5,878,497	\$ (272,123)	\$ (36,000)	\$ (171,334)	\$ (928,443)	\$ 14,068,161
Appropriation of 2022 earnings											
Legal reserve	-	-	114,930	-	(114,930)	-	-	-	-	-	-
Reversal of special reserve	-	-	-	(421,000)	421,000	-	-	-	-	-	-
Cash dividends - NT\$5 per share	-	-	-	-	(1,361,517)	(1,361,517)	-	-	-	-	(1,361,517)
Share of changes in subsidiaries and associates accounted for using the equity method	-	(10,839)	-	-	(7,887)	(7,887)	-	-	-	-	(18,726)
Net income for 2023	-	-	-	-	1,494,266	1,494,266	-	-	-	-	1,494,266
Other comprehensive loss for 2023	-	-	-	-	(27,480)	(27,480)	(27,913)	(66,074)	-	-	(121,467)
Total comprehensive income (loss) for 2023	-	-	-	-	1,466,786	1,466,786	(27,913)	(66,074)	-	-	1,372,799
Share-based payment transaction - restricted shares for employees	-	(820)	-	-	-	-	-	-	105,561	-	104,741
Share-based payment transaction - cancellation of restricted shares for employees	(300)	(1,893)	-	-	-	-	-	-	2,193	-	-
Cash dividends received by subsidiaries from the Corporation	-	107,049	-	-	-	-	-	-	-	-	107,049
Disposal of investments by subsidiaries in equity instruments at fair value through other comprehensive income	-	-	-	-	60	60	-	(60)	-	-	-
BALANCE AT DECEMBER 31, 2023	2,723,033	6,967,728	1,691,083	308,124	3,976,732	5,975,939	(300,036)	(102,134)	(63,580)	(928,443)	14,272,507
Appropriation of 2023 earnings											
Legal reserve	-	-	145,896	-	(145,896)	-	-	-	-	-	-
Special reserve	-	-	-	94,046	(94,046)	-	-	-	-	-	-
Cash dividends - NT\$5.2 per share	-	-	-	-	(1,415,977)	(1,415,977)	-	-	-	-	(1,415,977)
Share of changes in subsidiaries and associates accounted for using the equity method	-	22,948	-	-	-	-	-	-	-	-	22,948
Donations from shareholders	-	1,080	-	-	-	-	-	-	-	-	1,080
Net income for 2024	-	-	-	-	1,957,431	1,957,431	-	-	-	-	1,957,431
Other comprehensive income (loss) for 2024	-	-	-	-	12,730	12,730	216,216	(13,232)	-	-	215,714
Total comprehensive income (loss) for 2024	-	-	-	-	1,970,161	1,970,161	216,216	(13,232)	-	-	2,173,145
Disposal of treasury shares	-	1,577,141	-	-	-	-	-	-	-	928,443	2,505,584
Cash dividends received by subsidiaries from the Corporation	-	111,331	-	-	-	-	-	-	-	-	111,331
Issuance of employee share options by the subsidiaries	-	15,024	-	-	-	-	-	-	-	-	15,024
Share-based payment transaction - restricted shares for employees	-	(412)	-	-	-	-	-	-	44,945	-	44,533
Share-based payment transaction - cancellation of restricted shares for employees	(379)	(2,393)	-	-	207	207	-	-	2,772	-	207
BALANCE AT DECEMBER 31, 2024	<u>\$ 2,722,654</u>	<u>\$ 8,692,447</u>	<u>\$ 1,836,979</u>	<u>\$ 402,170</u>	<u>\$ 4,291,181</u>	<u>\$ 6,530,330</u>	<u>\$ (83,820)</u>	<u>\$ (115,366)</u>	<u>\$ (15,863)</u>	<u>\$ -</u>	<u>\$ 17,730,382</u>

The accompanying notes are an integral part of the parent company only financial statements.

(With Deloitte & Touche auditors' report dated February 26, 2025)

SYSTEX CORPORATION

PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	\$ 1,995,419	\$ 1,523,863
Adjustments for:		
Depreciation expense	254,926	218,013
Amortization expense	21,192	41,083
Expected credit loss recognized	2,136	5,290
Gain on financial assets at fair value through profit or loss, net	(634,028)	(67,803)
Loss on disposal of investments accounted for using the equity method	-	5,964
Interest expense	36,324	35,693
Interest income	(6,530)	(4,694)
Dividend income	(42,973)	(49,743)
Compensation cost of share-based payment	49,776	88,622
Share of profit of subsidiaries and associates accounted for using equity method	(1,326,746)	(1,343,291)
Gain on sale of property, plant and equipment	(122)	(138)
Write-down of inventories	2,643	1,123
Impairment loss on financial assets	77,764	-
Impairment loss on non-financial assets	-	34,373
Other non-cash items	(177)	-
Changes in operating assets and liabilities		
Financial assets mandatorily classified as at fair value through profit or loss	(2,299,851)	864,044
Notes receivable	(10,070)	1,780
Accounts receivable	814,014	(107,422)
Receivables from related parties	3,400	2,774
Other receivables	(8,907)	(6,892)
Inventories	54,949	(31,267)
Prepayments	46,913	(72,499)
Other current assets	1,702	6,004
Notes and accounts payable	(129,034)	108,308
Payables to related parties	(26,532)	340,745
Other payables	137,350	(16,159)
Contract liabilities	197,437	59,817
Other current liabilities	43,194	(93,081)
Net defined benefit liabilities	(75,645)	(32,724)
Cash (used in) generated from operations	(821,476)	1,511,783
Interest paid	(36,244)	(35,588)
Income tax (paid) received	(48,801)	759
Net cash (used in) generated from operating activities	(906,521)	1,476,954
		(Continued)

SYSTEX CORPORATION

PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

	2024	2023
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of financial assets at fair value through other comprehensive income	\$ (1,524)	\$ (10,010)
Proceeds from disposal of financial assets at fair value through other comprehensive income	-	1,106
Acquisition of investments accounted for using the equity method	(192,550)	(106,772)
Proceeds from disposal of investments accounted for using the equity method	-	26,186
Capital reduction of investments accounted for using the equity method	231,266	150,000
Payments for property, plant and equipment	(101,596)	(65,289)
Proceeds from disposal of property, plant and equipment	690	9,993
Increase in refundable deposits	(54,755)	(50,882)
Payments for intangible assets	(30,985)	(17,383)
Proceeds from disposal of intangible assets	-	969
Decrease in long-term receivables	3,007	3,766
(Increase) decrease in pledged time deposits	(54,209)	24,832
Decrease (increase) in other non-current assets	25,347	(80,767)
Interest received	6,318	4,354
Dividends received	42,973	49,743
Dividends received from subsidiaries and associates	<u>3,349,504</u>	<u>853,127</u>
Net cash generated from investing activities	<u>3,223,486</u>	<u>792,973</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Decrease in short-term loans	(200,000)	(180,000)
Increase in guarantee deposits received	61	1,185
Repayment of the principal portion of lease liabilities	(129,975)	(117,826)
Dividends paid	<u>(1,415,770)</u>	<u>(1,361,517)</u>
Net cash used in financing activities	<u>(1,745,684)</u>	<u>(1,658,158)</u>
NET INCREASE IN CASH	571,281	611,769
CASH AT THE BEGINNING OF THE YEAR	<u>1,006,943</u>	<u>395,174</u>
CASH AT THE END OF THE YEAR	<u>\$ 1,578,224</u>	<u>\$ 1,006,943</u>

The accompanying notes are an integral part of the parent company only financial statements.

(With Deloitte & Touche auditors' report dated February 26, 2025)

(Concluded)

Attachment 3

Audit Committee's Review Report

The Board of Directors has prepared and submitted the 2024 Business Report and Financial Statements, of which the Financial Statements have been audited by Deloitte & Touche. These have been reviewed by us as the Audit Committee of the Company. We deem no inappropriateness on these documents. Pursuant to Article 14-4 of the Securities and Exchange Act and Article 219, 228 of the Company Act, we hereby submit this report.

Systex Corporation

Audit Committee Convener:

Lai, Chien-Hua

February 26, 2025

Audit Committee's Review Report

The Board of Directors has prepared the 2024 earnings distribution proposal. The proposal has been reviewed by us as the Audit Committee of the Company. We deem no inappropriateness on these documents. Pursuant to Article 14-4 of the Securities and Exchange Act and Article 219, 228 of the Company Act, we hereby submit this report.

System Corporation

Audit Committee Convener:

Lai, Chien-Hua

April 9, 2025

Attachment 4

SYSTEX Corporation
Earnings Distribution Proposal
December 31, 2024

Unit: NT\$

Items	Amount	
	Subtotal	Total
Beginning unappropriated earnings		2,320,812,822
Restricted Stock Cancellation-Dividend reversal	207,016	
Adjustment for the retained earnings for long-term share investment	13,107,825	
Actuarial (loss) gains listed in retained earnings	(377,560)	
Net income of 2023	1,957,430,858	
Add: Special reserve reversal	202,984,189	
Earnings available for distribution		<u>4,494,165,150</u>
Distribution items		
Legal reserve	(197,036,813)	
Cash dividends (NT\$5.2 per share)	(1,415,663,943)	
Total distribution		<u>(1,612,700,756)</u>
Ending unappropriated earnings		<u><u>2,881,464,394</u></u>

Note: The Company has issued a total of 272,243,066 shares on March 21, 2025.

