Stock Code:6143

NETRONIX®
振曜科技集團

NETRONIX, INC.

2026 Annual Shareholders' Meeting

(Translation)

Meeting Handbook

Meeting Type：Physical shareholders' meeting
Time：June 12, 2026 (Friday) at 9:00 a.m.
Location：B1F, No. 945, Boai St, Jubei City, Hsinchu County
(NETRONIX's Headquarters at B1F)

------Disclaimer----

THIS IS A TRANSLATION OF THE MEETING HANDBOOK FOR THE 2026 ANNUAL SHAREHOLDERS' MEETING OF NETRONIX, INC. THE TRANSLATION IS FOR REFERENCE ONLY. IF THERE IS ANY DISCREPANCY BETWEEN THE ENGLISH VERSION AND CHINESE VERSION, THE CHINESE VERSION SHALL PREVAIL.

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NETRONIX, INC.

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NETRONIX, INC.

Agenda for 2026 Annual Meeting of Shareholders

Time：June 12, 2026 (Friday) at 9:00 a.m.

Location：B1F, No. 945, Boai St, Jubei City, Hsinchu County

(NETRONIX's Headquarters at B1F)

Meeting Type：Physical shareholders' meeting

Agenda：

I. Reported matters
   1.To report the business of 2025
   2.Audit Committee's Review Report of 2025
   3.To report the distribution of employees' and directors' remuneration of 2025
   4.To report the cash dividend distribution of 2025
   5.To report the Implementation Status of 2025 Cash Capital Increase through Private Placement

II. Acknowledged matters
   1.To adopt 2025 Business Report and Financial Statements
   2.To adopt the proposal for distribution of 2025 earnings

III. Matters for Discussion
   1.To amend the Articles of Incorporation
   2.To amend the Rules of Procedure for Shareholders' Meetings
   3.To amend the Operational Procedures for Loaning of Funds to Others by Subsidiary

IV. Extemporary Motions

V. Meeting Adjourned

1.Reported matters

Item 1

Subject: To report the business of 2025.

Descriptions: Please refer to Attachment 1and 2 of this handbook (page 7~page 27).

Item 2

Subject: Audit Committee's Review Report of 2025.

Descriptions: Please refer to Attachment 3 of this handbook (page 28).

Item 3

Subject: To report the distribution of employees' and directors' remuneration of 2025.

Descriptions: 1.5.0% and 2.1% of the Company's earnings for 2025 (the income before the income tax less the remuneration to employees and directors) are appropriated as the remuneration to employees and directors, which are distributed in the following amount and manners:

(1) employees' remuneration is NT$35,301,195 (including remuneration for grassroots employees) shall be paid in cash.

(2) directors' remuneration is NT$14,826,502 shall be paid in cash.

2.Said amounts of remuneration to employees and directors as approved by the Board of Directors were consistent with the estimated amounts reported in the year of recognition.

Item 4

Subject: To report the cash dividend distribution of 2025.

Descriptions: 1.According to Article 19-1 of the Company's Articles of Incorporation, The Board of Directors is authorized to resolve the cash dividend to be distributed to shareholders. With respect to the motion for distribution of cash dividend, the Board of Directors has resolved on March 4, 2026 to distribute the cash dividend, amounting to NT$516,353,382 in total, at NT$6.0 per share. The amount of cash dividend will be truncated to the nearest dollar. Fractional amounts of less than NT$1 is stated as the Company's other revenue.

2.In the event that the number of outstanding shares is changed due to the factors, such as repurchase of the Company's shares, or transfer of treasury stocks to employees and cancelation of shares, the payout ratio shall be adjusted by the Chairman of Board on a pro rata basis subject to the number of outstanding shares on the record date.

3.The record date for dividend distribution was set by the Chairman as April 18, 2026, and the cash dividends were distributed on May 6, 2026.

Item 5

Subject: To report the Implementation Status of 2025 Cash Capital Increase through Private Placement.

Descriptions: 1.The Company resolved at the Annual General Meeting of Shareholders on June 13, 2025, to issue common shares for a cash capital increase through a private placement, not exceeding 10,000,000 shares with a par value of NT$10 per share. The Board of Directors is authorized to execute the placement in installments (up to two tranches) within one year from the date of the resolution.

2.The above-mentioned private placement of common shares through cash capital increase has not yet been carried out, and there are no plans to execute it before the expiration of the issuance period. Pursuant to the resolution of the Board of Directors on April 17, 2026, the Company has decided not to continue with this issuance.

2.Acknowledged matters

Item 1

Proposed by the Board of Directors

Subject: To adopt 2025 Business Report and Financial Statements.

Descriptions: 1.The 2025 Financial Statements have been adopted by the Board of Directors, and audited by the Certified Public Accountants, Huang, Hai-Ning and Cheng, An-Chih of KPMG.

2.The 2025 Business Report and Financial Statements have been reviewed by the Audit Committee, please refer to Attachment 1 and 2 of this handbook (page 7~page 27).

Resolution：

Item 2

Proposed by the Board of Directors

Subject: To adopt the proposal for distribution of 2025 earnings.

Descriptions: The proposal for distribution of 2025 earnings is adopted by the Board of Directors, and reviewed by the Audit Committee, please refer to Attachment 4 of this handbook (page 29).

Resolution：

3.Matters for Discussion

Item 1

Proposed by the Board of Directors

Subject: To amend the Articles of Incorporation.

Descriptions: 1.In accordance with the Taipei Exchange Directions for Compliance Requirements for the Appointment and Exercise of Powers of the Boards of Directors of TPEx Listed Companies, it is proposed to amend the Articles of Incorporation.

2.Comparison Table of the Amendments to the Articles of Incorporation, please refer to Attachment 5 of this handbook (page 30).

Resolution：

Item 2

Proposed by the Board of Directors

Subject: To amend the Rules of Procedure for Shareholders' Meetings.

Descriptions: 1.In accordance with the Regulations Governing Content and Compliance Requirements for Shareholders' Meeting Agenda Handbooks of Public Companies, it is proposed to amend the Rules of Procedure for Shareholders' Meetings.

2.Comparison Table of the Amendments to the Rules of Procedure for Shareholders' Meetings, please refer to Attachment 6 of this handbook (page 31~page 33).

Resolution：

Item 3

Proposed by the Board of Directors

Subject: To amend the Operational Procedures for Loaning of Funds to Others by Subsidiary.

Descriptions: 1.In response to actual business needs, it is proposed to amend the Operational Procedures for Loaning of Funds to Others by Subsidiary.

2.Comparison Table of the Amendments to the Operational Procedures for Loaning of Funds to Others by Subsidiary, please refer to Attachment 7 of this handbook (page 34~page 36).

Resolution：

4.Extemporary Motions

5.Meeting Adjourned

NETRONIX, INC.

2025 Business Report

The Operating Results for the year 2025

I. The Results of Execution of the Business Plan and Budget Execution

Looking back on 2025, the global economy gradually emerged from the pressures of high inflation and the interest rate hiking cycle. Demand for AI applications, low-carbon transformation, and smart display technologies continued to grow. However, geopolitical risks and the restructuring of international supply chains still posed challenges to the industry. In this environment, NETRONIX Group continues to focus on its core businesses in consumer electronics and computer peripheral devices. The Group actively promotes product portfolio optimization and increases the proportion of high value-added products, thereby achieving steady growth in overall operational performance.

For fiscal year 2025, consolidated operating revenue reached NT$8.523 billion, representing a 15.02% increase from NT$7.410 billion in 2024. Consolidated gross profit amounted to NT$1.896 billion, up 21.93% year-over-year, while consolidated operating income was NT$1.013 billion, a 35.43% increase. These results demonstrate that, driven by product mix optimization and economies of scale, NETRONIX Group achieved simultaneous improvements in operational efficiency and profitability. On a standalone basis, operating revenue totaled NT$5.932 billion, an increase of 17.26% compared to 2024. Gross profit reached NT$866 million, up 18.63% year-over-year, and operating income was NT$596 million, reflecting a 20.40% increase. The overall growth in operating income outpaced revenue growth, indicating continued improvement in operational fundamentals. Consolidated net income for the period was NT$782 million, largely flat compared to NT$788 million in 2024 (-0.76%), mainly due to exchange rate fluctuations and valuation changes in certain investments. Nevertheless, the profitability of the Company’s core operations continued to improve, with both operating margin and gross margin showing positive gains.

The operating results for the year 2025 and 2024 are compared as follows (see the following table).

Unit: NT$ billions

Item	Parent Company Only Financial Statements			Consolidated Financial Statements		
	2025	2024	YoY(%)	2025	2024	YoY(%)
Net operating revenues	5.932	5.059	17.26	8.523	7.410	15.02

The important business data in 2025 and 2024 are compared as follows (see the following table).

Unit: NT$ billions

Item	Parent Company Only Financial Statements			Consolidated Financial Statements		
	2025	2024	YoY(%)	2025	2024	YoY(%)
Net operating revenues	5.932	5.059	17.26	8.523	7.410	15.02
Gross profit from operations	0.866	0.730	18.63	1.896	1.555	21.93
Net operating income	0.596	0.495	20.40	1.013	0.748	35.43
Profit	0.556	0.630	-11.75	0.782	0.788	-0.76

In terms of budget execution, the Company achieved a 112% budget attainment rate for consolidated operating revenue in 2025, exceeding the original operating targets and demonstrating that its operational planning and market positioning were on the right track.

II. Financial Position and Profitability Analysis

Financial position and profitability analysis in 2025 and 2024 are compared as follows (see the following table).

Item		Consolidated Financial Statements	
		2025	2024
Cash flow	Cash flow ratio (%)	32.44	34.34
	Cash flow adequacy ratio (%)	138.84	125.32
	Cash reinvestment ratio (%)	12.49	3.81
Profitability	Return on assets (%)	10.09	11.11
	Return on equity (%)	15.75	17.67
	Pre-tax income to paid-in capital (%)	113.38	113.33
	Profit margin (%)	9.17	10.63
	Earnings per share (NT$)	6.46	7.33

III. Research and Development

Successful R&D technologies or products during the year 2025 (see the following table).

