



Stock Code:6670

FuSheng Precision Co., Ltd.

2025 Annual Shareholders' Meeting

Meeting Agenda (Translation)

Date : June 19, 2025

Place : No.398, Taoying Rd., Taoyuan Dist., Taoyuan City, Taiwan
(Chuto Hotel, RuYi Meeting Room)

This report has been prepared in Mandarin and English respectively. In case of any discrepancy or inconsistency between the Mandarin and the English versions, the Mandarin version shall prevail.

Table of Contents

	Page
I 、 Meeting Procedures.....	1
II 、 Meeting Agenda.....	2
1. Reported Items	3
2. Acknowledged Items	4
3. Discussion Items.....	5
4. Other Business and Special Motion.....	6
III 、 Attachment	
1. Business Report (2024)	7
2. Audit Committee's Review Report (2024)	8
3. Endorsement/Guarantee provided to others of the Company (2024)	9
4. Directors' Remuneration (2024)	10
5. The Communications among the Independent Directors, the Head of Internal Audit, and CPAs.....	12
6. Independent Auditors' Report and Financial Statements (2024)	17
7. Earnings Distribution Table (2024)	37
8. Comparison of Amendments to the “Rules of Procedure for Shareholders' Meeting”.....	38
9. Comparison of Amendments to the “Articles of Incorporation”.....	41
IV 、 Appendix	
1. Rules of Procedure for Shareholders' Meeting (Prior to the Amendment)	43
2. Articles of Incorporation (Prior to the Amendment).....	56
3. Shareholdings of All Directors	63

FuSheng Precision Co., Ltd.
2025 Annual Shareholders' Meeting

Meeting Procedures

1. Call Meeting to Order
2. Chairman's Welcome Speech
3. Reported Items
4. Acknowledged Items
5. Discussion Items
6. Other Business and Special Motion
7. Meeting Adjourned

FuSheng Precision Co., Ltd.
2025 Annual Shareholders' Meeting
Meeting Agenda

Time : 9:00 AM, Thursday, June 19, 2025

Place : No.398, Taoying Rd., Taoyuan Dist., Taoyuan City, Taiwan

(Chuto Hotel, RuYi Meeting Room)

e-Meeting Platform : Taiwan Depository & Clearing Corporation (TDCC)

(<https://www.stockvote.com.tw>)

1. Call Meeting to Order (Report Attendants)

2. Chairman's Welcome Speech

3. Reported Items

1) To report 2024 business report

2) Audit Committee's review report in 2024

3) To report 2024 Distribution of employees' and directors' compensation

4) To report Endorsement/Guarantee provided to others for the end of 2024

5) Directors' Remuneration in 2024

6) To report the status of 1st domestic unsecured convertible corporate bonds

7) The communications among the independent directors, the head of internal audit, and CPAs

4. Acknowledged Items

1) To approve the Company's 2024 business report and financial statements

2) To approve the Company's 2024 distribution of earnings

5. Discussion Items

1) To revise the Company's "Rules of Procedure for Shareholders' Meeting"

2) To remove the non-compete restrictions on the Company's directors.

3) To revise the Company's "Articles of Incorporation"

6. Other Business and Special Motion

7. Meeting Adjourned

Reported Items

1. To report 2024 business report

Explanatory Notes: Refer to Attachment 1 (page 7) for the 2024 business report.

2. Audit Committee's review report in 2024

Explanatory Notes: Refer to Attachment 2 (page 8) for the 2024 Audit Committee's review report.

3. To report 2024 distribution of employees' and directors' compensation

Explanatory Notes: 1) According to Article 27 of the Company's "Articles of Incorporation".

2) The allocation of 2024 profits distribution in the form of employees' compensation and the directors' remuneration resolved by the Board of Directors is set forth as NT\$93,604,101 and NT\$1,500,000 respectively, both distributed in cash.

4. To report Endorsement/Guarantee provided to others for the end of 2024

Explanatory Notes: Refer to Attachment 3 (page 9) for Endorsement/Guarantee provided to others for the year ended December 31, 2024

5. Directors' Remuneration in 2024

Explanatory Notes: Refer to Attachment 4 (page 10 to 11) for compensation paid to directors and independent directors in 2024.

6. To report the Status of 1st Domestic Unsecured Convertible Corporate Bonds

Explanatory Notes: 1) In order to repay bank loans and replenish working capital, the company issued the first domestic unsecured corporate bonds and was approved by the Financial Supervisory Commission with the approval letter No. 1100379166 on February 7, 2022.

2) Issuance and conversion status of the bonds:

Issue Date:	April 11, 2022
Total Issue Amount:	The total volume issued was 15,000 units with face value of NT\$100,000 per unit. Total issued amount was NT\$ 1,500,000,000
Interest Rate on Yearly Basis (%):	0.00
Maturity Period:	3 years; maturity date on April 11, 2025
Converted Amount:	As of maturity date on April 11, 2025, 14,828 units of the bond were converted to 8,356,973 common shares; The total outstanding face value of the bonds was NT\$17,200,000, which the Company repaid to the investors in cash.

7. The communications among the independent directors, the head of internal audit, and CPAs

Explanatory Notes: Refer to Attachment 5 (page 12 to 16) for the communications among the independent directors, the head of internal audit, and CPAs.

Acknowledged Items

1. (Proposed by the Board of Directors)

Proposal: To approve the Company's 2024 business report and financial statements.

Explanatory Notes: 1) The Company's 2024 Parent Company Only and Consolidated Financial Statements were audited by independent auditors Zhi-Hui Yang and Chiao-Ying Chang of Ernst & Young Taiwan. The financial statements and the 2024 Business Report have been submitted to the Audit Committee for review and approval.

2) Refer to Attachment 1 (page 7) for the 2024 Business Report, and Attachment 6 (page 17 to 36) for Independent Auditors' Report and Financial Statements.

Resolution:

2. (Proposed by the Board of Directors)

Proposal: To approve the Company's 2024 Distribution of Earnings.

Explanatory Notes: 1) According to the Board resolution on March 11, 2025, each common share holder will be entitled to receive a cash dividend of NT\$19.7 per share. The Chairman is authorized to determine the cash dividend record date and payment date upon the approval of the profit distribution proposal at the Annual Meeting of Shareholders.

2) Cash dividend distributions are calculated by the distribution ratio and rounded down to dollar. Adjustments are made in the descending order of the total sum of decimal number and the serial number of the account number to meet the total cash dividend distribution.

3) In the cases of other subjective and objective factors that will affect the total number of outstanding shares of the Company, it is proposed that the chairman of the Board shall be authorized to adjust the distribution ratio of the total proposed profit distribution of common stocks according to the actual number of shares in circulation on the record date.

4) Refer to Attachment 7 (page 37) for the 2024 Earnings Distribution Proposal.

Resolution:

Discussion Items

1. (Proposed by the Board of Directors)

Proposal: To revise the Company's "Rules of Procedure for Shareholders' Meeting".

Explanatory Notes: 1) Amend certain provisions of the "Rules of Procedure for Shareholders' Meeting" in order to comply with the Letter announced by the Taiwan Exchange.

2) Refer to Attachment 8 (page 38 to 40) for Comparison of Amendments to the "Rules of Procedure for Shareholders' Meeting"

Resolution:

2. (Proposed by the Board of Directors)

Proposal: To remove non-compete restrictions on the Company's directors.

Explanatory Notes: 1) Pursuant to Article 209 of the Company Act, "a director who engages in any behavior for himself/herself or on behalf of another person that is within the scope of the company's business shall explain such behavior to the meeting of shareholders and obtain its approval."

2) To draw on the expertise and relevant experience of the Company's directors to the benefit of the Company, it is proposed for resolution to remove the non-competition restrictions on the directors.

3) Removal of non-compete restrictions on the Company's directors, as below:

Name	Current Other Positions
Ching-Sheng Chiang	Chairman of Zhong Shan Worldmark Sporting Goods Ltd. Director of Zhong Shan LongXing Precision Director of World Gate Holding Ltd. Director of Fu Sheng Industrial Co., Ltd. Director of FS-Precision Tech Co., LLC Director of Fusheng Electronics Corporation Chairman of NFT Technology Co., Ltd. Director of Minson Integration, Inc.

Resolution:

3. (Proposed by the Board of Directors)

Proposal: To revise the Company's "Articles of Incorporation"

Explanatory Notes: 1) In response to the amendment to the Securities and Exchange Act, listed (OTC) companies should stipulate in their articles of association that a certain percentage of annual profits should be set aside to adjust the salaries or distribute remuneration for grassroots employees, and the scope of "grassroots employees" should be defined.

2) Refer to Attachment 9 (page 41 to 42) for Comparison of Amendments to the "Articles of Incorporation".

Resolution:

Other Business and Special Motion

Meeting Adjourned

FuSheng Precision Co., Ltd.

Business Report

1. Business Direction

The company adheres to the corporate culture of "seeking truth from facts and pursuing excellence" and has been displaying a strong performance in the fiercely competitive environment. With the rapid evolution in the industry, competition among rivals has not only focused on quality, price, service, delivery and technology but has further elevated to global supply chain management and the integration of corporate resources. In addition to rooting in the golf club head manufacturing, the company is gradually expanding its global and cross-industry footprint by implementing "innovation," "technology," "service," and "green," aiming to create more value for customers, shareholders, employees and society.

2. Business Overview

In 2024, the company's golf business came to an end due to customer inventory adjustments, and the number of golfers and terminal demand remained high, resulting in a significant increase in departmental revenue compared to the previous year, and coupled with the good performance of subsidiaries Minson and Zhongshan Aubo, the overall revenue hit the second-highest record in history. In addition, under the dual effects of factory expansion in Vietnam and the appreciation of the US dollar, the overall gross margin also increased significantly compared to the previous year. In addition, the company acquired ASIC in the third quarter of 2024 and officially entered the field of automotive components manufacturing, and we hope to bring more diversified growth momentum to the company.

3. Financial result

The Sales for 2024 was NTD 28,370m, an increase of 16.4% compared to NTD 24,381m in 2023. Net profit for 2024 was NTD 3,796m, an increase of 57.9% compared to NTD 2,404m in 2023. The main reason is the significant increase in the number and unit price of golf and other sports product orders. In addition, getting benefit from the continued strengthening of the US dollar, both revenue and profits showed significant growth.

4. Operating Implementation

1) Operating revenue

The Sales for 2024 was NTD 28,370m, an increase of 16.4% compared to NTD 24,381m in 2023. The main reason is that customers have destocked and increase the orders, coupled with the benefit of exchange rate factors, resulting in a significant increase in overall revenue.

2) Operating expenditure

The COGS percentage for 2024 was 73.34%, a decrease of 3.49% compared to 76.83% in 2023. Operating expense percentage for 2024 was 10.24%, a decrease of 0.45% compared to 10.69% in 2023. Mainly due to the increase in sales, and resulting in lower costs.

5. Profitability analysis

In 2024, the company achieved Gross Margin of 26.66%, an increase of 3.49% compared to 23.17% in 2023. The Operating Profit Margin for 2024 was 16.42%, an increase of 3.94% compared to 12.48% in 2023. Net Profit Margin for 2024 was 13.38%, also an increase of 3.52% compared to 9.86% in 2023. The main reason is the increase in sales and achieving the economic scales , and resulting in lower costs.

6. Research and development status

Aligned with the spirit of ESG, the company has invested heavily in automation, smart manufacturing, and the development and introduction of new materials and processes, and has provided technologies and solutions that meet the demand, which have been deeply recognized by customers. And the company will continue to expand its investment in research and development to further strengthen its core capabilities and competitiveness, and to consolidate and deepen its leading position in the industry.

Audit Committee's Review Report

The Board of Directors has prepared the Company's 2024 Business Report, Financial Statements (including consolidated financial statements), and proposal for distribution of earnings. Of which, the Financial Statements (including consolidated financial statements) have been audited by Ernst & Young Taiwan. The 2024 Business Report, Financial Statements (including consolidated financial statements), and proposal for distribution of earnings have been audited by us as the Audit Committee of the Company. We deem no inappropriateness in these documents. Pursuant to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, we hereby submit this report. Please review.