Chairman & President Lin, Lung-Fen

Accounting Manager Cheng, Yuan-Yih

Attachment 5

Systex Corporation

Table of Comparison of Amendments to the Articles of Incorporation

Before Amendments	After Amendments	Remark
<p>Article 23</p> <p>In the event the Company makes a profit during the fiscal year it shall set aside <u>no less than 0.1%</u> of the profits for employee remuneration. The remuneration for Directors shall be no higher than 2%. However, priority shall be given to reservation of funds for compensation of cumulative losses, if any.</p> <p>The preceding employee remuneration may be paid in cash or shares, and shall be payable to employees of subsidiary companies who meet the requirements stipulated by the Board of Directors. Remuneration of directors as specified above may be distributed in cash only.</p> <p>The procedures in the two preceding paragraphs shall be approved by the Board of Directors and reported to the shareholders' meeting.</p>	<p>Article 23</p> <p>In the event the Company makes a profit during the fiscal year it shall set aside <u>no less than 2%</u> of the profits for employee remuneration, <u>and another 1% should be set aside as the distribution remuneration for grassroots employees.</u> The remuneration for Directors shall be no higher than 2%. However, priority shall be given to reservation of funds for compensation of cumulative losses, if any.</p> <p>The preceding employee remuneration <u>[including the distribution of remuneration for grassroots employees]</u> may be paid in cash or shares, and shall be payable to employees of subsidiary companies who meet the requirements stipulated by the Board of Directors. Remuneration of directors as specified above may be distributed in cash only.</p> <p>The procedures in the two preceding paragraphs shall be approved by the Board of Directors and reported to the shareholders' meeting.</p>	<p>Amended in accordance with Article 14, Paragraph 6 of the Securities and Exchange Act and Financial Supervisory Commission Order No. 1130385442.</p>
<p>Article 25:</p> <p>The Articles of Incorporation were established on Dec. 26, 1996. The 1st Amendment was approved by the shareholders' meeting on June 23, 1998, the 2nd Amendment on May 6, 1999, the 3rd</p>	<p>Article 25:</p> <p>The Articles of Incorporation were established on Dec. 26, 1996. The 1st Amendment was approved by the shareholders' meeting on June 23, 1998, the 2nd Amendment on May 6, 1999, the 3rd</p>	<p>Addition of revision dates.</p>

Before Amendments	After Amendments	Remark
<p>Amendment on April 18, 2000, the 4th Amendment on April 12, 2001, the 5th Amendment on October 2, 2001, the 6th Amendment on March 28, 2002, the 7th Amendment on April 22, 2003, the 8th Amendment on April 14, 2004, the 9th Amendment on June 24, 2004, the 10th Amendment on May 18, 2005, the 11th Amendment on June 15, 2006, the 12th Amendment on June 13, 2007, the 13th Amendment on June 13, 2008, the 14th Amendment on June 18, 2010, the 15th Amendment on June 24, 2011, the 16th Amendment on June 15, 2012, the 17th Amendment on June 17, 2015, the 18th Amendment on June 17, 2016, the 19th Amendment on June 13, 2019 , the 20th Amendment on June 18, 2020 and the 21th Amendment on August 27, 2021 , the 22th Amendment on May 26, 2022, and the 23th Amendment on May 29, 2024.</p> <p>The Articles of Incorporation were implemented after approval in accordance with laws and regulations.</p>	<p>Amendment on April 18, 2000, the 4th Amendment on April 12, 2001, the 5th Amendment on October 2, 2001, the 6th Amendment on March 28, 2002, the 7th Amendment on April 22, 2003, the 8th Amendment on April 14, 2004, the 9th Amendment on June 24, 2004, the 10th Amendment on May 18, 2005, the 11th Amendment on June 15, 2006, the 12th Amendment on June 13, 2007, the 13th Amendment on June 13, 2008, the 14th Amendment on June 18, 2010, the 15th Amendment on June 24, 2011, the 16th Amendment on June 15, 2012, the 17th Amendment on June 17, 2015, the 18th Amendment on June 17, 2016, the 19th Amendment on June 13, 2019 , the 20th Amendment on June 18, 2020 ,the 21th Amendment on August 27, 2021,the 22th Amendment on May 26, 2022, the 23th Amendment on May 29, 2024, <u>and the 28th Amendment on May 28, 2025.</u></p> <p>The Articles of Incorporation were implemented after approval in accordance with laws and regulations.</p>	

Systex Corporation
Articles of Incorporation (Amended)

Chapter I General Provisions

Article 1: The Company is constituted in accordance with the Company Act, and shall be known as Systex Corporation.

Article 2: The Company shall engage in the following businesses:

1. F113050 Wholesale of Computing and Business Machinery Equipment
2. F118010 Wholesale of Computer Software
3. F113070 Wholesale of Telecom Instruments
4. F113020 Wholesale of Household Appliance
5. F113110 Wholesale of Batteries
6. F119010 Wholesale of Electronic Materials
7. E605010 Computing Equipments Installation Construction
8. JA02010 Electric Appliance and Audiovisual Electric Products Repair Shops
9. J399010 Software Publication
10. IG02010 Research Development Service
11. I599990 Other Designing
12. JZ99050 Agency Services
13. F113030 Wholesale of Precision Instruments
14. E603050 Cybernation Equipments Construction
15. F401010 International Trade
16. I301010 Software Design Services
17. I301020 Data Processing Services
18. I301030 Digital Information Supply Services
19. F213030 Retail sale of Computing and Business Machinery Equipment
20. F218010 Retail Sale of Computer Software
21. F209060 Retail sale of Stationery Articles, Musical Instruments and Educational Entertainment Articles
22. E701010 Telecommunications Engineering
23. F213060 Retail Sale of Telecom Instruments
24. F399040 Retail Business Without Shop
25. F601010 Intellectual Property
26. IE01010 Telecommunications Number Agencies
27. I103060 Management Consulting Services
28. JE01010 Rental and Leasing Business
29. I401010 General Advertising Services
30. IZ99990 Other Industry and Commerce Services
31. J304010 Book Publishers

32. F401021 Restrained Telecom Radio Frequency Equipments and Materials
Import
33. J303010 Magazine and Periodical Publication
34. J305010 Audio Tape and Record Publishers
35. J201031 Technique and Performing Arts Training
36. I501010 Product Designing
37. I199990 Other Consultancy
38. CC01100 Restrained Telecom Radio Frequency Equipments and Materials
Manufacturing
39. F108031 Wholesale of Drugs, Medical Goods
40. F208031 Retail Sale of Medical Apparatus
41. CC01110 Computers and Computing Peripheral Equipments Manufacturing
42. CC01120 Data Storage Media Manufacturing and Duplicating
43. CC01060 Wired Communication Equipment and Apparatus Manufacturing
44. CC01030 Electric Appliance and Audiovisual Electric Products Manufacturing
45. CC01080 Electronic Parts and Components Manufacturing
46. CB01010 Machinery and Equipment Manufacturing
47. C701010 Printing
48. C703010 Printings Bindery and Processing
49. F113010 Wholesale of Machinery
50. IZ13010 Internet Identify Services
51. EZ05010 Apparatus Installation Construction
52. E701030 Controlled Telecommunications Radio-Frequency Devices
Installation Engineering
53. E601010 Electric Appliance Construction
54. F102170 Wholesale of Food and Grocery
55. F104110 Wholesale of Cloths, Clothes, Shoes, Hat, Umbrella and Apparel,
Clothing Accessories and Other Textile Products
56. F105050 Wholesale of Furniture, Bedclothes Kitchen Equipment and
Fixtures
57. F109070 Wholesale of Stationery Articles, Musical Instruments and
Educational Entertainment Articles
58. F203010 Retail sale of Food and Grocery
59. F204110 Retail sale of Cloths, Clothes, Shoes, Hat, Umbrella and Apparel,
Clothing Accessories and Other Textile Products
60. F205040 Retail sale of Furniture, Bedclothes, Kitchen Equipment and
Fixtures
61. F208050 Retail Sale of the Second Type Patent Medicine
62. F102020 Wholesale of Edible Oil
63. F102040 Wholesale of Nonalcoholic Beverages

64. F102050 Wholesale of Tea
65. F102180 Wholesale of Ethanol
66. F103010 Wholesale of Animal Feeds
67. F106010 Wholesale of Ironware
68. F106020 Wholesale of Articles for Daily Use
69. F107030 Wholesale of Cleaning Preparations
70. F107070 Wholesale of Animal Medicines
71. F108040 Wholesale of Cosmetics
72. F110010 Wholesale of Clocks and Watches
73. F110020 Wholesale of Spectacles
74. F114030 Wholesale of Motor Vehicle Parts and Supplies
75. F116010 Wholesale of Photographic Equipment
76. F117010 Wholesale of Fire Fighting Equipment
77. F203030 Retail Sale of Ethanol
78. F206010 Retail Sale of Ironware
79. F206020 Retail Sale of Articles for Daily Use
80. F206050 Retail of pet food and appliances
81. F207030 Retail Sale of Cleaning Preparations
82. F207070 Retail Sale of Animal Medicine
83. F208040 Retail Sale of Cosmetics
84. F210010 Retail Sale of Watches and Clocks
85. F210020 Retail Sale of Spectacles
86. F213010 Retail Sale of Household Appliance
87. F213110 Retail Sale of Batteries
88. F216010 Retail Sale of Photographic Equipment
89. F219010 Retail Sale of Electronic Materials
90. F301010 Department Stores
91. IZ04010 Translation
92. IZ09010 Management System Certification
93. IZ12010 Manpower Dispatched
94. J202010 Industry Innovation and Incubation Services
95. J399990 Other Publishing
96. ZZ99999 All business items that are not prohibited or restricted by law,
except those that are subject to special approval.

Article 2-1: The Company may provide external guarantees.

Article 2-2: The Company's total external investment may exceed forty percent (40%) of its paid-in capital.

Article 3: The Company's head office is established in Taipei City. Where necessary the Company may establish branch companies domestically or overseas subject to the resolution by its Board of Directors and the approval of the competent

authority.

Chapter II Shares

Article 4: The total capital of the Company shall be in the amount of NT\$4 billion divided into 400 million shares to be raised in multiple issues at NT\$10 per share.

An additional NT\$200 million shall be reserved from the total capital as specified in Paragraph 1 for the issuance of employee stock options issuable in 20 million shares at NT\$10 per share over multiple installments in accordance with the Board of Directors resolution.

Before issuing any employee stock options at a strike price lower than the closing price of the Company's stocks on the date of issuance, the Company shall first obtain the agreement of at least two-thirds of the voting rights present at the shareholders' meeting attended by shareholders representing a majority of total issued shares, and may issue the stock options in installments within a year of the date of resolution in the shareholders' meeting. Other conditions or restrictions on employee stock options issued in accordance with the provisions described above shall be processed in accordance with related laws and regulations.