<table>
<tr><th colspan="2">Product Category</th><th>Product Item</th></tr>
<tr><td rowspan="2">Comsumer Electronics</td><td>E-Paper application products</td><td>13.3", 28.5", 31.5" Digital Signage / Digital Art Frame
4” eBadger, eReader Bluetooth Page Turner</td></tr>
<tr><td>Networking products</td><td>2.5G 5-Port Switch
2.5G 8-Port Switch
10" Narrow bezel POS
15", 22", 32", 43", 55" POS</td></tr>
<tr><td colspan="2">Computer Peripherals (Electro-acoustic components)</td><td>3208_3H Electro-acoustic components
3209 single magnet Electro-acoustic components
2811_4.2H Electro-acoustic components</td></tr>
</table>

Chairman : Shu-Fu Tsung

President : Hsin-Yung Lu

Accounting Manager : Jiunn-Shyang Cheng

Independent Auditors' Report

To the Board of Directors of NETRONIX, INC.:

Opinion

We have audited the parent-company-only financial statements of NETRONIX, INC.(“the Company”), which comprise the balance sheets as of December 31, 2025 and 2024, the parent-company-only 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 a summary of significant accounting policies.

In our opinion, the accompanying parent-company-only financial statements present fairly, in all material respects, the parent-company-only financial position of the Company as at December 31, 2025 and 2024, 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 Auditing and Attestation of Financial Statements by Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Norm of Professional Ethics for Certified Public Accountant of 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 of our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in the audit of the Parent-Company-Only financial statements of Netronix Inc. for the year ended 2025. These matters were addressed in the context of our audit of the parent-company-only financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Based on our judgment, the key audit matters should be reflected in our report are as follow:

1. Revenue recognition

   Refer to Note 4(16) “Revenue recognition” for accounting policy and Note 6(16) “Revenue recognition” of the parent-company-only financial statements for further information.

   Description of key auditor matter:

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

How our audit addressed the matter:

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

2. Valuation of inventories

Please refer to note 4(7) "*Inventories*" to the parent-company-only financial statements for the accounting policy for inventory valuation, note 5 for the uncertainties of accounting estimation and assumption regarding inventory valuation, and note 6(4) "*Inventories*" for explanation of inventory valuation.

Description of key audit matter:

The Company primarily engages in R&D, production and sale of consumer electronics. As new products on the market may change consumer needs, rendering existing products obsolete, fluctuating the demand for and selling prices of related products, and risking the cost of inventories to exceed the net realizable values thereof. Therefore, valuation of inventories is considered to be one of the key audit matters.

How our audit addressed the matter:

Our audit procedures in this area included verifying the completeness of the inventory aging report, sampling to test the accuracy of both the latest valid voucher of inventory change and the net realizable values, analyzing the changes in inventory ages during different periods and obtaining understanding of the proportions of inventory write-downs or obsolescence to assess the reasonableness of loss allowances for inventories, as well as reviewing the differences between the amounts of the Company's loss allowances for inventories and the actual losses incurred in the past. In addition, we assessed whether management had disclosed the loss allowances for inventories appropriately.

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 with the IFRSs, IASs, IFRC, 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 parent-company-only financial statements that are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

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 Company’s internal control.

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

4. Conclude on the appropriateness of management’s use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors’ report to the related disclosures in the parent-company-only financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors’ report. However, future events or conditions may cause the Company to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the parent-company-only financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

6. Obtain sufficient and appropriate audit evidence regarding the financial information of the investment in other entities accounted for using the equity method to express an opinion on the parent-company-only financial statements. We are responsible for the direction, supervision and performance of the 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 of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are Hai-Ning Huang and An-Chin Cheng.

KPMG

Taipei, Taiwan (Republic of China)
March 04, 2026

<u>Notes to Readers</u>

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

The independent auditors' report and the accompanying parent-company-only financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language independent auditors' report and parent-company-only financial statements, the Chinese version shall prevail.

(English Translation of Parent-Company-Only Financial Statements Originally Issued in Chinese)

NETRONIX, INC.

Balance Sheets

December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars)

	Assets	December 31, 2025 Amount	%	December 31, 2024 Amount	%
	Current assets:				
1100	**Cash and cash equivalents (note 6(1))**	$ 1,656,687	35	627,087	16
1136	Current financial assets at amortized costs (notes 6(2))	-	-	510,000	13
1170	Trade receivables, net (note 6(3))	725,621	15	927,686	23
1180	Receivables from related parties, net (notes 6(3) and 7)	601,071	13	318,879	8
1210	Other receivables－related parties (note 7)	122,506	3	9,174	-
1310	Inventories, net (notes 6(4) and 7)	131,905	3	97,797	3
1476	Other financial assets－current (note 6(5))	39,354	1	20,998	1
1479	Other current assets	9,654	-	8,585	-
		3,286,798	70	2,520,206	64
	Non-current assets:				
1550	Investments accounted for using equity method, net (notes 6(6) and 7)	1,132,336	24	1,230,430	31
1600	Property, plant and equipment (note 6(7) and 7)	204,503	5	210,863	5
1755	Right-of-use assets (note 6(8))	16,605	-	4,096	-
1780	Intangible assets (note 6(9))	7,668	-	3,465	-
1840	Deferred income tax assets (note 6(13))	25,086	1	15,691	-
1975	Net defined benefit assets (note 6(12))	2,094	-	119	-
1980	Other non-current financial assets (note 6(5))	1,517	-	4,737	-
1995	Other non-current assets	411	-	411	-
		1,390,220	30	1,469,812	36
	Total assets	**$ 4,677,018**	**100**	**3,990,018**	**100**

	Liabilities and equity	December 31, 2025 Amount	%	December 31, 2024 Amount	%
	Current liabilities:				
2130	Contract liabilities (note 6(16))	14,968	-	27,010	1
2170	Trade payables and notes payable	203,061	4	496,371	13
2180	Payable from related parties (notes7)	1,014,346	22	2,571	-
2220	Other payables-related parties (notes 7)	1,184	-	434	-
2201	Salary and bonus payable	106,864	2	116,309	3
2230	Current tax liabilities	74,049	3	51,912	1
2250	Total current provisions (note 6(11))	17,168	-	1,066	-
2280	Current lease liabilities (note 6(10))	9,365	-	3,743	-
2300	Expenses payable and other current liabilities	144,604	3	129,300	3
		1,585,609	34	828,716	21
	Non-current liabilities:				
2550	Total non-current provisions (note 6(11))	4,551	-	6,819	-
2570	Deferred tax liabilities (note 6(13))	2,918	-	12,733	-
2580	Non-current lease liabilities (note 6(10))	7,333	-	390	-
		14,802	-	19,942	-
	Total liabilities	1,600,411	34	848,658	21
	Equity (note 6(6) and (14)):				
3110	Ordinary shares	860,589	18	875,069	22
3200	Capital surplus	441,036	10	474,521	12
	Retained earnings:				
3310	Legal reserve	620,194	13	557,800	14
3320	Special reserve	25,841	1	40,218	1
3350	Unappropriated retained earnings	1,167,034	25	1,266,022	32
		1,813,069	39	1,864,040	47
3400	Other equity	(38,087)	(1)	(25,841)	(1)
3500	Treasury shares	-	-	(46,429)	(1)
	Total equity	3,076,607	66	3,141,360	79
	Total liabilities and equity	**$ 4,677,018**	**100**	**$ 3,990,018**	**100**

See accompanying notes to parent-company-only financial statements.

(English Translation of Parent-Company-Only Financial Statements Originally Issued in Chinese)

NETRONIX, INC.

Statements of Comprehensive Income

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars , Except for Earnings Per Share)

		2025		2024	
		Amount	**%**	**Amount**	**%**
4000	**Net operating revenues** (notes 6(16) and 7)	$ 5,932,209	100	5,059,142	100
5110	**Operating costs** (notes 6(4), (12) and 7)	5,067,014	85	4,329,358	86
	Gross profit from operations	865,195	15	729,784	14
5920	Net change in unrealized gross profit	778	-	(126)	-
	Gross profit from operations	865,973	15	729,658	14
	Operating expenses (notes 6(12) and 7)**:**				
6100	Selling expenses	53,063	1	34,841	1
6200	Administrative expenses	97,827	2	112,625	2
6300	Research and development expenses	118,806	2	86,670	1
6450	Expected credit loss (reversal gain) (note 6(3))	(5)	-	384	-
	Total operating expenses	269,691	5	234,520	4
	Net operating income	596,282	10	495,138	10
	Non-operating income and expenses:				
7101	Interest income (note 7)	30,538	1	37,089	1
7110	Rent income(note 7)	12,722	-	11,125	-
7190	Other gains and losses (notes 6(18) and 7)	11,844	-	27,520	-
7510	Interest expenses (notes 6(10) and (18))	(1,370)	-	(1,364)	-
7230	Foreign currency exchange (losses) gains, net (note6(19))	(56,771)	(1)	96,929	2
7370	Share of profit of associates and joint ventures accounted for using equity method (note 6(6))	72,653	1	100,309	2
	Total non-operating income and expenses	69,616	1	271,608	5
	Profit before income tax	665,898	11	766,746	15
7950	**Minus: Income tax expenses** (note 6(13))	109,955	2	136,282	3
	Profit	555,943	9	630,464	12
8300	**Other comprehensive income (loss):**				
8310	**Items that may not be reclassified subsequently to profit or loss:**				
8311	Remeasurements of defined benefit plans (note 6(12))	1,922	-	2,393	-
8316	Unrealized gains (losses) from investments in equity instruments measured at fair value through other comprehensive income (note 6(14))	(497)	-	(8,578)	-
8330	Other comprehensive profit or loss of subsidiaries recognized using the equity method	30	-	80	-
8349	Minus：Items that may not be reclassified subsequently to income tax expenses	-	-	-	-
	Total items that may not be reclassified subsequently to profit or loss:	1,455	-	(6,105)	-
8360	**Items that may be reclassified subsequently to profit or loss:**				
8361	Exchange differences on translation of foreign financial statements	(14,490)	-	21,118	-
8399	Income tax related to item that will be reclassified to profit or loss (note 6(13))	2,214	-	(273)	-
	Total items that may be reclassified subsequently to profit or loss	(12,276)	-	20,845	-
8300	**Other comprehensive income**	(10,821)	-	14,740	-
	Total comprehensive income	**$ 545,122**	**9**	**645,204**	**12**
	Earnings per share (in dollars) (note 6(15))				
9750	Basic earnings per share	**$**	**6.46**		**7.33**
9850	Diluted earnings per share	**$**	**6.43**		**7.29**

See accompanying notes to parent-company-only financial statements.