FuSheng Precision Co., Ltd.

Chairman of the Audit Committee: Victor Wei-Chi Liu

March 11, 2025

FuSheng Precision Co., Ltd.
Endorsement/Guarantee provided to others for the year ended December 31, 2024

(Unit : thousands of NTD/thousands of USD)

No. (Note 1)	Endorsement guarantee	Receiving Party		Limited of Endorsement/ Guarantee Amount for receiving party (Note3)	Maximum Balance of the period (Note4)	Ending Balance (Note5)(Note8)	Actual Amount provided (Note6)(Note8)	Amount of Endorsement/ Guarantee collateralized	Percentage of Accumulated Endorsement/ Guarantee to Net Equity per latest Financial statements	Limit on the Endorsement/ Guarantee Amount (Note 3)	Parent Company Endorsed or Guaranteed for the Subsidiaries (Note 7)	Subsidiaries Endorsed or Guaranteed for the Parent Company (Note 7)	Endorsement or Guarantee for Entities in China (Note 7)
		Company Name	Relationship (Note2)										
0	Fusheng Precision Co., Ltd.	World Gate Holdings Ltd.	2	\$36,682,613	\$524,480 (USD16,000)	\$524,480 (USD16,000)	\$-	None	3.57%	\$36,682,613	Y	-	-
0	Fusheng Precision Co., Ltd.	FS-Precision Tech Co., LLC.	2	36,682,613	655,600 (USD20,000)	655,600 (USD20,000)	262,240 (USD8,000)	None	4.47%	36,682,613	Y	-	-
0	Fusheng Precision Co., Ltd.	Extensor World Trading Ltd. (Hong Kong)	2	36,682,613	983,400 (USD30,000)	983,400 (USD30,000)	-	None	6.70%	36,682,613	Y	-	-
0	Fusheng Precision Co., Ltd.	Alloy Seiko Technology (Jiangsu) CO.,LTD.	2	17,607,654	269,400 (RMB60,000)	269,400 (RMB60,000)	22,450 (RMB5,000)	None	1.84%	36,682,613	Y	-	Y
0	Fusheng Precision Co., Ltd.	Alloy Seiko Industry (SZ) Co., LTD.	2	17,607,654	404,100 (RMB90,000)	404,100 (RMB90,000)	49,390 (RMB11,000)	None	2.75%	36,682,613	Y	-	Y
0	Fusheng Precision Co., Ltd.	NFT Technology Co., Ltd.	2	17,607,654	240,000	240,000	92,640	None	1.64%	36,682,613	Y	-	-
1	MINTECH ENTERPRISES COMPANY LIMITED	MINSON ENTERPRISES (THAILAND) COMPANY LIMITED	4	415,905	143,520 (THB150,000)	143,520 (THB150,000)	-	143,520 (THB150,000)	0.98%	415,905	N	-	-
1	MINTECH ENTERPRISES COMPANY LIMITED	MENXON ENTERPRISES (THAILAND) COMPANY LIMITED	4	415,905	143,520 (THB150,000)	143,520 (THB150,000)	-	143,520 (THB150,000)	0.98%	415,905	N	-	-
1	MINTECH ENTERPRISES COMPANY LIMITED	MINONE ENTERPRISES COMPANY LIMITED	4	415,905	95,680 (THB100,000)	95,680 (THB100,000)	-	95,680 (THB100,000)	0.65%	415,905	N	-	-
2	Zhong Shan Worldmark Sporting Goods Ltd.	Alloy Seiko Technology (Jiangsu) CO.,LTD.	2	6,587,316	246,950 (RMB55,000)	246,950 (RMB55,000)	-	None	1.68%	13,723,575	Y	-	Y

Note 1 : The Company and its subsidiaries are coded as follows:

(1)The Company is coded "0".

(2)The subsidiaries are coded starting from "1" in numerical order.

Note 2 : The relationship between the guarantor of the endorsement and the object to be guaranteed is as follows:

(1)An investee that has a business relationship with the Company

(2)A subsidiary in which the Company holds directly over 50% of equity interest.

(3)An investee in which the Company and its subsidiaries hold over 50% of equity interest.

(4)An investee in which the Company holds directly or indirectly over 90% of equity interest.

(5)A company which needs mutual insurance basing on the construction agreement.

(6)A company in which the Company endorses or guarantees basing on the holding proportion of mutual investments.

(7)The performance guarantee of the preconstruction real estate contact between the same industry in accordance with the Consumer Protection Law is jointly guaranteed.

Note 3 : The maximum of endorsement guarantee to a single entity is capped at 120% of the Company's net value; 100% directly and indirectly owned subsidiaries are not subject to such limitation, however the maximum amount of guarantee shall not exceed 250% of the Company's net value.

The total guarantee provided externally is limited to 250% of the Company's net value; the total accumulated external guarantee the Company and subsidiaries provided shall not exceed 250% of the Company's net value.

MINTECH ENTERPRISES COMPANY LIMITED : The total amount of guarantees endorsed by the Company shall not exceed 100% of the Company's net worth. The limit for guarantees endorsed to a single enterprise shall not exceed 40% of the Company's net worth.

For subsidiaries in which the Company's parent company directly or indirectly holds 100% of the voting shares, the amount of guarantees endorsed among these subsidiaries shall not be subject to this limit, but still shall not exceed 100% of the Company's net worth.

Zhong Shan Worldmark Sporting Goods Ltd. : The total amount of guarantees endorsed by the Company shall not exceed 100% of the Company's net worth. The limit for guarantees endorsed to a single enterprise shall not exceed 40% of the Company's net worth.

For subsidiaries in which the Company's parent company directly or indirectly holds 100% of the voting shares, the amount of guarantees endorsed among these subsidiaries shall not be subject to this limit, but still shall not exceed 100% of the Company's net worth.

Note 4 : The maximum amount of the Company and its subsidiaries' endorsement or guarantee to others.

Note 5 : It should be filled in the amount which approved by the Board of Directors. However, it should be filled in the amount which utilized by the chairman, whom authorized by the Board of Directors in accordance with Subparagraph 8,Article 12 of Guidelines for Lending of Capital, Endorsements and Guarantees by Public Companies.

Note 6 : Fill in the actual amount drawn from the balance.

Note 7 : Fill in "Y" if it belongs to "Parent Company Endorsed or Guaranteed for the Subsidiaries", "Subsidiaries Endorsed or Guaranteed for the Parent Company", or "Endorsement or Guarantee for Entities in China".

Note 8 : Foreign currency were exchanged by exchange rate as at balance sheet date.

FuSheng Precision Co., Ltd.
Directors' Remuneration in 2024

Unit: NT\$'000; thousand shares

Title	Name	Director's Remuneration								Total Amount of (A+B+C+D) and as a % of Net Income		Compensation Earned by a Director Who is an Employee of FSP or of FSP's Consolidated Entities								Compensation Paid to Directors from Non-consolidated Affiliates or Parent Company			
		Base Compensation (A)		Severance Pay and Pension (B)		Compensation to Director (C)		Allowances (D)				Base Compensation, Bonuses, and Allowances (E)		Severance Pay and Pensions (F)		Employees' Profit Sharing Bonus (G)							
		From FSP	From All Consolidated Entities	From FSP	From All Consolidated Entities	From FSP	From All Consolidated Entities	From FSP	From All Consolidated Entities	From FSP	From All Consolidated Entities	From FSP	From All Consolidated Entities	From FSP	From All Consolidated Entities	Cash	Stock	Cash	Stock				
Chairman	Liang-Chen Lee	0	0	0	0	1,500	1,700	0	0	1,500 0.04	1,700 0.04	23,108	24,159	0	0	11,850	0	11,850	0	36,458 0.96	37,709 0.93	None	
Director	Ching-Sheng Chiang																						
Director	Representative of Lien Chang Investment Co., Ltd. Wang-Ming Lee																						
Director	Representative of TGVEST Associates (One) Co., Ltd. Duen-Chian Cheng																						
Independent Director	Wei-Chi Liu	6,000	6,000	0	0	0	0	0	0	6,000 0.16	6,000 0.15	0	0	0	0	0	0	0	6,000 0.16	6,000 0.15	None		
Independent Director	Chi-Tzu Kao																						
Independent Director	Chih-Kang Chen																						
1. Independent Directors' remuneration policies, procedures, standards and structure, as well as the linkage to responsibilities, risks, and time spent: (1) No transportation allowance and attendance fee. (2) Director's Remuneration: According to the Articles of Incorporation, remuneration paid to directors every year shall be no more than 0.5% of annual profits. Independent directors were paid by a fixed amount, and no additional compensation was paid. 2. In addition to the remuneration disclosed in the table above, remuneration received by the Directors for services in the most recent year (e.g., serving as external consultants of the parent company/all companies listed in the financial statements/reinvestment companies): None.																							

Range of Remuneration	Name of Directors			
	Total of (A+B+C+D)		Total of (A+B+C+D+E+F+G)	
	The company	Companies in the consolidated financial statements	The company	Companies in the consolidated financial statements (I)
Less than NT\$ 1,000,000	Liang-Chen Lee, Ching-Sheng Chiang, Wang-Ming Lee, Duen-Chian Cheng	Liang-Chen Lee, Ching-Sheng Chiang, Wang-Ming Lee, Duen-Chian Cheng	Liang-Chen Lee, Duen-Chian Cheng	Liang-Chen Lee, Duen-Chian Cheng
NT\$1,000,000 ~ NT\$1,999,999	Chih-Kang Chen , Chi-Tzu Kao	Chih-Kang Chen , Chi-Tzu Kao	Chih-Kang Chen , Chi-Tzu Kao	Chih-Kang Chen , Chi-Tzu Kao
NT\$2,000,000 ~ NT\$3,499,999	Wei-Chi Liu	Wei-Chi Liu	Wei-Chi Liu	Wei-Chi Liu
NT\$3,500,000 ~ NT\$4,999,999	0	0	0	0
NT\$5,000,000 ~ NT\$9,999,999	0	0	0	0
NT\$10,000,000 ~ NT\$14,999,999	0	0	Wang-Ming Lee	Wang-Ming Lee
NT\$15,000,000 ~ NT\$29,999,999	0	0	Ching-Sheng Chiang	Ching-Sheng Chiang
NT\$30,000,000 ~ NT\$49,999,999	0	0	0	0
NT\$50,000,000 ~ NT\$99,999,999	0	0	0	0
Greater than or equal to NT\$100,000,000	0	0	0	0
Total	7	7	7	7

FuSheng Precision Co., Ltd

The Communications among the Independent Directors, the Head of Internal Audit, and CPAs

1st Meeting of 2024

I .Follow-up on Previous Instructions or Recommendations from Independent Directors

Instructions or Recommendations from Independent Directors	Implementation Status
1. Strengthen the subsidiary's internal control system implementation and operational audit.	1. Based on the risk assessment results, important and non-important subsidiaries have been included in the 2024 audit plan.
2. Strengthen the internal control framework and promotion of carbon credits, ESG, carbon neutrality, and green energy.	2. The company has multiple production sites in locations including Taiwan, China, Vietnam, and Thailand, all equipped with solar energy facilities to generate green energy and reduce reliance on carbon-emitting electricity.
3. Develop value-added functions, such as streamlining processes, eliminating inertia, adopting AI and digitalization, and reducing costs.	3. The audit department is committed to leveraging new technologies and innovative thinking to cultivate digital audit capabilities, thereby enhancing our team's contribution to the organization.
4. Enhance internal control audits for information security.	4. Our company obtained ISO-27001 certification on October 27, 2023. Audit department colleagues have participated in auditor training. In 2024, in addition to internal control information security audits, maintenance audits for ISO annual certification will also be conducted.

