



2025 Regular Shareholders Meeting

Meeting Handbook

(physical shareholder meetings)

Time: 9 a.m. on May 21 (Wednesday), 2025

Venue: 13F., No.27, Sec. 1, Anhe Rd., Da'an Dist., Taipei City

(Conference Room of the Chinese National Futures Association)

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Yuanta Futures Co., Ltd.

2025 Annual General Meeting Procedures

- I. Commence Meeting
- II. Chairman's Speech
- III. Reporting matters
- IV. Acknowledgments
- V. Discussions
- VI. Extempore Motion
- VII. Adjournment

Yuanta Futures Co., Ltd.

2025 Annual General Meeting Agendas

1. Meeting method: physical shareholder meetings
2. Time: 9 a.m. (Wednesday), May 21, 2025
3. Venue: 13F., No.27, Sec. 1, Anhe Rd., Da'an Dist., Taipei City (The Chinese National Futures Association Business Center)
4. Commence Meeting
5. Chairman Takes the Chair
6. Chairman's Speech
7. Reporting matters
 - (1) Presenting the Company's 2024 Business Report.
 - (2) Audit Committee has the audit report for the Company's 2024 business report, financial statements, and statement of retained earnings presented for approval.
 - (3) Presenting the 2024 Employees' Remuneration Distribution.
 - (4) The 2025 Sustainable Development Concrete Promotion Plans is hereby submitted for review.
8. Acknowledgments
 - (1) Acknowledging the Company's 2024 Business Report and Financial Statements.
 - (2) Acknowledging the Company's 2024 Earnings Distribution.
9. Discussions
 - (1) The amendment to the Articles of Incorporation.
 - (2) Proposal for releasing competition restrictions on the Company's independent director.
10. Extempore Motion
11. Adjournment

I. Reporting matters

1. Subject: Presenting the Company's 2024 Business Report.
Details: (1) Please refer to Attachment 1 for The Company's 2024 Business Report (pages 7~11 of this manual).
(2) We report this case for review in this meeting.
2. Subject: Audit Committee has the audit report for the Company's 2024 business report, financial statements, and statement of retained earnings presented for approval.
Details: (1) The Company's 2024 consolidated financial statements and financial statements have been audited by its auditors. Audit Committees have finished reviewing the audited financial statements, the Business Report, and the Earnings Distribution, and issued the Audit Committees' Review Report as shown in Attachment 2 (Page 12 of this manual).
(2) We report this case for review in this meeting.
3. Subject: Presenting the 2024 Employees' Remuneration Distribution.
Details: (1) According to the Article 29 of the Articles of Association, the Company will appropriate an amount equivalent to 0.01% ~ 5% of the annual net income (net income before tax and before deducting the remuneration to employees), if any, net of accumulated losses as remuneration to employees, which can be paid with stock or cash.
(2) With respect to the above provision, the 2024 income before tax prior to deducting the compensation for employees as audited by the certified public accountant was NT\$2,724,691,991. About 0.15% of which will be allocated as the 2024 compensation amounted to NT\$4,048,360 for employees according to the Regulations for Distribution of Compensation for Employees. Compensation was distributed in cash to active employees in the year and on the day of distribution. The said amount in the preceding paragraph had already booked in the 2024 operating expense that was no different from the expense recognized in 2024.
(3) We report this case for review in this meeting.
4. Subject: The 2025 Sustainable Development Concrete Promotion Plans is hereby submitted for review.
Details: (1) The 2025 Sustainable Development Concrete Promotion Plans is drafted up in accordance with the provisions of Article 3-2 of the company's Corporate Governance Best Practice Principles.
(2) Please refer to Attachment 3 (pages 13–15 of this manual) for the company's sustainable development concrete promotion plans.
(3) We report this case for review in this meeting.

II. Acknowledgments

1. Subject: Acknowledging the Company's 2024 Business Report and Financial Statements. (The proposal was submitted by the Board of Directors)
Details: (1) The Company's 2024 consolidated financial statements and the financial statements were audited by CPA Chiao-Sen Lo and CPA Hsiu-Ling Li of PwC Taiwan and were resolved for acceptance on the 12th Meeting of the 12th term Board of Directors (February 26, 2025). The audited financial statements and the business report were reviewed by the Audit Committee without any nonconformity identified and with a review report issued.
(2) For details on the Business report, Independent Auditor's Report, the consolidated financial statements and financial statements, please refer to

Attachments 1, 4 (Pages 7 ~ 11 and Pages 16 ~ 35 of this manual).

- (3) The agenda has been proposed for acknowledgment.

Resolution:

2. Subject: Acknowledging the Company's 2025 Earnings Distribution. (The proposal was submitted by the Board of Directors)

- Details: (1) According to the Article 29-1 of the "Articles of Association," the company's earnings, if any, should be first applied to pay taxes and make up for the losses over the years, and then 10% legal reserve and 20% special reserve appropriated lawfully. Also, the balance of the earnings after the appropriation or reversal of the special reserve should be completed lawfully, and the undistributed earnings of the previous year distributed according to the proposal of the board of directors and the resolution of the shareholders meeting on the distribution of shareholder dividends. The appropriation of the legal reserve and special earnings referred to in the preceding paragraph can be exempted when it is equivalent to the Company's paid-in capital.
- (2) The unappropriated earnings of the company at the beginning of 2024 was NT\$679,946,922 (the same currency applied hereinafter).
- (3) For the year ended December 31, 2024, net income was \$2,166,896,023, plus net gain on disposal of equity instruments at fair value through other comprehensive income of \$260,584,229, less remeasurement of defined benefit plans of \$2,719,602, and the net income for the period plus items other than net income for the period of \$2,424,760,650 were used as the basis for the provision of legal reserve and special reserve, with a provision of 10% as legal reserve of \$242,476,065 and a provision of 20% as special reserve of \$484,952,130. After adding the undistributed profits at the beginning of the period of \$679,946,922, the distributable profits for the period were \$2,377,279,377.
- (4) The Company intends to distribute cash dividends of NT\$1,535,886,183. Based on the number of outstanding shares of 319,976,288 shares after the cash capital increase of 30 million shares in 2024, the cash dividend per share will be NT\$4.8. For the profit distribution table, please refer to Attachment 5 (page 36 of this handbook). The above-mentioned profit distribution comes from the net income of 2024 plus the amount of items other than net income included in the retained earnings of the current year, less the legal reserve and special reserve, resulting in a balance of NT\$1,697,332,455.
- (5) The cash dividends distributed to each shareholder are calculated and rounded up to dollar; also, the total amount of odd share less than NT\$1 shall be transferred to the company's Employee Welfare Committee.
- (6) For this earnings distribution proposal, if the company's number of outstanding shares is changed due to the actual business operation, amendments to the law, or the command of the competent authority, the (2025) regular shareholders' meeting is suggested to have the chairman authorized to recalculate the cash dividend ratio based on the number of outstanding shares on the ex-dividend date.
- (7) Once the proposal is resolved by the shareholders' meeting, the chairman shall be authorized to schedule the ex-dividend date, the payment day, and other related matters. The dividend distribution is based on the shareholder's shareholding ratio on the ex-dividend date.
- (8) The agenda has been proposed for acknowledgment.

Resolution:

III. Discussions

- I. Subject: The amendment to the Articles of Incorporation. (The proposal was submitted by the Board of Directors)

Details: (1) It is advisable to amend some clauses of the Company's Articles of Incorporation in compliance with the laws and regulations and the practical operation of the Company. The key points of the current amendments are as follows:

1. In response to needs in our operations and future business development, part of Article 5 is amended to increase the authorized capital from NT\$3.5 billion to NT\$4 billion.
 2. In order to comply with the law and meet the operational management needs, part of Article 29 is amended to specify the relevant provisions for the allocation and payment of remuneration to the entry-level employees.
- (2) Please refer to Attachment 6 for the comparison table of the Articles of Incorporation amendment. (page 37 ~ 39 this manual).
- (3) Proposed for referendum

Resolution:

2. Subject: Proposal for releasing competition restrictions on the Company's independent director. (The proposal was submitted by the Board of Directors)

Details: (1) Pursuant to Article 209, Paragraph 1 of the Company Act "A director who does anything for himself or on behalf of another person that is within the scope of the company's business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval."

- (2) For the independent directors who are subject to the non-compete clause of the Company Act Article 209, under the precondition of not-jeopardizing the interests of the Company, a proposal may be made in the shareholders' meeting to have the said non-compete clause against the elected independent directors lifted.

- (3) The list of the non-compete clause lifted are as follows:

Name		Status of concurrent serving
Independent Director	Hui-Erh Yuan	Independent Director of Yuanta Securities Co., Ltd.

- (4) Proposed for referendum.

Resolution:

Four. Extempore Motion

Five. The meeting was adjourned

Attachment 1

Yuanta Futures 2024 Business Report

I. Market Overview

Looking back at 2024, the financial markets have continued to be turbulent, and the geopolitical gloom remains. The events of the presidential election in the U.S., shifts in interest rate decisions by central banks of various countries, and the Chinese government's release of liquidity to rescue the market have come one after another, further affecting energy, interest rates and economic growth. The Russo-Ukrainian War has not yet ended. The instability in the region has caused drastic fluctuations in the prices of energy and raw materials, which in turn triggered the risk aversion. Major countries such as the United States and those in Europe have entered a cycle of interest rate cuts, stimulating stock market increases and driving capital inflows into emerging markets. However, after Trump's victory in the U.S. presidential election, the supply chain and international trade situation were reshaped, bringing more uncertainty to the world, and causing a significant increase in hedging and trading activities in the futures market.

Global futures and options trading volume in 2024 hit new highs. According to the data of the Futures Industry Association (FIA), the trading volume reached 206.8 billion contracts by the end of 2024, growing by 80.62% from the 137.4 billion contracts in 2023. Among them, the futures market grew by 21.43% and the options market grew by 96.59%. In terms of commodity categories, the trading volume of stocks and stock price indexes remained the largest, accounting for 89.08%, with an annual growth rate of trading volume reaching 96.85%. The annual growth rates of energy, metals, interest rates, and agricultural commodity transactions were 51.38%, 49.90%, 36.81% and 17.03% respectively, while the transaction volume of exchange rates and other commodity contracts declined compared with the same period last year. In summary, the world faced diverse dynamics and challenges in 2024. The demand for derivative financial products increased significantly and gradually concentrated on stocks and index instruments, indicating that investors' preferences were gradually changing.

Taiwan's domestic capital market was active in 2024, with the Taiwan Stock Exchange Weighted Index setting a new record and futures market trading volume also reaching a new high. The total trading volume of Taiwan's futures market reached 395 million contracts, exceeding 300 million contracts for five consecutive years, an increase of 21.53% from last year's 325 million contracts. Among them, domestic futures trading volume increased by 36.17% and options increased by 9.77%, showing that Taiwan's futures market has sufficient momentum. In addition, after TSMC stock futures were included in the overnight trading in January 2024, which further aligned Taiwanese traders with the international market, the participation in the overnight trading period became more active. The overall share of transactions has remained stable at more than 30%. In the future, the Futures Exchange will offer commodities for inclusion in the overnight trading, further realizing the hedging function of the options market. For 2024, the most actively traded futures were small (FIMTX) and micro Taiwan Index futures (TMF) and stock futures. On July 29, 2024, Micro Taiwan Index futures were officially launched. The contract specifications that met the market development trend drove the growth of futures products. Among them, small and micro Taiwan Index futures accounted for 45.28%. Driven by micro Taiwan Index futures, the overall trading volume of small Taiwan Index futures increased by 28.54% compared with last year; stock futures accounted for 33.79% (individual stock futures + ETF futures). As the Taiwan Stock Index rose, the popularity of stock futures increased, with the volume increasing by 30.48% compared with last year, making them products with high potential in the futures market. In addition, the Taiwan Futures Exchange added Taiwan Mid-Cap 100 Index futures and more ETF futures products to the overnight trading this year, providing traders with diverse product choices. In 2025, it is expected that more individual stock futures will be added to the overnight trading and the risk detection platform for traders will be

improved, which will increase the trading flexibility of the Taiwan futures market and assist traders in proper risk control, thereby improving the efficiency of capital utilization.