Before transferring shares to employees at a price lower than the average of the actual repurchase price, the Company shall first obtain the agreement of at least two-thirds of the voting rights present at the most recent shareholders' meeting attended by shareholders representing a majority of total issued shares.

The qualification requirements of the Company's issuance of restricted stock for employees may include employees of parents or subsidiaries companies meeting certain specific requirements.

Article 5: Stocks of the Company shall be with serial numbers, be affixed with the signatures or personal seals of the director representing the company, and shall be duly certified or authenticated by the bank which is competent to certify shares under the laws before issuance thereof. Stocks issued by the Company are not required to be printed. The Company, however, shall contact the centralized securities depository enterprise institution for registration or depository of the share certificates for the stocks or shares issued in accordance with this Paragraph.

Article 6: The Company shall administer all the stock-related operations in accordance with the "Regulations Governing the Administration of Shareholder Services of Public Companies" promulgated by the competent authority. The competent authority may request consolidated issuance of securities with large nominal value.

Chapter III Shareholders' Meeting

Article 7: Registration for the transfer of shares shall be suspended for 60 days before a general shareholders' meeting, for 30 days before an extraordinary shareholders'

meeting, and for 5 days before the baseline date for distributing dividends, bonus or other benefits. The above periods shall be calculated from the date of the meeting or the baseline date.

Article 8: The Company holds general and provisional shareholders' meetings. A general meeting is convened once a year within six months after the end of a fiscal year. Extraordinary meetings are convened when necessary in accordance with the law. The shareholders' meeting shall be held in accordance with the Company's "Rules and Procedures for Shareholders' Meetings."

When the Company holds a shareholders' meeting, the meeting may be held by means of visual communication network, or other methods promulgated by the central competent authority.

Article 9: All shareholders shall be informed of the meeting and agenda 30 days before a general meeting or 15 days before an extraordinary meeting is convened.

Article 10: A shareholder, if unable to attend the shareholders' meeting, may appoint a proxy to attend on the shareholder's behalf by executing a power of attorney and stating therein the scope of power authorized to the proxy. The authorization shall be processed in accordance with Article 177 of the Company Act.

Article 11: A shareholders' meeting convened by the Board of Directors shall be chaired by the Chairman. If the Chairman is on leave or unable to exercise powers, the acting chair shall be selected in accordance with Article 208, Paragraph 3 of the Company Act. If a shareholders' meeting is convened by an individual with the right to convene a meeting but who is not a member of the Board of Directors, the said individual shall chair the meeting. If two or more individuals have the right to convene the meeting, one shall be elected from those eligible to chair the meeting.

Article 12: Unless otherwise regulated by the Company Act, a shareholders' meeting resolution shall be passed when more than 50% of all outstanding shares are represented in the meeting, and voted in favor by more than 50% of all voting rights represented at the meeting.

Article 12-1: A proposal to cancel the public issuance of the Company's shares shall be filed for a resolution in the shareholders' meeting.

Article 13: Each shareholder of the Company shall be entitled to one vote for each share. No voting power shall be granted, however, to Company shares prescribed in Article 179 of the Company Act.

Article 14: Shareholders' meeting resolutions shall be compiled into minutes with details including the date and place of the meeting, the name of Chairman, method of resolution, and a summary of the essential points of meeting proceedings and results. The minutes shall be signed or sealed by the Chair. The minutes described in the previous paragraph shall be retained by the Company along with

the attendance cards and power of attorney letters for proxies of shareholders in attendance. The minutes shall be distributed to each shareholder within 20 days of the meeting. The minutes may be distributed in announcements.

Chapter IV Directors

Article 15: The Company shall appoint nine to thirteen Directors who shall be elected from among the shareholders with capacity at the shareholders' meeting in accordance with the provisions stipulated in Articles 198 and 227 of the Company Act to serve terms of three years each; directors may serve consecutive terms. The election of Directors is held by nomination in accordance with Article 192-1 of the Company Act, and the shareholders shall vote on the list of candidates. Unless otherwise approved by the competent authority, the following relations may not exist among more than half of the directors of the Company.

I. A spousal relationship.

II. Familial relationship within the second degree of kinship.

Article 15-1: The Company shall appoint at least three Independent Directors among the Directors of the Board in accordance with Article 14-2 of the Securities and Exchange Act and in compliance with Article 183 of the Securities and Exchange Act. The selection of Independent Directors shall be conducted in accordance with the candidate nomination system prescribed in Article 192-1 of the Company Act.

The Company shall assemble an Audit Committee in accordance with Article 14-4 and Article 183 of the Securities and Exchange Act. The Committee shall be solely composed of Independent Directors.

Article 16: The Directors shall form a Board of Directors, under which functional committees with various duties and purposes may be established. The Chairman of the Board shall be elected from among those present by a majority vote at a Board meeting with more than two-thirds of the directors present. A Vice Chairman may be elected to assist the Chairman. The Chairman is the Chair of the Board of Directors and represents the Company in conducting all affairs. If the Chairman is on leave or unable to exercise his/her duties for whatever reason, a proxy shall be selected in accordance with Article 208, Paragraph 3 of the Company Act.

Article 17: A Board meeting may be convened through written, email or facsimile notification that states the reason for the meeting to each Director and Supervisor at least seven days before the meeting date. A meeting of the Board of Directors may be convened at any time in the event of an emergency. Directors who participate in meetings via video conferencing shall be deemed to have personally attended the meeting. The Board of Directors meeting shall be held in accordance with the Company's "Rules and Procedures for Board of Directors Meetings." If a Director

is unable to attend a Board meeting, he/she may appoint a proxy to attend the meeting by completing the Company's proxy form and specifying the scope of delegation. Any proxy prescribed in the preceding paragraph, however, shall only represent one Director in the meeting.

Article 18: Unless otherwise provided for under the Company Act, resolutions of the Board of Directors shall be approved by majority vote at a meeting attended by a majority of the Directors.

Article 19: Remuneration for the Chairman and Directors shall be determined by their level of participation in the Company's operations and the value of their contribution as well as their personal performance and the Company's long-term operating performance while taking into account the Company's operating risks and the industry's prevailing rates in the domestic and international markets.

The Board of Directors is authorized to determine the remuneration. The Company may purchase liability insurance for Directors.

Chapter V Managers

Article 20: The Company may appoint a Chief Executive Officer following a resolution in the Board of Directors meeting to oversee the business operations and strategies of the Company and its subsidiaries. The Company shall also appoint a President whose appointment, dismissal, and remuneration shall be governed by Article 29 of the Company Act.

Chapter VI Accounting

Article 21: The Company's fiscal year begins on January 1 and ends on December 31 of every year. The fiscal year shall end on the last day of the Gregorian calendar and the Board shall prepare the following documents and submit them to the Audit Committee for review before ratification in the General Shareholders' Meeting.

(I) Business report.

(II) Financial Statements.

(III) Distribution of earnings or loss offsetting proposals.

Article 22: In response to the overall economy and the characteristics of industry growth and in compliance with the Company's long-term financial plans for sustainable operations and stable development, the Company adopts a residual dividend policy. The policy mainly assesses the annual funding requirements based on the Company's future capital budget plans and retains required funding from earnings before distributing remaining earnings as dividend. The distribution procedures are as follows:

(I) The optimal capital budget is determined.

(II) The amount of capital required to satisfy the capital budget in paragraph (I) is determined.

(III) The amount of funding required for financing to be supported by the retained earnings (the remaining can be supported through cash capital increase or corporate bonds etc.) is determined.

(IV) An appropriate amount of the remaining earnings shall be retained in accordance with operational requirements before distributing dividends to shareholders.

The Company distributes dividends through cash or stocks and cash dividends are prioritized. If dividends are distributed in stocks, the stock dividends shall not exceed 50% of the total dividends issued in the current year. The distribution of dividends may be dependent on the Company's current and future investment environment, funding requirements, domestic and foreign competition, and capital budgets while taking into consideration shareholder interests, balanced dividends, and the Company's long-term financial plans. Where a plan to distribute stock dividends is in place, the Board of Directors shall formulate relevant proposals in accordance with the law and report to the shareholders' meeting for discussion and resolution.

For the distribution of the preceding surplus, if the distribution is in cash, the Board of Directors shall be authorized to resolve the proposal by at least half of the directors, provided the number of directors present shall be at least two-thirds of the entire Board of Directors, and report to the shareholders' meeting of the distribution.

The company may distribute all or part of the reserve in accordance with laws or the regulations of the competent authority. If it is distributed in cash, it authorizes the board of directors to make resolutions in accordance with Article 241 of the Company Act and report to the shareholders' meeting.

Article 23: In the event the Company makes a profit during the fiscal year it shall set aside no less than 2% of the profits for employee remuneration, and another 1% should be set aside as the distribution remuneration for grassroots employees. The remuneration for Directors shall be no higher than 2%. However, priority shall be given to reservation of funds for compensation of cumulative losses, if any.

The preceding employee remuneration (including the distribution of remuneration for grassroots employees) may be paid in cash or shares, and shall be payable to employees of subsidiary companies who meet the requirements stipulated by the Board of Directors. Remuneration of directors as specified above may be distributed in cash only.

The procedures in the two preceding paragraphs shall be approved by the Board of Directors and reported to the shareholders' meeting..

The procedures in the two preceding paragraphs shall be approved by the Board of Directors and reported to the shareholders' meeting.

Article 23-1: Any net income after taxes at final accounting of the current period shall be used to compensate cumulative losses while 10% of net income after taxes shall be allocated as statutory reserve according to the law, except when the cumulative statutory reserve has reached the Company's paid-in capital. The balance shall then be allocated or reversed as special reserve in accordance with regulatory requirements, it shall be handled in accordance with relevant regulations.

Chapter VII Supplementary Provisions

Article 24: Matters not addressed in these Articles shall be governed by the Company Act and other relevant laws and regulations.

Article 25: The Articles of Incorporation were established on Dec. 26, 1996.