II. Report Items

Topic	Audit Report and Explanation	Suggestions and Comments from Independent Directors
I. Audit department organization and manpower	Report on audit manpower for the first half of 2024.	No comments from the independent directors.
II. Progress of the annual audit plan	As of July 31, 36 audit cases were scheduled for execution; 33 cases have been completed, and reports for the remaining 3 cases are being consolidated.	No comments from the independent directors.
III. Audit findings and closure progress	Report on the number of audit findings and closure progress as of July 31	No comments from the independent directors.

Topic	Audit Report and Explanation	Suggestions and Comments from Independent Directors
IV. Digital audit operation development plan	Explanation of application goals and execution plans.	Independent directors' suggestions incorporated into the records of Topic V
V. Instructions from Independent Directors	Please provide suggestions or requests.	<p>Independent Director Chi-Tzu Kao's advice:</p> <ol style="list-style-type: none"> 1. Assist in exploring emerging digital technologies in the market and providing them for internal reference, such as for the MIS or manufacturing units. This can also be used as the foundation for data analysis in audits through the promotion of digitalization. 2. Consider areas where the audit team can contribute to sustainability and green energy topics, such as carbon emissions or the proportion of green energy at various plants, to help the company promote its global green energy strategy and enhance its competitiveness within the industry. <p>Independent Director Wei-Chi Liu's advice:</p> <ol style="list-style-type: none"> 3. Conduct more research on the application of generative AI audit software. 4. Assist the company in promoting the establishment of on-site databases and quality control. 5. Include the company's ESG carbon reduction goals and progress in the audit plan to verify actual implementation. <p>Independent Director Chih-Kang Chen's advice:</p> <ol style="list-style-type: none"> 6. What are the actual applications of ChatGPT in audits? 7. When audit findings repeatedly occur, consider whether it is a system or management process issue and how to effectively improve it, such as in the case of approved vendor list (AVL) transaction control, procurement acceptance anomalies, etc. The team is asked to investigate the root cause and provide explanations. <p>Response of Audit Department:</p> <ol style="list-style-type: none"> 1. The company has initiated the BI project, which can assist management in decision-making and evaluate the use of RPA (Robotic Process Automation) tools to enhance administrative efficiency.

Topic	Audit Report and Explanation	Suggestions and Comments from Independent Directors
		<p>2. The Audit Department will continue to assess the company's current position in terms of sustainability, industry environment, and competition, providing references for management's future direction.</p> <p>3. The Audit Department will also evaluate emerging technologies in the market and assess their applicability to audit operations.</p> <p>4. As mentioned in point 1, the Audit Department will verify the completeness and consistency of data during audits. Any anomalies will be immediately reported to management for adjustment to ensure data quality.</p> <p>5. A proposal to amend the internal control system has been scheduled for the November 2024 Board meeting, and the management of sustainability information will be included in the 2025 annual audit plan.</p> <p>6. The company is currently using GPT (Microsoft's enterprise version), with the following applications:</p> <ul style="list-style-type: none"> (1) Utilizing the tool for rapid risk analysis and audit program development in specific areas. (2) Summarizing key points from company policies into audit focus areas using GPT. (3) Reducing administrative work hours and improving efficiency. <p>7. This year's audit focuses on supplier management, equipment maintenance and spare parts management, procurement management, and customer credit management, along with assessing current practices at various plants and subsidiaries. The main issues identified include:</p> <ul style="list-style-type: none"> (1) Non-compliance with SOPs. (2) Inadequate internal management practices. <p>The Audit Department has requested the management to improve the management system and strengthen the promotion and implementation of these processes, utilizing a systematic approach to controlling operational procedures.</p>

2nd Meeting of 2024

I. Report

Topic	Summary	Independent Directors' Comments
I . Audit Department Strategy	Presentation of the 2025 Internal Audit Strategy.	No further comments.
II. Audit department manpower	Report on audit manpower for 2024.	No further comments.
III. Progress of the annual audit plan	As of November 30, 2024, 63 audit cases have been completed, with the remaining 8 cases scheduled for December.	No further comments.
IV. Audit findings and closure progress	Report on audit results and key findings as of November 30, 2024.	No further comments.
V. Risk Assessment	2025 risk assessment report.	No further comments.
VI. Next year's audit plan	2025 audit plan presentation.	No further comments.
VII. CPA audit report	Matters communicated with the corporate governance unit.	No further comments.
VIII. Instructions from Independent Directors	Recommendations and requirements from the Independent Directors.	<p>Independent Director Chi-Tzu Kao's advice:</p> <ol style="list-style-type: none"> 1. The company should explore emerging digital technologies, utilizing AI to enhance audit efficiency. If capital expenditures are needed, the independent directors will support them. 2. Internal processes should advance document and data digitization to establish an integrated database for operations management, improving decision-making and audit analysis. 3. As Vietnam becomes a key production base, the company should consider establishing a dedicated audit unit within the Vietnam company under the headquarters' Internal Audit Department to ensure independence and oversee compliance. <p>Response of Audit Department:</p> <ol style="list-style-type: none"> 1. A pilot test for RPA in routine audits is planned for early 2025, with Power Query integration for ERP database

Topic	Summary	Independent Directors' Comments
		<p>analysis in the latter half of the year. Market research on emerging technologies will continue.</p> <p>2. The company is collaborating with Systex on a Power BI project, currently in the second phase of data validation. This initiative integrates ERP and automation system data with FSP GPT to generate actionable insights for management decisions. Efforts to digitize documents and data will continue.</p> <p>3. Preliminary discussions with Vietnam plant management were held in October 2024 regarding the establishment of an audit unit. The structure, staffing, and roles are still under evaluation, and further follow-ups will be conducted.</p> <p>Independent Director Wei-Chi Liu's advice:</p> <ol style="list-style-type: none"> 1. Inquired about challenges in executing audit operations. <p>Response of Audit Department:</p> <ol style="list-style-type: none"> 1. Senior management fully supports internal audit functions, and no significant obstacles have been encountered. <p>Independent Director Chih-Kang Chen's advice:</p> <ol style="list-style-type: none"> 1. Emphasized the need to focus on subsidiary Alloy Seiko internal controls over sales and inventory. <p>Response of Audit Department:</p> <ol style="list-style-type: none"> 1. As per the 2025 audit plan, an overall assessment of Alloy Seiko control environment, risk assessment, and internal controls is scheduled for June. Audit procedures will also incorporate findings from external auditors and key concerns from management.

Independent Auditors' Report Translated from Chinese

To FuSheng Precision Co., Ltd.

Opinion

We have audited the accompanying parent company only balance sheets of FuSheng Precision Co., Ltd. (the “Company”) as of December 31, 2024 and 2023, and the related parent company only statements of comprehensive income, changes in stockholders’ equity and cash flows for the years ended December 31, 2024 and 2023, and notes to the parent company only financial statements, including the summary of material accounting policies (collectively “the parent company only financial statements”).

In our opinion, based on our audits and the report(s) of the other auditors (please refer to the Other Matter – Making Reference to the Audit(s) of Other Auditors section of our report), the parent company only financial statements referred to above present fairly, in all material respects, the financial position of the Company as of December 31, 2024 and 2023, and its financial performance and cash flows for the years ended December 31, 2024 and 2023, in conformity with the requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagement of Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the *Auditors’ Responsibilities for the Audit of the Parent Company Only Financial Statements* section of our report. We are independent of the Company in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China (the “Norm”), and we have fulfilled our other ethical responsibilities in accordance with the Norm. Based on our audits and the report(s) of the other auditors, we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

Recognition of Operating Revenue

The Company recognized operating revenue in the amount of NTD22,216,028 thousand in 2024. As the Company had a large number of customers and products were sold to domestic and international markets involving various transaction terms, the reasonableness of its judgment when the obligation performance is satisfied will have a material impact on the revenue recognition, we therefore determined this a key audit matter.

Our audit procedures included, but not limited to, assessing the appropriateness of the accounting policy of revenue recognition; understanding and testing the effectiveness of internal control established by management regarding revenue recognition; selecting samples to perform tests of details and reviewing related transaction certificates and the significant terms and conditions of contracts to verify the accuracy of the timing of performance obligation satisfaction; confirming significant account receivable balance by sending confirmation letters; selecting samples of transactions from either side of balance sheet date, vouching samples against related certificates and reviewing significant subsequent sales return or discounts transactions to ensure revenue was recognized at appropriate timing.

We also assessed the adequacy of disclosures of operating revenues. Please refer to Notes 4 and 6 to the Company's financial statements.

Other Matter—Making Reference to the Audit(s) of Other Auditors

We did not audit the parent company only financial statements of certain investments accounted for using equity method whose statements are based solely on the reports of the other auditors. These investments accounted for using equity method (credit balance of investments accounted for using equity method) to NTD(217,290) thousand and NTD(119,378) thousand, representing (1.05)% and (0.69)% of the parent company only total assets as of December 31, 2024 and 2023, respectively. The related shares of profit or loss of subsidiaries, associates and joint ventures accounted for using equity method amounted to NTD(88,178) thousand and NTD(197,116) thousand, representing (1.92)% and (6.91)% of the income from continuing operations before income tax for the years ended December 31, 2024 and 2023, respectively.

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

In preparing the parent company only financial statements, management is responsible for assessing the ability to continue as a going concern of the Company, 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 audit committee, are responsible for overseeing the financial reporting process of the Company.

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

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

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgment and 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 to continue as a going concern of the Company. 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 auditor's 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 accompanying notes, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient 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 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 2024 parent company only financial statements and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Yang, Chih-Huei
Chang, Chiao-Ying
Ernst & Young, Taiwan
March 11, 2025

Notice to Readers

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

Accordingly, the accompanying consolidated financial statements and report of independent accountants are not intended for use by those who are not informed about the accounting principles or the Standards on Auditing of the Republic of China, and their applications in practice. As the financial statements are the responsibility of the management, Ernst & Young 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.

English Translation of Parent Company Only Financial Statements Originally Issued in Chinese
FUSHENG PRECISION CO., LTD.
PARENT COMPANY ONLY BALANCE SHEETS
December 31, 2024 and 2023
(Expressed in Thousands of New Taiwan Dollars)

Assets	Notes	As of December 31,	
		2024	2023
Current assets			
Cash and cash equivalents	4 and 6	\$2,915,435	\$1,372,384
Current financial assets at fair value through profit or loss	4 and 6	170,870	169,404
Current financial assets at amortised cost	4, 6 and 8	15,000	15,000
Notes receivable, net	4, 5 and 6	2,564	731
Accounts receivable, net	4, 5 and 6	4,006,610	3,492,726
Accounts receivable due from related parties, net	4, 5, 6 and 7	130,526	15,483
Other receivables	4	101,803	102,232
Other receivables due from related parties	4 and 7	953,004	723,945
Inventories, net	4, 5 and 6	297,881	232,945
Prepayments		41,475	36,581
Other current assets		920	1,732
Total current assets		<u>8,636,088</u>	<u>6,163,163</u>
Non-current assets			
Non-current financial assets at fair value through profit or loss	4 and 6	61,417	42,362
Investments accounted for using equity method	4 and 6	10,948,196	10,025,484
Property, plant and equipment	4, 6, 7 and 9	971,117	1,005,708
Right-of-use assets	4 and 6	4,747	5,326
Intangible assets	4	15,803	4,989
Deferred tax assets	4, 5 and 6	3,346	10,086
Prepayments for business facilities	9	28,869	17,024
Guarantee deposits paid		1,429	1,353
Other non-current assets, others		34,533	56,665
Total non-current assets		<u>12,069,457</u>	<u>11,168,997</u>
Total assets		<u>\$20,705,545</u>	<u>\$17,332,160</u>

(continued)

English Translation of Parent Company Only Financial Statements Originally Issued in Chinese
FUSHENG PRECISION CO., LTD.
PARENT COMPANY ONLY BALANCE SHEETS (CONTINUED)
December 31, 2024 and 2023
(Expressed in Thousands of New Taiwan Dollars)