In terms of the regulatory environment, the issues that the financial regulatory authorities focused on in 2024 were mainly fraud prevention and sustainable development. In terms of fraud prevention, the Financial Supervisory Commission has proposed the Anti-Fraud Action Plan 2.0, which has been upgraded to include five major aspects of “identifying fraud,” “blocking fraud,” “preventing fraud,” “stopping fraud” and “punishing fraud” in collaboration across different departments and agencies, hoping to achieve the goal of protecting people’s property safety and reducing the damage caused by crime. The Company will actively cooperate with the policies of the competent authorities, continue to promote anti-fraud awareness, detect fraud risks in advance, issue early warnings, and enhance the anti-fraud section in our information to fully protect the rights and interests of customers. In terms of sustainable development, in addition to continuing to implement various sustainability projects and to strengthen companies’ management of sustainability information, the competent authority requires listed companies to incorporate sustainability information management into their internal control systems and to include it as an annual audit item. We will also fully cooperate with the promotion of policies, continue to deepen sustainable development, actively respond to the global sustainable development trend, integrate sustainability concepts into business policies, and consider the company’s business development and corporate sustainability prospects. This will help us become a new benchmark for sustainable development in the futures industry.

In view of the rapid changes in the overall financial environment and the increasing financial risks of various types, the Company will continue to improve corporate governance, deepen the awareness of risk control and compliance with laws and regulations into the core capabilities of employees, and establish a solid control line of defense. Under the general principle of regulatory compliance, we will focus on the development of core businesses, and improve products and services based on the principles of fairness, honesty, trustworthiness and transparency. We will also apply our advantages in operations to establish a good corporate governance culture and enhance profitability.

II. Operating results

The company continued to enhance various operations and management in 2024, including improving the profitability of shareholders’ equity, substantiating risk management, enhancing brokerage and trading objectives, etc., and had achieved various operational objectives as follows:

- (I) In terms of financial performance: The company’s net income in 2024 amounted to NT\$2.167 billion, ranked in the first place among 14 specialized futures merchants with the record high net income generated. The net EPS was NT\$7.47 and the net ROE was 14.24%.
- (II) In terms of business performance: For 2024, the Company’s futures brokerage market share was 22.62%, the options brokerage market share was 18.14%, and the offshore brokerage market share was 26.47%. The margin accounted for a market share of 32.89% as of the end of the year, ranking first in market share with continuous growth, and the overall business performance was second to none in the industry.
- (III) In terms of corporate governance implementation: The company adheres to the principle of the highest ethical corporate management to establish a rigorous corporate governance system and to substantiate internal control, compliance with laws and regulations, and risk control. Also, for the protection of the customers’ rights and interests, the company convenes the Fair Dealing Principle meeting every quarter, and reports the implementation result to the board of directors. The board of directors supervises the indicators and actions related to customer rights and interests. The related governance performance has been

repeatedly recognized and won domestic and foreign corporate governance awards.

1. We won the honor of being ranked in the top 5% of OTC companies in the 10th “Corporate Governance Evaluation” given by the Taiwan Stock Exchange. We also won the “OTC Pilot Governance Award” in the 30th anniversary of the Taipei Exchange. Only eight companies among all OTC companies received this award, which shows the high recognition of the competent authorities for our implementation of corporate governance.
2. The company was ranked in the top 25% of the futures category in the “Evaluation of Fair Dealing Principle in the Financial Services Industry” announced by the Financial Supervisory Commission.
3. Received an excellent domestic long-term credit rating of “AA-(twn)” and a domestic short-term credit rating of “F1+(twn)” from Fitch Ratings and a prospect of “stable”
4. Obtained Taiwan Intellectual Property Management Standards (TIPS) Level-A certification for four consecutive years since 2021 to improve the intellectual property management system. The company has continued to introduce the BS10012 Personal Information Management System (PIMS) international standard certification every year since then to fully protect the rights and interests of customers by establishing a comprehensive personal information protection measure.

(IV) In terms of award-winning records and international certification: The company as a leading “Futures Brand” in Taiwan values the importance of promoting the sustainable development of the industry while securing financial business development and generating profits; also, taking into account the research and development capabilities and innovation, striving to provide investors with the best futures trading platform services, and adhering to the core value of the brand in order to become the brand benchmark in the Asian financial market.

Credits and honors in 2024:

1. The Company won the first place for the “*CommonWealth Magazine* Sustainability Citizen Award,” being nominated for the award for seven consecutive years, and the third place for the “CommonWealth Talent Sustainability Award” for two consecutive years.
2. National Brand E.Sun Award “Outstanding Enterprise Award” and “Best Product Award: Smart AI War Room.”
3. Won the “2024 TCSA Taiwan Corporate Sustainability Awards” Silver medal for Corporate Sustainability Report Category 2.
4. Awarded with first place in the category of futures commission merchant trade volume of the 10th “Futures Diamond Award” held by Taiwan Futures Exchange.
5. Awarded with the “Digital Fair Customer Treatment Award” and “Digital Information Security Award” by the Commercial Times.
6. The 2023 Sustainability Report was verified and certified by the British Standards Institution Taiwan Branch (BSI), and a confirmation letter was received from the CPAs. An English version of the report was published and is the first futures commission merchant in the futures industry to publish an English version of the sustainability report.
7. The company strives to introduce various ISO management tools, and has been certified by the British Standards Institute Taiwan Branch for: ISO 14001 Environmental Management System, ISO 14064-1 Greenhouse Gas, ISO 45001 Occupational Health

and Safety Management System, ISO 20400 Sustainable Procurement Guidelines, ISO 14046 Environmental Management – Water Footprint, ISO 27001 Information Security Management System, ISO 10002 Customer Complaint Management System, and BS 10012 PIMS Personal Information Management System.

8. No. 1 in futures companies amongst the Top 5000 large corporations in Taiwan.

(V) The Company's 2024 income and expense and profitability analysis as follows:

(Unit NTD thousand)

Item	2024	2023	Difference	Variation
Operating gains	4,013,452	3,436,053	577,399	16.80%
Earnings before tax	2,720,644	2,286,740	433,904	18.97%
Current period net profit	2,166,896	1,852,719	314,177	16.96%
Net worth	159.20	145.13	14.07	9.69%
After-tax EPS (NTD)	7.47	6.39	1.08	16.90%
Return on shareholders' equity	14.24%	13.53%	0.71%	5.25%

III. Research and development

- (I) The optimization and upgrade of the core accounting system and hardware equipment was completed in 2021, and the brokerage clearing and trading system conversion plan will be implemented continuously. Also, various front-end trading systems and backend accounting system will be completed in coordination with the launch of new products and new systems by Taiwan Futures Exchange and the development of night trading account risk information inquiry services. Regarding information security protection, Yuanta Futures has continued to strengthen the SIEM security information and event management system and introduced open source software systems to automate security detection management to identify, track and patch security vulnerabilities in open source software. We also continue to conduct ISO 27001 certification to protect the company and its customers' information assets from network threats and information security vulnerabilities.
- (II) Continue to refine the readability and diversity of research reports, and provide traders with more real-time research information in the form of community posts, audio-visual, and audio. Prepare customized industry and corporate project briefings for corporate customers; provide strategic hedging and forward-looking analysis to have futures services extended to industry and corporate physical economy services.
- (III) We have continued to converge and optimize platform functions and promoted the "Tablet Account Opening Project" to effectively improve customers' account opening efficiency. In addition to improving customers' online service experience, we simultaneously introduced emerging technologies such as "RPA Robotic Process Automation" and "Digital Warehousing" into internal operating processes to help improve overall operating efficiency. We also collaborated with Yuanta Group to promote the Fast Identity Online (FIDO) for identity certification and data sharing. For futures trading, we can provide customers with a safer and more convenient identity certification, and effectively simplify the account opening process and improve account opening efficiency. The company will

continue to refine digital financial services and use financial technology, big data analysis, and AI to conduct precise marketing by customer grouping and to improve customer service satisfaction.

IV. Future operating plans and development strategies

Looking forward to 2025, the Company will take "Forward-Thinking Innovation and Sustainable Wealth" as its core business philosophy. We will apply stable financial indicators, continuously optimized IT infrastructure and a comprehensive front-line and back-end team as our operating foundation to conduct strict risk control and compliance. We will develop various futures brokerage businesses and achieve steady profits, and stay committed to promoting green operations and sustainability products, accelerating digital transformation projects, and grasping green financial business opportunities. At the same time, we will continue to have progress on the preparation of the opening and operations of Yuanta International (Singapore) to expand our international futures corporate business and explore potential customers in Southeast Asian countries, which will drive our overseas profits.

In 2025, the operating plans of Yuanta Futures are highlighted below:

- (I) Focus on core brokerage services, accelerate the development of customers and increase market share to drive growth.
- (II) Expand the cross-border operations in Asia Pacific to simultaneously develop the overseas operations of the Group.
- (III) Refine digital financial services and optimize customer trading experience.
- (IV) Focus on growth opportunities in the business of leverage and build a new generation of trading system.
- (V) Stabilize trading performance and realize strategic diversified deployment.
- (VI) Implement sustainable development and grasp green finance business opportunities.

Yuanta Futures Co., Ltd.

Audit Committees' Review Report

For the Company's 2024 consolidated and individual financial statements, business report and statement of retained earnings presented by the board of directors, in which, the financial statements were audited by CPA Chiao-Sen Lo and CPA Hsiu-Ling Li of PwC Taiwan with an adjusted unqualified opinion stated in the independent auditor's report.

The statements referred to above were audited by the Audit Committee without any nonconformity found and a review report was issued with the unanimous agreement of the committee members in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act. Please bring attention to the presentation.

To

The 2024 Annual General Meeting of Yuanta Futures Co., Ltd.

The Audit Committee of Yuanta Futures Co., Ltd.

Convener Yu-Chun Wu

April 2, 2025

Attachment 3

Yuanta Futures Co., Ltd. 2025 Sustainable Development Concrete Promotion Plans

The company bases its actions on the six sustainability goals, including corporate governance, customer care, employee care, social participation, sustainable finance, and environmental sustainability, to actively invest resources and plan specific actions in order to substantiate the sustainable development of enterprises, align with the United Nations Sustainable Development Goals (SDGs), promote the environmental (E), social (S), and governance (G) aspects, and establish a sustainable business management and service model. The said goals are highlighted as follows:

I. Corporate governance

(I) Corporate Governance and Ethical Management

The company adheres to the highest principle of ethical management, complies with the “Corporate Governance Best-Practice Principles for Public Companies” and the “Corporate Governance Best-Practice Principles for Futures Commission Merchants” strictly, and responds to the Sustainable Development Action Plan for Publicly Traded and OTC Companies to improve the corporate governance structure. This year, a sustainability committee will be established to further strengthen the functions and effectiveness of the board, improve information transparency, and ensure the rights and interests of shareholders.

(II) Law Compliance

The Company will continue to implement relevant laws and regulations, and promote the concept of compliance with the law in employees through education and training, which will reduce operational risks and minimize major penalties and losses. Under the general principle of compliance, we will then focus on the development of our core business.

(III) Risk Management

Formulate an independent and complete risk identification and management mechanism to manage various operational risks, improve the quality of risk management, and ensure the sustainable and sound operation of the enterprise.

II. Customer Care

(I) Customer service

Provide customer-oriented comprehensive services, improve customer satisfaction, and build Yuanta Futures into a financial brand that customers can trust with peace of mind.

(II) Financial product innovation

Cultivate the field of digital finance, continue to optimize various functions of online services, and integrate the operations of various platforms. Provide convenient and smooth financial services with innovative solutions and the concept of sustainable operation.

(III) Information Security

Provide comprehensive information security protection, create a reliable financial transaction environment, ensure perfect information systems and deployment, and enhance information security defense capabilities.

(IV) Friendly financial services

Committed to promoting various measures of friendly and accessible finance, improving the official website's friendly service section, while strengthening the promotion of anti-fraud, and implementing the principle of friendly services to create the most considerate

and accessible services.

III. Employee care

(I) Friendly and excellent working environment

Employees are the most important asset of a company. The company strives to promote physical and mental health programs and welfare measures that are superior to the requirements by laws and regulations with a friendly and excellent working environment provided to employees.