(English Translation of Parent-Company-Only Financial Statements Originally Issued in Chinese)

NETRONIX, INC.

Statements of Changes in Equity

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars)

			Retained earnings				Other equity interest				
	Ordinary shares	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Total	Exchange differences on translation of foreign financial statements	Unrealized gains (losses) from financial assets measured at fair value through other comprehensive income	Total	Treasury stock	Total equity
Balance at January 1, 2024	$ 875,069	464,731	520,560	14,461	1,049,307	1,584,328	(42,899)	2,681	(40,218)	(46,429)	2,837,481
Net income for the period	-	-	-	-	630,464	630,464	-	-	-	-	630,464
Other comprehensive income for the period	-	-	-	-	2,492	2,492	20,845	(8,597)	12,248	-	14,740
Total comprehensive income for the period	-	-	-	-	632,956	632,956	20,845	(8,597)	12,248	-	645,204
Appropriation and distribution of retained earnings:											
Legal reserve	-	-	37,240	-	(37,240)	-	-	-	-	-	-
Special reserve	-	-	-	25,757	(25,757)	-	-	-	-	-	-
Cash dividends distributed to shareholder	-	-	-	-	(344,236)	(344,236)	-	-	-	-	(344,236)
Equity Adjustment Resulting from Organizational Restructuring	-	9,790	-	-	-	-	-	-	-	-	9,790
The impact number of equity changes in non-proportional subscriptions	-	-	-	-	(6,879)	(6,879)	-	-	-	-	(6,879)
Remeasurement at fair value through other comprehensive Income(OCI) (Note 6(2))	-	-	-	-	(2,129)	(2,129)	-	2,129	2,129	-	-
Balance at December 31, 2024	875,069	474,521	557,800	40,218	1,266,022	1,864,040	(22,054)	(3,787)	(25,841)	(46,429)	3,141,360
Net income for the period	-	-	-	-	555,943	555,943	-	-	-	-	555,943
Other comprehensive income for the period	-	-	-	-	1,425	1,425	(12,276)	30	(12,246)	-	(10,821)
Total comprehensive income for the period	-	-	-	-	557,368	557,368	(12,276)	30	(12,246)	-	545,122
Appropriation and distribution of retained earnings:											
Legal reserve	-	-	62,394	-	(62,394)	-	-	-	-	-	-
Reversal special reserve	-	-	-	(14,377)	14,377	-	-	-	-	-	-
Cash dividends distributed to shareholder	-	-	-	-	(602,412)	(602,412)	-	-	-	-	(602,412)
The impact number of equity changes in non-proportional subscriptions	-	(1,536)	-	-	(5,927)	(5,927)	-	-	-	-	(7,463)
Retirement of Treasury Shares	(14,480)	(31,949)	-	-	-	-	-	-	-	46,429	-
Balance at December 31, 2025	**$ 860,589**	**441,036**	**620,194**	**25,841**	**1,167,034**	**1,813,069**	**(34,330)**	**(3,757)**	**(38,087)**	**-**	**3,076,607**

See accompanying notes to parent-company-only financial statements.

(English Translation of Parent-Company-Only Financial Statements Originally Issued in Chinese)

NETRONIX, INC.

Statements of Cash Flows

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars)

	2025	2024
Cash flows from (used in) operating activities:		
Profit before tax	$ 665,898	$ 766,746
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expense	23,511	34,477
Amortization expense	4,088	3,406
Expected credit loss (reversal)	(5)	384
Interest expense	1,370	1,364
Interest revenue	(30,538)	(37,089)
Share of profit of subsidiaries and associates accounted for using equity method	(72,653)	(100,309)
Gain on disposal of property, plant and equipment	(233)	(144)
Provision(reversal) for inventory devaluation loss and sluggish loss	7,600	(60,500)
loss on disposal of subsidiary	758	-
Net change in unrealized gross profit	(778)	126
Total adjustments to reconcile profit	(66,880)	(158,285)
Changes in operating assets and liabilities:		
Trade receivables	202,070	(651,752)
Receivables from related parties	(282,192)	(257,142)
Other receivables-related parties	13,050	(2,305)
Inventories	(41,708)	(1,937)
Other financial assets	(19,059)	(10,670)
Other operating assets	(1,069)	(5,448)
Total changes in operating assets	(128,908)	(929,254)
Trade payables and notes payable	(293,310)	318,162
Payable from related parties	1,011,775	(22,344)
Other payable -related parties	750	31
Net defined benefit assets and liabilities	(53)	(2,210)
Other operating liabilities	167	27,215
Total changes in operating liabilities	719,329	320,854
Total changes in operating assets and liabilities	590,421	(608,400)
Total adjustments	523,541	(766,685)
Cash inflow generated from operations	1,189,439	61
Interest received	31,241	39,505
Interest paid	(1,370)	(1,895)
Income taxes paid	(104,814)	(139,066)
Net cash flows (used in) from operating activities	1,114,496	(101,395)

See accompanying notes to parent-company-only financial statements.

	2025	2024
Cash flows from (used in) investing activities:		
Increase (decrease) in financial assets at amortized cost	510,000	16,554
Acquisition of investments accounted for using equity method	-	265,000
Proceeds from disposal of financial assets at amortized cost	(2,762)	-
Dividends received from investments accounted for using equity method	154,730	136,881
Acquisition of property, plant and equipment	(9,634)	(8,565)
Proceeds from disposal of property, plant and equipment	-	3,241
Increase in other receivables form related parties	(120,000)	-
Acquisition of intangible assets	(8,291)	(3,389)
Decrease in refundable deposits	3,220	-
Net cash flows from (used in) investing activities	527,263	409,722
Cash flows from (used in) financing activities:		
Increase in short-term borrowings	937,651	-
Decrease in short-term borrowings	(937,651)	(610,000)
Payment of lease liabilities	(9,747)	(12,889)
Cash dividends paid	(602,412)	(344,236)
Net cash flows from (used in) financing activities	(612,159)	(967,125)
Net increase (decrease) in cash and cash equivalents	1,029,600	(658,798)
Cash and cash equivalents at beginning of period	627,087	1,285,885
Cash and cash equivalents at end of period	**$ 1,656,687**	**627,087**

See accompanying notes to parent-company-only financial statements.

Independent Auditors' Report

To the Board of Directors of NETRONIX, INC.:

Opinion

We have audited the consolidated financial statements of NETRONIX, INC. and its subsidiaries ("the Group"), which comprise the consolidated balance sheets as of December 31, 2025 and 2024, 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 a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2025 and 2024, 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 with the International Financial Reporting Standards ("IFRSs"), International Accounting Standards ("IASs"), Interpretations developed by the International Financial Reporting Interpretations Committee ("IFRIC") or the former Standing Interpretations Committee ("SIC") endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and 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 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 of our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Based on our judgment, the key audit matters should be reflected in our report are as follow:

1. Revenue recognition

   Refer to Note 4(17) "Revenue from contracts with customers" and Note 6(21) "Revenue from Contracts with Customers" to the consolidated financial statements.

Description of key audit matter:

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

How our audit addressed the matter:

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

2. Valuation of inventories

Please refer to note 4(8) “*Inventories*” to the consolidated financial statements for the accounting policy for inventory valuation, note 5 for the uncertainties of accounting estimation and assumption regarding inventory valuation, and note 6(5) “*Inventories*” for explanation of inventory valuation.

Description of key audit matter:

The Group primarily engages in R&D, production and sale of consumer electronics. As new products on the market may change consumer needs, rendering existing products obsolete, fluctuating the demand for and selling prices of related products, and risking the cost of inventories to exceed the net realizable values thereof. Therefore, valuation of inventories is considered to be one of the key audit matters.

How our audit addressed the matter:

Our audit procedures in this area included verifying the completeness of the inventory aging report, sampling to test the accuracy of both the latest valid voucher of inventory change and the net realizable values, analyzing the changes in inventory ages during different periods and obtaining understanding of the proportions of inventory write-downs or obsolescence to assess the reasonableness of loss allowances for inventories, as well as reviewing the differences between the amounts of the Group's loss allowances for inventories and the actual losses incurred in the past. In addition, we assessed whether management had disclosed the loss allowances for inventories appropriately.

Other Matter

NETRONIX, INC. has prepared its parent-company-only financial statements as of and for the years ended December 31, 2025 and 2024, on which we have issued an unmodified opinion.

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the IFRSs, IASs, IFRC, 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 auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Standards on Auditing of the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

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 the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

The engagement partners on the audit resulting in this independent auditors' report are Hai-Ning Huang and An-Chin Cheng.