Liability and Equity	Notes	As of December 31,	
		2024	2023
Current liabilities			
Current contract liabilities	4 and 6	\$19,923	\$15,786
Accounts payable		691,329	442,293
Accounts payable to related parties	7	3,436,595	3,318,358
Other payables		374,469	356,637
Other payables to related parties	7	1,494	2,608
Current tax liabilities	4, 5 and 6	573,159	438,901
Current lease liabilities	4 and 6	1,341	1,010
Bonds payable, current portion	4 and 6	352,783	-
Other current liabilities		169,268	309,425
Total current liabilities		<u>5,620,361</u>	<u>4,885,018</u>
Non-current liabilities			
Bonds payable	4 and 6	-	1,174,183
Deferred tax liabilities	4, 5 and 6	17,239	-
Non-current lease liabilities	4 and 6	3,437	4,438
Credit balance of investments accounted for using equity method	4 and 6	217,266	119,355
Other non-current liabilities, others	4 and 6	174,197	-
Non-current liabilities		<u>412,139</u>	<u>1,297,976</u>
Total liabilities		<u>6,032,500</u>	<u>6,182,994</u>
Equity			
Ordinary share			
Certificate of entitlement to new shares from convertible bond	4 and 6	1,366,582	1,325,735
Capital surplus			
Capital surplus	6	7,506	-
Retained earnings			
Legal reserve		3,247,601	2,211,537
Special reserve			
Unappropriated retained earnings		2,252,645	2,013,994
Total retained earnings		582,078	421,540
		<u>7,483,535</u>	<u>5,758,438</u>
Other equity interest			
Exchange differences on translation of foreign financial statements	4	10,318,258	8,193,972
Total equity		<u>(266,902)</u>	<u>(582,078)</u>
Total liabilities and equity		<u>14,673,045</u>	<u>11,149,166</u>
		<u>\$20,705,545</u>	<u>\$17,332,160</u>

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

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

FUSHENG PRECISION CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME

For the years ended December 31, 2024 and 2023

(Expressed in Thousands of New Taiwan Dollars)

		For the years ended December 31,	
	Notes	2024	2023
Operating revenue			
Operating costs	4, 6 and 7	\$22,216,028	\$19,527,584
Gross profit			
Unrealized profit from sales		(17,985,305)	(17,039,935)
Realized profit on from sales		4,230,723	2,487,649
Gross profit from operations		(203,366)	(55,475)
		55,475	398,589
		<u>4,082,832</u>	<u>2,830,763</u>
Operating expenses			
Selling expenses	4, 6 and 7	(186,555)	(217,173)
Administrative expenses		(373,036)	(347,418)
Research and development expenses		(302,546)	(271,936)
Impairment loss (impairment gain and reversal of impairment loss) determined in accordance with IFRS 9		(273)	429
Total operating expenses		(862,410)	(836,098)
Net operating income		<u>3,220,422</u>	<u>1,994,665</u>
Non-operating income and expenses			
Interest income	4 and 6	79,657	110,423
Other income	7	123,756	172,541
Other gains and losses		43,920	(107,478)
Finance costs		(11,218)	(16,942)
Share of profit of subsidiaries, associates and joint ventures accounted for using equity method		1,128,564	700,640
Total non-operating income and expenses		<u>1,364,679</u>	<u>859,184</u>
Profit from continuing operations before tax			
Total tax expense		4,585,101	2,853,849
Profit	4, 5 and 6	(789,432)	(449,549)
		<u>3,795,669</u>	<u>2,404,300</u>
Other comprehensive income, net			
Components of other comprehensive income that will not be reclassified to profit or loss			
Share of other comprehensive income of subsidiaries, associates and joint ventures accounted for using equity method, components of other comprehensive income that will not be reclassified to profit or loss		(11,680)	-
Income tax related to components of other comprehensive income that will not be reclassified to profit or loss		-	(17,790)
Components of other comprehensive income that will be reclassified to profit or loss			
Share of other comprehensive income of subsidiaries, associates and joint ventures accounted for using equity method, components of other comprehensive income that will be reclassified to profit or loss		315,176	(160,538)
Other comprehensive income, net		<u>303,496</u>	<u>(178,328)</u>
Total comprehensive income		<u>\$4,099,165</u>	<u>\$2,225,972</u>
Earnings per share(NT\$):	6		
Basic earnings per share		<u>\$28.17</u>	<u>\$18.18</u>
Diluted earnings per share		<u>\$27.19</u>	<u>\$17.39</u>

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

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

FUSHENG PRECISION CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY

For the years ended December 31, 2024 and 2023

(Expressed in Thousands of New Taiwan Dollars)

	Capital		Retained Earnings				Other Components of Equity	
	Common Stock	Certificate of entitlement to new shares from convertible bond	Capital surplus	Legal Reserve	Special Reserve	Unappropriated	on Translation of Foreign Operations	Total equity
						Rerained Earnings		
Balance as of January 1, 2023	\$1,310,300	\$314	\$1,932,929	\$1,530,772	\$630,454	\$6,562,732	\$421,540	\$11,545,961
Appropriation and distribution of 2022 retained earnings:								
Legal reserve appropriated	-	-	-	483,222	-	(483,222)	-	-
Reversal of special reserve	-	-	-	-	(208,914)	208,914	-	-
Cash dividends of ordinary share	-	-	-	-	-	(2,916,496)	-	(2,916,496)
Due to recognition of equity component of convertible bonds issued	-	-	(45,031)	-	-	-	-	(45,031)
Profit (loss) in 2023	-	-	-	-	-	2,404,300	-	2,404,300
Other comprehensive income in 2023	-	-	-	-	-	(17,790)	(160,538)	(178,328)
Total comprehensive income	-	-	-	-	-	2,386,510	(160,538)	2,225,972
Conversion of convertible bonds	-	15,121	319,924	-	-	-	-	335,045
Conversion of certificates of bonds-to-share	15,435	(15,435)	-	-	-	-	-	-
Changes in ownership interests in subsidiaries	-	-	3,715	-	-	-	-	3,715
Balance as of December 31, 2023	\$1,325,735	\$-	\$2,211,537	\$2,013,994	\$421,540	\$5,758,438	(\$582,078)	\$11,149,166
Balance as of January 1, 2024	\$1,325,735	\$-	\$2,211,537	\$2,013,994	\$421,540	\$5,758,438	(\$582,078)	\$11,149,166
Appropriation and distribution of 2023 retained earnings:								
Legal reserve appropriated	-	-	-	238,651	-	(238,651)	-	-
Special reserve appropriated	-	-	-	-	160,538	(160,538)	-	-
Cash dividends of ordinary share	-	-	-	-	-	(1,659,703)	-	(1,659,703)
Due to recognition of equity component of convertible bonds issued	-	-	(133,907)	-	-	-	-	(133,907)
Profit (loss) in 2024	-	-	-	-	-	3,795,669	-	3,795,669
Other comprehensive income in 2024	-	-	-	-	-	(11,680)	315,176	303,496
Total comprehensive income	-	-	-	-	-	3,783,989	315,176	4,099,165
Conversion of convertible bonds	-	48,353	918,058	-	-	-	-	966,411
Conversion of certificates of bonds-to-share	40,847	(40,847)	-	-	-	-	-	-
Difference between consideration and carrying amount of subsidiaries acquired or disposed	-	-	195,037	-	-	-	-	195,037
Changes in ownership interest in subsidiaries	-	-	56,425	-	-	-	-	56,425
Share-based payments	-	-	451	-	-	-	-	451
Balance as of December 31, 2024	\$1,366,582	\$7,506	\$3,247,601	\$2,252,645	\$582,078	\$7,483,535	(\$266,902)	\$14,673,045

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

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

FUSHENG PRECISION CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS

For the years ended December 31, 2024 and 2023

(Expressed in Thousands of New Taiwan Dollars)

	For the years ended December 31,	
	2024	2023
Cash flows from (used in) operating activities:		
Profit before tax	\$4,585,101	\$2,853,849
Adjustments:		
Income and expense that not affecting cash flow:		
Depreciation expense	142,458	135,471
Amortization expense	4,417	4,005
Expected credit loss (gain) for bad debt expense	273	(429)
Net loss (gain) on financial assets or liabilities at fair value through profit or loss	(3,816)	(7,511)
Interest expense	11,218	16,942
Interest income	(79,657)	(110,423)
Investment income	(6,082)	(6,082)
Share-based payments	451	-
Share of loss (profit) of subsidiaries, associates and joint ventures accounted for using equity method	(1,128,564)	(700,640)
Gains (losses) on disposals of property and equipment	4	(2,562)
Unrealized profit from sales	203,366	55,475
Realized profit on from sales	(55,475)	(398,589)
Profit from lease modification	(120)	-
Changes in operating assets and liabilities:		
Decrease (increase) in notes receivable	(1,833)	394
Decrease (increase) in accounts receivable	(514,157)	1,002,413
Decrease (increase) in accounts receivable due from related parties	(115,043)	10,310
Decrease (increase) in other receivable	429	8,231
Decrease (increase) in other receivable due from related parties	(18,239)	847
Decrease (increase) in inventories	(63,993)	4,204
Decrease (increase) in prepayments	(4,894)	(3,015)
Decrease (increase) in other current assets	812	1,792
Increase (decrease) in contract liabilities	4,137	(123,631)
Increase (decrease) in accounts payable	249,036	(5,844)
Increase (decrease) in accounts payable to related parties	118,237	(536,566)
Increase (decrease) in other payable	17,832	(82,200)
Increase (decrease) in other payable to related parties	(1,114)	(860)
Increase (decrease) in other current liabilities	9,536	307,259
Increase (decrease) in net defined benefit liability	-	(24,419)
Cash inflow (outflow) generated from operations	<u>3,354,320</u>	<u>2,398,421</u>
Interest received	79,657	110,423
Interest paid	(10)	(78)
Income taxes paid	(631,195)	(835,974)
Net cash flows from (used in) operating activities	<u>2,802,772</u>	<u>1,672,792</u>
Cash flows from (used in) investing activities:		
Proceeds from disposal of financial assets at amortised cost	-	143,723
Acquisition of financial assets at fair value through profit or loss	(16,724)	(44,546)
Acquisition of property, plant and equipment	(142,260)	(184,443)
Proceeds from disposal of property, plant and equipment	20,704	68,000
Increase in refundable deposits	(76)	-
Decrease in refundable deposits	-	2,159
Increase in other receivables due from related parties	(904,470)	(902,314)
Decrease in other receivables due from related parties	693,650	1,055,174
Acquisition of intangible assets	(371)	(1,654)
Decrease in other non-current assets	22,522	18,791
Increase in prepayments for business facilities	(11,845)	-
Decrease in prepayments for business facilities	-	16,024
Dividends received	165,752	195,404
Net cash flows from (used in) investing activities	<u>(173,118)</u>	<u>366,318</u>
Cash flows from (used in) financing activities:		
Increase in short-term loans	-	50,000
Decrease in short-term loans	-	(50,000)
Payments of lease liabilities	(2,564)	(1,338)
Increase in other non-current liabilities	24,504	-
Cash dividends paid	(1,659,703)	(2,916,496)
Disposal of ownership interests in subsidiaries (without losing control)	551,160	-
Net cash flows from (used in) financing activities	<u>(1,086,603)</u>	<u>(2,917,834)</u>
Net increase (decrease) in cash and cash equivalents	1,543,051	(878,724)
Cash and cash equivalents at beginning of period	<u>1,372,384</u>	<u>2,251,108</u>
Cash and cash equivalents at end of period	<u>\$2,915,435</u>	<u>\$1,372,384</u>

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

REPRESENTATION LETTER

The entities included in the consolidated financial statements as of December 31, 2024 and for the year then ended prepared under the International Financial Reporting Standards, No.10 are the same as the entities to be included in the combined financial statements of the Group, if any to be prepared, pursuant to the Criteria Governing Preparation of Affiliation Reports, Consolidated Business Reports and Consolidated Financial Statements of Affiliated Enterprises (referred to as “Combined Financial Statements”). Also, the footnotes disclosed in the Consolidated Financial Statements have fully covered the required information in such Combined Financial Statements. Accordingly, the Group did not prepare any other set of Combined Financial Statements than the Consolidated Financial Statements.