(II) Talent development and cultivation

Provide employees with multi-functional education and training to enhance their competitive advantages and to increase talent retention rate.

(III) Human rights

Implement the Declaration of Human Rights Policy comprehensively, and introduce human rights due diligence and issue management into overseas subsidiaries.

IV. Social participation

(I) Cultivation of future talents

Provide flipped education and promote equal opportunities for all people regardless of class. Collaborate with academic institutions to organize seminars and continue to provide in-depth support. Collaborate with the internship programs of various colleges and universities to expand the number of beneficiaries each year and cultivate outstanding talents about to enter the workforce. Help the disadvantaged to make society more inclusive.

(II) Build a healthy network

As Taiwan is gradually moving toward an aging society, Yuanta has not only invested manpower and resources, but also provided them to every corner of society to become an implementer of the social protection network.

(III) Implement gender equality

Gender equality is a global shared value and one of the goals of the United Nations Summit on Sustainable Development. Start to build the internal workplace to support gender equality.

(IV) Bridge the gap between the urban and rural areas

Taiwan is facing negative population growth, and the gap between development in urban and rural areas is widening. Yuanta is committed to promoting sustainable development in Taiwan, reviving community vitality, and cultivating local groups to explore local values. At the same time, the Company organizes or actively encourages employees to participate in public welfare activities organized by Yuanta Financial Holding and works with stakeholders to help children in remote areas, disadvantaged families, and disadvantaged groups with physical or mental disabilities.

(V) Conservation of ecological balance

Lead employees, customers and suppliers to understand relevant mitigation and adaptation actions in response to climate change, and invite everyone to protect the environment and biodiversity starting from daily actions.

V. Sustainable financial

(I) Promotion of sustainable products

Pay attention to the international trend of sustainable products, respond to the promotion of sustainable futures products by the competent authorities, continue to expand the market share of sustainable futures, and create green financial influence.

(II) Responsible investment

The company is committed to implementing the “Green Finance Action Plan 2.0” in line

with the Group's policies, providing diversified financial services and observing ESG issues with customers jointly, integrating ESG concepts into investment strategies, and incorporating environmental and social risks into investment decisions.

VI. Environmental sustainability

(I) Energy and climate change

The company fully responds to energy conservation and carbon reduction efforts while facing the crisis of global warming and resource depletion; the company also cooperates with the policies of Yuanta Financial Holdings Group to reduce the impact of business operation on the environment.

The company has incorporated climate change risks into operational decisions for identification and risk management in order to properly manage the risks associated with extreme climate events and transition towards a low-carbon economy.

(II) Supplier management

The company encourages suppliers to substantiate the concept of sustainable development and safeguard basic human rights jointly; also, the company demands suppliers comply with the "Supplier Sustainable Procurement Guidelines."

INDEPENDENT AUDITORS' REPORT

PWCR24000418

To the Board of Directors and Stockholders of Yuanta Futures Co., Ltd.

Opinion

We have audited the accompanying consolidated balance sheets of Yuanta Futures Co., Ltd. and its subsidiaries (the "Group") as at December 31, 2024 and 2023, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of material accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2024 and 2023, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Futures Commission Merchants, Regulation Governing the Preparation of Financial Reports by Securities Firms and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations that came into effect as endorsed by the Financial Supervisory Commission.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of 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 Accountants of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements for 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, we do not provide a separate opinion on these matters.

Key audit matters for the Group's consolidated financial statements of the current period are stated as follows:

Fair value valuation of the unlisted stocks

Description

For the accounting policy of the unlisted stocks (accounted under financial assets at fair value through other comprehensive income), please refer to Note 4(8); for critical accounting estimates and assumption uncertainty of the fair value of unlisted stocks, please refer to Note 5; for the details on unlisted stocks, please refer to Note 6(5). The carrying amount of the financial assets at fair value through other comprehensive income – unlisted stocks as at December 31, 2024 was NTD 2,484,149 thousand.

Because there are no active market quoted prices for the financial assets at fair value through other comprehensive income - unlisted stocks held by Yuanta Futures Co., Ltd., the management uses valuation techniques to estimate the fair value. The valuation technique used by Yuanta Futures Co., Ltd. is primarily the market method. The

market method's main assumption is determining similar and comparable companies in order to obtain the related parameters as a reference for calculations. The models and parameters used in valuation techniques are based on management's professional judgments and estimates, and such accounting judgments and estimates are highly uncertain. Thus, we have included the fair value valuation of unlisted stocks as a key audit matter in our audit for the year ended December 31, 2024.

How our audit addressed the matter

We obtained an understanding of management's valuation procedures for unlisted equity securities. We sample tested the management authorisation procedures for the fair value valuation reports of unlisted equity securities.

In addition, we and our valuation expert discussed with management and sample tested the Group's valuation data for unlisted stocks, evaluated whether the valuation methods used by management were commonly used; we and our valuation expert also evaluated the reasonableness of the comparable companies under the market method and sample tested related supporting documents regarding the parameters used in the valuation.

Other matter – Parent company only financial statements

We have audited and expressed an unmodified opinion on the parent company only financial statements of Yuanta Futures Co., Ltd. as at and for the years ended December 31, 2024 and 2023.

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 Futures Commission Merchants, Regulation Governing the Preparation of Financial Reports by Securities Firms and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations that came into effect as endorsed by the Financial Supervisory Commission, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditors' responsibilities for the audit of the consolidated financial statements

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

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgement 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 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.

Lo, Chiao-Sen

Lee, Hsiu-Ling

For and on behalf of PricewaterhouseCoopers, Taiwan

February 26, 2025

The accompanying consolidated financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying consolidated financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

YUANTA FUTURES CO., LTD. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS

(Expressed in thousands of New Taiwan dollars)

ASSETS		Notes	December 31, 2024		December 31, 2023	
			AMOUNT	%	AMOUNT	%
Current assets						
111100	Cash and cash equivalents	6(1) and 7	\$ 11,888,299	7	\$ 11,262,291	10
112000	Financial assets at fair value through profit or loss - current	6(2), 7 and 11	1,246,674	1	686,305	1
113200	Financial assets at fair value through other comprehensive income - current	6(5)	161,874	-	152,712	-
114070	Customer margin deposits	6(3) and 7	145,458,576	89	95,469,319	85
114080	Futures trading margin receivable	6(4)	-	-	-	-
114130	Accounts receivable		35,848	-	251,176	-
114140	Accounts receivable - related parties	7	1,668	-	1,648	-
114150	Prepayments	7	23,657	-	13,497	-
114170	Other receivables		148,817	-	186,587	-
114180	Other receivables - related parties	7	48,654	-	122,815	-
114300	Leverage margin contract trading client margin deposits	7	591,373	-	573,860	1
110000	Subtotal current assets		159,605,440	97	108,720,210	97
Non-current assets						
123200	Financial assets at fair value through other comprehensive income - non-current	6(5)	2,636,422	2	2,276,213	2
123300	Financial assets at amortised cost - non-current	6(6) and 7	62,118	-	57,095	-
125000	Property and equipment	6(9) and 7	671,527	1	712,032	1
125800	Right-of-use assets	6(10) and 7	75,294	-	79,576	-
127000	Intangible assets	6(11)	88,888	-	97,986	-
128000	Deferred income tax assets	6(32)	24,803	-	23,772	-
129010	Operating guarantee deposits	6(7) and 7	342,952	-	161,447	-
129020	Clearing and settlement funds	6(8)	471,539	-	446,100	-
129030	Refundable deposits	7	21,716	-	21,521	-
129130	Prepayment for equipment		125,624	-	13,266	-
129990	Other non-current assets - other		96,610	-	28,228	-
120000	Subtotal non-current assets		4,617,493	3	3,917,236	3
906001	Total assets		\$ 164,222,933	100	\$ 112,637,446	100

(Continued)

YUANTA FUTURES CO., LTD. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS

(Expressed in thousands of New Taiwan dollars)

LIABILITIES AND EQUITY			December 31, 2024		December 31, 2023	
			Notes	AMOUNT	%	AMOUNT
Current liabilities						
212000	Financial liabilities at fair value through profit or loss - current	6(2) and 11	\$ 19,475	-	\$ 8,422	-
214080	Futures traders' equity	6(3) and 7	145,271,978	89	95,307,015	85
214100	Leverage margin contract transaction traders' equity	7	402,997	-	372,254	-
214130	Accounts payable		129,920	-	117,574	-
214140	Accounts payable - related parties	7	18,966	-	17,456	-
214160	Collection for third parties		12,887	-	9,445	-
214170	Other payables	6(12)	661,944	-	469,351	1
214180	Other payables - related parties	6(12) and 7	748	-	4	-
214600	Current income tax liabilities		97,804	-	137,762	-
216000	Lease liabilities - current	7	51,370	-	48,831	-
219000	Other current liabilities	6(13)	7,354	-	6,327	-
210000	Subtotal current liabilities		146,675,443	89	96,494,441	86
Non-current liabilities						
221100	Bonds payable	6(14)	1,498,536	1	1,498,157	1
226000	Lease liabilities - non-current	7	27,629	-	37,915	-
228000	Deferred income tax liabilities	6(32)	42,233	-	39,927	-
229000	Other non-current liabilities		58,789	-	54,297	-
220000	Subtotal non-current liabilities		1,627,187	1	1,630,296	1
906003	Total liabilities		148,302,630	90	98,124,737	87
Equity attributable to owners of the parent company						
Capital						
301010	Common stock	6(16)	2,899,763	2	2,899,763	2
Additional paid-in capital						
302000	Capital surplus	6(17)	3,070,484	2	3,070,484	3
Retained earnings						
304010	Legal reserve	6(19)	1,552,342	1	1,340,216	1
304020	Special reserve	6(18)(19)	2,923,533	2	2,923,533	3
304040	Undistributed earnings	6(19)	3,104,707	2	2,341,954	2
Other equity						
305000	Other equity interest	6(20)	2,369,474	1	1,936,759	2
906004	Total equity		15,920,303	10	14,512,709	13
906002	Total liabilities and equity		\$ 164,222,933	100	\$ 112,637,446	100

YUANTA FUTURES CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
(Expressed in thousands of New Taiwan dollars, except for earnings per share amounts)

For the years ended December 31,

			For the years ended December 31,			
			2024		2023	
Items		Notes	AMOUNT	%	AMOUNT	%
Revenues						
401000	Brokerage	6(21) and 7	\$ 3,714,787	92	\$ 3,200,814	93
410000	Gains (losses) on trading of securities	6(2)(22)	227,236	6	50,775	1
421300	Dividend income	6(2)	26,256	1	321,081	9
421500	Gains on valuation of trading securities	6(2)	26,318	1	13,211	-
421600	Losses on covering of borrowed securities and bonds with resale agreements-short sales	6(2)	-	-	458	-
421610	Valuation losses on borrowed securities and bonds with resale agreements-short sales at fair value through profit or loss	6(2)	-	-	2,132	-
424200	Securities commission revenue	7	22,612	-	15,533	1
424300	Clearance fee from consignment	6(23)	38,826	1	35,363	1
424400	Net losses on derivative financial instruments	6(2)(24)	(48,433)	(1)	(105,760)	(3)
424900	Futures advisory revenues	7	7,664	-	9,519	-
428000	Other operating revenues	7	(1,814)	-	(343)	-
400000	Total revenues		<u>4,013,452</u>	<u>100</u>	<u>3,436,053</u>	<u>100</u>
Costs and expenses						
501000	Brokerage fee	6(25)	(770,873)	(19)	(607,506)	(17)
502000	Dealer handling fee	6(25)	(5,028)	-	(641)	-
521200	Interest expense	7	(664,273)	(17)	(470,129)	(14)
425300	Expected credit impairment losses and reversal gains	6(4)	1,793	-	38,353	1
524100	Futures commission	6(26) and 7	(735,571)	(18)	(666,211)	(19)
524300	Clearance fee	6(27)	(551,913)	(14)	(436,442)	(13)
524700	Futures administrative expenses		(1,597)	-	(839)	-
528000	Other operating fee		(6,338)	-	(6,592)	-
531000	Employee benefit expenses	6(28) and 7	(1,134,342)	(28)	(965,357)	(28)
532000	Depreciation and amortization expenses	6(29) and 7	(213,217)	(5)	(180,050)	(5)
533000	Other operating expenses	6(30) and 7	(659,099)	(17)	(538,803)	(16)
500000	Total costs and expenses		<u>(4,740,458)</u>	<u>(118)</u>	<u>(3,834,217)</u>	<u>(111)</u>
Operating loss			(727,006)	(18)	(398,164)	(11)
602000	Other gains and losses	6(2)(5)(6)(31) and 7	<u>3,447,650</u>	<u>86</u>	<u>2,684,904</u>	<u>78</u>
902001	Income before income tax		<u>2,720,644</u>	<u>68</u>	<u>2,286,740</u>	<u>67</u>
701000	Income tax expense	6(32)	(553,748)	(14)	(434,021)	(13)
902005	Net income		\$ 2,166,896	54	\$ 1,852,719	54