The 1st Amendment was approved by the shareholders' meeting on June 23, 1998, the 2nd Amendment on May 6, 1999, the 3rd Amendment on April 18, 2000, the 4th Amendment on April 12, 2001, the 5th Amendment on October 2, 2001, the 6th Amendment on March 28, 2002, the 7th Amendment on April 22, 2003, the 8th Amendment on April 14, 2004, the 9th Amendment on June 24, 2004, the 10th Amendment on May 18, 2005, the 11th Amendment on June 15, 2006, the 12th Amendment on June 13, 2007, the 13th Amendment on June 13, 2008, the 14th Amendment on June 18, 2010, the 15th Amendment on June 24, 2011, the 16th Amendment on June 15, 2012, the 17th Amendment on June 17, 2015, the 18th Amendment on June 17, 2016, the 19th Amendment on June 13, 2019, the 20th Amendment on June 18, 2020, the 21st Amendment on May 27, 2021, the 22nd Amendment on May 26, 2022, the 23rd Amendment on May 29, 2024, and the 28th Amendment on May 28, 2025.

The Articles of Incorporation were implemented after approval in accordance with laws and regulations.

Attachment 6

System Corporation
The 2025 Annual Shareholders' Meeting
List of Director Candidates

Name	Shareholdings (shares)	Education	Major Past Positions & Current Positions
Lin, Lung-Fen	1,607,369	EMBA, CEIBS Master's degree in Computer Science, University of the Pacific	Chairman & President of Systex Corp.
Huang, Ting-Rong	242,152	MBA, Waseda University	Independent Director, Chipbond Technology Corp. Executive Director, Asiavest Capital Co., Ltd. Director, Sundia Meditech Group
Huang, Chi-Rong	633,780	Wharton School of the University of Pennsylvania, Dept. of Economics	Executive Director, Asiavest Capital Co., Ltd. Director, Taiwan Hopax Chems. Mfg. Co., Ltd.
Shaw, Shung-Ho	1,096,475	MBA, National Chengchi University	Chairman, Liang Hsin Finance Corp. Director, Sciencetech Corp., ALi Corp., and Sundia Meditech Group

Name	Shareholdings (shares)	Education	Major Past Positions & Current Positions
Hsieh, Chin-Ho	20,000	Master Degree in Graduate of East Asian Studies, NCCU	Chairman, Wealth Media Corp., Investment Media Ltd., Genet info Inc., Wealth Magazine Co., Ltd., Business Today Publisher, and Business Today Co., Ltd. Director, Cashbox Partyworld Co., Ltd., Business Today Marketing Corp., and Diancan Art & Collection Ltd.
Wu, Cheng-Huan	629	Fu Jen University, Dept. of Business Administration	Chairman, Hanmore Investment Corp.
Chu, Hsiao-Shing (Representative of Taiwan Mobile Co., Ltd.)	32,298,154	EMBA, National Taiwan University MS in Communication Management, University of Southern California MBA, National Chiao Tung University BS in Electrical Engineering, National Taiwan University	Vice President and Chief Enterprise Business Officer / Corporate Affairs, Taiwan Mobile Co., Ltd. Senior Vice President, Taiwan Star Telecom Co., Ltd. Director, Far EasTone Telecommunications Co., Ltd.

Attachment 7

Systex Corporation
The 2025 Annual Shareholders' Meeting
List of Independent Director Candidates

Name	Shareholdings (shares)	Education	Major Past Positions & Current Positions
Lai, Chien-Hua	0	Feng Chia University, Dept. of Business Administration	CFO & Vice President, Systex Corp. Consultant, LoreMaster Tech Inc. Consultant, Jades Integrate Co., Ltd.
Cheng, Wen-Feng (Note)	0	Master Degree in Chemical Engineering, National Tsing Hua University	Chairman & President, Boardtek Electronics Corp. Independent Director , Chipboard Technology Corp.
Huang, Ta-Lun	0	Master Degree from University of Michigan - Ann Arbor, USA	Independent Director, Egis Technology Inc. Independent Director, Mikobeaute Inc. Independent Director, ALi Corp. Chairman ,GCS Holdings, Inc.
Chen , Yun-Nung	0	Carnegie Mellon University, Doctor of Philosophy in Computer Science - Language & Information Technologies and Master of Science in Computer Science - Language Technologies National Taiwan University, Master of Science in Computer Science & Information Engineering and Bachelor of Science in Computer Science & Information Engineering	Postdoctoral Fellow, Deep Learning Technology Center, Microsoft Research Associate Professor, Department of Information Engineering, Institute of Information Network and Multimedia, National Taiwan University

Note: Re-elected for three terms Independent Director Mr. Cheng, Wen-Feng has been the Chairman and president of Boardtek Electronics Corp. for many years, and was an independent director of Chipboard Technology Corp. and a director of Sundia Meditech Group. He has professional skills in operational judgment, business management, leadership decision-making, and crisis management. During his tenure as an independent director of SYSTEX, he provided professional guidance and advice to the company in terms of operation management and investment decision-making; therefore, Mr. Cheng, Wen-Fen has been nominated as an independent director candidate.

Attachment 8

System Corporation Other Position of Director & Independent Director Candidates

Title	Name	Position of other companies
Director	Lin, Lung-Fen	Director, Syspower Corp.
Director	Huang, Ting-Rong	Independent Director, Chipbond Technology Corp. Executive Director, Asiavest Capital Co., Ltd. Director, Sundia Meditech Group
Director	Huang, Chi-Rong	Executive Director, Asiavest Capital Co., Ltd. Director, Taiwan Hopax Chems. Mfg. Co., Ltd.
Director	Shaw, Shung-Ho	Chairman, Liang Hsin Finance Corp. Director, Scientech Corp., ALi Corp. and Sundia Meditech Group
Director	Hsieh, Chin-Ho	Chairman, Wealth Media Corp., Investment Media Ltd., Genetinfo Inc., Wealth Magazine Co., Ltd. and Business Today Publisher Chairman, Business Today Co., Ltd. Director, Cashbox Partyworld Co., Ltd. and Business Today Marketing Corp., Director, Diancan Art & Collection Ltd.
Director	Wu, Cheng-Huan	Chairman, Hanmore Investment Corp. Independent Director, Fortune Advanced Technology Co., Ltd.
Director	Chu, Hsiao-Shing (Representative of Taiwan Mobile Co., Ltd.)	Chairman, Tai-Fu Cloud Technology Co., Ltd. Director, Phoenix Cable TV Co., Ltd. Director, Union Cable TV Co., Ltd. Director, Globalview CATV Co., Ltd. Director, Yeong Jia Leh Cable TV Co., Ltd. Director, Taihsin Property Insurance Agent Co., Ltd. Director, Cloud Mile Inc. Taiwan Branch Manager, Taiwan Mobile Co., Ltd. System Integration Branch

Title	Name	Position of other companies
Independent Director	Lai, Chien-Hua	Consultant, Jades Integrate Co., Ltd.
Independent Director	Cheng, Wen-Feng	Independent Director, Chipboard Technology Corp.
Independent Director	Huang, Ta-Lun	Chairman, GCS Holdings, Inc. and GCS Device Technologies, Co., Ltd. Director ,Parade Technologies, Ltd.

Note: Independent director candidate Chen , Yun-Nung currently does not serve as a director or representative of any other company.

Appendix 1

Systemx Corporation Rules and Procedures for Shareholders Meetings

Article 1: Unless otherwise stipulated by law or the articles of incorporation, shareholders' meetings of the Company shall proceed according to these Rules and Procedures.

Article 2: Unless otherwise specified by law or the Articles of Incorporation, shareholders' meetings are convened by the Board of Directors.

Unless otherwise provided in Regulations Governing the Administration of Shareholder Services of Public Companies, a company that will convene a shareholders' meeting with video conferencing shall expressly provide for such meetings in its Articles of Incorporation and obtain a resolution of its board of directors. A proposal for Virtual-only shareholders' meeting shall be by a resolution adopted by a majority vote at a meeting of the Board of Directors attended by over two-thirds of the directors.

Changes to how this Corporation convenes its shareholders meeting shall be resolved by the board of directors, and shall be made no later than mailing of the shareholders meeting notice.

The Company shall prepare an electronic file that contains the meeting notice, a proxy form, a detailed description of various agenda items to be acknowledged or discussed during the meeting, and notes on re-election or dismissal of directors and post it onto the Market Observation Post System (MOPS) at least 30 days before an annual general meeting, or 15 days before an extraordinary shareholders' meeting. An electronic copy of the shareholders' meeting manual and supplementary information shall be posted onto MOPS at least 21 days before an annual general meeting, or 15 days before an extraordinary shareholders' meeting. If this Corporation has the paid-in capital of NT\$10 billion or more as of the last day of the most current fiscal year, or total shareholding of foreign shareholders and PRC shareholders reaches 30% or more as recorded in the register of shareholders of the shareholders meeting held in the immediately preceding year, transmission of these electronic files shall be made by 30 days before the regular shareholders meeting. In addition, the Procedures Manual and supplementary materials for the shareholders' meeting should be made available for shareholders to review at any time at least 15 days in advance. The manual and supplementary materials shall also be displayed at the Company and company-appointed share administration agencies.

This Corporate shall make the meeting agenda and supplemental meeting materials in the preceding paragraph available to shareholders for review in the following manner on the date of the shareholders meeting:

- I. For physical shareholders meetings, to be distributed on-site at the meeting.
- II. For hybrid shareholders meetings, to be distributed on-site at the meeting and shared on the virtual meeting platform.
- III. For virtual-only shareholders meetings, electronic files shall be shared on the virtual meeting platform.

Meeting notices and announcements must detail the meeting's agenda. Meeting notices may also be delivered electronically to those who have agreed to such a method of delivery.

The following issues must be covered in the meeting agenda and may not be raised in extraordinary motions: election or dismissal of directors or supervisors, amendments to the Articles of Incorporation, capital reduction, motions to suspend public offering, permissions for directors to engage in competitive conduct, capitalization of profits, capitalization of surplus, the dissolution, merger, or demerger of the Company, or matters covered by Article 185, Paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities and Exchange Act, or Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers.

If the shareholders' meeting agenda includes the re-election of board directors and the appointment date of new directors, the appointment date may not be altered with extraordinary motions or any other means in the same meeting after re-election is completed.