Very truly yours,

Fusheng Precision Co., Ltd.
Chairman: LEE, LIANG-CHEN
March 11, 2025

Independent Auditors' Report Translated from Chinese

To Fusheng Precision Co., Ltd.

Opinion

We have audited the accompanying consolidated balance sheets of Fusheng Precision Co., Ltd. (the “Company”) and its subsidiaries (collectively the “Group”) as of December 31, 2024 and 2023, and the related consolidated statements of comprehensive income, changes in stockholders’ equity and cash flows for the years ended December 31, 2024 and 2023, and notes to the consolidated financial statements, including the summary of material accounting policies (collectively “the consolidated financial statements”).

In our opinion, based on our audits and the report(s) of the other auditors (please refer to the *Other Matter— Making Reference to the Audit(s) of Other Auditors* section of our report), the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of the Company and its subsidiaries as of December 31, 2024 and 2023, and their consolidated financial performance and cash flows for the years ended December 31, 2024 and 2023, in conformity with the requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards, International Accounting Standards, Interpretations developed by the International Financial Reporting Interpretations Committee or the former Standing Interpretations Committee as endorsed and became effective by Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagement of Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the *Auditors’ Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Company and its subsidiaries in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China (the “Norm”), and we have fulfilled our other ethical responsibilities in accordance with the Norm. Based on our audits and the report(s) of the other auditors, we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter—Mergers and acquisitions

As stated in Note 6(27) of the consolidated financial statements, the Company and its subsidiaries set August 23, 2024 as the acquisition date to acquire Alloy Seiko Industry(SZ) Co., LTD. and its subsidiaries, measuring the identifiable assets acquired and liabilities assumed at their fair values as of that date. However, Fusheng Precision Co., Ltd. is conducting independent evaluation of the above-mentioned merger and acquisition transactions. By the date of releasing this consolidated financial statement, a formal evaluation report has not been obtained. Therefore, in accordance with paragraph 45 of IFRS 3 "Business Combinations", if the initial accounting for a business combination is not complete at the end of the financial reporting period in which the combination occurs, the provisional amount for the items for which the accounting is incomplete should be reported in its financial statements. Thus, in the consolidated financial statement of Fusheng Precision Co., Ltd. as of December 31, 2024, the amounts of identifiable assets, assumed liabilities, and non-controlling interests of the acquiree that were acquired in the acquisition were recognized as provisional amounts. They may be adjusted when the evaluation report is formally issued thereafter. The auditor did not revise the opinion as a result.

Key Audit Matters

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

Recognition of Operating Revenue

Fusheng Precision Co., Ltd. and its subsidiaries recognized operating revenue in the amount of NTD 28,369,692 thousand in 2024. As the Group had a large number of customers and products were sold to domestic and international markets involving various transaction terms, the reasonableness of its judgment when the obligation performance is satisfied will have a material impact on the revenue recognition, we therefore determined this a key audit matter.

Our audit procedures included, but not limited to, assessing the appropriateness of the accounting policy of revenue recognition; understanding and testing the effectiveness of internal control established by management regarding revenue recognition; selecting samples to perform tests of details and reviewing related transaction certificates and the significant terms and conditions of contracts to verify the accuracy of the timing of performance obligation satisfaction; confirming significant account receivable balance by sending confirmation letters; selecting samples of transactions from either side of balance sheet date, vouching samples against related certificates and reviewing significant subsequent sales return or discounts transactions to ensure revenue was recognized at appropriate timing.

We also assessed the adequacy of disclosures of operating revenues. Please refer to Notes 4 and 6 to the Group's financial statements.

Inventory valuation

The net carrying value of inventory as of December 31, 2024 for Fusheng Precision Co., Ltd. and its subsidiaries amounted to NTD 4,077,040 thousand, which accounted for 15.58% of total assets and was significant to the consolidated financial statements. Allowance for inventory valuation losses was measured by lower of cost and net realizable value and the valuation of which involved the management's significant judgement, we have therefore determined valuation on inventory a key audit matters.

Our audit procedures included but not limited to, understanding the process design of estimating the allowance for inventory valuation loss, testing the effectiveness of related control, selecting samples to recheck the unit cost of inventory, observing the process of inventory counts, assessing the accuracy of the inventory aging intervals provided by the Group through analytical procedures to make sure that the inventory aging schedule was appropriate; selecting samples to review related certificates to verify the correctness of the net realizable value that management used with respect to different inventory type.

We also consider the appropriateness of disclosure of inventories. Please refer to Notes 5 and 6 of the Company's consolidated financial statements.

Other Matter – Making Reference to the Audit(s) of Other Auditors

We did not audit the financial statements of certain consolidated subsidiaries, but they were audited by other accountants, which reflected total assets of NTD 66,561 thousand and NTD 304,064 thousand, constituting 0.25% and 1.52% of consolidated total assets as of December 31, 2024 and 2023, respectively, and total operating revenues of NTD 646,338 thousand and NTD 626,401 thousand, constituting 2.28% and 2.57% of the consolidated total operating revenues for the years ended December 31 2024 and 2023, respectively.

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

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

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

Those charged with governance, including audit committee, are responsible for overseeing the financial reporting process of the Company and its subsidiaries.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgment and 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 internal control of the Company and its subsidiaries.
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 to continue as a going concern of the Company and its subsidiaries. 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 auditor's report. However, future events or conditions may cause the Company and its subsidiaries to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the accompanying notes, 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 Company and its subsidiaries 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 2024 consolidated financial statements and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Others

We have audited and expressed unqualified opinions including Other Matter paragraph in the parent company only financial statements of the Company as of and for the years ended December 31, 2024 and 2023, respectively.

Yang, Chih-Huei
Chang, Chiao-Ying
Ernst & Young, Taiwan
March 11, 2025

Notice to Readers

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

Accordingly, the accompanying consolidated financial statements and report of independent accountants are not intended for use by those who are not informed about the accounting principles or the Standards on Auditing of the Republic of China, and their applications in practice. As the financial statements are the responsibility of the management, Ernst & Young 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.

English Translation of Consolidated Financial Statement Originally Issued in Chinese
FUSHENG PRECISION CO., LTD. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
December 31, 2024 and 2023
(Expressed in Thousands of New Taiwan Dollars)

Assets	Notes	As of December 31,	
		2024	2023
Current assets			
Cash and cash equivalents	4 and 6	\$7,397,574	\$4,854,475
Current financial assets at fair value through profit or loss	4 and 6	170,870	169,404
Current financial assets at amortised cost	4, 6 and 8	15,000	70,332
Notes receivable, net	4, 5 and 6	16,515	10,626
Accounts receivable, net	4, 5, 6 and 7	5,361,161	4,459,195
Other receivables	4	651,873	288,569
Current tax assets		7,707	15,291
Inventories, net	4, 5 and 6	4,077,040	3,072,437
Prepayments		219,806	160,620
Other current assets		1,416	6,940
Total current assets		<u>17,918,962</u>	<u>13,107,889</u>
Non-current assets			
Non-current financial assets at fair value through profit or loss	4 and 6	62,817	44,165
Non-current financial assets at amortised cost	4 and 6	4,533	524
Property, plant and equipment	4, 6, 7 and 8	5,802,878	5,047,846
Right-of-use assets	4, 6 and 7	767,762	563,175
Investment property, net	4	-	9,238
Intangible assets	4, 5 and 6	1,101,913	652,336
Deferred tax assets	4, 5 and 6	75,616	49,090
Prepayments for business facilities		65,329	32,555
Guarantee deposits paid	7	85,220	142,339
Other non-current assets, others		280,864	353,697
Total non-current assets		<u>8,246,932</u>	<u>6,894,965</u>
Total assets		<u>\$26,165,894</u>	<u>\$20,002,854</u>
Liability and Equity			
Current liabilities			
Current borrowings	4, 6 and 8	\$1,188,095	\$680,793
Current contract liabilities	4 and 6	44,386	20,070
Notes payable	4	5	5
Accounts payable	4 and 7	3,599,725	2,701,529
Other payables	6 and 7	2,473,550	1,621,678
Current tax liabilities	4 and 5	742,636	508,505
Current provisions	4, 5 and 6	22,032	32,826
Current lease liabilities	4, 6 and 7	39,359	62,566
Bonds payable, current portion	4 and 6	352,783	-
Long-term liabilities, current portion	4 and 6	8,160	8,160
Other current liabilities, others		224,433	26,888
Total current liabilities		<u>8,695,164</u>	<u>5,663,020</u>
Non-current liabilities			
Bonds payables	4 and 6	-	1,174,183
Non-current portion of non-current borrowings	4 and 6	24,480	32,640
Non-current provisions	4, 5 and 6	10,391	10,052
Deferred tax liabilities	4, 5 and 6	143,747	81,484
Non-current lease liabilities	4, 6 and 7	322,687	234,420
Net defined benefit liability, non-current	4, 5 and 6	86,796	60,677
Guarantee deposits received		376	3,159
Other non-current liabilities, others	6	185,851	311,821
Total non-current liabilities		<u>774,328</u>	<u>1,908,436</u>
Total liabilities		<u>9,469,492</u>	<u>7,571,456</u>
Equities	4 and 6		
Common stock		1,366,582	1,325,735
Certificate of entitlement to new shares from convertible bond		7,506	-
Capital surplus	4 and 6	3,247,601	2,211,537
Retained earnings			
Legal reserve		2,252,645	2,013,994
Special reserve		582,078	421,540
Unappropriated retained earnings		7,483,535	5,758,438
Total retained earnings	4	<u>10,318,258</u>	<u>8,193,972</u>
Other components of equity			
Exchange differences on translation of foreign operations		(266,902)	(582,078)
Total equity attributable to stockholders of the parent		<u>14,673,045</u>	<u>11,149,166</u>
Non-controlling interests	6	<u>2,023,357</u>	<u>1,282,232</u>
Total equity		<u>16,696,402</u>	<u>12,431,398</u>
Total liabilities and equity		<u>\$26,165,894</u>	<u>\$20,002,854</u>

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

English Translation of Consolidated Financial Statement Originally Issued in Chinese
FUSHENG PRECISION CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
For the years ended December 31, 2024 and 2023
(Expressed in Thousands of New Taiwan Dollars)

Accounting Items	Notes	For the years ended December 31,	
		2024	2023
Operating revenues	4, 6 and 7	\$28,369,692	\$24,381,370
Operating costs	4, 6 and 7	(20,806,315)	(18,731,741)
Gross profit from operations		<u>7,563,377</u>	<u>5,649,629</u>
 Operating expense	4, 6 and 7		
Selling expenses		(456,052)	(404,992)
Administrative expenses		(1,546,294)	(1,487,824)
Research and development expenses		(828,295)	(715,170)
Impairment loss (impairment gain and reversal of impairment loss) determined in accordance with IFRS 9		(74,802)	(585)
Total operating expenses		<u>(2,905,443)</u>	<u>(2,608,571)</u>
 Net operating income		<u>4,657,934</u>	<u>3,041,058</u>
 Non-operating income and expenses	4, 6 and 7		
Interest income		208,770	148,035
Other income		113,371	158,078
Other gains and losses, net		259,614	24,283
Finance costs, net		(96,945)	(62,838)
Total non-operating income and expenses		<u>484,810</u>	<u>267,558</u>
 Profit from continuing operations before tax		5,142,744	3,308,616
Total tax expense	4 and 6	(1,083,340)	(765,108)
Profit		<u>4,059,404</u>	<u>2,543,508</u>
 Other comprehensive income, net	4 and 6		
Components of other comprehensive income that will not be reclassified to profit or loss			
Gains (losses) on remeasurements of defined benefit plans		(17,887)	-
Income tax related to components of other comprehensive income that will not be reclassified to profit or loss		-	(17,790)
Components of other comprehensive income that will be reclassified to profit or loss			
Exchange differences on translation		344,897	(177,476)
Other comprehensive income, net		<u>327,010</u>	<u>(195,266)</u>
 Total comprehensive income		<u>\$4,386,414</u>	<u>\$2,348,242</u>
 Profit, attributable to:			
Profit, attributable to owners of parent		\$3,795,669	\$2,404,300
Profit, attributable to non-controlling interests		263,735	139,208
Comprehensive income attributable to:			
Comprehensive income, attributable to owners of parent		\$4,099,165	\$2,225,972
Comprehensive income, attributable to non-controlling interests		287,249	122,270
Earnings per share(NT\$):	6		
Basic earnings per share		\$28.17	\$18.18
Diluted earnings per share		<u>\$27.19</u>	<u>\$17.39</u>