(Continued)

YUANTA FUTURES CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
(Expressed in thousands of New Taiwan dollars, except for earnings per share amounts)

For the years ended December 31,

		For the years ended December 31,						
		2024		2023				
Items	Notes	AMOUNT	%	AMOUNT	%			
Other comprehensive income								
Items that will not be reclassified to profit or loss								
805510	Remeasurement of defined benefit obligations	6(15)						
		(\$	3,400)	-	\$	19,518	1	
805540	Unrealized gain on equity instrument investment measured at fair value through other comprehensive income	6(5)(20)						
			614,377	15		500,331	14	
805599	Income tax related to components of items not to be reclassified	6(32)						
			680	-	(	3,904)	-	
Items that may be reclassified to profit or loss subsequently								
805610	Translation gain and loss on the financial statements of foreign operating entities	6(20)						
			78,922	2	(	1,863)	-	
805000	Total other comprehensive income (net of tax)		\$	690,579	17	\$	514,082	15
902006	Total comprehensive income		\$	2,857,475	71	\$	2,366,801	69
Consolidated net income attributable to:								
Owners of the parent			\$	2,166,896	54	\$	1,852,719	54
Consolidated comprehensive income attributable to:								
Owners of the parent			\$	2,857,475	71	\$	2,366,801	69
Earnings per share (in New Taiwan Dollars)								
Basic and diluted earnings per share		6(33)						
			\$	7.47	\$		6.39	

The accompanying notes are an integral part of these consolidated financial statements. - 23 -

YUANTA FUTURES CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

	Notes	Equity attributable to owners of the parent							
		Capital surplus			Retained earnings			Other equity interest	
		Capital -Common stock	Paid-in capital in excess of par value	Paid-in capital from business merger	Legal reserve	Special reserve	Undistributed earnings	Translation gain and loss on the financial statements of foreign operating entities	Unrealized gain and loss on financial instrument investment measured at fair value through other comprehensive income
									Total equity
<u>For the year ended December 31, 2023</u>									
Balance, January 1, 2023		\$ 2,899,763	\$ 3,024,151	\$ 46,333	\$ 1,228,957	\$ 2,701,014	\$ 1,279,417	\$ 7,020	\$ 1,684,194
Net income for the year		-	-	-	-	-	1,852,719	-	-
Other comprehensive income (loss) for the year	6(5)(20)	-	-	-	-	-	15,614	(1,863)	514,082
Total comprehensive income (loss)		-	-	-	-	-	1,868,333	(1,863)	2,366,801
Appropriations of 2022 earnings:									
Legal reserve	6(19)	-	-	-	111,259	-	(111,259)	-	-
Special reserve	6(19)	-	-	-	-	222,519	(222,519)	-	-
Cash dividends	6(19)	-	-	-	-	-	(724,941)	-	(724,941)
Disposal of equity instrument investment measured at fair value through other comprehensive income	6(5)(20)	-	-	-	-	-	252,923	-	(252,923)
Balance, December 31, 2023		\$ 2,899,763	\$ 3,024,151	\$ 46,333	\$ 1,340,216	\$ 2,923,533	\$ 2,341,954	\$ 5,157	\$ 1,931,602
<u>For the year ended December 31, 2024</u>									
Balance, January 1, 2024		\$ 2,899,763	\$ 3,024,151	\$ 46,333	\$ 1,340,216	\$ 2,923,533	\$ 2,341,954	\$ 5,157	\$ 1,931,602
Net income for the year		-	-	-	-	-	2,166,896	-	-
Other comprehensive income (loss) for the year	6(5)(20)	-	-	-	-	-	(2,720)	78,922	614,377
Total comprehensive income (loss)		-	-	-	-	-	2,164,176	78,922	2,857,475
Appropriations of 2023 earnings:									
Legal reserve	6(19)	-	-	-	212,126	-	(212,126)	-	-
Cash dividends	6(19)	-	-	-	-	-	(1,449,881)	-	(1,449,881)
Disposal of equity instrument investment measured at fair value through other comprehensive income	6(5)(20)	-	-	-	-	-	260,584	-	(260,584)
Balance, December 31, 2024		\$ 2,899,763	\$ 3,024,151	\$ 46,333	\$ 1,552,342	\$ 2,923,533	\$ 3,104,707	\$ 84,079	\$ 2,285,395

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

YUANTA FUTURES CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Expressed in thousands of New Taiwan dollars)

		For the years ended December 31,	
	Notes	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before tax		\$ 2,720,644	\$ 2,286,740
Adjustments			
Income and expenses having no effect on cash flows			
Depreciation	6(9)(10)(29)	167,442	146,305
Amortization	6(11)(29)	45,775	33,745
Interest income	6(31)	(3,258,681)	(2,347,418)
Interest expense		664,273	470,129
Dividend income	6(31)	(137,964)	(580,701)
Expected credit impairment losses and reversal gains		(1,793)	(38,353)
Gains on disposal of property and equipment	6(9)(31) and 7	(224)	-
Gains on lease modification	6(10)	(22)	-
Changes in operating assets and liabilities			
Changes in operating assets			
Financial assets at fair value through profit or loss - current	(	560,389)	(365,476)
Customer margin deposits	(	49,704,371)	1,577,881
Futures trading margin receivable		1,793	38,353
Security lending deposits		-	20,094
Accounts receivable		216,322	(227,489)
Accounts receivable - related parties	(	20)	(669)
Prepayments	(	9,842)	3,081
Other receivables		123	2,034
Other receivables - related parties		85,620	32,599
Leverage margin contract trading client margin deposits	(	17,513)	(37,708)
Other non-current assets - other	(	68,382)	(10,105)
Changes in operating liabilities			
Financial liabilities at fair value through profit or loss - current		11,053	(18,036)
Futures traders' equity		49,671,251	(1,418,537)
Leverage margin contract transaction traders' equity		30,743	1,080
Accounts payable		12,346	(20,764)
Accounts payable - related parties		1,510	(4,564)
Collection for third parties		3,442	1,003
Other payables		172,123	118,998
Other payables - related parties		744	(404)
Other current liabilities		1,024	(131)
Other non-current liabilities		1,092	2,402
Cash inflow (outflow) generated from operations		48,119	(335,911)
Interest received		3,287,197	2,223,115
Interest paid	(	644,787)	(451,754)
Dividends received		136,970	577,288
Income tax paid	(	591,751)	(396,449)
Net cash flows generated from operating activities		2,235,748	1,616,289
CASH FLOWS FROM INVESTING ACTIVITIES			
Acquisition of financial assets at fair value through other comprehensive income	(	1,477,609)	(909,693)
Proceeds from disposal of financial assets at fair value through other comprehensive income		1,722,615	1,813,830
Acquisition of financial assets at amortised cost		-	(55,032)
Acquisition of property and equipment	6(9)	(73,845)	(43,136)
Proceeds from disposal of property and equipment	6(9) and 7	380	-
Increase in intangible assets	6(11)	(31,291)	(17,884)
Increase in operating guarantee deposits	(	175,346)	(15,729)
(Increase) decrease in clearing and settlement funds	(	25,439)	7,558
(Increase) decrease in refundable deposits	(	150)	15,279
Increase in prepayment for equipment	(	117,477)	(76,875)
Net cash flows (used in) generated from investing activities	(	178,162)	718,318
CASH FLOWS FROM FINANCING ACTIVITIES			
Principal payment for lease liabilities	(	56,439)	(51,794)
Payment of cash dividends	6(19)	(1,449,881)	(724,941)
Net cash flows used in financing activities	(	1,506,320)	(776,735)
Effect of change in foreign exchange rates		74,742	(5,259)
Net increase in cash and cash equivalents		626,008	1,552,613
Cash and cash equivalents at beginning of year		11,262,291	9,709,678
Cash and cash equivalents at end of year	\$	11,888,299	\$ 11,262,291

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

PWCR24000442

To the Board of Directors and Stockholders of Yuanta Futures Co., Ltd.

Opinion

We have audited the accompanying parent company only balance sheets of Yuanta Futures Co., Ltd. (the "Company") as at December 31, 2024 and 2023, and the parent company only statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the parent company only financial statements, including a summary of material accounting policies.

In our opinion, the accompanying parent company only financial statements present fairly, in all material respects, the parent company only financial position of Yuanta Futures Co., Ltd. as at December 31, 2024 and 2023, and its parent company only financial performance and its parent company only cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Futures Commission Merchants and Regulation Governing the Preparation of Financial Reports by Securities Firms.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of 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 Parent Company Only Financial Statements* section of our report. We are independent of the Company in accordance with the Norm of Professional Ethics for Certified Public Accountants of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

Key audit matters for the Company's parent company only financial statements of the current period are stated as follows:

Fair value valuation of the unlisted stocks

Description

For the accounting policy of the unlisted stocks (accounted under financial assets at fair value through other comprehensive income), please refer to Note 4(7); for critical accounting estimates and assumption uncertainty of the fair value of unlisted stocks, please refer to Note 5; for the details on unlisted stocks, please refer to Note 6(5). The carrying amount of financial assets at fair value through other comprehensive income – unlisted stocks as at December 31, 2024 was NTD 2,484,149 thousand.

Because there are no active market quoted prices for the financial assets at fair value through other comprehensive income - unlisted stocks held by Yuanta Futures Co., Ltd., the management uses valuation techniques to estimate the fair value. The valuation techniques used by Yuanta Futures Co., Ltd. is primarily the market method. The market method's main assumption is determining similar and comparable companies in order to obtain the related parameters as a reference for calculations. The models and parameters used in valuation technique are based on management's professional judgments and estimates, and such accounting judgments and estimates are highly uncertain. Thus, we have included the fair value valuation of unlisted stocks as a key audit matter in our audit for the year ended December 31, 2024.

How our audit addressed the matter

We obtained an understanding of management's valuation procedures for unlisted equity securities. We sample tested the management authorization procedures for the fair value valuation reports of unlisted equity securities.

In addition, we and our valuation expert discussed with management and sample tested the Company's valuation data for unlisted stocks, evaluated whether the valuation methods used by management were commonly used; we and our valuation expert also evaluated the reasonableness of the comparable companies under the market method and sample tested related supporting documents regarding the parameters used in the valuation.

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 Futures Commission Merchants and Regulation Governing the Preparation of Financial Reports by Securities Firms, 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 auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Standards on Auditing of the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these parent company only financial statements.

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgement 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 internal control of the Company.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company 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 parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision and performance of the parent company only 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 of the Company 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 matter. 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.