Shareholders who own more than 1% of the Company's outstanding shares are entitled to propose agenda items for annual shareholders' meetings. Each shareholder may propose one agenda item, and further proposals will be disregarded. The Board of Directors may disregard shareholders' proposals if the proposed agenda item involves matters listed in Article 172-1, Paragraph 4 of the Company Act. Shareholders may propose suggestions urging the Company to promote public interest or fulfill its social responsibility. According to the procedure, each shareholder may submit one proposal in accordance with Article 172-1 of the Company Act. Further proposals will be disregarded.

Prior to the book closure date before a shareholders' meeting, the Company shall announce that it is accepting proposals from shareholders, along with acceptance methods for in-writing or electronic proposals, places to submit proposals, and the submission deadline. The submission period shall be no shorter than ten days.

Shareholders shall limit their proposed agenda items to 300 words; proposals that exceed 300 words shall be excluded from the agenda. Shareholders who have successfully proposed agenda items shall attend the annual general meeting in person or through proxy attendance and participate in the discussion.

The Company shall notify the proposing shareholders of the outcome of their proposed agenda items before the meeting notice is sent out. Agenda items that meet the conditions listed in this Article shall be included in the meeting notice. During the shareholders' meeting, the Board of Directors shall explain the reasons why certain proposed agenda items are excluded from discussion.

Article 3: Shareholders may appoint proxies to attend shareholders' meetings by completing the Company's proxy form specifying the scope of power delegated to the proxy.

Each shareholder may issue one proxy form and delegate one proxy only. All proxy forms must arrive at the Company at least five days before the shareholders' meeting. In the event that multiple proxy forms are issued, only the first proxy form received will be considered valid. Exceptions shall be granted if the shareholder issues a declaration to withdraw previous proxy arrangements. After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in person or to exercise voting rights in writing or electronically, a written notice of proxy cancellation shall be submitted to this Corporation two business days before the meeting date. If the withdrawal is made after the prescribed period, then the voting decision exercised by the proxy shall take precedence.

If, after a proxy form is delivered to this Corporation, a shareholder wishes to attend the shareholders meeting online, a written notice of proxy cancellation shall be submitted to this Corporation two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

Article 4: Shareholders' meetings of the Company shall take place in a location suitable for convening a shareholders' meeting within the county or city of the Company and convenient for shareholders to attend. The commencement time for the meeting shall not be earlier than 9:00 AM or later than 3:00 PM.

The restrictions on the place of the meeting shall not apply when this Corporation convenes a virtual-only shareholders meeting.

Article 5: The Company shall specify in its shareholders meeting notices the time during which shareholder attendance registrations for shareholders, solicitors and proxies (collectively "shareholders") will be accepted, the place to register for attendance, and other matters of attention.

The time period during which attendance registration of shareholders shall be accepted as specified in the preceding paragraph shall be implemented in accordance with the regulations of the competent authority. The place at which

attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel shall be assigned to handle the registrations. For virtual shareholders meetings, shareholders may begin to register on the virtual meeting platform 30 minutes before the meeting starts. Shareholders completing registration will be deemed as attend the shareholders meeting in person.

Shareholders shall attend shareholders meetings upon presentation of attendance cards, sign-in cards, or other certifications. Solicitors soliciting proxy forms shall also bring identification documents for verification.

Attendance books shall be provided at the shareholders' meetings of the Company and shall be signed by the shareholders (or proxies) present. Alternatively, shareholders (or proxies) attending the meeting shall submit an attendance card for the purpose of signing in.

This Company shall supply attending shareholders with the Procedures Manual, annual report, attendance card, speech note, voting slips, and other materials pertaining to the meeting. Shareholders shall also be given election ballots if an election of directors is to take place.

Article 5-1: To convene a virtual shareholders meeting, this Corporation shall include the follow particulars in the shareholders meeting notice:

1. How shareholders attend the virtual meeting and exercise their rights.
2. Actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events, at least covering the following particulars:
 - A. To what time the meeting is postponed or from what time the meeting will resume if the above obstruction continues and cannot be removed, and the date to which the meeting is postponed or on which the meeting will resume.
 - B. Shareholders not having registered to attend the affected virtual shareholders meeting shall not attend the postponed or resumed session.
 - C. In case of a hybrid shareholders meeting, when the virtual meeting cannot be continued, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue. The shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, and the shareholders attending the virtual meeting online shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders meeting.

D. Actions to be taken if the outcome of all proposals have been announced and extraordinary motion has not been carried out.

3.To convene a virtual-only shareholders meeting, appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders meeting online shall be specified. Except for the circumstances stipulated in Item 6, Article 44-9, of Regulations Governing the Administration of Shareholder Services of Public Companies, at least shareholders shall be provided with connection equipment and necessary assistance, and the period during which shareholders may apply to the company and other matters needing attention.

Article 6: If a shareholders meeting is convened by the board of directors, the meeting shall be chaired by the chairperson of the board. In the event the Chairman is on leave or unable to exercise his/her authority, the Vice Chairman, if available, shall act on his/her behalf. In the absence of a Vice Chairman or the Vice Chairman is also on leave or unable to exercise his/her authority, the Chairman shall designate a Managing Director to act on his/her behalf. In the absence of Managing Directors, a Director shall be designated. If none has been designated by the Chairman, a Managing Director or Director shall be elected to act on the Chairman's behalf from among all Managing Directors and Directors of the Company.

When a Managing Director or a Director serves as chair as referred to in the preceding paragraph, the Managing Director or Director shall be an individual who has held said position for a period specified by the competent authority and who possesses adequate knowledge of the Company's financial and business conditions. The same shall apply to representatives of corporate directors serving as chair.

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

Article 7: The Company may appoint lawyers, certified public accountants, or relevant personnel retained by the Company to be present at shareholders' meetings.

Article 8: The Company, starting from the time it begins accepting shareholder attendance registrations, shall undertake an uninterrupted audio and video recordings of the registration procedure, the proceedings of the shareholders meeting, and the voting and vote counting procedures.

The recorded materials as specified the preceding paragraph shall be retained for at least 1 year. If, however, a shareholder files a lawsuit pursuant to Article

189 of the Company Act, the recording shall be retained until the conclusion of the litigation. Where a shareholders meeting is held online, this Corporation shall keep records of shareholder registration, sign-in, check-in, questions raised, votes cast and results of votes counted by this Corporation, and continuously audio and video record, without interruption, the proceedings of the virtual meeting from beginning to end.

The information and audio and video recording in the preceding paragraph shall be properly kept by this Corporation during the entirety of its existence, and copies of the audio and video recording shall be provided to and kept by the party appointed to handle matters of the virtual meeting.

In case of a virtual shareholders meeting, this Corporation is advised to audio and video record the back-end operation interface of the virtual meeting platform.

Article 9: The attendance of a shareholders' meeting shall be calculated based on the number of shares represented by shareholders present at the meeting.

The number of shares represented during the meeting is calculated based on the total amount registered in the attendance log or the attendance cards collected, and the shares checked in on the virtual meeting platform plus the number of shares where voting rights are exercised in writing or through electronic means.

Article 10: The chair shall announce the commencement of the meeting at the stipulated time and disclosed the number of non-voting shares, number of shares in attendance, and other relevant information.

However, if shareholders representing more than one-half of the total number of issued shares are not present at the meeting, the chair may postpone the meeting. The postponements shall be limited to two times at maximum and total aggregate delay shall be no longer than 1 hour. If after two postponements the number of shareholders present is still insufficient, whereas at least one third of total issued shares are represented at the meeting, the chair shall declare the meeting adjourned. In the event of a virtual shareholders meeting, this Corporation shall also declare the meeting adjourned at the virtual meeting platform.

If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within one month. In the event of a virtual shareholders meeting, shareholders intending to attend the meeting online shall re-register to this Corporation in accordance with Article 5.

If during the process of the meeting the number of issued shares represented by the shareholders present are sufficient to constitute the quorum, the chair may submit the tentative resolutions to the shareholders meeting for the vote in accordance with Article 174 of the Company Act.

Article 11: If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.

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

Unless by the resolution of the shareholders' meeting, the chair may not declare the meeting ended until all items on the agenda (including extempore motions) stipulated in the preceding paragraph have been completed.

If the chair violates the rules of procedure and declares the adjournment of the shareholders' meeting, other members of the Board shall immediately assist the attending shareholders to follow procedures and elect another Chairman with the support of more than half of voting rights represented to resume the meeting.

Article 12: When the chairman considers that a matter and amendments or extraordinary motions proposed by shareholders during the meeting have been sufficiently discussed to qualify for a vote, the chairman may announce the discussion closed and bring the matter to a vote and arrange adequate voting time.

Article 13: When a shareholder present at the meeting wishes to speak, a speech note shall be filled out specifying the summary of the statement, the shareholder's account number (or the number on their attendance card) and the name of the shareholder. The sequence of shareholder statements shall be decided by the chair.

A shareholder present at the meeting that merely submits a speech note without speaking is considered not to have spoken. If the shareholder's actual comments differ from those stated on the speech note, only the actual comments expressed shall be recorded.

Unless consent has been given by the chair and the speaking shareholder, other shareholders may not speak to interrupt when a shareholder is speaking; otherwise the chair shall prohibit the interruption.

Where a virtual shareholders meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting

platform from the chair declaring the meeting open until the chair declaring the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. The regulations in paragraphs 1 to 3 and Article 14 to Article 16 do not apply.

As long as questions so raised in accordance with the preceding paragraph are not in violation of the regulations or beyond the scope of a proposal, it is advisable the questions be disclosed to the public at the virtual meeting platform.

Article 14: Unless permitted by the chairperson, no shareholder may speak more than twice regarding the same proposal, and shall not speak for more than five minutes each time.

If a shareholder violates the rules outlined in the preceding paragraph or goes beyond the scope of proposals in speaking, the chair may prohibit him/her from making further statements.

Article 15: When the government or a juristic person is a shareholder, it may be represented by more than one representative at a shareholders meeting.

If a corporate shareholder is commissioned to attend a shareholders' meeting, the corporate shareholder may only designate one representative to attend the meeting.

In the event a corporate shareholder assigns two or more representatives to attend the shareholders' meeting, only one of the representatives may speak on any single agenda item.

Article 16: Upon the speech of a shareholder, the chairman may respond in person or appoint an appropriate person to respond.