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

English Translation of Consolidated Financial Statement Originally Issued in Chinese
 FUSHENG PRECISION CO., LTD. AND SUBSIDIARIES
 CONSOLIDATED STATEMENTS OF CHANGE IN STOCKHOLDERS' EQUITY
 For the years ended December 31, 2024 and 2023
 (Expressed in Thousands of New Taiwan Dollars)

	Equity attributable to owners of parent									Non-controlling interests		Total equity					
	Capital		Retained earnings				Other Components of Equity										
	Common stock	Certificate of entitlement of new shares from convertible bond	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Exchange differences on translation of foreign operations	Total									
Balance as of January 1, 2023	\$1,310,300	\$314	\$1,932,929	\$1,530,772	\$630,454	\$6,562,732	\$(421,540)	\$11,545,961		\$1,212,375		\$12,758,336					
Appropriation and distribution of 2022 retained earnings					483,222	(483,222)											
Legal reserve appropriated	-	-	-	-			-	-		-	-	-	-				
Reversal of special reserve	-	-	-	-	(208,914)	208,914	-	-		-	-	-	-				
Cash dividends of ordinary share	-	-	-	-	-	(2,916,496)	-	(2,916,496)		-	(2,916,496)						
Due to recognition of equity component of convertible bonds issued	-	-	(45,031)	-	-	-	-	(45,031)		-	(45,031)						
Profit (loss) in 2023	-	-	-	-	-	2,404,300	-	2,404,300		139,208	2,543,508						
Other comprehensive income in 2023	-	-	-	-	-	(17,790)	(160,538)	(178,328)		(16,938)	(195,266)						
Total comprehensive income	-	-	-	-	-	2,386,510	(160,538)	2,225,972		122,270	2,348,242						
Conversion of convertible bonds	-	15,121	319,924	-	-	-	-	335,045		-	335,045						
Conversion of certificates of bonds-to-share	15,435	(15,435)	-	-	-	-	-	-		-	-						
Changes in ownership interests in subsidiaries	-	-	3,715	-	-	-	-	3,715		19,261	22,976						
Changes in non-controlling interests	-	-	-	-	-	-	-	-		(71,674)	(71,674)						
Balance as of December 31, 2023	\$1,325,735	\$-	\$2,211,537	\$2,013,994	\$421,540	\$5,758,438	\$(582,078)	\$11,149,166		\$1,282,232	\$12,431,398						
Balance as of January 1, 2024	\$1,325,735	\$-	\$2,211,537	\$2,013,994	\$421,540	\$5,758,438	\$(582,078)	\$11,149,166		\$1,282,232	\$12,431,398						
Appropriation and distribution of 2023 retained earnings					238,651	(238,651)											
Legal reserve appropriated	-	-	-	-			-	-		-	-	-	-				
Special reserve appropriated	-	-	-	-	160,538	(160,538)	-	-		-	-	-	-				
Cash dividends of ordinary share	-	-	-	-	-	(1,659,703)	-	(1,659,703)		-	(1,659,703)						
Due to recognition of equity component of convertible bonds issued	-	-	(133,907)	-	-	-	-	(133,907)		-	(133,907)						
Profit (loss) in 2024	-	-	-	-	-	3,795,669	-	3,795,669		263,735	4,059,404						
Other comprehensive income in 2024	-	-	-	-	-	(11,680)	315,176	303,496		23,514	327,010						
Total comprehensive income	-	-	-	-	-	3,783,989	315,176	4,099,165		287,249	4,386,414						
Conversion of convertible bonds	-	48,353	918,058	-	-	-	-	966,411		-	966,411						
Conversion of certificates of bonds-to-share	40,847	(40,847)	-	-	-	-	-	-		-	-						
Difference between consideration and carrying amount of subsidiaries acquired or disposed	-	-	195,037	-	-	-	-	195,037		-	195,037						
Changes in ownership interests in subsidiaries	-	-	56,425	-	-	-	-	56,425		339,047	395,472						
Share-based payments	-	-	451	-	-	-	-	451		-	451						
Changes in non-controlling interests	-	-	-	-	-	-	-	-		114,829	114,829						
Balance as of December 31, 2024	\$1,366,582	\$7,506	\$3,247,601	\$2,252,645	\$582,078	\$7,483,535	\$(266,902)	\$14,673,045		\$2,023,357	\$16,696,402						

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

English Translation of Consolidated Financial Statement Originally Issued in Chinese
FUSHENG PRECISION CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
For the years ended December 31, 2024 and 2023
(Expressed in Thousands of New Taiwan Dollars)

	For the years ended in December 31,	
	2024	2023
Cash flows from (used in) operating activities:		
Profit before tax	\$5,142,744	\$3,308,616
Adjustments:		
Income and expense that not affecting cash flow:		
Depreciation expense	849,733	832,323
Amortization expense	47,955	39,679
Expected credit loss (gain) for bad debt expense	74,802	585
Net loss (gain) on financial assets or liabilities at fair value through profit or loss	(3,890)	(7,685)
Interest expense	96,945	62,838
Interest income	(208,770)	(148,035)
Investment income	(6,171)	(6,141)
Share-based payments	63,811	19,905
Loss (gain) on disposal of property, plan and equipment	10,704	(4,233)
Impairment loss on non-financial assets	-	53,346
Gains on lease modification	(120)	(39)
Changes in operating assets and liabilities:		
Decrease (increase) in notes receivable	(5,889)	(4,652)
Decrease (increase) in accounts receivable	(448,426)	1,182,490
Decrease (increase) in other receivable	(121,742)	(23,132)
Decrease (increase) in inventories	(865,634)	1,265,611
Decrease (increase) in prepayments	10,626	131,778
Decrease (increase) in other current assets	5,524	9,245
Increase (decrease) in contract liabilities	(44,022)	(125,818)
Increase (decrease) in notes payable	-	(217)
Increase (decrease) in accounts payable	549,308	(752,190)
Increase (decrease) in other payable	206,212	(125,521)
Increase (decrease) in provisions	(11,786)	(1,128)
Increase (decrease) in other current liabilities	195,791	312,128
Increase (decrease) in net defined benefit liability	8,232	(21,960)
Cash inflow (outflow) generated from operations	<u>5,545,937</u>	<u>5,997,793</u>
Interest received	208,770	148,035
Interest paid	(77,209)	(39,984)
Income tax paid	(844,083)	(1,140,672)
Net cash flows from (used in) operating activities	<u>4,833,415</u>	<u>4,965,172</u>

(Continued)

English Translation of Consolidated Financial Statement Originally Issued in Chinese
FUSHENG PRECISION CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS (CONTINUED)

For the years ended December 31, 2024 and 2023
(Expressed in Thousands of New Taiwan Dollars)

	For the years ended in December, 31	
	2024	2023
Cash flows from (used in) investing activities:		
Acquisition of financial assets at amortised cost	(3,873)	(158,198)
Proceeds from disposal of financial assets at amortised cost	57,878	298,897
Acquisition of financial assets at fair value through profit or loss	(16,705)	(196,096)
Proceeds from disposal of financial assets at fair value through profit or loss	458	151,702
Net cash flow from acquisition of subsidiaries	17,144	-
Acquisition of property, plant and equipment	(1,130,040)	(1,009,196)
Proceeds from disposal of property, plant and equipment	84,397	118,203
Increase in refundable deposits	-	(87,753)
Decrease in refundable deposits	57,119	-
Acquisition of intangible assets	(3,790)	(3,347)
Acquisition of use-of-right assets	(58,157)	-
Decrease in other non-current assets	87,485	120,614
Increase in prepayments for business facilities	(32,774)	-
Decrease in prepayments for business facilities	-	46,452
Dividends received	6,171	6,141
Net cash flows from (used in) investing activities	<u>(934,687)</u>	<u>(712,581)</u>
Cash flows from (used in) financing activities:		
Increase in short-term loans	1,568,830	1,207,750
Decrease in short-term loans	(1,499,844)	(1,962,283)
Proceeds from long-term debt	-	40,800
Repayments of long-term debt	(32,366)	(19,720)
Decrease in guarantee deposits received	(2,937)	(2,534)
Payments of lease liabilities	(76,522)	(68,773)
Decrease in other non-current liabilities	(173,006)	(11)
Cash dividends paid	(1,659,703)	(2,916,496)
Disposal of ownership interests in subsidiaries (without losing control)	551,160	-
Changes in non-controlling interests	(292,907)	(68,603)
Net cash flows from (used in) financing activities	<u>(1,617,295)</u>	<u>(3,789,870)</u>
Effects of exchange rate changes on cash and cash equivalents	<u>261,666</u>	<u>(116,340)</u>
Net increase (decrease) in cash and cash equivalents	2,543,099	346,381
Cash and cash equivalents at beginning of period	<u>4,854,475</u>	<u>4,508,094</u>
Cash and cash equivalents at end of period	<u>\$7,397,574</u>	<u>\$4,854,475</u>

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

FuSheng Precision Co., Ltd.
Earnings Distribution Table
2024

Unit: NT\$'000

Item	Amount
Unappropriated Retained Earnings at the Beginning	\$3,699,544,779
Other Comprehensive Income (loss) – Re-measurements of the Defined Benefit Plan: 2024	(11,680,249)
Net Income of 2024	3,795,669,631
Subtotal	7,483,534,161
Subtract :	
Legal Reserve (10%)	(378,398,938)
Special Reserve	315,176,898
Retained Earnings Available for Distribution as of December 31, 2023	7,420,312,121
Distribution Item:	
Cash Dividends to Common Share Holders (NT\$19.7 per share) (Note 2)	(2,738,837,199)
Unappropriated Retained Earnings	\$ 4,681,474,922

Note 1: The 2024 earnings will be subject to distribution on a priority basis.

Note 2: The distribution ratio is temporarily calculated based on the number of outstanding shares, 139,027,269 shares, on March 6, 2025. The actual distribution amount per share is calculated based on the actual number of outstanding shares on the ex-dividend date.

FuSheng Precision Co., Ltd.
Comparison of Amendments to the
“Rules of Procedure for Shareholders’ Meeting”
(Translation)

After the Revision	Before the Revision	Reason for Amendment
<p>E. Procedure Article 1 Unless otherwise provided by law or regulation, this Corporation's Shareholders' Meetings shall be convened by the board of directors.</p> <p><u>Unless otherwise provided in the Regulations Governing the Administration of Shareholder Services of Public Companies, a company that will convene a Shareholders' Meeting with video conferencing shall expressly provide for such meetings in its Articles of Incorporation and obtain a resolution of its board of directors. Furthermore, convening of a virtual-only Shareholders' Meeting shall require a resolution adopted by a majority vote at a meeting of the board of directors attended by at least two-thirds of the total number of directors.</u></p> <p>(Omitted)</p>	<p>E. Procedure Article 1 Unless otherwise provided by law or regulation, this Corporation's Shareholders' Meetings shall be convened by the board of directors.</p> <p>(Omitted)</p>	Amended in accordance with laws and regulations.
<p>E. Procedure Article 1 (Omitted)</p> <p>This Corporation shall prepare electronic versions of the Shareholders' Meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors, and upload them to the Market Observation Post System</p>	<p>E. Procedure Article 1 (Omitted)</p> <p>This Corporation shall prepare electronic versions of the Shareholders' Meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors, and upload them to the Market Observation Post System</p>	Amended in accordance with laws and regulations.