KPMG

Taipei, Taiwan (Republic of China)
March 04, 2026

Notes to Readers

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

The independent auditors' report and the accompanying consolidated financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language independent auditors' report and consolidated financial statements, the Chinese version shall prevail.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)

NETRONIX, INC. AND SUBSIDIARIES

Consolidated Balance Sheets

December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars)

Code	Assets	December 31, 2025 Amount	%	December 31, 2024 Amount	%
	Current assets:				
1100	Cash and cash equivalents (note 6(1))	$ 3,103,208	39	2,097,640	27
1120	Current financial assets at fair value through other comprehensive income (note 6(2))	239	-	164	-
1136	Current financial assets at amortized costs (notes 6(3) and 8)	100,650	1	620,650	8
1170	Trade receivables and notes receivable, net (notes 6(4) and (21))	1,545,791	20	2,319,892	30
1210	Other receivables－related parties (note 7)	13	-	-	-
1310	Inventories, net (notes 6(5))	1,328,206	17	1,016,478	13
1476	Other financial assets－current (notes 6(6))	42,140	1	31,097	-
1479	Other current assets (notes 9(3))	204,052	3	179,729	2
		6,624,299	81	6,265,650	80
	Non-current assets:				
1535	Non-current financial assets at amortized cost (notes 6(3) and 8)	1,071	-	1,015	-
1600	Property, plant and equipment (note 6(9))	800,035	10	853,200	11
1755	Right-of-use assets (note 6(10))	165,766	2	198,878	3
1565	Investment Property(notes 6(11))	41,293	1	-	-
1780	Intangible assets (note 6(7) and (12))	326,794	4	343,532	4
1840	Deferred income tax assets (note 6(18))	154,881	2	121,020	2
1975	Net defined benefit assets (note 6(17))	4,470	-	3,656	-
1980	Other financial assets－non-current (note 6(6) and 8)	25,832	-	22,429	-
1995	Other non-current assets (note 9(3))	19,317	-	27,562	-
		1,539,459	19	1,571,292	20
	Total assets	**$ 7,863,758**	**100**	**7,863,942**	**100**

Code	Liabilities and equity	December 31, 2025 Amount	%	December 31, 2024 Amount	%
	Current liabilities:				
2100	Short-term borrowings (notes 6(13))	$ 220,000	3	100,000	1
2130	Contract liabilities (note 6(21))	97,924	1	50,037	1
2170	Trade payables and notes payable	1,674,579	21	1,774,055	23
2220	Other payables-related parties (notes 7)	2,261	-	-	-
2201	Salary and bonus payable	184,523	2	186,174	2
2230	Current tax liabilities	131,650	2	110,501	2
2280	Current lease liabilities (note 6(15))	57,619	1	50,185	1
2300	Expenses payable and other current liabilities (note 6(16))	381,663	5	312,118	4
2322	Long-term borrowings, current portion (notes 6(14))	-	-	15,462	-
		2,750,219	35	2,598,532	34
	Non-current liabilities:				
2540	Long-term borrowings (notes 6(14))	-	-	84,538	1
2527	Contract liabilities (note 6(21))	4,084	-	5,278	-
2570	Deferred tax liabilities (note 6(18))	14,439	-	26,015	-
2580	Non-current lease liabilities (note 6(15))	116,964	1	154,760	2
2670	Other non-current liabilities (note 6(16))	9,746	-	11,593	-
		145,233	1	282,184	3
	Total liabilities	2,895,452	36	2,880,716	37
	Equity (notes 6(19)**):**				
3110	Ordinary shares	860,589	11	875,069	11
3200	Capital surplus	441,036	6	474,521	6
	Retained earnings:				
3310	Legal reserve	620,194	8	557,800	7
3320	Special reserve	25,841	-	40,218	1
3350	Unappropriated retained earnings	1,167,034	15	1,266,022	16
		1,813,069	23	1,864,040	24
3400	Other equity	(38,087)	-	(25,841)	-
3500	Treasury shares	-	-	(46,429)	(1)
	Total equity attributable to owners of parent:	3,076,607	40	3,141,360	40
36XX	Non-controlling interests (notes 6(8) and (19))	1,891,699	24	1,814,866	23
	Total equity	4,968,306	64	4,956,226	63
	Total liabilities and equity	**$ 7,863,758**	**100**	**7,836,942**	**100**

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)

NETRONIX, INC. AND SUBSIDIARIES

Consolidated Statements of Comprehensive Income

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars , Except for Earnings Per Share)

		2025		2024	
		Amount	%	Amount	%
4000	**Net operating revenues** (notes 6(21))	$ 8,523,490	100	7,410,030	100
5110	**Operating costs** (notes 6(5) and (15))	6,627,397	78	5,854,986	79
	Gross profit from operations	1,896,093	22	1,555,044	21
	Operating expenses (notes 6(15) and 7)**:**				
6100	Selling expenses	281,140	3	281,212	4
6200	Administrative expenses	359,473	4	345,807	5
6300	Research and development expenses	238,225	3	175,416	2
6450	Impairment loss (note 6(4))	3,955	-	4,869	-
	Total operating expenses	882,793	10	807,304	11
	Net operating income	1,013,300	12	747,740	10
	Non-operating income and expenses:				
7101	Interest income (note 6(23))	53,840	-	61,982	1
7190	Other gains and losses (notes 6(23) and 7)	5,634	-	16,054	-
7230	Foreign currency exchange (losses) gains, net (note 6(24))	(84,001)	(1)	180,532	2
7510	Interest expenses (notes 6(23))	(13,023)	-	(14,556)	-
	Total non-operating income and expenses	(37,550)	(1)	244,012	3
	Profit before income tax	975,750	11	991,752	13
7950	**Income tax expenses** (note 6(18))	193,781	2	203,417	2
	Profit	781,969	9	788,335	11
8300	**Other comprehensive income (loss):**				
8310	**Items that may not be reclassified subsequently to profit or loss:**				
8311	Remeasurements of defined benefit plans (note 6(17))	702	-	2,637	-
8316	Unrealized gains (losses) from investments in equity instruments measured at fair value through other comprehensive income	105	-	(9,787)	-
		807	-	(7,150)	-
8360	**Items that may be reclassified subsequently to profit or loss:**				
8361	Exchange differences on translation of foreign financial statements	(25,716)	-	47,864	-
8399	Income tax related to item that will be reclassified to profit or loss (note 6(18))	4,505	-	(3,507)	-
	Total items that may be reclassified subsequently to profit or loss	(21,211)	-	44,357	-
8300	**Other comprehensive income**	(20,404)	-	37,207	-
8500	**Total comprehensive income**	**$ 761,565**	**9**	**825,542**	**11**
	Profit attributable to:				
8610	Owners of parent	$ 555,943	6	630,464	9
8620	Non-controlling interests	226,026	3	157,871	2
		$ 781,969	**9**	**788,335**	**11**
	Comprehensive income attributable to:				
8710	Owners of parent	$ 545,122	6	645,204	9
8720	Non-controlling interests	216,443	3	180,338	2
		$ 761,565	**9**	**825,542**	**11**
	Earnings per share (in NT dollars) (note 6(20))				
9750	Basic earnings per share	**$**	**6.46**		**7.33**
9850	Diluted earnings per share	**$**	**6.43**		**7.29**

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)

NETRONIX, INC. AND SUBSIDIARIES

Consolidated Statements of Changes in Equity

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars)

	Equity attributable to owners of parent												
			Retained earnings				Other equity interest						
	Ordinary shares	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Total	Exchange differences on translation of foreign financial statements	Unrealized gains (losses) from financial assets measured at fair value through other comprehensive income	Total	Treasury stock	Equity attributable to parent company shareholders	Non-controlling interests	Total equity
Balance at January 1, 2024	$ 875,069	464,731	520,560	14,461	1,049,307	1,584,328	(42,899)	2,681	(40,218)	(46,429)	2,837,481	1,125,259	3,962,740
Net income for the period	-	-	-	-	630,464	630,464	-	-	-	-	630,464	157,871	788,335
Other comprehensive income for the period	-	-	-	-	2,492	2,492	20,845	(8,597)	12,248	-	14,740	22,467	37,207
Total comprehensive income for the period	-	-	-	-	632,956	632,956	20,845	(8,597)	12,248	-	645,204	180,338	825,542
Appropriation and distribution of retained earnings:													
Legal reserve	-	-	37,240	-	(37,240)	-	-	-	-	-	-	-	-
Special reserve	-	-	-	25,757	(25,757)	-	-	-	-	-	-	-	-
Cash dividends distributed to shareholder	-	-	-	-	(344,236)	(344,236)	-	-	-	-	(344,236)	(199,119)	(543,355)
Acquisition of subsidiary in consolidation	-	-	-	-	-	-	-	-	-	-	-	711,299	711,299
Equity Adjustments Arising from Organizational Restructuring	-	9,790	-	-	-	-	-	-	-	-	9,790	(9,790)	-
The impact of equity changes in non-proportional subscriptions	-	-	-	-	(6,879)	(6,879)	-	-	-	-	(6,879)	6,879	-
Remeasurement at fair value through other comprehensive Income(OCI) i (note6(2))	-	-	-	-	(2,129)	(2,129)	-	2,129	2,129	-	-	-	-
Balance at December 31, 2024	$875,069	474,521	557,800	40,218	1,266,022	1,864,040	(22,054)	(3,787)	(25,841)	(46,429)	3,141,360	1,814,866	4,956,226
Net income for the period	-	-	-	-	555,943	555,943	-	-	-	-	555,943	226,026	781,969
Other comprehensive income for the period	-	-	-	-	1,425	1,425	(12,276)	30	(12,246)	-	(10,821)	(9,583)	(20,404)
Total comprehensive income for the period	-	-	-	-	557,368	557,368	(12,276)	30	(12,246)	-	545,122	216,443	761,565
Appropriation and distribution of retained earnings:													
Legal reserve	-	-	62,394	-	(62,394)	-	-	-	-	-	-	-	-
Special reserve	-	-	-	(14,377)	14,377	-	-	-	-	-	-	-	-
Cash dividends distributed to shareholder	-	-	-	-	(602,412)	(602,412)	-	-	-	-	(602,412)	(144,361)	(746,773)
The impact of equity changes in non-proportional subscriptions	-	-	-	-	(5,927)	(5,927)	-	-	-	-	(5,927)	5,927	-
Cancellation of Treasury Shares	(14,480)	(31,949)	-	-	-	-	-	-	-	46,429	-	-	-
Difference Between Consideration and Carrying Amount Arising from Changes in Ownership Interests in Subsidiaries	-	(1,536)	-	-	-	-	-	-	-	-	(1,536)	1,536	-
Decrease in Non-controlling Interests	-	-	-	-	-	-	-	-	-	-	-	(2,712)	(2,712)
Balance at December 31, 2025	**$ 860,589**	**441,036**	**620,194**	**25,841**	**1,167,034**	**1,813,069**	**(34,330)**	**(3,757)**	**(38,087)**	**-**	**3,076,607**	**1,891,699**	**4,968,306**

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)

NETRONIX, INC. AND SUBSIDIARIES

Consolidated Statements of Cash Flows

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars)