Article 17: Voting at a shareholders meeting shall be calculated based the number of shares. With respect to resolutions of shareholders meetings, the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares.

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

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

With the exception of a trust enterprise or a shareholder services agent approved

by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed three percent of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.

Article 18: A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Article 179, paragraph 2 of the Company Act.

When this Corporation holds a shareholder meeting, it shall adopt exercise of voting rights by electronic means and may adopt exercise of voting rights by correspondence. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders meeting notice. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting; it is therefore advisable that this Corporation avoid the submission of extraordinary motions and amendments to original proposals.

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

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

When this Corporation convenes a virtual shareholders meeting, after the chair declares the meeting open, shareholders attending the meeting online shall cast votes on proposals and elections on the virtual meeting platform before the chair announces the voting session ends or will be deemed abstained from voting.

In the event of a virtual shareholders meeting, votes shall be counted at once after the chair announces the voting session ends, and results of votes and elections shall be announced immediately.

When this Corporation convenes a hybrid shareholders meeting, if shareholders who have registered to attend the meeting online in accordance with Article 5 decide to attend the physical shareholders meeting in person, they shall revoke their registration two days before the shareholders meeting in the same manner as they registered. If their registration is not revoked within the time limit, they may only attend the shareholders meeting online.

When shareholders exercise voting rights by correspondence or electronic means, unless they have withdrawn the declaration of intent and attended the shareholders meeting online, except for extraordinary motions, they will not exercise voting rights on the original proposals or make any amendments to the original proposals or exercise voting rights on amendments to the original proposal.

Article 19: The Chairman shall appoint ballot examiners, ballot counters another members of staff for processing proposal votes; ballot examiners must however be shareholders.

Vote counting for shareholders meeting proposals or elections shall be conducted in public at the venue where the shareholders' meeting is being held. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of numbers of votes, shall be announced on-site at the meeting, and a record shall be made of the vote.

The election of Directors at a shareholders meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names of those elected as Directors and the numbers of votes with which they were elected, as well as the names of those unelected and the number of votes they received.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of scrutineers and kept in proper custody for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

Article 20: Unless otherwise specified in the Company Act or the Articles of Incorporation of the Company, a resolution shall be adopted by a majority of the votes represented by the shareholders present at the meeting.

At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the

conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.

Article 21: Where there is an amendment or an alternative to a proposal, the chairperson shall determine the order in which they are to be voted on with the original proposal. If any resolution has been reached, alternative proposals shall be treated as rejected and not be voted on separately.

Article 22: Matters relating to the resolutions of a shareholders meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form.

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

The minutes must detail the date and venue of the meeting, the Chairman's name, the method of resolution, and the proceeding and results of various meeting agenda items. For meetings with director elections, the minutes should also include the number of votes received by each candidate. These minutes must be retained for as long as the Company is in existence.

Where a virtual shareholders meeting is convened, in addition to the particulars to be included in the meeting minutes as described in the preceding paragraph, the start time and end time of the shareholders meeting, how the meeting is convened, the chair's and secretary's name, and actions to be taken in the event of disruption to the virtual meeting platform or participation in the meeting online due to natural disasters, accidents or other force majeure events, and how issues are dealt with shall also be included in the minutes.

When convening a virtual-only shareholder meeting, other than compliance with the requirements in the preceding paragraph, this Corporation shall specify in the meeting minutes alternative measures available to shareholders with difficulties in attending a virtual-only shareholders meeting online.

Article 23: On the day of a shareholders meeting, this Corporation shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation and the number of shares represented by proxies, and the number of shares represented by shareholders attending the meeting by correspondence or electronic means, and shall make an express disclosure of the same at the place of the shareholders meeting. In the event a virtual shareholders meeting, this Corporation shall upload the above meeting

materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

During this Corporation's virtual shareholders meeting, when the meeting is called to order, the total number of shares represented at the meeting shall be disclosed on the virtual meeting platform. The same shall apply whenever the total number of shares represented at the meeting and a new tally of votes is released during the meeting.

If matters put to a resolution at a shareholders meeting constitute material information under applicable laws or regulations or under Taiwan Stock Exchange Corporation (or Taipei Exchange Market) regulations, this Corporation shall upload the content of such resolution to the MOPS within the prescribed time period.

Article 24: Staff handling administrative affairs of a shareholders meeting shall wear identification cards or arm bands.

The chairman may direct the proctors (or security guards) to assist in maintaining order of the meeting venue. While maintaining order in the meeting, all proctors or security staff shall wear arm bands or identification card bearing the word "Proctor."

Article 25: During the meeting, the chair may, at his/her discretion, allocate and announce intermissions. If a force majeure event occurs, the chair may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.

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

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

Article 26: In the event of a virtual shareholders meeting, this Corporation shall disclose real-time results of votes and election immediately after the end of the voting session on the virtual meeting platform according to the regulations, and this disclosure shall continue at least 15 minutes after the chair has announced the meeting adjourned.

Article 27: When this Corporation convenes a virtual-only shareholders meeting, both the chair and secretary shall be in the same location, and the chair shall declare the address of their location when the meeting is called to order.

Article 28: In the event of a virtual shareholders meeting, this Corporation may offer a simple connection test to shareholders prior to the meeting, and provide relevant real-time services before and during the meeting to help resolve communication technical issues.

In the event of a virtual shareholders meeting, when declaring the meeting open, the chair shall also declare, unless under a circumstance where a meeting is not required to be postponed to or resumed at another time under Article 44-20, paragraph 4 of the Regulations Governing the Administration of Shareholder Services of Public Companies, if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events before the chair has announced the meeting adjourned, and the obstruction continues for more than 30 minutes, the meeting shall be postponed to or resumed on another date within five days, in which case Article 182 of the Company Act shall not apply.

For a meeting to be postponed or resumed as described in the preceding paragraph, shareholders who have not registered to participate in the affected shareholders meeting online shall not attend the postponed or resumed session.

For a meeting to be postponed or resumed under the second paragraph, the number of shares represented by, and voting rights and election rights exercised by the shareholders who have registered to participate in the affected shareholders meeting and have successfully signed in the meeting, but do not attend the postpone or resumed session, at the affected shareholders meeting, shall be counted towards the total number of shares, number of voting rights and number of election rights represented at the postponed or resumed session.

During a postponed or resumed session of a shareholders meeting held under the second paragraph, no further discussion or resolution is required for proposals for which votes have been cast and counted and results have been announced, or list of elected directors and supervisors.

When this Corporation convenes a hybrid shareholders meeting, and the virtual meeting cannot continue as described in second paragraph, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, still meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue, and not postponement or resumption thereof under the second paragraph is required.

Under the circumstances where a meeting should continue as in the preceding paragraph, the shares represented by shareholders attending the virtual

meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, provided these shareholders shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders meeting.

When postponing or resuming a meeting according to the second paragraph, this Corporation shall handle the preparatory work based on the date of the original shareholders meeting in accordance with the requirements listed under Article 44-20, paragraph 7 of the Regulations Governing the Administration of Shareholder Services of Public Companies.

Article 29: When convening a virtual-only shareholders meeting, this Corporation shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders meeting online. Except for the circumstances stipulated in Item 6, Article 44-9, of Regulations Governing the Administration of Shareholder Services of Public Companies, at least shareholders shall be provided with connection equipment and necessary assistance, and the period during which shareholders may apply to the company and other matters needing attention.

Article 30: These Rules and Procedures shall come into force after the approval of the Board of Directors and ratification in the shareholders' meeting. The same procedures shall apply for future amendments.

These Rules and Procedures were established on April 12, 2001, the 1st Amendment on March 28, 2002, the 2nd Amendment on June 21, 2013, the 3rd Amendment on June 18, 2020, the 4th Amendment on May 27, 2021, the 5th Amendment on May 26, 2022 and the 6th Amendment on May 25, 2023.

Appendix 2

System Corporation Articles of Incorporation (Before Amendments)

Chapter I General Provisions

Article 1: The Company is constituted in accordance with the Company Act, and shall be known as System Corporation.

Article 2: The Company shall engage in the following businesses:

1. F113050 Wholesale of Computing and Business Machinery Equipment
2. F118010 Wholesale of Computer Software
3. F113070 Wholesale of Telecom Instruments
4. F113020 Wholesale of Household Appliance
5. F113110 Wholesale of Batteries
6. F119010 Wholesale of Electronic Materials
7. E605010 Computing Equipments Installation Construction
8. JA02010 Electric Appliance and Audiovisual Electric Products Repair Shops
9. J399010 Software Publication
10. IG02010 Research Development Service
11. I599990 Other Designing
12. JZ99050 Agency Services
13. F113030 Wholesale of Precision Instruments
14. E603050 Cybernation Equipments Construction
15. F401010 International Trade
16. I301010 Software Design Services
17. I301020 Data Processing Services
18. I301030 Digital Information Supply Services
19. F213030 Retail sale of Computing and Business Machinery Equipment
20. F218010 Retail Sale of Computer Software
21. F209060 Retail sale of Stationery Articles, Musical Instruments and Educational Entertainment Articles
22. E701010 Telecommunications Engineering
23. F213060 Retail Sale of Telecom Instruments
24. F399040 Retail Business Without Shop
25. F601010 Intellectual Property
26. IE01010 Telecommunications Number Agencies
27. I103060 Management Consulting Services
28. JE01010 Rental and Leasing Business
29. I401010 General Advertising Services
30. IZ99990 Other Industry and Commerce Services