After the Revision	Before the Revision	Reason for Amendment
<p>(MOPS) 30 days before the date of a regular Shareholders' Meeting or 15 days before the date of a special Shareholders' Meeting. This Corporation shall prepare electronic versions of the Shareholders' Meeting agenda and supplemental meeting materials and upload them to the MOPS 21 days before the date of the regular Shareholders' Meeting or 15 days before the date of the special Shareholders' Meeting. However, if the Company's paid-in capital reaches NT\$2 billion or more as of the end of the most recent fiscal year, or if the combined percentage of foreign and mainland ownership as recorded in the shareholders' register reaches 30% or more as of the most recent fiscal year in which the Company held a regular Shareholders' Meeting, the transmission of the previous electronic file shall be completed 30 days prior to the date of the regular Shareholders' Meeting.</p> <p>In addition, 15 days before the date of the Shareholders' Meeting, this Corporation shall also have prepared the Shareholders' Meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at this Corporation and the professional shareholder services agent designated thereby.</p> <p>(Omitted)</p>	<p>(MOPS) 30 days before the date of a regular Shareholders' Meeting or 15 days before the date of a special Shareholders' Meeting. This Corporation shall prepare electronic versions of the Shareholders' Meeting agenda and supplemental meeting materials and upload them to the MOPS 21 days before the date of the regular Shareholders' Meeting or 15 days before the date of the special Shareholders' Meeting. However, if the Company's paid-in capital reaches NT\$10 billion or more as of the end of the most recent fiscal year, or if the combined percentage of foreign and mainland ownership as recorded in the shareholders' register reaches 30% or more as of the most recent fiscal year in which the Company held a regular Shareholders' Meeting, the transmission of the previous electronic file shall be completed 30 days prior to the date of the regular Shareholders' Meeting.</p> <p>In addition, 15 days before the date of the Shareholders' Meeting, this Corporation shall also have prepared the Shareholders' Meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at this Corporation and the professional shareholder services agent designated thereby.</p> <p>(Omitted)</p>	

After the Revision	Before the Revision	Reason for Amendment
<p>E. Procedure</p> <p>Article 4-1</p> <p>To convene a virtual Shareholders' Meeting, this Corporation shall include the follow particulars in the Shareholders' Meeting notice:</p> <p>(Omitted)</p> <p>3. To convene a virtual-only Shareholders' Meeting, appropriate alternative measures available to shareholders with difficulties in attending a virtual Shareholders' Meeting online shall be specified.</p> <p><u>Except in the circumstances set out in Article 44-9, paragraph 6 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the shareholders shall at least be provided with connection facilities and necessary assistance, and the period during which shareholders may apply to the company and other related matters requiring attention shall be specified.</u></p>	<p>E. Procedure</p> <p>Article 4-1</p> <p>To convene a virtual Shareholders' Meeting, this Corporation shall include the follow particulars in the Shareholders' Meeting notice:</p> <p>(Omitted)</p> <p>3. To convene a virtual-only Shareholders' Meeting, appropriate alternative measures available to shareholders with difficulties in attending a virtual Shareholders' Meeting online shall be specified.</p>	Amended in accordance with laws and regulations.
<p>E. Procedure</p> <p>Article 20</p> <p>When convening a virtual-only Shareholders' Meeting, this Corporation shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual Shareholders' Meeting online. <u>Except in the circumstances set out in Article 44-9, paragraph 6 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the shareholders shall at least be provided with connection facilities and necessary assistance, and the period during which shareholders may apply to the company and other related matters requiring attention shall be specified.</u></p>	<p>E. Procedure</p> <p>Article 20</p> <p>When convening a virtual-only Shareholders' Meeting, this Corporation shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual Shareholders' Meeting online.</p>	Amended in accordance with laws and regulations.

FuSheng Precision Co., Ltd.
Comparison of Amendments to the
“Articles of Incorporation”
(Translation)

After the Revision	Before the Revision	Reason for Amendment
<p>Article 27</p> <p>The Company shall distribute at least 2% of distributable profit of the current year, if any, as employees' compensation, by means of cash or stock, <u>of which no less than 0.36% shall be compensation to grassroots employee</u>, and no higher than 0.5% of distributable profit of the current year as remuneration to directors. The preceding employees include the employees of parents or subsidiaries of the company meeting certain specific requirements. The resolution of distribution of employees' compensation and remuneration to directors shall be adopted by a majority vote at a meeting of Board of Directors attended by two-thirds of the total number of directors; and shall be reported to the Shareholders' Meeting. However, the company's accumulated losses shall have been covered.</p> <p><u>Definition of grassroots employee,: National employees whose average monthly recurring salary for full-time employees, monthly recurring salary for part-time employees, or daily (hourly) salary does not exceed NT\$63,000, and who have entered into an indefinite contract with the Company.</u></p> <p>(Omitted)</p>	<p>Article 27</p> <p>The Company shall distribute at least 2% of distributable profit of the current year, if any, as employees' compensation, by means of cash or stock, and no higher than 0.5% of distributable profit of the current year as remuneration to directors. The preceding employees include the employees of parents or subsidiaries of the company meeting certain specific requirements. The resolution of distribution of employees' compensation and remuneration to directors shall be adopted by a majority vote at a meeting of Board of Directors attended by two-thirds of the total number of directors; and shall be reported to the Shareholders' Meeting. However, the company's accumulated losses shall have been covered.</p> <p>(Omitted)</p>	Amended in accordance with laws and regulations.

After the Revision	Before the Revision	Reason for Amendment
<p>Article 29</p> <p>The Articles of Incorporation were entered into on Sep.6, 2010, and were amended the first time on September 14, 2010,</p> <p>the second time on December 1, 2011,</p> <p>the third time on May 17, 2012,</p> <p>the fourth time on March 5, 2014,</p> <p>the fifth time on March 29, 2016,</p> <p>the sixth time on June 29, 2016,</p> <p>the seventh time on June 29, 2017,</p> <p>the eighth time on January 24, 2018,</p> <p>the ninth time on June 27, 2018</p> <p>the tenth time on June 21, 2022</p> <p><u>the eleventh time on June 19, 2025</u></p>	<p>Article 29</p> <p>The Articles of Incorporation were entered into on Sep.6, 2010, and were amended the first time on September 14, 2010,</p> <p>the second time on December 1, 2011,</p> <p>the third time on May 17, 2012,</p> <p>the fourth time on March 5, 2014,</p> <p>the fifth time on March 29, 2016,</p> <p>the sixth time on June 29, 2016,</p> <p>the seventh time on June 29, 2017,</p> <p>the eighth time on January 24, 2018,</p> <p>the ninth time on June 27, 2018</p> <p>the tenth time on June 21, 2022</p>	<p>The date of the amendment</p>

 <p>復盛應用科技股份有限公司 FUSHENG PRECISION CO., LTD</p>	Name	Rules of Procedure for Shareholders' Meeting (Translation)	
	Doc. No.	00-009-B	Version 4

A. Purpose of adoption

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

B. Scope of application

The rules of procedures for this Corporation's Shareholders' Meeting, except as otherwise provided by law, regulation, or the articles of incorporation, shall be performed in accordance with these Rules.

C. Segregation of Duties

1. Responsible Department: Financial Center
2. Assistant: None

D. Definition of Terms

1. Shareholders: Refers to the shareholders listed in the register of shareholders or a proxy appointed by the shareholders to attend a Shareholders' Meeting.

E. Procedure

Article 1

Unless otherwise provided by law or regulation, this Corporation's Shareholders' Meeting shall be convened by the board of directors.

Changes to how this Corporation convenes its Shareholders' Meeting shall be resolved by the board of directors, and shall be made no later than mailing of the Shareholders' Meeting notice. This Corporation shall prepare electronic versions of the Shareholders' Meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors, and upload them to the Market Observation Post System (MOPS) 30 days before the date of a regular Shareholders' Meeting or 15 days before the date of a special Shareholders' Meeting. This Corporation shall prepare electronic versions of the Shareholders' Meeting agenda and supplemental meeting materials and upload them to the MOPS 21 days before the date of the regular Shareholders' Meeting or 15 days before the date of the special Shareholders' Meeting. In addition, 15 days before the date of the Shareholders' Meeting, this Corporation shall also have prepared the Shareholders' Meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at this Corporation and the professional shareholder services agent designated thereby.

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

 <p>復盛應用科技股份有限公司 FUSHENG PRECISION CO., LTD</p>	Name	Rules of Procedure for Shareholders' Meeting (Translation)		
	Doc. No.	00-009-B	Version	4

electronic form.

Election or dismissal of directors, amendments to the articles of incorporation, decapitalization, application to stop public offering, permission for competition among the Directors, capitalization of retained earnings, capitalization of additional paid-in capital, the dissolution, merger, spinoff, or demerger of the corporation, or any matter under Article 185, paragraph 1 of the Company Act, and Article 26-1, Article 43-6 of the Securities and Exchange Act, Article 56-1 and Article 60-2 of the “Regulations Governing the Offering and Issuance of Securities by Securities Issuers” shall be set out in the notice of the reasons for convening the Shareholders’ Meeting with the presentation of the summary. None of the above matters may be raised by an extraordinary motion.

If a full re-election of the directors and their date of appointment has been stated in the notice of the reasons for convening the Shareholders’ Meeting, after the re-election has been completed in such Shareholders’ Meeting, the appointment date may not be changed by extemporary motions or other means in the same meeting.

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

Prior to the book closure date before a regular Shareholders’ Meeting is held, this Corporation shall publicly announce that it will receive shareholder proposals, means of acceptance (in writing or by way of electronic transmission), and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days. Shareholder-submitted proposals are limited to 300 words, and no proposal containing more than 300 words will be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the regular Shareholders’ Meeting and take part in discussion of the proposal.

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

Article 2

For each Shareholders’ Meeting, a shareholder may appoint a proxy to attend the meeting by providing the Shareholders’ Meeting proxy form issued by this Corporation and stating the scope

 <p>復盛應用科技股份有限公司 FUSHENG PRECISION CO., LTD</p>	Name	Rules of Procedure for Shareholders' Meeting (Translation)		
	Doc. No.	00-009-B	Version	4

of the proxy's authorization.

A shareholder may issue only one Shareholders' Meeting proxy form and appoint only one proxy for any given Shareholders' Meeting, and shall deliver the proxy form to this Corporation 5 days before the date of the Shareholders' Meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.

After a proxy form has been delivered to this Corporation, if the shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to this Corporation 2 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.

If, after a proxy form is delivered to this Corporation, a shareholder wishes to attend the Shareholders' Meeting online, a written notice of proxy cancellation shall be submitted to this Corporation 2 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 3

The venue for a Shareholders' Meeting shall be the premises of this Corporation, or a place easily accessible to shareholders and suitable for a Shareholders' Meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m. Full consideration shall be given to the opinions of the independent directors with respect to the place and time of the meeting.

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

Article 4

This Corporation shall specify in its Shareholders' Meeting notices the time during which shareholder attendance registrations for shareholders, solicitors and proxies (collectively "shareholders") will be accepted, the place to register for attendance, and other matters for attention.

The time during which shareholder attendance registrations will be accepted, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations. For virtual Shareholders' Meetings, shareholders may begin to register on the virtual meeting platform 30 minutes before the meeting starts. Shareholders completing registration will be deemed as attend the Shareholders' Meeting in person.

Shareholders shall attend Shareholders' Meeting based on attendance cards, sign-in cards, or other certificates of attendance. This Corporation may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors

 <p>復盛應用科技股份有限公司 FUSHENG PRECISION CO., LTD</p>	Name	Rules of Procedure for Shareholders' Meeting (Translation)		
	Doc. No.	00-009-B	Version	4

soliciting proxy forms shall also bring identification documents for verification.

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

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

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

In the event of a virtual Shareholders' Meeting, shareholders wishing to attend the meeting online shall register with this Corporation two days before the meeting date.