		2025	2024
Cash flows from (used in) operating activities:			
Profit before tax	$	975,750	991,752
Adjustments:			
Adjustments to reconcile profit (loss):			
Depreciation expense		132,648	141,351
Amortization expense		31,618	25,883
Expected credit loss		3,955	4,869
Interest expense		13,023	14,556
Interest revenue		(53,840)	(61,982)
Loss on disposal of property, plant and equipment		1,622	318
Provision for inventory devaluation loss and sluggish loss		25,170	3,669
Loss(Gain) from modifying lease contracts		(17)	409
Adjustment for other non-cash-related losses, net		233	114
Total adjustments to reconcile profit		154,412	129,187
Changes in operating assets and liabilities:			
Trade receivables and notes receivable		769,767	(1,090,585)
Other receivables- related parties		(13)	148
Inventories		(332,543)	187,983
Net Defined Benefit Asset		612	(2,394)
Other financial assets－current		(12,214)	(16,791)
Other operating assets		(21,341)	(99,882)
Total changes in operating assets		404,268	(1,021,521)
Trade payables and notes payable		(99,476)	785,071
Other operating liabilities		111,378	79,616
Total changes in operating liabilities		11,902	864,687
Total changes in operating assets and liabilities		416,170	(156,834)
Total adjustments		570,582	(27,647)
Cash inflow generated from operations		1,546,332	964,105
Interest received		55,011	64,200
Interest paid		(12,828)	(15,106)
Income taxes paid		(213,092)	(272,025)
Net cash flows from operating activities		1,375,423	741,174

(Continued)

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)

NETRONIX, INC. AND SUBSIDIARIES

Consolidated Statements of Cash Flows (Continued)

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars)

	2025	2024
Cash flows from (used in) investing activities:		
Decrease in financial assets at amortized cost	519,944	21,093
Acquisition of subsidiary net cash inflow	-	182,713
Acquisition of property, plant and equipment	(64,814)	(67,879)
Proceeds from disposal of property, plant and equipment	400	4,577
Acquisition of intangible assets	(15,387)	(11,411)
Decrease (increase) in other financial assets	(3,403)	8,704
Decrease (increase) in other non-current assets	5,263	(720)
Net cash flows from (used in) investing activities	442,003	137,077
Cash flows from (used in) financing activities:		
Increase in short-term borrowings	2,142,089	920,000
Decrease in short-term borrowings	(2,022,089)	(1,610,000)
Increase in long term borrowings	-	100,000
Decrease in long term borrowings	(100,000)	(22,917)
Increase in refundable deposits	600	365
Payment of lease liabilities	(58,147)	(64,575)
Cash dividends paid	(746,773)	(543,355)
Net cash flows from (used in) financing activities	(784,320)	(1,220,482)
Effect of exchange rate changes on cash and cash equivalents	(27,538)	40,034
Net (decrease) increase in cash and cash equivalents	1,005,568	(302,197)
Cash and cash equivalents at beginning of period	2,097,640	2,399,837
Cash and cash equivalents at end of period	**$ 3,103,208**	**2,097,640**

See accompanying notes to consolidated financial statements.

NETRONIX, INC.

2025 Audit Committee's Review Report

The Board of Directors has prepared the Company's Business Report, Financial Statements, and Earnings Distribution Proposal for the year of 2025. Huang, Hai-Ning and Cheng, An-Chih, Certified Public Accountants of KPMG, have audited the Financial Statements. The 2025 Business Report, Financial Statements, and Earnings Distribution Proposal have been reviewed and determined to be correct and accurate by the Audit Committee of NETRONIX, INC. We hereby report as above according to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act.

Please kindly approve

To NETRONIX, INC. 2026 Annual Shareholders' Meeting

NETRONIX, INC.

Chairman of the Audit Committee: Jr-Wen Huang

March 4, 2026

Attachment 4

NETRONIX, INC.
Earnings Distribution Table
2025

Unit：NT$

Item	Amount	
Unappropriated earnings at beginning of period		615,593,524
Plus (Less):		
Current changes in remeasurements of the defined benefit plan	1,424,739	
The impact of equity changes in non-proportional subscriptions	(5,927,382)	
Net income of 2025	555,943,158	
Earnings available for distribution		1,167,034,039
Plus (Less):		
Appropriation of legal reserve	(55,144,052)	
Appropriation of shareholders' equity reduction account - special reserve	(12,245,048)	
Distribution Item:		
Cash dividend to common shareholders (NT$6.0 per share)	(516,353,382)	
Unappropriated earnings at end of period		583,291,557

Note 1: The distribution of earnings will first allocate the earnings of Fiscal Year 2025.

Note 2: The number of outstanding shares is 86,058,897.

Chairman: Shu-Fu Tsung President: Hsin-Yung Lu Accounting Manager: Jiunn-Shyang Cheng

NETRONIX, INC.

The Comparison Table of the Amendments to the Articles of Incorporation

Article	Article befer rivision	Article after rivision	Explanation
Article 13	The Company shall have five to eleven Directors, to be elected who are competent persons at Shareholders' meeting. The tenure of office of Directors will be three years and they will be eligible for re-election. Of all said directors, there shall be at least 3 independent directors constituting at least <u>one-fifth</u> of the total directors. The directors shall be elected from the list of candidates at a shareholders' meeting via a candidate nomination system. The professional qualification, shareholdings, restrictions on concurrent positions, determination of independence, nomination and election of independent directors, and other requirements to be met, shall comply with the related requirements posed by the securities competent authority. The directors' total shareholdings shall be governed by the requirements posed by the securities competent authority. The Company may take out the liability insurance for the directors of each term against the damages to be borne by them within the scope of their job duties pursuant to laws, in order to protect the whole shareholders' interests and rights and mitigate the Company's business risk.	The Company shall have five to eleven Directors, to be elected who are competent persons at Shareholders' meeting. The tenure of office of Directors will be three years and they will be eligible for re-election. Of all said directors, there shall be at least 3 independent directors constituting at least <u>one-third</u> of the total directors. The directors shall be elected from the list of candidates at a shareholders' meeting via a candidate nomination system. The professional qualification, shareholdings, restrictions on concurrent positions, determination of independence, nomination and election of independent directors, and other requirements to be met, shall comply with the related requirements posed by the securities competent authority. The directors' total shareholdings shall be governed by the requirements posed by the securities competent authority. The Company may take out the liability insurance for the directors of each term against the damages to be borne by them within the scope of their job duties pursuant to laws, in order to protect the whole shareholders' interests and rights and mitigate the Company's business risk.	Amendment in compliance with the Taipei Exchange Directions for Compliance Requirements for the Appointment and Exercise of Powers of the Boards of Directors of TPEx Listed Companies.
Article 21	These Articles of Incorporation were resolved on May 16, 1997. ……………………………………… ………………………………………. The twenty-eighth amendment was made on June 13, 2025.	These Articles of Incorporation were resolved on May 16, 1997. ……………………………………… ………………………………………. The twenty-eighth amendment was made on June 13, 2025. <u>The twenty-ninth amendment was made on June 12, 2026.</u>	Amendment of the evision date.

NETRONIX, INC.

The Comparison Table of the Amendments to the Rules of Procedure for Shareholders' Meetings

Article	Article befer rivision	Article after rivision	Explanation
Article 3	Unless otherwise provided by law or regulation, this Corporation's shareholders' meetings shall be convened by the board of directors. This Corporation shall prepare electronic versions of the shareholders' meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors, and upload them to the Market Observation Post System (MOPS) before 30 days before the date of a regular shareholders' meeting or before 15 days before the date of a special shareholders' meeting. This Corporation shall prepare electronic versions of the shareholders' meeting agenda and supplemental meeting materials and upload them to the MOPS before <u>21</u> days before the date of the regular shareholders' meeting or before 15 days before the date of the special shareholders' meeting. In addition, before 15 days before the date of the shareholders' meeting, this Corporation shall also have prepared the shareholder's meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at this Corporation and the professional shareholder services agent designated thereby as well as being distributed on-site at the meeting place. The reasons for convening a shareholders' meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form.	Unless otherwise provided by law or regulation, this Corporation's shareholders' meetings shall be convened by the board of directors. This Corporation shall prepare electronic versions of the shareholders' meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors, and upload them to the Market Observation Post System (MOPS) before 30 days before the date of a regular shareholders' meeting or before 15 days before the date of a special shareholders' meeting. This Corporation shall prepare electronic versions of the shareholders' meeting agenda and supplemental meeting materials and upload them to the MOPS before <u>30</u> days before the date of the regular shareholders' meeting or before 15 days before the date of the special shareholders' meeting. In addition, before 15 days before the date of the shareholders' meeting, this Corporation shall also have prepared the shareholder's meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at this Corporation and the professional shareholder services agent designated thereby as well as being distributed on-site at the meeting place. The reasons for convening a shareholders' meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form.	Amendment in compliance with the Regulations Governing Content and Compliance Requirements for Shareholders' Meeting Agenda Handbooks of Public Companies

Article	Article befer rivision	Article after rivision	Explanation
	Election or dismissal of directors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the company by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new shares, the dissolution, merger, or demerger of the corporation, or any matter under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities Exchange Act, Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders' meeting. None of the above matters may be raised by an extraordinary motion; the essential contents may be posted on the website designated by the competent authority in charge of securities affairs or the corporation, and such website shall be indicated in the above notice. Where re-election of all directors as well as their inauguration date is stated in the notice of the reasons for convening the shareholders' meeting, after the completion of the re-election in said meeting such inauguration date may not be altered by any extraordinary motion or otherwise in the same meeting. A shareholder holding one percent or more of the total number of issued shares may submit to this Corporation a proposal for discussion at a regular shareholders' meeting. The number of items so proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. When the circumstances of any subparagraph of Article 172-1, paragraph 4 of the Company Act apply to a proposal put	Election or dismissal of directors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the company by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new shares, the dissolution, merger, or demerger of the corporation, or any matter under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities Exchange Act, Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders' meeting. None of the above matters may be raised by an extraordinary motion; the essential contents may be posted on the website designated by the competent authority in charge of securities affairs or the corporation, and such website shall be indicated in the above notice. Where re-election of all directors as well as their inauguration date is stated in the notice of the reasons for convening the shareholders' meeting, after the completion of the re-election in said meeting such inauguration date may not be altered by any extraordinary motion or otherwise in the same meeting. A shareholder holding one percent or more of the total number of issued shares may submit to this Corporation a proposal for discussion at a regular shareholders' meeting. The number of items so proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. When the circumstances of any subparagraph of Article 172-1, paragraph 4 of the Company Act apply to a proposal put	