Lo, Chiao-Sen

Lee, Hsiu-Ling

For and on behalf of PricewaterhouseCoopers, Taiwan

February 26, 2025

The accompanying parent company only financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying parent company only financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

YUANTA FUTURES CO., LTD.
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2024 AND 2023

(Expressed in thousands of New Taiwan dollars)

Assets		Notes	December 31, 2024		December 31, 2023	
			AMOUNT	%	AMOUNT	%
Current assets						
111100	Cash and cash equivalents	6(1) and 7	\$ 10,924,742	7	\$ 10,188,549	9
112000	Financial assets at fair value through profit or loss - current	6(2), 7 and 11	1,246,576	1	685,885	1
113200	Financial assets at fair value through other comprehensive income - current	6(5)	161,874	-	152,712	-
114070	Customer margin deposits	6(3) and 7	139,999,411	88	92,916,102	84
114080	Futures trading margin receivable	6(4)	-	-	-	-
114130	Accounts receivable		35,848	-	251,176	-
114140	Accounts receivable - related parties	7	1,668	-	1,648	-
114150	Prepayments	7	14,333	-	11,626	-
114170	Other receivables		121,481	-	126,500	-
114180	Other receivables - related parties	7	57,295	-	48,669	-
114300	Leverage margin contract trading client margin deposits	7	591,373	-	573,860	1
110000	Subtotal current assets		153,154,601	96	104,956,727	95
Non-current assets						
123200	Financial assets at fair value through other comprehensive income - non-current	6(5)	2,636,422	2	2,276,213	2
124100	Investments accounted for under the equity method	6(6)	1,253,032	1	1,282,080	1
125000	Property and equipment	6(9) and 7	667,262	1	708,583	1
125800	Right-of-use assets	6(10)	42,179	-	73,265	-
127000	Intangible assets	6(11)	88,572	-	97,515	-
128000	Deferred income tax assets	6(32)	24,803	-	23,772	-
129010	Operating guarantee deposits	6(7) and 7	140,000	-	140,000	-
129020	Clearing and settlement funds	6(8)	471,539	-	446,100	1
129030	Refundable deposits	7	20,921	-	20,896	-
129130	Prepayment for equipment		116,530	-	6,690	-
129990	Other non-current assets - other		96,610	-	28,228	-
120000	Subtotal non-current assets		5,557,870	4	5,103,342	5
906001	Total Assets		\$ 158,712,471	100	\$ 110,060,069	100

(Continued)

YUANTA FUTURES CO., LTD.
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

(Expressed in thousands of New Taiwan dollars)								
LIABILITIES AND EQUITY		Notes	December 31, 2024		December 31, 2023			
			AMOUNT	%	AMOUNT	%		
Current liabilities								
212000	Financial liabilities at fair value	6(2) and 11						
	through profit or loss - current		\$	19,475	-	\$ 8,422	-	
214080	Futures traders' equity	6(3) and 7		139,813,716	88		92,758,076	84
214100	Leverage margin contract transaction							
	traders' equity			402,997	-		372,254	-
214130	Accounts payable			129,920	-		117,574	-
214140	Accounts payable - related parties	7		18,966	-		17,456	-
214160	Collection for third parties			12,887	-		9,445	-
214170	Other payables	6(12)		643,296	1		447,483	1
214180	Other payables - related parties	6(12) and 7		744	-		4	-
214600	Current income tax liabilities			97,804	-		137,762	-
216000	Lease liabilities - current	7		37,064	-		42,286	-
219000	Other current liabilities	6(13)		7,287	-		6,302	-
210000	Subtotal current liabilities			141,184,156	89		93,917,064	85
Non-current liabilities								
221100	Bonds payable	6(14)		1,498,536	1		1,498,157	2
226000	Lease liabilities - non-current	7		8,454	-		37,915	-
228000	Deferred income tax liabilities	6(32)		42,233	-		39,927	-
229000	Other non-current liabilities			58,789	-		54,297	-
	Subtotal non-current liabilities			1,608,012	1		1,630,296	2
906003	Total Liabilities			142,792,168	90		95,547,360	87
Capital								
301010	Common stock	6(16)		2,899,763	2		2,899,763	2
Additional paid-in capital								
302000	Capital surplus	6(17)		3,070,484	2		3,070,484	3
Retained earnings								
304010	Legal reserve	6(19)		1,552,342	1		1,340,216	1
304020	Special reserve	6(18)(19)		2,923,533	2		2,923,533	3
304040	Undistributed earnings	6(19)		3,104,707	2		2,341,954	2
Other equity								
305000	Other equity interest	6(20)		2,369,474	1		1,936,759	2
906004	Total equity			15,920,303	10		14,512,709	13
906002	Total liabilities and equity		\$	158,712,471	100	\$	110,060,069	100

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

YUANTA FUTURES CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars, except for earnings per share amounts)

			For the years ended December 31,			
			2024		2023	
Items		Notes	AMOUNT	%	AMOUNT	%
Revenues						
401000	Brokerage	6(21) and 7	\$ 3,642,491	92	\$ 3,139,823	93
410000	Gain (losses) on trading of securities	6(2)(22) and 7	227,236	6	50,775	1
421300	Dividend income	6(2)	26,256	1	321,081	10
421500	Gains on valuation of trading securities	6(2)	26,318	1	13,211	-
421600	Losses on covering of borrowed securities and bonds with resale agreements-short sales	6(2)	-	-	458	-
421610	Valuation losses on borrowed securities and bonds with resale agreements-short sales at fair value through profit or loss	6(2)	-	-	2,132	-
424200	Securities commission revenue	7	22,612	-	15,533	-
424300	Clearance fee from consignment	6(23)	38,826	1	35,363	1
424400	Net loss on derivative financial instruments	6(2)(24)	(49,046)	(1)	(106,334)	(3)
424900	Futures advisory revenues	7	7,664	-	9,519	-
428000	Other operating revenues	7	(1,814)	-	(283)	-
400000	Total revenues		3,940,543	100	3,374,548	100
Costs and expenses						
501000	Brokerage fee	6(25)	(770,873)	(20)	(607,506)	(18)
502000	Dealer handling fee	6(25)	(5,028)	-	(641)	-
521200	Interest expense	7	(652,276)	(17)	(468,544)	(14)
425300	Expected credit impairment losses and reversal gains	6(4) and 21	1,793	-	38,353	1
524100	Futures commission	6(26) and 7	(700,271)	(18)	(642,898)	(19)
524300	Clearance fee	6(27)	(551,913)	(14)	(436,442)	(13)
524700	Futures administrative expenses		(1,597)	-	(839)	-
528000	Other operating fee		(6,338)	-	(6,592)	-
531000	Employee benefit expense	6(28) and 7	(1,049,970)	(27)	(901,352)	(26)
532000	Depreciation and amortization	6(29) and 7	(198,028)	(5)	(169,349)	(5)
533000	Other operating expenses	6(30) and 7	(612,100)	(15)	(498,267)	(15)
500000	Total costs and expenses		(4,546,601)	(116)	(3,694,077)	(109)
Operating income			(606,058)	(16)	(319,529)	(9)
601100	Share of profit or loss of subsidiaries, associates and joint ventures accounted for using the equity method	6(6)	30,699	1	65,183	2
602000	Other gains and losses	6(2)(5)(31) and 7	3,296,003	84	2,541,086	75
902001	Income before income tax		2,720,644	69	2,286,740	68
701000	Income tax expense	6(32)	(553,748)	(14)	(434,021)	(13)
902005	Net income		\$ 2,166,896	55	\$ 1,852,719	55

(Continued)

YUANTA FUTURES CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars, except for earnings per share amounts)

		For the years ended December 31			
		2024		2023	
Items	Notes	AMOUNT	%	AMOUNT	%
Other comprehensive income					
Items that will not be reclassified to profit or loss					
805510	Remeasurement of defined benefit obligations	6(15)			
		(\$ 3,400)	-	\$ 19,518	-
805540	Unrealized gain on equity instrument investment measured at fair value through other comprehensive income	6(5)(20)			
		614,377	16	500,331	15
805599	Income tax related to components of items not to be reclassified	6(32)			
		680	-	(3,904)	-
Items that may be reclassified to profit or loss subsequently					
805610	Translation gain (loss) on the financial statements of foreign operating entities	6(6)(20)			
		78,922	2	(1,863)	-
805000	Total other comprehensive income (net of tax)				
		\$ 690,579	18	\$ 514,082	15
	Total comprehensive income				
		\$ 2,857,475	73	\$ 2,366,801	70
Earnings per share (in New Taiwan dollars)					
	Basic and diluted earnings per share	6(33)			
		\$ 7.47		\$ 6.39	

YUANTA FUTURES CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

		Capital surplus			Retained earnings			Other equity interest		
								Translation gain and loss on the financial statements of foreign operating entities	Unrealized gain and loss on financial instrument investment measured at fair value through other comprehensive income	Total equity
	Notes	Capital -Common stock	Paid-in capital in excess of par value	Paid-in capital from business merger	Legal reserve	Special reserve	Undistributed earnings			
For the year ended December 31, 2023										
Balance, January 1, 2023		\$ 2,899,763	\$ 3,024,151	\$ 46,333	\$ 1,228,957	\$ 2,701,014	\$ 1,279,417	\$ 7,020	\$ 1,684,194	\$ 12,870,849
Net income for the year		-	-	-	-	-	1,852,719	-	-	1,852,719
Other comprehensive income (loss) for the year	6(5)(20)	-	-	-	-	-	15,614	(1,863)	500,331	514,082
Total comprehensive income (loss)		-	-	-	-	-	1,868,333	(1,863)	500,331	2,366,801
Appropriations of 2022 earnings:										
Legal reserve	6(19)	-	-	-	111,259	-	(111,259)	-	-	-
Special reserve	6(19)	-	-	-	-	222,519	(222,519)	-	-	-
Cash dividends	6(19)	-	-	-	-	-	(724,941)	-	-	(724,941)
Disposal of equity instrument investment measured at fair value through other comprehensive income	6(5)(20)	-	-	-	-	-	252,923	-	(252,923)	-
Balance, December 31, 2023		\$ 2,899,763	\$ 3,024,151	\$ 46,333	\$ 1,340,216	\$ 2,923,533	\$ 2,341,954	\$ 5,157	\$ 1,931,602	\$ 14,512,709
For the year ended December 31, 2024										
Balance, January 1, 2024		\$ 2,899,763	\$ 3,024,151	\$ 46,333	\$ 1,340,216	\$ 2,923,533	\$ 2,341,954	\$ 5,157	\$ 1,931,602	\$ 14,512,709
Net income for the year		-	-	-	-	-	2,166,896	-	-	2,166,896
Other comprehensive income (loss) for the year	6(5)(20)	-	-	-	-	-	(2,720)	78,922	614,377	690,579
Total comprehensive income (loss)		-	-	-	-	-	2,164,176	78,922	614,377	2,857,475
Appropriations of 2023 earnings:										
Legal reserve	6(19)	-	-	-	212,126	-	(212,126)	-	-	-
Cash dividends	6(19)	-	-	-	-	-	(1,449,881)	-	-	(1,449,881)
Disposal of equity instrument investment measured at fair value through other comprehensive income	6(5)(20)	-	-	-	-	-	260,584	-	(260,584)	-
Balance, December 31, 2024		\$ 2,899,763	\$ 3,024,151	\$ 46,333	\$ 1,552,342	\$ 2,923,533	\$ 3,104,707	\$ 84,079	\$ 2,285,395	\$ 15,920,303