31. J304010 Book Publishers
32. F401021 Restrained Telecom Radio Frequency Equipments and Materials
Import
33. J303010 Magazine and Periodical Publication
34. J305010 Audio Tape and Record Publishers
35. J201031 Technique and Performing Arts Training
36. I501010 Product Designing
37. I199990 Other Consultancy
38. CC01100 Restrained Telecom Radio Frequency Equipments and Materials
Manufacturing
39. F108031 Wholesale of Drugs, Medical Goods
40. F208031 Retail Sale of Medical Apparatus
41. CC01110 Computers and Computing Peripheral Equipments Manufacturing
42. CC01120 Data Storage Media Manufacturing and Duplicating
43. CC01060 Wired Communication Equipment and Apparatus Manufacturing
44. CC01030 Electric Appliance and Audiovisual Electric Products Manufacturing
45. CC01080 Electronic Parts and Components Manufacturing
46. CB01010 Machinery and Equipment Manufacturing
47. C701010 Printing
48. C703010 Printings Bindery and Processing
49. F113010 Wholesale of Machinery
50. IZ13010 Internet Identify Services
51. EZ05010 Apparatus Installation Construction
52. E701030 Controlled Telecommunications Radio-Frequency Devices
Installation Engineering
53. E601010 Electric Appliance Construction
54. F102170 Wholesale of Food and Grocery
55. F104110 Wholesale of Cloths, Clothes, Shoes, Hat, Umbrella and Apparel,
Clothing Accessories and Other Textile Products
56. F105050 Wholesale of Furniture, Bedclothes Kitchen Equipment and
Fixtures
57. F109070 Wholesale of Stationery Articles, Musical Instruments and
Educational Entertainment Articles
58. F203010 Retail sale of Food and Grocery
59. F204110 Retail sale of Cloths, Clothes, Shoes, Hat, Umbrella and Apparel,
Clothing Accessories and Other Textile Products
60. F205040 Retail sale of Furniture, Bedclothes, Kitchen Equipment and
Fixtures
61. F208050 Retail Sale of the Second Type Patent Medicine
62. F102020 Wholesale of Edible Oil

63. F102040 Wholesale of Nonalcoholic Beverages
64. F102050 Wholesale of Tea
65. F102180 Wholesale of Ethanol
66. F103010 Wholesale of Animal Feeds
67. F106010 Wholesale of Ironware
68. F106020 Wholesale of Articles for Daily Use
69. F107030 Wholesale of Cleaning Preparations
70. F107070 Wholesale of Animal Medicines
71. F108040 Wholesale of Cosmetics
72. F110010 Wholesale of Clocks and Watches
73. F110020 Wholesale of Spectacles
74. F114030 Wholesale of Motor Vehicle Parts and Supplies
75. F116010 Wholesale of Photographic Equipment
76. F117010 Wholesale of Fire Fighting Equipment
77. F203030 Retail Sale of Ethanol
78. F206010 Retail Sale of Ironware
79. F206020 Retail Sale of Articles for Daily Use
80. F206050 Retail of pet food and appliances
81. F207030 Retail Sale of Cleaning Preparations
82. F207070 Retail Sale of Animal Medicine
83. F208040 Retail Sale of Cosmetics
84. F210010 Retail Sale of Watches and Clocks
85. F210020 Retail Sale of Spectacles
86. F213010 Retail Sale of Household Appliance
87. F213110 Retail Sale of Batteries
88. F216010 Retail Sale of Photographic Equipment
89. F219010 Retail Sale of Electronic Materials
90. F301010 Department Stores
91. IZ04010 Translation
92. IZ09010 Management System Certification
93. IZ12010 Manpower Dispatched
94. J202010 Industry Innovation and Incubation Services
95. J399990 Other Publishing
96. ZZ99999 All business items that are not prohibited or restricted by law,
except those that are subject to special approval.

Article 2-1: The Company may provide external guarantees.

Article 2-2: The Company's total external investment may exceed forty percent (40%) of its paid-in capital.

Article 3: The Company's head office is established in Taipei City. Where necessary the Company may establish branch companies domestically or overseas subject to

the resolution by its Board of Directors and the approval of the competent authority.

Chapter II Shares

Article 4: The total capital of the Company shall be in the amount of NT\$4 billion divided into 400 million shares to be raised in multiple issues at NT\$10 per share. An additional NT\$200 million shall be reserved from the total capital as specified in Paragraph 1 for the issuance of employee stock options issuable in 20 million shares at NT\$10 per share over multiple installments in accordance with the Board of Directors resolution.

Before issuing any employee stock options at a strike price lower than the closing price of the Company's stocks on the date of issuance, the Company shall first obtain the agreement of at least two-thirds of the voting rights present at the shareholders' meeting attended by shareholders representing a majority of total issued shares, and may issue the stock options in installments within a year of the date of resolution in the shareholders' meeting. Other conditions or restrictions on employee stock options issued in accordance with the provisions described above shall be processed in accordance with related laws and regulations.

Before transferring shares to employees at a price lower than the average of the actual repurchase price, the Company shall first obtain the agreement of at least two-thirds of the voting rights present at the most recent shareholders' meeting attended by shareholders representing a majority of total issued shares.

The qualification requirements of the Company's issuance of restricted stock for employees may include employees of parents or subsidiaries companies meeting certain specific requirements.

Article 5: Stocks of the Company shall be with serial numbers, be affixed with the signatures or personal seals of the director representing the company, and shall be duly certified or authenticated by the bank which is competent to certify shares under the laws before issuance thereof. Stocks issued by the Company are not required to be printed. The Company, however, shall contact the centralized securities depository enterprise institution for registration or depository of the share certificates for the stocks or shares issued in accordance with this Paragraph.

Article 6: The Company shall administer all the stock-related operations in accordance with the "Regulations Governing the Administration of Shareholder Services of Public Companies" promulgated by the competent authority. The competent authority may request consolidated issuance of securities with large nominal value.

Chapter III Shareholders' Meeting

Article 7: Registration for the transfer of shares shall be suspended for 60 days before a

general shareholders' meeting, for 30 days before an extraordinary shareholders' meeting, and for 5 days before the baseline date for distributing dividends, bonus or other benefits. The above periods shall be calculated from the date of the meeting or the baseline date.

Article 8: The Company holds general and provisional shareholders' meetings. A general meeting is convened once a year within six months after the end of a fiscal year. Extraordinary meetings are convened when necessary in accordance with the law. The shareholders' meeting shall be held in accordance with the Company's "Rules and Procedures for Shareholders' Meetings."

When the Company holds a shareholders' meeting, the meeting may be held by means of visual communication network, or other methods promulgated by the central competent authority.

Article 9: All shareholders shall be informed of the meeting and agenda 30 days before a general meeting or 15 days before an extraordinary meeting is convened.

Article 10: A shareholder, if unable to attend the shareholders' meeting, may appoint a proxy to attend on the shareholder's behalf by executing a power of attorney and stating therein the scope of power authorized to the proxy. The authorization shall be processed in accordance with Article 177 of the Company Act.

Article 11: A shareholders' meeting convened by the Board of Directors shall be chaired by the Chairman. If the Chairman is on leave or unable to exercise powers, the acting chair shall be selected in accordance with Article 208, Paragraph 3 of the Company Act. If a shareholders' meeting is convened by an individual with the right to convene a meeting but who is not a member of the Board of Directors, the said individual shall chair the meeting. If two or more individuals have the right to convene the meeting, one shall be elected from those eligible to chair the meeting.

Article 12: Unless otherwise regulated by the Company Act, a shareholders' meeting resolution shall be passed when more than 50% of all outstanding shares are represented in the meeting, and voted in favor by more than 50% of all voting rights represented at the meeting.

Article 12-1: A proposal to cancel the public issuance of the Company's shares shall be filed for a resolution in the shareholders' meeting.

Article 13: Each shareholder of the Company shall be entitled to one vote for each share. No voting power shall be granted, however, to Company shares prescribed in Article 179 of the Company Act.

Article 14: Shareholders' meeting resolutions shall be compiled into minutes with details including the date and place of the meeting, the name of Chairman, method of resolution, and a summary of the essential points of meeting proceedings and results. The minutes shall be signed or sealed by the Chair. The minutes described in the previous paragraph shall be retained by the Company along with

the attendance cards and power of attorney letters for proxies of shareholders in attendance. The minutes shall be distributed to each shareholder within 20 days of the meeting. The minutes may be distributed in announcements.

Chapter IV Directors

Article 15: The Company shall appoint nine to thirteen Directors who shall be elected from among the shareholders with capacity at the shareholders' meeting in accordance with the provisions stipulated in Articles 198 and 227 of the Company Act to serve terms of three years each; directors may serve consecutive terms. The election of Directors is held by nomination in accordance with Article 192-1 of the Company Act, and the shareholders shall vote on the list of candidates. Unless otherwise approved by the competent authority, the following relations may not exist among more than half of the directors of the Company.

I. A spousal relationship.

II. Familial relationship within the second degree of kinship.

Article 15-1: The Company shall appoint at least three Independent Directors among the Directors of the Board in accordance with Article 14-2 of the Securities and Exchange Act and in compliance with Article 183 of the Securities and Exchange Act. The selection of Independent Directors shall be conducted in accordance with the candidate nomination system prescribed in Article 192-1 of the Company Act.

The Company shall assemble an Audit Committee in accordance with Article 14-4 and Article 183 of the Securities and Exchange Act. The Committee shall be solely composed of Independent Directors.

Article 16: The Directors shall form a Board of Directors, under which functional committees with various duties and purposes may be established. The Chairman of the Board shall be elected from among those present by a majority vote at a Board meeting with more than two-thirds of the directors present. A Vice Chairman may be elected to assist the Chairman. The Chairman is the Chair of the Board of Directors and represents the Company in conducting all affairs. If the Chairman is on leave or unable to exercise his/her duties for whatever reason, a proxy shall be selected in accordance with Article 208, Paragraph 3 of the Company Act.

Article 17: A Board meeting may be convened through written, email or facsimile notification that states the reason for the meeting to each Director and Supervisor at least seven days before the meeting date. A meeting of the Board of Directors may be convened at any time in the event of an emergency. Directors who participate in meetings via video conferencing shall be deemed to have personally attended the meeting. The Board of Directors meeting shall be held in accordance with the Company's "Rules and Procedures for Board

of Directors Meetings." If a Director is unable to attend a Board meeting, he/she may appoint a proxy to attend the meeting by completing the Company's proxy form and specifying the scope of delegation. Any proxy prescribed in the preceding paragraph, however, shall only represent one Director in the meeting.

Article 18: Unless otherwise provided for under the Company Act, resolutions of the Board of Directors shall be approved by majority vote at a meeting attended by a majority of the Directors.

Article 19: Remuneration for the Chairman and Directors shall be determined by their level of participation in the Company's operations and the value of their contribution as well as their personal performance and the Company's long-term operating performance while taking into account the Company's operating risks and the industry's prevailing rates in the domestic and international markets.