Article	Article befer rivision	Article after rivision	Explanation
	forward by a shareholder, the board of directors may exclude it from the agenda. A shareholder may propose a recommendation for urging the corporation to promote public interests or fulfill its social responsibilities, provided procedurally the number of items so proposed is limited only to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item will be included in the meeting agenda. Prior to the book closure date before a regular shareholders' meeting is held, this Corporation shall publicly announce its acceptance of shareholder proposals in writing or electronically, and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days. Shareholder-submitted proposals are limited to 300 words, and no proposal containing more than 300 words will be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the regular shareholders' meeting and take part in discussion of the proposal. Prior to the date for issuance of notice of a shareholders' meeting, this Corporation shall inform the shareholders who submitted proposals of the proposal screening results, and shall list in the meeting notice the proposals that conform to the provisions of this article. At the shareholders' meeting the board of directors shall explain the reasons for exclusion of any shareholder proposals not included in the agenda.	forward by a shareholder, the board of directors may exclude it from the agenda. A shareholder may propose a recommendation for urging the corporation to promote public interests or fulfill its social responsibilities, provided procedurally the number of items so proposed is limited only to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item will be included in the meeting agenda. Prior to the book closure date before a regular shareholders' meeting is held, this Corporation shall publicly announce its acceptance of shareholder proposals in writing or electronically, and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days. Shareholder-submitted proposals are limited to 300 words, and no proposal containing more than 300 words will be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the regular shareholders' meeting and take part in discussion of the proposal. Prior to the date for issuance of notice of a shareholders' meeting, this Corporation shall inform the shareholders who submitted proposals of the proposal screening results, and shall list in the meeting notice the proposals that conform to the provisions of this article. At the shareholders' meeting the board of directors shall explain the reasons for exclusion of any shareholder proposals not included in the agenda.	

NETRONIX, INC.

The Comparison Table of the Amendments to the Operational Procedures for Loaning of Funds to Others by Subsidiary

Article	Article befer rivision	Article after rivision	Explanation
Article 3	Total Amount and Limits for Loans of Funds to Individual Counterparties 1.The total amount of loans of funds shall not exceed 40% of the subsidiary's net worth. The cumulative amount of loans granted due to business transactions shall not exceed 50% of the aforementioned total loan amount. The cumulative amount of loans granted for short-term financing shall also not exceed 50% of the aforementioned total loan amount. 2.The amount of individual loans granted due to business transactions shall not exceed the amount of business transactions between the parties. The term "amount of business transactions" refers to the higher of the purchase amount or sales amount between the parties. 3.The amount of individual loans granted for short-term financing shall not exceed 10% of the subsidiary's net worth. 4.Loans of funds between foreign companies in which the subsidiary directly or indirectly holds 100% of the voting shares, or loans of funds from such foreign companies to the subsidiary, shall not be subject to the restrictions set forth in Paragraphs 1 and 3. However, the total loan amount and the limits for individual counterparties shall still be prescribed.	Total Amount and Limits for Loans of Funds to Individual Counterparties 1.The total amount of loans of funds shall not exceed 40% of the subsidiary's net worth. The cumulative amount of loans granted due to business transactions shall not exceed 50% of the aforementioned total loan amount. The cumulative amount of loans granted for short-term financing shall also not exceed 50% of the aforementioned total loan amount. 2.The amount of individual loans granted due to business transactions shall not exceed the amount of business transactions between the parties. The term "amount of business transactions" refers to the higher of the purchase amount or sales amount between the parties. 3.The amount of individual loans granted for short-term financing shall not exceed 10% of the subsidiary's net worth. 4.For loans of funds between foreign companies in which the Company and its subsidiaries directly or indirectly hold 100% of the voting shares, or for loans of funds from such foreign companies to their parent company, the total loan amount and the limit for each individual counterparty shall not exceed 100% of the net worth of such foreign company.	To meet actual business needs
Article 4	Procedures and Review for Handling Loans of Funds 1.Before a subsidiary extends funds to others, it shall carefully assess whether such lending complies with the Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies and these Procedures. The	Procedures and Review for Handling Loans of Funds 1.Before a subsidiary extends funds to others, it shall carefully assess whether such lending complies with the Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies and these Procedures. The	To meet actual business needs

Article	Article befer rivision	Article after rivision	Explanation
	finance unit shall thoroughly review the following items and submit the evaluation results to the board of directors for resolution. No delegation to others is permitted: (1)The necessity and reasonableness of the loan. (2)Credit investigation and risk assessment of the borrower. (3)The impact on the company's operational risk, financial condition, and shareholders' equity. (4)Whether collateral should be obtained and the appraisal value of such collateral. 2.Loans of funds between a subsidiary and its <u>own</u> subsidiaries, or between subsidiaries under the same parent, shall be submitted to the board of directors for resolution in accordance with the preceding paragraph. The board may authorize the chairman to disburse funds in installments or make revolving use within a specified limit and for a period not exceeding one year for the same borrower. The "specified limit" referred to in the preceding subparagraph shall not exceed 10% of the net worth in the most recent financial statements of the lending company, unless otherwise provided in Article 3, Paragraph 4. 3.When a subsidiary extends funds to others, if deemed necessary by the board of directors, the borrower shall provide collateral equivalent to the loan amount. If the debtor provides a person or company with sufficient financial capacity and credit as a guarantor in lieu of collateral, the board may handle the matter with reference to the finance unit's assessment. Where a company acts as guarantor, it must have a provision in its articles of incorporation permitting such guarantees, and the minutes of its shareholders' meeting approving the guarantee shall be submitted. 4.If the borrower fails to perform the	finance unit shall thoroughly review the following items and submit the evaluation results to the board of directors for resolution. No delegation to others is permitted: (1)The necessity and reasonableness of the loan. (2)Credit investigation and risk assessment of the borrower. (3)The impact on the company's operational risk, financial condition, and shareholders' equity. (4)Whether collateral should be obtained and the appraisal value of such collateral. 2.Loans of funds between a subsidiary and its <u>parent company or other</u> subsidiaries, or between subsidiaries under the same parent,, shall be submitted to the board of directors for resolution in accordance with the preceding paragraph. The board may authorize the chairman to disburse funds in installments or make revolving use within a specified limit and for a period not exceeding one year for the same borrower. The "specified limit" referred to in the preceding subparagraph shall not exceed 10% of the net worth in the most recent financial statements of the lending company, unless otherwise provided in Article 3, Paragraph 4. 3.When a subsidiary extends funds to others, if deemed necessary by the board of directors, the borrower shall provide collateral equivalent to the loan amount. If the debtor provides a person or company with sufficient financial capacity and credit as a guarantor in lieu of collateral, the board may handle the matter with reference to the finance unit's assessment. Where a company acts as guarantor, it must have a provision in its articles of incorporation permitting such guarantees, and the minutes of its shareholders' meeting approving the guarantee shall be submitted.	

Article	Article befer rivision	Article after rivision	Explanation
	financing contract for any reason, the subsidiary may, in accordance with the law, dispose of the collateral provided or seek recourse against the guarantor. 5.When handling loans of funds, the subsidiary shall establish a register for recordation, detailing the borrower, loan amount, date of board approval, date of disbursement, and the items requiring careful evaluation as set forth in Paragraph 1, for future reference.	4.If the borrower fails to perform the financing contract for any reason, the subsidiary may, in accordance with the law, dispose of the collateral provided or seek recourse against the guarantor. 5.When handling loans of funds, the subsidiary shall establish a register for recordation, detailing the borrower, loan amount, date of board approval, date of disbursement, and the items requiring careful evaluation as set forth in Paragraph 1, for future reference.	
Article 5	Loan Tenor and Interest Calculation 1.For loans involving business transactions with subsidiaries, the term shall in principle not exceed six months. In special circumstances, the loan term may be extended with approval from the board of directors. 2.For loans provided to subsidiaries due to short-term financing needs, the maximum term shall not exceed one year or one operating cycle. 3.Loans of funds between foreign companies in which the subsidiary directly or indirectly holds 100% of the voting shares, or loans from such foreign companies to <u>the subsidiary, shall not be subject to the restriction set forth in the preceding paragraph. However, the loan term shall still be clearly specified.</u> 4.The interest rate on loans extended by a subsidiary shall not be lower than the average interest rate of the subsidiary's short-term borrowings from financial institutions, and interest shall be calculated on a monthly basis.	Loan Tenor and Interest Calculation 1.For loans involving business transactions with subsidiaries, the term shall in principle not exceed six months. In special circumstances, the loan term may be extended with approval from the board of directors. 2.For loans provided to subsidiaries due to short-term financing needs, the maximum term shall not exceed one year or one operating cycle. 3.For loans of funds between foreign companies in which <u>the Company and</u> its subsidiaries directly or indirectly hold 100% of the voting shares, or for loans of funds from such foreign companies to <u>their parent company, the maximum term shall not exceed five years.</u> 4.The interest rate on loans extended by a subsidiary shall not be lower than the average interest rate of the subsidiary's short-term borrowings from financial institutions, and interest shall be calculated on a monthly basis.	To meet actual business needs

NETRONIX, INC.
Articles of Incorporation (Before Amendments)

Section One – General Provisions

Article 1

The Company shall be incorporated as a company limited by shares under the Company Act of the Republic of China, and its name shall be 振曜科技股份有限公司 in the Chinese language, and NETRONIX,INC. in the English language.