YUANTA FUTURES CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

		For the years ended December 31,	
	Notes	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before tax		\$ 2,720,644	\$ 2,286,740
Adjustments			
Income and expenses having no effect on cash flows			
Depreciation	6(9)(10)(29)	152,439	135,664
Amortization	6(11)(29)	45,589	33,685
Interest income	6(31)	(3,105,101)	(2,206,949)
Interest expense		652,276	468,544
Share of profit or loss of subsidiaries associates, and joint ventures accounted for using the equity method	6(6)	(30,699)	(65,183)
Gains on disposal of property and equipment	6(9)(31) and 7	(224)	-
Dividend income	6(31)	(137,964)	(580,701)
Expected credit impairment losses and reversal gains		(1,793)	(38,353)
Changes in operating assets and liabilities			
Changes in operating assets			
Financial assets at fair value through profit or loss - current		(560,691)	(365,858)
Customer margin deposits		(47,083,309)	1,661,560
Futures trading margin receivable		1,793	38,353
Security lending deposits		-	20,094
Accounts receivable		216,322	(227,489)
Accounts receivable - related parties		(20)	(669)
Prepayments		(2,707)	1,228
Other receivables		(3,323)	2,350
Other receivables - related parties		(398)	(11,386)
Leverage margin contract trading client margin deposits		(17,513)	(37,708)
Other non-current assets - other		(68,382)	(10,105)
Changes in operating liabilities			
Financial liabilities at fair value through profit or loss - current		11,053	(18,036)
Futures traders' equity		47,055,640	(1,521,891)
Leverage margin contract transaction traders' equity		30,743	1,080
Accounts payable		12,346	(20,764)
Accounts payable - related parties		1,510	(4,564)
Collection for third parties		3,442	1,003
Other payables		176,707	107,496
Other payables-related parties		740	(404)
Other current liabilities		985	67
Other non-current liabilities		1,092	2,402
Cash inflow (outflow) generated from operations		71,197	(349,794)
Interest received		3,105,215	2,121,035
Interest paid		(632,790)	(450,169)
Dividends received		136,970	577,288
Income tax paid		(591,751)	(396,449)
Net cash flows generated from operating activities		2,088,841	1,501,911
CASH FLOWS FROM INVESTING ACTIVITIES			
Acquisition of financial assets at fair value through other comprehensive income		(1,477,609)	(909,693)
Proceeds from disposal of financial assets at fair value through other comprehensive income	6(5)	1,722,615	1,813,830
Increase in investments accounted for using equity method		(156,725)	-
Proceeds from liquidation of investments accounted for using equity method		295,393	-
Acquisition of property and equipment	6(9)	(71,329)	(43,011)
Proceeds from disposal of property and equipment	6(9) and 7	380	-
Increase in intangible assets	6(11)	(31,291)	(17,884)
(Increase) decrease in clearing and settlement funds		(25,439)	7,558
(Increase) decrease in refundable deposits		(25)	15,032
Increase in prepayment for equipment		(115,195)	(68,573)
Net cash flows generated from investing activities		140,775	797,259
CASH FLOWS FROM FINANCING ACTIVITIES			
Principal payment for lease liabilities		(43,542)	(43,322)
Payment of cash dividends	6(19)	(1,449,881)	(724,941)
Net cash flows used in financing activities		(1,493,423)	(768,263)
Net increase in cash and cash equivalents		736,193	1,530,907
Cash and cash equivalents at beginning of year		10,188,549	8,657,642
Cash and cash equivalents at end of year		\$ 10,924,742	\$ 10,188,549

Attachment 5

Yuanta Futures Co., Ltd.

Earnings Appropriation Statement

2024

Unit: NTD

Item	Amount
Opening undistributed earnings	679,946,922
Add: The 2024 Net income	2,166,896,023
Add: 2024 net gain of equipment instruments measured at FVTOCI	260,584,229
Less: Defined benefit plan revaluation amount and volume for 2024	(2,719,602)
Net income for the current period plus items other than the income for the current period	2,424,760,650
Less: Appropriation of 10% legal reserve (Note)	(242,476,065)
Less: Appropriation of 20% special reserve (Note)	(484,952,130)
Distributable earnings	2,377,279,377
Distribution	
Cash dividend (NT\$4.8 per share)	(1,535,886,183)
Allocated amount	(1,535,886,183)
Closing undistributed earnings	841,393,194

Details:

Note: Legal reserve and special reserve are appropriated on the basis of the “net income and profit and loss other than the net income adjusted to the current year’s unappropriated earnings” as stipulated in the Jing-Shang-Zi No. 10802432410 Letter dated January 9, 2020 by the Ministry of Economic Affairs and the Jin-Guan-Zheng-Qi-Zi No. 1110380212 Letter dated January 21, 2022 by the Financial Supervisory Commission.

Chairman:

President:

Accounting Supervisor:

Attachment 6

Yuanta Futures Co., Ltd.
Amendments to the Articles of Incorporation

Amendments	Current existing clauses	Description of amendments
Article 5 The Company's rated capital is NT\$4 billion, divided into 400 million shares at NT\$10 per share and the board of directors is authorized to issue shares in several trenches.	Article 5 The Company's rated capital is NT\$3.5 billion, divided into 350 million shares at NT\$10 per share and the board of directors is authorized to issue shares in several trenches.	In response to the needs of the Company's operation and future business development, it is proposed to increase the Company's rated capital and revise part of the text of Article 5 as appropriate.
Article 29 The company's earnings, if any, should be first applied to pay taxes and make up for the losses over the years, and then 10% legal reserve and 20% special reserve appropriated lawfully. Also, the balance of the earnings after the appropriation or reversal of the special reserve should be completed lawfully, and the undistributed earnings of the previous year distributed according to the proposal of the board of directors and the resolution of the shareholders meeting on the distribution of shareholder dividends. The appropriation of the legal reserve and special earnings referred to in the preceding paragraph can be exempted when it is equivalent to the Company's paid-in capital. The Company shall appropriate one per-mille (0.1%) to five per-cent (5%) of the balance from deducting the accumulated deficits from the profit of the year (e.g. income before tax deducting the income before deducting the compensation for employees). In addition, when distributing the compensation for employees in stock or in cash, the scope of recipients may cover employees of companies under the control of or affiliated to this	Article 29 The company's earnings, if any, should be first applied to pay taxes and make up for the losses over the years, and then 10% legal reserve and 20% special reserve appropriated lawfully. Also, the balance of the earnings after the appropriation or reversal of the special reserve should be completed lawfully, and the undistributed earnings of the previous year distributed according to the proposal of the board of directors and the resolution of the shareholders meeting on the distribution of shareholder dividends. The appropriation of the legal reserve and special earnings referred to in the preceding paragraph can be exempted when it is equivalent to the Company's paid-in capital. <u>To incentivize employees and the management team</u> , the Company shall appropriate one per-mille (0.1%) to five per-cent (5%) of the balance from deducting the accumulated deficits from the profit of the year (e.g. income before tax deducting the income before deducting the compensation for employees). In addition, when distributing the compensation for employees in stock or in cash, the scope of recipients may cover	1. The text in Paragraph 2 is deleted, and the recipients of employee remuneration are explained in Paragraph 4. 2. According to Jin-Guan-Zheng-Fa-Zi No. 1130385442 issued by the Financial Supervisory Commission on November 8, 2024, to interpret Paragraph 6, Article 14, of the Securities and Exchange Act, supplementary provisions are provided for related matters on pay raise or allocation of bonuses for entry-level employees using a certain percent of annual profits as described in the Articles of Incorporation in companies whose stocks are listed on TWSE or the OTC Markets. Therefore, Paragraph 3 has been added to specify the relevant regulations for the Company's allocation and

Amendments	Current existing clauses	Description of amendments
Company fulfilling certain requirements. <u>The employee remuneration referred to in the preceding paragraph shall have no less than 75% of the amount specified in the aforementioned range allocated as remuneration for entry-level employees.</u> <u>The recipients of employee remuneration and certain conditions</u> to be met in Paragraph 2 and the definition of entry-level employees as mentioned in the preceding paragraph shall be determined by the board of directors. The Company optimizes its dividend policy to ensure long-term financial stability while satisfying the needs for future growth, and thereby maximizing shareholders' interests. Detailed rules are as follows: 1. The annual dividend to be distributed should be an amount not less than 50% of the earnings available for distribution. 2. The Company may decide the weight of dividends issued in cash and in shares based on its business operations and capital requirements projected for the next year. However, cash dividends must not be lower than 30% of all dividends issued.	employees of companies under the control of or affiliated to this Company fulfilling certain requirements. The said “<u>certain requirements</u>” shall be determined by the Board of Directors. The Company optimizes its dividend policy to ensure long-term financial stability while satisfying the needs for future growth, and thereby maximizing shareholders' interests. Detailed rules are as follows: 1. The annual dividend to be distributed should be an amount not less than 50% of the earnings available for distribution. 2. The Company may decide the weight of dividends issued in cash and in shares based on its business operations and capital requirements projected for the next year. However, cash dividends must not be lower than 30% of all dividends issued.	distribution of entry-level employees' remuneration, and Paragraph 4 has been added to define entry-level employees, which shall be determined by the board.
Article 32 The Company's Articles of Incorporation was stipulated on January 14, 1997. The 22nd amendment was completed on May 17, 2013; the 23rd amendment was completed on May 20, 2014; the 24th amendment was completed on May 21, 2015; the 25th amendment was completed on May 18, 2016;	Article 32 The Company's Articles of Incorporation was stipulated on January 14, 1997. The 22nd amendment was completed on May 17, 2013; the 23rd amendment was completed on May 20, 2014; the 24th amendment was completed on May 21, 2015; the 25th amendment was completed on May 18, 2016;	Revision history

Amendments	Current existing clauses	Description of amendments
the 26th amendment was completed on May 17, 2017; the 27th amendment was completed on May 23, 2019; the 28th amendment was completed on May 27, 2020; the 29th amendment was completed on July 5, 2021; the 30th amendment was completed on May 24, 2022; 31st amendment was completed on May 24, 2023; <u>32nd amendment was completed on OO, 2025;</u> and implemented with the resolutions reached in the shareholders' meeting, same as the amendment.	the 26th amendment was completed on May 17, 2017; the 27th amendment was completed on May 23, 2019; the 28th amendment was completed on May 27, 2020; the 29th amendment was completed on July 5, 2021; the 30th amendment was completed on May 24, 2022; 31st amendment was completed on May 24, 2023 and implemented with the resolutions reached in the shareholders' meeting, same as the amendment.	

Appendix 1

Current and minimum number of shares held by Directors

- I. The Company has a paid-up capital of \$3,199,762,880, issued in 319,976,288 ordinary shares.
- II. According to the “Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies,” the minimum shareholding of the Company’s board directors is 12,000,000 shares. The Company has an Audit Committee established; therefore, there is no requirement on the minimum shareholding of the supervisors.
- III. As at the book closure date of this annual general meeting (March 22, 2025), the shareholders registry showed total shares held by Directors at 208,171,781, of which have complied with Article 26 of The Securities and Exchange Act. The details are as follows:

Ex-transfer date on March 22, 2025			
Title	Name	Number of shares held (shares)	Shareholding percentage (%)
Chairman	Yuanta Financial Holding Co., Ltd. Representative: Tien-Fu Lin	208,171,781	65.05%
Vice Chairman	Yuanta Financial Holding Co., Ltd. Representative: Pin-Cheng Chen		
Director	Yuanta Financial Holding Co., Ltd. Representative: Kuo-Tsun Hsu		
Director	Yuanta Financial Holding Co., Ltd. Representative: Mei-Ling Kuo		
Director	Yuanta Financial Holding Co., Ltd. Representative: Chien-Hua Wu		
Director	Yuanta Financial Holding Co., Ltd. Representative: Yung-Chu Su		
Independent Director	Yu-Chun Wu	0	0%
Independent Director	Hui-Erh Yuan	0	0%
Independent Director	An-Pin Chen	0	0%
Total Directors' shareholding		208,171,781	65.05%

Appendix 2

Information relating to shareholders meeting agendas

I. Shareholders meeting agendas

1. According to Article 172-1 of The Company Act, shareholders who own more than 1% of The Company's outstanding shares are entitled to submit one agenda for discussion during the annual general meeting. The submission must be made in writing and is limited to 300 words.
2. The Company has accepted shareholders' proposed agendas for this year's annual general meeting between March 10 to 20, 2025. This information has been published on the Market Observation Post System.
3. The Company received no proposals from existing shareholders during that period.

Appendix 3

Yuanta Futures Co., Ltd.

The Company's Articles of Incorporation (Before amendments)

Chapter 1 General Provisions

Article 1 This Company is named “元大期貨股份有限公司”, English as Yuanta Futures Co., Ltd., according to the Articles of Corporation of this Company.

Article 2 The company's business operations are as follows:

H401011 Futures Commission Merchants.

H405011 Futures Advisory Enterprises.

H407011 Managed Futures Enterprises.

H301011 Securities Dealer.

H310011 Securities Trading Assistance.

H404011 Leverage Transaction Merchant.

Section 2-1 The Company's business activities are:

1. Securities brokerage.
2. Proprietary futures trading.
3. Futures consultation services.
4. Futures management.
5. Proprietary trading of securities listed on Taiwan Stock Exchange.
6. Proprietary trading of securities within business premise.
7. Futures introducing agency.
8. Leverage Transaction Merchants.
9. Other business functions approved by the competent authority.

Article 3 The Company is headquartered in Taipei City, the Republic of China, and may have branches or offices set up elsewhere at home or abroad as necessary as resolved by the board of directors, subject to approval by the competent authority.