The Board of Directors is authorized to determine the remuneration. The Company may purchase liability insurance for Directors.

Chapter V Managers

Article 20: The Company may appoint a Chief Executive Officer following a resolution in the Board of Directors meeting to oversee the business operations and strategies of the Company and its subsidiaries. The Company shall also appoint a President whose appointment, dismissal, and remuneration shall be governed by Article 29 of the Company Act.

Chapter VI Accounting

Article 21: The Company's fiscal year begins on January 1 and ends on December 31 of every year. The fiscal year shall end on the last day of the Gregorian calendar and the Board shall prepare the following documents and submit them to the Audit Committee for review before ratification in the General Shareholders' Meeting.

(I) Business report.

(II) Financial Statements.

(III) Distribution of earnings or loss offsetting proposals.

Article 22: In response to the overall economy and the characteristics of industry growth and in compliance with the Company's long-term financial plans for sustainable operations and stable development, the Company adopts a residual dividend policy. The policy mainly assesses the annual funding requirements based on the Company's future capital budget plans and retains required funding from earnings before distributing remaining earnings as dividend. The distribution procedures are as follows:

(I) The optimal capital budget is determined.

(II) The amount of capital required to satisfy the capital budget in paragraph (I) is

determined.

(III) The amount of funding required for financing to be supported by the retained earnings (the remaining can be supported through cash capital increase or corporate bonds etc.) is determined.

(IV) An appropriate amount of the remaining earnings shall be retained in accordance with operational requirements before distributing dividends to shareholders.

The Company distributes dividends through cash or stocks and cash dividends are prioritized. If dividends are distributed in stocks, the stock dividends shall not exceed 50% of the total dividends issued in the current year. The distribution of dividends may be dependent on the Company's current and future investment environment, funding requirements, domestic and foreign competition, and capital budgets while taking into consideration shareholder interests, balanced dividends, and the Company's long-term financial plans. Where a plan to distribute stock dividends is in place, the Board of Directors shall formulate relevant proposals in accordance with the law and report to the shareholders' meeting for discussion and resolution.

For the distribution of the preceding surplus, if the distribution is in cash, the Board of Directors shall be authorized to resolve the proposal by at least half of the directors, provided the number of directors present shall be at least two-thirds of the entire Board of Directors, and report to the shareholders' meeting of the distribution.

The company may distribute all or part of the reserve in accordance with laws or the regulations of the competent authority. If it is distributed in cash, it authorizes the board of directors to make resolutions in accordance with Article 241 of the Company Act and report to the shareholders' meeting.

Article 23: In the event the Company makes a profit during the fiscal year it shall set aside no less than 0.1% of the profits for employee remuneration. The remuneration for Directors shall be no higher than 2%. However, priority shall be given to reservation of funds for compensation of cumulative losses, if any.

The preceding employee remuneration may be paid in cash or shares, and shall be payable to employees of subsidiary companies who meet the requirements stipulated by the Board of Directors. Remuneration of directors as specified above may be distributed in cash only.

The procedures in the two preceding paragraphs shall be approved by the Board of Directors and reported to the shareholders' meeting.

Article 23-1: Any net income after taxes at final accounting of the current period shall be used to compensate cumulative losses while 10% of net income after taxes shall be allocated as statutory reserve according to the law, except when the cumulative statutory reserve has reached the Company's paid-in capital. The

balance shall then be allocated or reversed as special reserve in accordance with regulatory requirements, it shall be handled in accordance with relevant regulations.

Chapter VII Supplementary Provisions

Article 24: Matters not addressed in these Articles shall be governed by the Company Act and other relevant laws and regulations.

Article 25: The Articles of Incorporation were established on Dec. 26, 1996.

The 1st Amendment was approved by the shareholders' meeting on June 23, 1998, the 2nd Amendment on May 6, 1999, the 3rd Amendment on April 18, 2000, the 4th Amendment on April 12, 2001, the 5th Amendment on October 2, 2001, the 6th Amendment on March 28, 2002, the 7th Amendment on April 22, 2003, the 8th Amendment on April 14, 2004, the 9th Amendment on June 24, 2004, the 10th Amendment on May 18, 2005, the 11th Amendment on June 15, 2006, the 12th Amendment on June 13, 2007, the 13th Amendment on June 13, 2008, the 14th Amendment on June 18, 2010, the 15th Amendment on June 24, 2011, the 16th Amendment on June 15, 2012, the 17th Amendment on June 17, 2015, the 18th Amendment on June 17, 2016, the 19th Amendment on June 13, 2019, the 20th Amendment on June 18, 2020, the 21st Amendment on May 27, 2021, the 22th Amendment on May 26, 2022 , and the 23th Amendment on May 29, 2024.

The Articles of Incorporation were implemented after approval in accordance with laws and regulations.

Appendix 3

System Corporation Rules for Election of Directors

1. Except as otherwise provided by law and regulation or by this Corporation's articles of incorporation, the directors of the Company shall be elected in accordance with the rules specified herein.
2. The overall composition of the board of directors shall be taken into consideration in the selection of this Corporation's directors. The composition of the board of directors shall be determined by taking diversity into consideration and formulating an appropriate policy on diversity based on the company's business operations, operating dynamics, and development needs. It is advisable that the policy include, without being limited to, the following two general standards:
 - (1) Basic requirements and values: Gender, age, nationality, and culture.
 - (2) Professional knowledge and skills: A professional background (e.g. Law, accounting, industry, finance, marketing, and technology), professional skills, and industry experience.

Each board member shall have the necessary knowledge, skill, and experience to perform their duties; the abilities that must be present in the board as a whole are as follows:

- (1) The ability to make judgments about operations.
- (2) Accounting and financial analysis ability.
- (3) Business management ability.
- (4) Crisis management ability.
- (5) Knowledge of the industry.
- (6) An international market perspective.
- (7) Leadership ability.
- (8) Decision-making ability.

More than half of the directors shall be persons who have neither a spousal relationship nor a relationship within the second degree of kinship with any other director.

The board of directors of this Corporation shall consider adjusting its composition based on the results of performance evaluation.

3. The qualifications for the independent directors of this Corporation shall comply with the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies and the Corporate Governance Best-Practice Principles for TWSE/GTSM Listed Companies.
4. The directors of the Company shall be elected by adopting the candidate nomination system specified in Article 192-1 of the Company Act and the cumulative voting method, each share shall have voting rights equivalent to the number of seats to be elected and

such voting rights can be combined to vote for one person or divided to vote for several persons. The names of voters may be represented by shareholders' numbers.

5. The directors of the Company shall be elected by the shareholders' meeting from among the persons with disposing capacity. The election of independent directors and non-independent directors shall be held together; provided, however, that the number of independent directors and non-independent directors elected shall be calculated separately. According to the quotas stipulated in the Articles of Incorporation, those who have more voting rights are elected as independent directors and non-independent directors. If two or more persons acquire the same number of votes and the number of such persons exceeds the specified seats available, such persons acquiring the same votes shall draw lots to decide who should win the seats available, and the Chairman shall draw lots on behalf of the candidate who is not present.

5-1. The directors of the company shall have more than half of the seats elected and shall not have one of the following relationships.

(1) Spousal.

(2) The second degree of kinship.

5-2. If the elected director of the company does not comply with Article 5-1, the elected director shall be determined in accordance with the following provisions.

(1) If the directors do not meet the requirements, if the votes of the directors who do not meet the requirements are lower, the election will be invalid.

6. At the beginning of the election, the Chairman shall appoint several persons with shareholder status each to check and record the ballots.
7. The board of directors shall prepare separate ballots for directors in numbers corresponding to the directors or supervisors to be elected.6. The ballot box used for voting shall be prepared by this Company and checked in public by the person to check the ballots before voting.
8. The ballot boxes shall be prepared by the board of directors and publicly checked by the vote monitoring personnel before voting commences.
9. Ballots shall be deemed void under the following conditions:
 - (1) The ballot was not prepared by a person with the right to convene.
 - (2) A blank ballot is placed in the ballot box.
 - (3) The writing is unclear and indecipherable or has been altered.
 - (4) Other words or marks are entered in addition to the number of voting rights allotted.
 - (5) The candidate whose name is entered in the ballot does not conform to the director candidate list.
10. The voting rights shall be calculated on site immediately after the end of the poll, and the results of the calculation, including the list of persons elected as directors and the numbers of votes with which they were elected, shall be announced by the chair on the site.

The ballots for the election referred to in the preceding paragraph shall be sealed with

the signatures of the monitoring personnel and kept in proper custody for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

11. The Company shall issue notifications to the directors elected.
12. These Rules and any revision thereof shall become effective after approval at the shareholders' meeting.

The Procedures was established in April 12, 2001.

The 1st Amendment on Mar. 28, 2002, the 2nd Amendment on June 15, 2006, the 3rd Amendment on June 13, 2007, the 4th Amendment on June 17, 2015 and the 5th Amendment on August 27, 2021.

The Rules for Election of Directors were implemented after approval in accordance with laws and regulations.

Appendix 4

Systex Corporation Shareholdings of Directors

1. The Company discloses the shares held by Directors in the shareholder's register as of March 30, 2025 as the table shown below.
2. Legal holding of all Directors in number of shares: 12,000,000 shares

Title	Name	Date Elected	Term (Years)	Current Shareholdings	
				Shares	%
Chairman	Lin, Lung-Fen	2022.05.26	3	1,607,369	0.59
Director	Cheng, Deng-Yuan	2022.05.26	3	145,354	0.05
Director	Huang, Ting-Rong	2022.05.26	3	242,152	0.09
Director	Huang, Chi-Rong	2022.05.26	3	633,780	0.23
Director	Lu, Ta-Wei	2022.05.26	3	415,656	0.15
Director	Shaw, Shung-Ho	2022.05.26	3	1,096,475	0.41
Director	Hsieh, Chin-Ho	2022.05.26	3	20,000	0.01
Independent Director	Lai, Chien-Hua	2022.05.26	3	0	0
Independent Director	Cheng, Wen-Feng	2022.05.26	3	0	0
Independent Director	Huang, Ta-Lun	2022.05.26	3	0	0
Total				4,160,786	1.52



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