Article 2

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

1.CC01030 Electric Appliance and Audiovisual Electric Products Manufacturing.
2.CC01040 Lighting Facilities Manufacturing.
3.CC01060 Wired Communication Equipment and Apparatus Manufacturing.
4.CC01070 Telecommunication Equipment and Apparatus Manufacturing.
5.CC01080 Electronic Parts and Components Manufacturing.
6.CC01100 Restrained Telecom Radio Frequency Equipments and Materials Manufacturing.
7.CC01110 Computers and Computing Peripheral Equipments Manufacturing.
8.CC01120 Data Storage Media Manufacturing and Duplicating.
9.CC01990 Electrical Machinery, Supplies Manufacturing.
10.CE01010 Precision Instruments Manufacturing.
11.CF01011 Medical Materials and Equipment Manufacturing.
12.F108031 Wholesale of Drugs, Medical Goods.
13.F113020 Wholesale of Household Appliance.
14.F113030 Wholesale of Precision Instruments.
15.F113050 Wholesale of Computing and Business Machinery Equipment.
16.F113070 Wholesale of Telecom Instruments.
17.F118010 Wholesale of Computer Software.
18.F119010 Wholesale of Electronic Materials.
19.F208031 Retail sale of Medical Equipments.
20.F213010 Retail Sale of Household Appliance.
21.F213030 Retail sale of Computing and Business Machinery Equipment.
22.F213040 Retail Sale of Precision Instruments.
23.F213060 Retail Sale of Telecom Instruments.
24.F218010 Retail Sale of Computer Software.
25.F219010 Retail Sale of Electronic Materials.
26.F401010 International Trade.
27.I301010 Software Design Services.
28.I301020 Data Processing Services.
29.I301030 Digital Information Supply Services.
30.I599990 Other Designing.
31.JA02010 Electric Appliance and Audiovisual Electric Products Repair Shops.
32.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 endorsement and guarantee to other companies.

Article 3

The head office of the Corporation shall be located in Hsinchu County, Taiwan. The Board of Directors may decide to establish branch offices within or outside the territory of the Republic of China.

Article 4

Public announcements of the Company shall be made in accordance with Article 28 of the Company Act.

Article 5

The total amount of the Company's investment is not subject to the restriction of Article 13 of the Company Act.

Section Two – Capital Stock

Article 6

The total capital stock of the Corporation shall be in the amount of 1,500,000,000 New Taiwan Dollars, divided into 150,000,000 shares, at ten New Taiwan Dollars each, and may be paid-up in installments. A total of 100,000,000 New Taiwan Dollars among the above total capital stock should be reserved for issuing employee stock options.

Article 6-1

Subject to approval of more than two-third of the shareholders present at a shareholders' meeting attended by shareholders representing a majority of the total issued shares, the Company may transfer the repurchased shares to employees at the price lower than the average actual share repurchase price, or issue the employee stock warrants at the subscription price less than the market price.

Article 6-2

Where the Company proposes to transfer any treasury shares purchased in accordance with the laws, the transferees shall include the employees of subordinate companies that meet certain qualification(s).

Where the Company issues any employee stock options, the employees who are qualified to subscribe to such employee stock options shall include employees of subordinate companies that meet certain qualification(s).

Where the Company issues any new shares, the employees who are qualified to subscribe to such shares shall include employees of subordinate companies that meet certain qualification(s).

Where the Company issues any employee restricted shares, the employees who are qualified to subscribe to such shares shall include employees of subordinate companies that meet certain qualification(s).

The Board of Directors is authorized to adopt the regulations governing the employees of subordinate companies that meet certain conditions as referred to in the preceding four paragraphs.

Article 7

The stock certificates of the Company shall be nominal and issued after being signed or sealed by the directors representing the Company, and certified by the bank which is competent to certify shares under the laws. The Company may issue shares without printing physical stock certificates, and shall register these issued shares with a securities depository organization.

Article 7-1

The Company's shareholders service shall be handled in accordance with the "Regulations Governing the Administration of Shareholder Services of Public Companies," as amended from time to time.

Article 8

Registration for the transfer of stocks in the roster of shareholders shall be suspended 60 days before any annual general meeting, 30 days before any special shareholders' meeting, or 5 days before the record date for determination of the shareholders entitled to dividends, bonuses or any other profits distribution by the Company.

Section Three – Shareholders' Meeting

Article 9

The shareholders' meetings of the Company consist of the annual general meeting and special shareholders’ meeting. The annual general shall be convened once a year by the Board of Directors pursuant to laws within six months after the close of each fiscal year. The special shareholders’ meeting shall be convened pursuant to related laws whenever necessary.

Article 10

Any shareholder who is unable to attend a shareholders’ meeting in person may appoint another shareholder to attend the meeting on behalf of him/her/it by personally presenting a power of attorney in the format printed by the Company and indicating the scope of power. The rules governing shareholders’ attendance by proxy shall follow Article 177 of the Company Act, and also the “Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies” promulgated by the competent authority.

Article 11

Except as otherwise provided by other laws or regulations, each share is entitled to one voting right.

Article 12

Except as otherwise provided by other laws or regulations, shareholders’ meetings may be held if attended by shareholders in person or by proxy representing more than 50% of the total issued and outstanding capital stock of the Company, and resolutions shall be adopted at the meeting with the concurrence of a majority of the votes held by shareholders present at the meeting.
When convening a shareholders’ meeting, the Company may include the electronic means as one of the approaches to exercise voting rights. The shareholders who exercise their voting power in the electronic means shall be deemed to have attended the meeting in person. Other related matters shall be governed by the relevant laws and regulations.

Section Four – Directors and Audit Committee

Article 13

The Company shall have five to eleven Directors, to be elected who are competent persons at Shareholders’ meeting. The tenure of office of Directors will be three years and they will be eligible for re-election.
Of all said directors, there shall be at least 3 independent directors constituting at least one-fifth of the total directors.
The directors shall be elected from the list of candidates at a shareholders’ meeting via a candidate nomination system.
The professional qualification, shareholdings, restrictions on concurrent positions, determination of independence, nomination and election of independent directors, and other requirements to be met, shall comply with the related requirements posed by the securities competent authority.
The directors' total shareholdings shall be governed by the requirements posed by the securities competent authority.
The Company may take out the liability insurance for the directors of each term against the damages to be borne by them within the scope of their job duties pursuant to laws, in order to protect the whole shareholders’ interests and rights and mitigate the Company’s business risk.

Article 13-1

In compliance with Articles 14-4 of the Securities and Exchange Law, the Corporation shall establish an Audit Committee, which shall consist of all independent directors.
The number of members, term of office, authority and parliamentary rules of the Audit Committee shall be governed by the articles of association of the Audit Committee established in accordance with the Regulations Governing the Exercise of Powers by Audit Committees of Public Companies separately.

Article 14

The Board of Directors shall consist of the Company’s directors. The Chairman shall be elected among and from the directors by a majority of the directors attending a meeting of the Board of Directors at which at least two-third of directors are present. The same shall apply to the election of the Vice Chairman. The Chairman shall represent the Company externally.

Article 15

If the Chairman is unable to perform duties due to leave of absence or any reason, a proxy shall be appointed in accordance with Article 208 of the Company Act.

Article 15-1

If a director cannot attend the meeting for some reason, he or she may appoint another director to attend the meeting on behalf of him/her, by issuing a power of attorney specifying the scope of authority with reference to the subjects to be discussed at the meeting

Article 15-2

The organization of a Board of Directors meeting shall be governed by Article 204 of the Company Act, provided that the meeting may be convened at any time, in the case of emergencies. The organization of the meeting referred to in the preceding paragraph may be notified in writing or via email or fax.

Article 16

Remuneration must be paid to all of the Company's directors for their performance of their job duties, irrelevant with profit or loss retained by the Company. The Board of Directors is authorized to decide the remuneration subject to the level and value of the Company's engagement in and contribution to the Company's operation, at the rate generally adopted by the peers in the same industry.

Section Five – Management of the Company

Article 17

The Company shall employ several managers, and the appointment and dismissal of, and remuneration to, whom shall be carried out pursuant to Article 29 of the Company Act.

Section Six – Financial Reports

Article 18

After the end of each fiscal year, the Board shall prepare and submit the following documents: (1) business report, (2) financial statements, (3) proposal for allocation of earnings or recovery of loss to the shareholders in accordance with applicable laws at the ordinary meeting of shareholders for their acceptance.

Article 19

If the Company gains profits in the year, the Company shall first reserve certain amount of the profit to recover losses for preceding years, and then set aside 5%~20% of the remaining profit for distribution to employees as remuneration and no more than 3% of the remaining profit for distribution to directors as remuneration. From the aforementioned employee remuneration, no less than 10% should be allocated to remuneration for grassroots employees. The recipients of the employee remuneration paid in the form of stock or in cash shall include the Company's employees and also the employees of associates that satisfy certain criteria. The relevant regulations shall be established by the Board of Directors separately.

Article 19-1

When allocating the earnings retained upon the final accounting of each fiscal year, if any, the Company shall first pay taxes, make up any losses from past years, and then make contribution of 10% of the balance to the legal reserve, unless the legal reserve reaches the Company total paid-in capital, and also make provision of special reserves subject to business needs and pursuant to laws. If there is a surplus, the balance and the accumulated undistributed earnings, beginning shall be allocated subject to the earnings distribution plan proposed by the Board of Directors. Where the same shall be distributed in the form of issuance of new shares based on the earnings distribution plan proposed by the Board of Directors, such matter shall be first submitted to the Shareholders' Meeting for resolution before distribution. Where the same is distributed in cash, the distribution shall be subject to a resolution upon approval of a majority of directors present at a Board of Directors meeting attended by more than two-third of the whole directors, and reported to a shareholders' meeting, in accordance with Paragraph 5, Article 240 of the Company Act.

Article 19-2

The Company is entering into the stable operation and growth stage. If the retained earnings available for distribution of the current year reaches 5% of the paid-in capital of the Company, no less than 10% of the retained earnings available for distribution of the current year shall be distributed as dividend, If the retained earnings available for distribution of the current year does not reach 5% of the paid-in capital of the Company, the Company may distribute no dividend. The total cash dividend as distributed shall be no less than 10% of the total dividends as distributed.

Article 19-3

The Company may distribute the legal reserve and capital surplus to be distributed under Article 241 of the Company Act, in cash, in whole or in part, per the resolution adopted by a majority of the directors present at the meeting of Board of Directors attended by more than two-third of the whole directors, and report the distribution to a shareholders' meeting.

Section Seven – Supplementary Provisions

Article 20

For matters not provided for in the Articles of Incorporation, it shall be handled in accordance with the Company Act of the Republic of China.