Article 4 Public announcements of the Company shall be duly made in accordance with the Company Act and relevant laws of the authority.

Chapter 2 Share capital

Article 5 The Company's rated capital is NT\$3.5 billion, divided into 350 million shares at NT\$10 per share and the board of directors is authorized to issue shares in several trenches.

Article 6 The Company issues its shares in non-tangible forms, and shall register them to the Central Securities Depository.

Article 7 Shareholders must provide their names and residential or registered addresses, along with their signature specimen cards, to The Company. This information shall be registered into the shareholders registry.

- Article 8 The total amount of reinvestment of the Company is not subject to the restriction in Article 13 of the Company Act to the extent prescribed by the Act or the competent authority.
- Article 9 The company's share administration practices shall comply with "Printing Specifications for the Certificates of Publicly Traded Shares".
- Article 10 The company's shareholders' registry will be closed within 60 days before the annual general meeting, within 30 days before the extraordinary shareholders' meeting, or within 5 days before the base date for distributing dividends or other entitlements.
- Article 11 All other matters relating to share administration shall comply with The Company Act and other relevant regulations.

Chapter 3 Shareholders Meetings

- Article 12 The Company holds two types of shareholders meetings:
- I. The annual general meeting is held at least once a year, and within six months after the end of an accounting period unless otherwise permitted by The Company Act.
 - II. Extraordinary shareholders meetings may be held whenever necessary, subject to compliance with the relevant laws.
- Convene a virtual shareholder meeting or have it held with the methods promulgated by the central competent authorities.
- Article 13 The convention of an annual general meeting must be communicated to shareholders with detailed date, venue, and agendas at least 30 days, and 15 days for extraordinary shareholders meetings, in advance. The Company may distribute the above mentioned notices to shareholders holding less than one thousand shares by way of public announcements instead.
- Article 14 The shareholders of the Company have one voting right per share, except for the non-voting rights of the shares provided for in Article 179 of the Company Act and other laws and regulations.
- Article 15 If a shareholder is unable to attend the shareholders meeting in person, a proxy can be appointed by completing The Company's proxy form and by specifying the scope of delegated authority. Unless otherwise regulated by The Company Act, shareholders must delegate their proxies in compliance with the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies".
- Article 16 Unless otherwise specified in The Company Act, shareholders meetings are convened by the Board of Directors. Shareholders meetings shall be chaired by the Chairmen. If the Chairman is unable to perform his/her duties due to leave of absence or any reasons, the Vice Chairman will take the Chairman's place in the meeting. If the Vice Chairman is also absent, the Chairman may appoint one of the directors to act on behalf. If no one is appointed, the remaining directors will appoint one among themselves to perform the Chairman's duties on behalf.
- Article 17 Except otherwise regulated by The Company Act, a shareholders meeting resolution is passed when more than half of all outstanding shares are represented in the meeting, and is approved by more than half of all voting rights represented during the meeting. In addition, when the Company has adopted an electronic voting form in accordance with the provisions of the competent authorities, the shareholders of the Company may exercise their voting rights in an electronic form. The shareholders who exercise their voting rights in an electronic form shall be deemed as voting in person; also, the

relevant matters shall be handled in accordance with the laws and regulations.

If the Company intends to apply for the suspension of public offering, it shall submit a special resolution to the shareholders' meeting.

- Article 18 Shareholders meeting resolutions must be compiled into detailed minutes, signed by the meeting chairman, and distributed to every shareholder within 20 days after the meeting. The distribution can be made by way of public announcement. The minutes must detail the date and venue of the meeting, the meeting chairman's name, the method of resolution, and the summary and results of meeting agendas. These minutes must be retained indefinitely. Shareholders' attendance sheets and proxy forms shall be retained as required by the relevant regulations. 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.

Chapter 4 The Board of Directors, Directors and Managers

- Article 19 The Company may have a total of 7~11 Directors (including 3 Independent Directors); they are elected by shareholders to serve a term of three years, which can be renewed if elected at the end of the term. The amount of shares held by Directors must comply with all relevant securities regulations.

The company has independent directors appointed as stated in the preceding paragraph in accordance with the provisions of Article 14-2 of the Securities and Exchange Act.

The Directors (including independent directors) elections were held in accordance with a nomination system. Shareholders who are with over 1% shareholding and the board of directors may propose the list of nominees for directors presented in the shareholders' meeting to be elected by the shareholders.

The nomination and announcement of Director candidates shall comply with The Company Act, the Securities and Exchange Act, and other relevant regulations.

- Article 20 The Board of Directors exercises the following authorities:
1. Approval of The Company's business strategies and plans.
 2. Approves The Company's budgets and reviews period-end closing.
 3. Approval of The Company's foundation rules.
 4. Approval of major policies within The Company.
 5. Decides the increase/decrease of raised capital, and certifies the issuance of share certificates.
 6. Draft up a proposal for the company's earnings distribution or making up for the loss.
 7. Resolves The Company's corporate bond issuance.
 8. Decisions regarding buybacks of The Company's shares.
 9. Appoints The Company's managers and finance, accounting, risk management, legal & compliance, and internal audit executives.
 10. Approves the acquisition or disposal of major assets.
 11. Sets the dates for The Company's annual general meetings or extraordinary shareholders meetings.
 12. Approves managers' performance and remuneration standards, and the

remuneration to individual directors.

13. Other matters prescribed by law or authorized by the shareholders' meeting.

Article 20-1 The Company shall assemble a Remuneration Committee, for which the Board of Directors is authorized to create its foundation rules according to the relevant regulations.

Article 20-2 The Company may set up other functional committees under the board of directors. The number, term of office, powers and other matters shall be prescribed in the organizational rules of the functional committees and the setup shall be carried out after the resolution of the board of directors.

Article 21 The Chairman of the Board of Directors shall be appointed with the presence of more than two thirds of all directors, and the supports from more than half of all present directors. The Chairman represents the company in all dealings. If necessary, a Vice Chairman can be appointed through the same procedure. If the Chairman is unable to perform his/her duties due to leave of absence or any reasons, the Vice Chairman will take the Chairman's place. If the Vice Chairman is also absent, the Chairman may appoint one of the directors to act on behalf. If no one is appointed, the remaining directors will appoint one among themselves to perform the Chairman's duties on behalf.

Board of Directors meetings are convened by the Chairman. However, the first meeting of a newly-elected board shall be convened by the director receiving the highest number of votes during the shareholders meeting. The first meetings among newly-elected boards shall take place within 15 days after the election.

The convention of a Board of Directors meeting must be advised to all Directors with detailed agenda at least 7 days in advance. However, meetings can be held in shorter notices in case of emergency.

The notice of convening the board meeting can be made electronically or by fax with the consent of the counterparty.

Article 22 Unless otherwise regulated by The Company Act, all resolutions to Board of Directors meeting agendas must be discussed among more than half of all directors, and agreed by more than half of all directors present at the meeting. The meeting minutes must be signed or stamped by the meeting chairman and the recorder, and distributed to all Directors within 20 days after the meeting. Kept as essential document files of the Company for the perpetuity of the Company.

The preparation and distribution of meeting minutes can be made in electronic form.

Article 23 If a Director is unable to attend the Board of Directors meeting in person, another director can be appointed as proxy, subject to compliance with Article 205 of The Company. The proxy arrangement must be supported by a proxy form. If the Board of Directors meeting proceeds by way of video conferencing, those who participate in the meeting using video conferencing are considered to have attended the meeting in person.

Article 24 (Deleted)

Article 25 The Company has the "Audit Committee" composed by all the independent directors in accordance with Article 14-4 of the Securities and Exchange Act.

The size, terms, responsibilities, authorities, and meeting rules relating to the Audit Committee shall comply with the Regulations Governing the Exercise of Powers by Audit Committees of Public Companies, and be governed under a separate set of

Audit Committee Foundation Rules.

Article 26 The Company employs one President and several managers; the appointment, dismissal, and remuneration of whom shall comply with Article 29 of The Company Act.

The President and managers must carry out corporate operations according to the Board of Directors' resolutions and the relevant laws.

Article 27 As a guideline, salaries to the Chairman and Vice Chairman shall be set between 50% to 200% of the President's salary. The actual sum is subject to the Board of Directors' approval.

Other remunerations and benefits to the Chairman and the Vice Chairman shall be granted according to The Company's relevant policies or in reference to industry peers. The Board of Directors is authorized to determine the level of compensation for Chairman's/Vice Chairman's resignation based on their participation and contribution to The Company, and in reference to industry peers.

The Board of Directors is authorized to determine Independent Directors' remuneration in reference to industry peers. However, they are not entitled to earnings distributions under Article 29.

Article 27-1 The Company may acquire liability insurance for board directors in accordance with the resolutions reached by the Board of Directors.

Chapter 5 Accounting

Article 28 The Company's fiscal year is from January 1 to December 31. The Board of Directors shall have the following statements prepared at the end of the fiscal year and presented in the shareholders' meeting for acceptance in accordance with the governing procedures:

1. Business report;
2. Financial statements; and
3. Earnings distribution or loss reimbursement proposal.

Article 29 The company's earnings, if any, should be first applied to pay taxes and make up for the losses over the years, and then 10% legal reserve and 20% special reserve appropriated lawfully. Also, the balance of the earnings after the appropriation or reversal of the special reserve should be completed lawfully, and the undistributed earnings of the previous year distributed according to the proposal of the board of directors and the resolution of the shareholders meeting on the distribution of shareholder dividends. The appropriation of the legal reserve and special earnings referred to in the preceding paragraph can be exempted when it is equivalent to the Company's paid-in capital.

To incentivize employees and the management team, the Company shall appropriate one per-mille (0.1‰) to five per-cent (5%) of the balance from deducting the accumulated deficits from the profit of the year (e.g. income before tax deducting the income before deducting the compensation for employees). In addition, when distributing the compensation for employees in stock or in cash, the scope of recipients may cover employees of companies under the control of or affiliated to this Company fulfilling certain requirements.

The said "certain requirements" shall be determined by the Board of Directors.

The Company optimizes its dividend policy to ensure long-term financial stability

while satisfying the needs for future growth, and thereby maximizing shareholders' interests. Detailed rules are as follows:

1. The annual dividend to be distributed should be an amount not less than 50% of the earnings available for distribution.
2. The Company may decide the weight of dividends issued in cash and in shares based on its business operations and capital requirements projected for the next year. However, cash dividends must not be lower than 30% of all dividends issued.

Chapter 6 Additional Rules

- Article 30 The Board of Directors is authorized to determine The Company's foundation rules and levels of authority.
- Article 31 Any matters that are not addressed in the Articles of Incorporation shall be governed by The Company Act and the relevant regulations.
- Article 32 The Company's Articles of Incorporation was stipulated on January 14, 1997. The 22nd amendment was completed on May 17, 2013; the 23rd amendment was completed on May 20, 2014; the 24th amendment was completed on May 21, 2015; the 25th amendment was completed on May 18, 2016; the 26th amendment was completed on May 17, 2017; the 27th amendment was completed on May 23, 2019; the 28th amendment was completed on May 27, 2020; the 29th amendment was completed on July 5, 2021; the 30th amendment was completed on May 24, 2022; 31st amendment was completed on May 24, 2023 and implemented with the resolutions reached in the shareholders' meeting, same as the amendment.

Yuanta Futures Co., Ltd.

Rules of Procedure for Shareholders Meetings

The amendment was resolved in the shareholder's meeting on June 7, 2005

The amendment was resolved in the shareholder's meeting on March 22, 2007

The amendment was resolved in the shareholder's meeting on June 2, 2009

The amendment was resolved in the shareholder's meeting on October 6, 2011

The amendment was resolved in the shareholder's meeting on October 6, 2011

The amendment was resolved in the shareholder's meeting on May 23, 2012

It was resolved for re-set in the shareholder's meeting on May 17, 2013

The amendment was resolved in the shareholder's meeting on May 21, 2015

The amendment was resolved in the shareholder's meeting on May 27, 2020

The amendment was resolved in the shareholder's meeting on July 5, 2021

The amendment was resolved in the shareholder's meeting on May 24, 2022

Article 1 For the purpose of establishing the Company's shareholder's meeting governance system, developing monitoring functions, and enhancing the management mechanism, the Rules are stipulated in accordance with Article 5 of the Company's "Corporate Governance Best-Practice Principles" for compliance.

Article 2 The Company's "Shareholders Meeting Rules' Meetings," unless otherwise provided by the law and regulations or Articles of Incorporation, should be processed in accordance with the Rules.

Article 3 The Company's shareholders' meetings, unless otherwise provided by the law and regulations, should be convened by the Board of Directors.

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

The preparation and upload of the Company's notice of shareholders' meeting and Agenda Handbook is processed in accordance with the Company Act, Securities and Exchange Act, Regulations Governing Content and Compliance Requirements for Shareholders' Meeting Agenda Handbook of Public Companies, and the regulations published by the competent authorities.

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 cease of public offering, approval of competing with the company by directors, profit distributed in the form of new shares, additional paid-in capital distributed in the form of new shares, the dissolution, merger, or demerger of the corporation, or any matter under Paragraph 1 of Article 185 of the Company Act, Article 26-1 and Article 43-6 of the Stock Exchange Act, and Article 56-1 and Article 60-2 of the "Regulations Governing the Offering and Issuance of Securities by Securities Issuers" should be detailed in the meeting notice instead of being proposed in motions.

The reason for the convening of the shareholders' meeting is indicated as a full re-election of directors, and the date of assuming office is specified. After the re-election in the

shareholders' meeting is completed, the date of assuming office shall not be changed via an extraordinary motion or other means at the same meeting.

A shareholder holding one percent or more of the total number of issued shares may submit to the Company 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. The board of directors may not have the proposals presented by shareholders that fall in the scope of Article 172-1 Section 4 of the Company Act included for discussion. A shareholder proposal proposed for urging the company to promote public interests or fulfill its social responsibilities should be handled in accordance with the provision of Article 172-1 of the Company Act, is limited to one item only, and no more than one item will be included in the meeting agenda.

The company shall, prior to the book-close date for the general shareholders' meeting, publicly announce the acceptance of shareholder's proposals, written or electronic acceptance method, acceptance venue and acceptance period; the acceptance period shall be no less than 10 days.

A proposal submitted by shareholders must not exceed 300 Chinese characters. Any proposal containing more than 300 Chinese characters will not be included in the agenda. A shareholder who has submitted a proposal must attend the regular shareholders' meeting in person or by proxy and participate in the discussion of his or her proposal.

The Company shall notify the shareholder submitting the proposal of the status of his or her proposal before the date when the notice of the shareholders' meeting is sent, and include the proposals that have met the requirements in this article in the meeting notice. The Board shall provide reasons for not including a shareholder's proposal in the agenda at the shareholders' meeting.

Article 4 Shareholders may issue a proxy printed by the Company with the scope of authorization defined to attend the shareholders' meeting.

It is one shareholder one proxy and limited to one commission that should be delivered to the Company 5 days before the shareholders' meeting date. The matter of proxy received in duplication is handled in accordance with the "first arrival" principle. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.

If, after the Company has received a proxy form, a shareholder sending the proxy form decides to attend the shareholders' meeting in person or intends to exercise his or her voting rights in writing or electronically, he or she shall issue a written notice to revoke the authorization to the Company two days before the shareholders' meeting. If the revocation is not provided within the specified time limit, exercise of the voting rights by the proxy attending the meeting shall prevail.

If, after a proxy form is delivered to the Company, a shareholder wishes to attend the shareholders meeting online, a written notice of proxy cancellation shall be submitted to the Company 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 the Company, 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.

The restrictions on the place of the meeting shall not apply when the Company convenes

a virtual-only shareholders meeting.

Article 6 The Company shall specify in its shareholders meeting notices the time during which attendance registrations for shareholders, solicitors and proxies (collectively “shareholders”) will be accepted, the place to register for attendance, and other matters for attention. For a virtual shareholders’ meeting convened, the company shall indicate in the shareholders’ meeting notice how shareholders should attend the virtual meeting and exercise their rights, actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents, or other force majeure events, the date the meeting is postponed or resumed when necessary, and other matters needing attention. For a virtual-only shareholders’ meeting, it is necessary to specify appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders’ meeting online.

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, shall be at least 30 minutes prior to the time the virtual shareholder 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 at the virtual meeting platform. Shareholders who have completed the registration shall be deemed as attending the shareholder meeting in person.

Shareholders shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. The Company 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.

The Company 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.

The Company shall have the Agenda Handbook, annual reports, attendance card, statement slip, ballots, and other meeting materials delivered to the shareholders presented; also, the ballot will be distributed to the directors for the election of directors, if any.

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.

In the event of a virtual shareholders meeting, shareholders wishing to attend the meeting online shall register with the Company two days before the meeting date.

For a virtual shareholder meeting, the Company shall upload the agenda handbooks, annual reports, and other relevant materials to the virtual meeting platform at least 30 minutes prior to the time the meeting commences till the end of the meeting.

Article 7 If the shareholders’ meeting is convened by the board of directors, the chairman of the board is to preside the meeting. If the chairman of the board is on leave of absence or for some reason cannot perform duty, the representative of the Chairman is appointed in accordance with the Company Act.

The director who is the representative of the chairman to preside the meeting referred to above must have already served the term for more than six months and understand the Company’s finance and business conditions. The same shall be true for a representative of a juristic person director that serves as chair.

The Chairman shall personally preside the Shareholders’ meeting that is convened by the

Board of Directors; also, a majority of the Board of Directors and at least one member of each functional committee should attend the meeting with the attendance recorded in the minutes of meeting.

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.

The Company 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 The Company shall have the admission of the shareholders, the meeting in session, and the voting and vote counting process recorded and filmed uninterruptedly.

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 ballots shall be retained until the conclusion of the litigation.

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

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

Article 9 The attendance of the shareholders' meeting is counted by the shareholding. The number of shares in attendance shall be calculated according to the shares indicated by the sign-in cards and the number of shares registered on the virtual meeting platform, plus the number of shares whose voting rights are exercised in writing or electronically.

The chair shall call the meeting to order at the scheduled meeting time and shall announce the shares without voting rights and the shares presented by the attending shareholders at the same time.

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 1 month. The shareholders who intend to attend the virtual shareholder meeting by means of visual communication network shall complete the registration with the Company in accordance with Article 6.

If the number of shares represented during the meeting accumulates to more than half of all outstanding shares, the chairman may re-propose the temporary resolutions for final voting according to Article 174 of The Company Act.

Article 10 If the shareholders' meeting is convened by the board of directors, its agenda shall be determined by the board of directors, and all relevant proposals shall be voted. The

meeting shall be conducted in accordance with the scheduled agenda, which shall not be changed without the 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 Shareholders who wish to speak during the meeting must produce a Speak Request Form detailing the topics and the shareholder's name and account number (or the attendance ID serial). The order of shareholders' comments will be determined by the meeting chairman.

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.

Where a virtual shareholders meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting open until the chair declaring the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. The regulations in paragraphs 1 to 5 do not apply.

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

Article 12 The balloting of the shareholders' meeting is counted by the shareholding.

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 the Company, 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 Shareholders are entitled to one balloting right per share except for those restricted without any voting right granted or those without any voting according to Article 179 Paragraph 2 of the Company Act.

When the Company 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 the Company 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 the Company before two days before the date of the shareholders meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except for a declaration to revoke a prior expression of intent.

After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders meeting in person or online, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to the Company, 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 the Company'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. The Chairman or the designated personnel are to announce the total number of balloting rights of the shareholders presented at the time of balloting. The result of the votes of approval, objection, or waiver casted by shareholders will be posted on the MOPS (Market Observation Post System) at the end of the shareholders' meeting.

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 the Company.

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.

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

When the Company convenes a hybrid shareholders meeting, if shareholders who have registered to attend the meeting online in accordance with Article 6 decide to attend the physical shareholders meeting in person, they shall revoke their registration two days before the shareholders meeting in the same manner as they registered. If their registration is not revoked within the time limit, they may only attend the shareholders meeting online.

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

Article 14 The election of directors at a shareholders meeting shall be held in accordance with the applicable election and appointment rules adopted by the company, and the voting results shall be announced on-site immediately, including the names of those elected as directors and the numbers of votes with which they were elected.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least one year. However, if a shareholder makes a litigious claim against The Company according to Article 189 of The Company Act, the above mentioned documents must be retained until the end of the litigation.

Article 15 The resolutions reached in the shareholders' meeting must be documented in the minutes of meeting for the signature or seal of the Chairman. The minutes of meeting must be distributed to the shareholders in 20 days. The meeting minutes may be produced and distributed in electronic form.

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

The minutes of the meeting shall record the date, venue, name of the chairman, method of resolution, essentials of the meeting process and voting results (including the number of voting rights). When there is an election of directors, the number of votes received by each elected director shall be disclosed and shall be kept permanently during the company's existence.

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

force majeure events, and how issues are dealt with shall also be included in the minutes.

Article 16 The Company shall prepare the statistics of the number of shares acquired by the solicitors, the number of shares represented by the entrusted agents, and the number of shares held by the shareholders attending the meeting in writing or electronically in an appropriate format as prescribed on the shareholder meeting date and should be disclosed on the shareholder meeting date. For a virtual shareholder meeting, the Company shall have the aforementioned data uploaded to the virtual meeting platform at least 30 minutes prior to the time the meeting commences till the end of the meeting.

The Company while holding a virtual shareholder meeting should have the number of shares represented by the attending shareholders announced on the virtual meeting platform at the time of calling the meeting to order. The same applies to the number of voting rights counted separately during the meeting.

If the resolutions reached in the shareholders' meetings involving material information regulated by law and regulations and the ROC GTSM, the Company shall within the prescribed time have the material information uploaded to the MOPS.

Article 17 The service personnel for the shareholders' meeting shall wear identification badges or armbands.

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 the Company, 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 The Chairman at his/her discretion may announce the meeting in recess; also, may announce to have the meeting suspended due to force majeure and announce the time for the meeting to resume.

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 of having the meeting postponed or continued can be reached within 5 days in the shareholders' meeting in accordance with Article 182 of the Company Act.

Article 19 In the event of a virtual shareholders meeting, the Company shall disclose real-time results of votes and election immediately after the end of the voting session on the virtual meeting platform according to the regulations, and this disclosure shall continue at least 15 minutes after the chair has announced the meeting adjourned.

Article 20 When the Company convenes a virtual-only shareholders meeting, both the chair and secretary shall be in the same location, and the chair shall declare the address of their location when the meeting is called to order.

Article 21 In the event of a virtual shareholders meeting, the Company may offer a simple connection test to shareholders prior to the meeting, and provide relevant real-time services before and during the meeting to help resolve communication technical issues.

In the event of a virtual shareholders meeting, when declaring the meeting open, the chair shall also declare, unless under a circumstance where a meeting is not required to be

postponed to or resumed at another time under Article 44-20 of the Regulations Governing the Administration of Shareholder Services of Public Companies, if the virtual meeting platform or participation in the virtual meeting is obstructed due to force majeure events before the chair has announced the meeting adjourned, and the obstruction continues for more than 30 minutes, the annual general meeting shall be postponed to or resumed on another date, in which case Article 182 of the Company Act shall not apply.

When the shareholder meeting is postponed or reconvened in accordance with the preceding paragraph, the voting and vote count completed and announced or the proposal regarding the list of elected directors need not be re-discussed or resolved.

The company when postponing or resuming a meeting according to paragraph II shall handle the preparatory work based on the date of the original shareholders' meeting in accordance with the requirements listed under Article 44-20, paragraph 4 of the "Regulations Governing the Administration of Shareholder Services of Public Companies." Also, those who are in the register of shareholders on the book-entry closing date are entitled to attend the shareholders' meeting.

For dates or period set forth under Article 12, second half, and Article 13, paragraph 3 of Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, and Article 44-5, paragraph 2, Article 44-15, and Article 44-17, paragraph 1 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall handle the matter based on the date of the shareholders meeting that is postponed or resumed under the second paragraph.

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

When convening a virtual-only shareholders meeting, the Company shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders' meeting online.

Article 22 These rules will be implemented after being approved in the shareholders' meeting, same as the amendment.