Article 21

These Articles of Incorporation were resolved on May 16, 1997.
The first amendment was made on September 27, 1997.
The second amendment was made on December 22, 1998.
The third amendment was made on July 23, 1999.
The fourth amendment was made on November 30, 1999.
The fifth amendment was made on December 22, 1999.
The sixth amendment was made on May 06, 2000.
The seventh amendment was made on May 11, 2001.
The eighth amendment was made on May 13, 2002.
The ninth amendment was made on May 13, 2002.
The tenth amendment was made on June 03, 2003.
The eleventh amendment was made on June 14, 2005.
The twelfth amendment was made on June 14, 2006.
The thirteenth amendment was made on June 14, 2006.
The fourteenth amendment was made on June 15, 2007.
The fifteenth amendment was made on November 07, 2007.
The sixteenth amendment was made on November 07, 2007.
The seventeenth amendment was made on June 13, 2008.
The eighteenth amendment was made on June 16, 2009.
The nineteenth amendment was made on June 15, 2010.
The twentieth amendment was made on June 18, 2012.
The twenty-first amendment was made on June 18, 2014.
The twenty-second amendment was made on June 15, 2015.
The twenty-third amendment was made on June 13, 2016.
The twenty-fourth amendment was made on June 15, 2018.
The twenty-fifth amendment was made on June 15, 2020.
The twenty-sixth amendment was made on August 26, 2021.
The twenty-seventh amendment was made on June 10, 2022.
The twenty-eighth amendment was made on June 13, 2025.

NETRONIX, INC.
Rules of Procedure for Shareholders' Meetings (Before Amendments)

Article 1 To establish a strong governance system and sound supervisory capabilities for this Corporation's shareholders' meetings, and to strengthen management capabilities, these Rules are adopted pursuant to Article 5 of the Corporate Governance Best-Practice Principles for TWSE/GTSM Listed Companies.

Article 2 The rules of procedures for this Corporation's shareholders' meetings, except as otherwise provided by law, regulation, or the articles of incorporation, shall be as provided in these Rules.

Article 3 Unless otherwise provided by law or regulation, this Corporation's shareholders' meetings shall be convened by the board of directors.

This Corporation shall prepare electronic versions of the shareholders' meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors, and upload them to the Market Observation Post System (MOPS) before 30 days before the date of a regular shareholders' meeting or before 15 days before the date of a special shareholders' meeting. This Corporation shall prepare electronic versions of the shareholders' meeting agenda and supplemental meeting materials and upload them to the MOPS before 21 days before the date of the regular shareholders' meeting or before 15 days before the date of the special shareholders' meeting. In addition, before 15 days before the date of the shareholders' meeting, this Corporation shall also have prepared the shareholder's meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at this Corporation and the professional shareholder services agent designated thereby as well as being distributed on-site at the meeting place.

The reasons for convening a shareholders' meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form.

Election or dismissal of directors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the company by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new shares, the dissolution, merger, or demerger of the corporation, or any matter under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities Exchange Act, Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders' meeting. None of the above matters may be raised by an extraordinary motion; the essential contents may be posted on the website designated by the competent authority in charge of securities affairs or the corporation, and such website shall be indicated in the above notice.

Where re-election of all directors as well as their inauguration date is stated in the notice of the reasons for convening the shareholders' meeting, after the completion of the re-election in said meeting such inauguration date may not be altered by any extraordinary motion or otherwise in the same meeting.

A shareholder holding one percent or more of the total number of issued shares may submit to this Corporation a proposal for discussion at a regular shareholders' meeting. The number of items so proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. When the circumstances of any subparagraph of Article 172-1, paragraph 4 of the Company Act apply to a proposal put forward by a shareholder, the board of directors may exclude it from the agenda. A shareholder may propose a recommendation for urging the corporation to promote public interests or fulfill its social responsibilities, provided procedurally the number of items so proposed is limited only to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item will be included in the meeting agenda.

Prior to the book closure date before a regular shareholders' meeting is held, this Corporation shall publicly announce its acceptance of shareholder proposals in writing or electronically, and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days.

Shareholder-submitted proposals are limited to 300 words, and no proposal containing more than 300 words will be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the regular shareholders' meeting and take part in discussion of the proposal.

Prior to the date for issuance of notice of a shareholders' meeting, this Corporation shall inform the shareholders who submitted proposals of the proposal screening results, and shall list in the meeting notice the proposals that conform to the provisions of this article. At the shareholders' meeting the board of directors shall explain the reasons for exclusion of any shareholder proposals not included in the agenda.

Article 4 For each shareholders' meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by this Corporation and stating the scope of the proxy's authorization.

A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders' meeting, and shall deliver the proxy form to this Corporation before five days before the date of the shareholders' meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.

After a proxy form has been delivered to this Corporation, if the shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to this Corporation before 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 5 The venue for a shareholders' meeting shall be the premises of this Corporation, or a place easily accessible to shareholders and suitable for a shareholders' meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m. Full consideration shall be given to the opinions of the independent directors with respect to the place and time of the meeting.

Article 6 This Corporation shall specify in its shareholders' meeting notices the time during which attendance registrations for shareholders will be accepted, the place to register for attendance, and other matters for attention.

The time during which shareholder attendance registrations will be accepted, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations.

Shareholders or their proxies (collectively, "shareholders") shall attend shareholders' meetings based on attendance cards, sign-in cards, or other certificates of attendance. This Corporation may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.

This Corporation shall furnish the attending shareholders with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in.

This Corporation shall furnish attending shareholders with the meeting agenda book, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors, pre-printed ballots shall also be furnished.

When the government or a juristic person is a shareholder, it may be represented by more than one representative at a shareholders' meeting. When a juristic person is appointed to attend as proxy, it may designate only one person to represent it in the meeting.

Article 7 If a shareholders' meeting is convened by the board of directors, the meeting shall be chaired by the chairperson of the board. When the chairperson of the board is on leave or for any reason unable to exercise the powers of the chairperson, the vice chairperson shall act in place of the chairperson; if there is no vice chairperson or the vice chairperson also is on leave or for any reason unable to exercise the powers of the vice chairperson, the chairperson shall appoint one of the directors to act as chair, Where the chairperson does not make such a designation, the directors shall select from among themselves one person to serve as chair.

When a director serves as chair, as referred to in the preceding paragraph, director shall be one who has held that position for six months or more and who understands the financial and business conditions of the company. The same shall be true for a representative of a juristic person director that serves as chair.

It is advisable that shareholders' meetings convened by the board of directors be chaired by the chairperson of the board in person and attended by a majority of the directors, and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes.

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.

This Corporation may appoint its attorneys, certified public accountants, or related persons retained by it to attend a shareholders' meeting in a non-voting capacity.

Article 8 This Corporation, beginning from the time it accepts shareholder attendance registrations, shall make an uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders' meeting, and the voting and vote counting procedures.

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

Article 9 Attendance at shareholders' meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, plus the number of shares whose voting rights are exercised by correspondence or electronically.

The chair shall call the meeting to order at the appointed meeting time and disclose information concerning the number of nonvoting shares and number of shares represented by shareholders attending the meeting.

However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than one hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned.

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.

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

Article 10 If a shareholders' meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. Votes shall be cast on each separate proposal in the agenda. 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.

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

The chair shall allow ample opportunity during the meeting for explanation and discussion of proposals and of amendments or extraordinary motions put forward by the shareholders; when the chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed, call for a vote, and schedule sufficient time for voting.

Article 11 Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and

account name. The order in which shareholders speak will be set by the chair.
A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.
Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.
When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation.
When a juristic person shareholder appoints two or more representatives to attend a shareholders' meeting, only one of the representatives so appointed may speak on the same proposal.
After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.

Article 12 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 13 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, 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 business 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.

Except as otherwise provided in the Company Act and in this Corporation's articles of incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. 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.

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

Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of this Corporation.

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

Article 14 The election of directors at a shareholders' meeting shall be held in accordance with the applicable election and appointment rules adopted by this Corporation, 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.

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.

Article 15 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 meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their voting results (including the number of voting rights), and disclose the number of voting rights won by each candidate in the event of an election of directors. The minutes shall be retained for the duration of the existence of this Corporation.

Article 16 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, the number of shares represented by proxies, and shall make an express disclosure of the same at the place of the shareholders' 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 17 Staff handling administrative affairs of a shareholders' meeting shall wear identification cards or arm bands.

The chair may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor."

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

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

Article 18 When a meeting is in progress, the chair may announce a break based on time considerations. 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 19 These Rules shall take effect after having been submitted to and approved by a shareholders' meeting. Subsequent amendments thereto shall be effected in the same manner.

NETRONIX, INC.
Shareholdings of Directors

1. As of April 14, 2026, the shareholder registration record date for 2026 Annual Shareholders' Meeting, total common shares outstanding is 86,058,897 shares.
2. According to Article 26 of the Securities and Exchange Act and the Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies, the minimum number of shares to be held by all of the Company's directors is 8,605,889 shares (10% of the total issued shares).
   Because the Company elects more than two independent directors, the share ownership ratio of the whole directors, other than independent directors, calculated in the manner referred to in the preceding paragraph is reduced as 80%. Therefore, the minimum number of shares to be held by the whole directors (exclusive of independent directors) should be 6,884,711 shares.
3. The company has established the audit committee, and therefore the minimum shareholding requirements for supervisors do not apply.
4. As of April 14, 2026, the shareholder registration record date for 2026 Annual Shareholders' Meeting, the actual collective shareholdings of directors were shown as below:

Title	Name	Shareholding (shares)	Shareholding (%)
Chairman	Golden-Union Inc. Representative: Shu-Fu Tsung	112,871	0.13
Director	Chun-Ter Lu	6,233,882	7.24
Director	Rong-Jye Lu	525,683	0.61
Director	Hung-Yang Liu	1,050,000	1.22
Director	Chia-Chen Ko	2,598,044	3.02
Director	Shao-Lun Lu	36,000	0.04
Subtotal		10,556,480	12.26
Independent Director	Chih-Bin Wang	2,010	0.00
Independent Director	Hung-Hui Wu	0	0.00
Independent Director	Jr-Wen Huang	0	0.00
Independent Director	Yen-Fen Lo	0	0.00
Subtotal		2,010	2,010