In the event of a virtual Shareholders' Meeting, this Corporation shall upload the meeting agenda book, annual report and other meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

Article 4-1

To convene a virtual Shareholders' Meeting, this Corporation shall include the follow particulars in the Shareholders' Meeting notice:

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

 <p>復盛應用科技股份有限公司 FUSHENG PRECISION CO., LTD</p>	Name	Rules of Procedure for Shareholders' Meeting (Translation)	
	Doc. No.	00-009-B	Version

3. To convene a virtual-only Shareholders' Meeting, appropriate alternative measures available to shareholders with difficulties in attending a virtual Shareholders' Meeting online shall be specified.

Article 5

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

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

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

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

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

Article 6

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

The recorded materials of the preceding paragraph shall be retained for at least 1 year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

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

 <p>復盛應用科技股份有限公司 FUSHENG PRECISION CO., LTD</p>	Name	Rules of Procedure for Shareholders' Meeting (Translation)	
	Doc. No.	00-009-B	Version 4

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

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

Article 7

Attendance at Shareholders' Meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, and the shares checked in on the virtual meeting platform, plus the number of shares whose voting rights are exercised by correspondence or electronically.

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

However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than 1 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. In the event of a virtual Shareholders' Meeting, this Corporation shall also declare the meeting adjourned at the virtual meeting platform.

If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another Shareholders' Meeting shall be convened within 1 month. In the event of a virtual Shareholders' Meeting, shareholders intending to attend the meeting online shall re-register to this Corporation in accordance with Article 4.

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

Article 8

If a Shareholders' Meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. Relevant proposals shall all be discussed first and then voted on by poll. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the Shareholders' Meeting.

The provisions of the preceding paragraph apply mutatis mutandis to a Shareholders' Meeting convened by a party with the power to convene that is not the board of directors.

 <p>復盛應用科技股份有限公司 FUSHENG PRECISION CO., LTD</p>	Name	Rules of Procedure for Shareholders' Meeting (Translation)	
	Doc. No.	00-009-B	Version 4

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 and call for a vote, and shall arrange sufficient voting time.

Article 9

Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair.

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

Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.

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

When a juristic person shareholder appoints two or more representatives to attend a Shareholders' Meeting, only one of the representatives so appointed may speak on the same proposal.

After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.

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.

 <p>復盛應用科技股份有限公司 FUSHENG PRECISION CO., LTD</p>	Name	Rules of Procedure for Shareholders' Meeting (Translation)		
	Doc. No.	00-009-B	Version	4

Article 10

Voting at a Shareholders' Meeting shall be calculated based the number of shares.

With respect to resolutions of Shareholders' Meetings, the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares.

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

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

With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed 3 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 11

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

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

A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to this Corporation 2 days before the date of the Shareholders' Meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent.

After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the Shareholders' Meeting in person or online, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to this Corporation, by the same means by which the voting rights were exercised, 2 business days before the date of the Shareholders' Meeting. If the notice of



Name	Rules of Procedure for Shareholders' Meeting (Translation)		
Doc. No.	00-009-B	Version	4

retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a Shareholders' Meeting, the voting rights exercised by the proxy in the meeting shall prevail.

Except as otherwise provided in the Company Act and in this Corporation's articles of incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.

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

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

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

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

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

When this Corporation convenes a hybrid Shareholders' Meeting, if shareholders who have registered to attend the meeting online in accordance with Article 6 decide to attend the physical Shareholders' Meeting in person, they shall revoke their registration 2 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.

 <p>復盛應用科技股份有限公司 FUSHENG PRECISION CO., LTD</p>	Name	Rules of Procedure for Shareholders' Meeting (Translation)		
	Doc. No.	00-009-B	Version	4

Article 12

The election of directors at a Shareholders' Meeting shall be held in accordance with the applicable election and appointment rules adopted by this Corporation, and the voting results shall be announced on-site immediately, including the names of those elected as directors and the numbers of votes with which they were elected, and the names of directors not elected and number of votes they received.

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 1 year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

Article 13

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

The shareholder meeting minutes of the preceding paragraph may be distributed by means of a public announcement made through the MOPS.

The shareholder meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their voting results (including the numbers of votes counted). When an election of directors takes place, the number of votes with which each candidate was elected shall be disclosed. The meeting minutes shall be retained for the duration of the existence of this Corporation.

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

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

Article 14

On the day of a Shareholders' Meeting, this Corporation shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation and the number of shares represented by proxies and the number of shares represented by

 <p>復盛應用科技股份有限公司 FUSHENG PRECISION CO., LTD</p>	Name	Rules of Procedure for Shareholders' Meeting (Translation)		
	Doc. No.	00-009-B	Version	4

shareholders attending the meeting by correspondence or electronic means, and shall make an express disclosure of the same at the place of the Shareholders' Meeting. In the event a virtual Shareholders' Meeting, this Corporation shall upload the above meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

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

If matters put to a resolution at a Shareholders' Meeting constitute material information under applicable laws or regulations or under Taiwan Stock Exchange Corporation regulations, this Corporation shall upload the content of such resolution to the MOPS within the prescribed time period.

Article 15

Staff handling administrative affairs of a Shareholders' Meeting shall wear identification cards or arm bands.

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

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

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

Article 16

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

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

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

Article 17

In the event of a virtual Shareholders' Meeting, this Corporation shall disclose real-time results of votes and election immediately after the end of the voting session on the virtual meeting

 <p>復盛應用科技股份有限公司 FUSHENG PRECISION CO., LTD</p>	Name	Rules of Procedure for Shareholders' Meeting (Translation)	
	Doc. No.	00-009-B	Version

platform according to the regulations, and this disclosure shall continue at least 15 minutes after the chair has announced the meeting adjourned.

Article 18

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

Article 19

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

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

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

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

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

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

 <p>復盛應用科技股份有限公司 FUSHENG PRECISION CO., LTD</p>	Name	Rules of Procedure for Shareholders' Meeting (Translation)	
	Doc. No.	00-009-B	Version 4

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

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

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, this Corporations hall handle the matter based on the date of the Shareholders' Meeting that is postponed or resumed under the second paragraph.

Article 20

When convening a virtual-only Shareholders' Meeting, this Corporation shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual Shareholders' Meeting online.

Article 21

These Rules and any amendments hereto, shall be implemented after adoption by Shareholders' Meetings.

FuSheng Precision Co., Ltd.
Articles of Incorporation
(Translation)

Chapter I General Provisions

Article 1 - The Company shall be incorporated under the Company Act of the Republic of China (the "Company Act"), and its Chinese name shall be "復盛應用科技股份有限公司" and its English name shall be "FuSheng Precision Co., Ltd."

Article 2 - The business scope of the Company is as follows:

1. C804020 Industrial Rubber Products Manufacturing
2. C805050 Industrial Plastic Products Manufacturing
3. C805070 Strengthened Plastic Products Manufacturing
4. CA01030 Iron and Steel Casting
5. CA01090 Aluminum Casting Manufacturing
6. CA01100 Aluminum material Rolls over Extends and Crowding
7. CA01150 Magnesium Casting
8. CA01990 Other Non-ferrous Metal Basic Industries
9. CA02030 Screw, Nut and Rivet Manufacturing
10. CA02080 Metal Forging industry
11. CA04010 Metal Surface Treating
12. CD01010 Ship and Parts Manufacturing
13. CD01030 Automobiles and Parts Manufacturing
14. CD01040 Motor Vehicles and Parts Manufacturing
15. CD01050 Bicycles and Parts Manufacturing
16. CH01010 Sporting and Athletic Articles Manufacturing
17. CQ01010 Die Manufacturing
18. F109070 Wholesale of Stationery Articles, Musical Instruments and Educational Entertainment Articles
19. F209060 Retail sale of Stationery Articles, Musical Instruments and Educational Entertainment Articles
20. F39904 Retail Business Without Shop
21. F401010 International Trade
22. F601010 Intellectual Property
23. I501010 Product Designing
24. IZ99990 Other Industry and Commerce Services Not Elsewhere Classified
25. J802010 Sporting Training
26. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval

Article 3 - Based on Procedure for Endorsement & Guarantee, the Company may provide endorsement and guarantee to others when necessary for its business.

Article 4 - With the resolution of the Board of Directors, the total amount of the Company's investment amount shall not be subject to the restriction of no more than 40% of the Company's paid-in capital.

Article 5 - The head office of the Company is located in Taipei City. Branch companies at home or abroad may be established in accordance with resolution of the Board of Directors to meet factual need.

Article 6 - The public announcements of the Company shall act according to Article 28 of the Company Law.

Chapter II Shares

Article 7 - The total capital share of the Company is in the amount of NTD 3,000,000,000, divided into 300,000,000 shares of common stocks, at NTD 10 per share, which the Board of Directors is authorized to issue dividedly.

Article 8 - The assignment/transfer of shares shall act according to Article 165 of the Company Law.

Article 9 - The share certificates of the Company shall be issued in registered form after being signed or sealed by at least three directors and authenticated by the competent authorities.

The Company may issue shares without printing any share certificate. Such issued shares shall be divided to a centralized securities deposit company for custody or registration.

The handling of the Company's stock transaction shall follow the "Guidelines for Stock Operations for Public Companies" unless specified otherwise by law and securities regulations.

Chapter III Shareholders' Meetings

Article 10 - The Shareholders' Meetings are classified into General Meeting and Provisional Meetings. General meetings shall be convened at least once every calendar year by the Board of Directors within six months after the end of each fiscal year. Provisional meetings shall be convened pursuant to the applicable laws when necessary.

The convening of Shareholders' Meetings shall follow the Article 172 of the Company Law.

For shareholders holding registered share certificates amounting to less than 1,000 shares, the aforementioned convening notice of the company's shareholder meetings shall be announced in the form of a public notice.

Shareholders' Meetings of the Company may be conducted via video conferencing or other methods announced by the Ministry of Economic Affairs.

Shareholders holding one percent or more of the total number of outstanding shares of a company may propose to the company a proposal for discussion at a regular Shareholders' Meeting, provided that only one matter shall be allowed in each single proposal, and in case a proposal contains more than one matter, such proposal shall not be included in the agenda in accordance with the relevant laws and regulations.

If a Shareholders' Meeting is convened by the Board of Directors, the Chairman shall preside at the said Shareholders' Meeting. In case the chairman is on leave of absence, or cannot exercise his powers and authority, his proxy shall act according to Article 208 of the Company Law. If a Shareholders' Meeting is convened by a party with power to convene but other than the Board of Directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves.

Article 11 - For each Shareholders' Meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Company and stating the scope of the proxy's authorization.

The use of proxies for the attendance of a Shareholders' Meeting of an issuer shall follow the Company Law and the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies."

Article 12 - Each share of stock shall be entitled to one vote, except under restriction or the circumstances specified in Item 2 of Article 179 of the Company Law.

Article 13 - Except as provided in with the relevant laws and regulations or the Articles of

Incorporation, Shareholders' Meetings shall be held if attended by shareholders representing more than one half of the total issued and outstanding capital stock of the Company, and resolutions shall be adopted at the meeting with the concurrence of a majority of the votes held by shareholders present at the meeting.

According to regulatory requirements, shareholders may also vote via an electronic voting system.

Resolutions adopted at a Shareholders' Meeting shall be recorded in the minutes of the meeting according to Article 183 of the Company Law.

Article 14 - For the Company to withdraw its public issuance, the resolution may be adopted by a the Shareholders' Meeting.

Chapter IV Directors and the Audit Committee

Article 15 - The Company shall have seven to nine directors. Directors elected by the Shareholders' Meeting shall be adopted by the company for a term of three years, and all directors shall be eligible for re-election.

Article 16 - According to Article 14-2 of Securities and Exchange Act, the Company shall set independent directors, not less than three in number and not less than one-fifth of the total number of directors.

Elections of the directors at the Company shall be conducted in accordance with the candidate nomination system and procedures set out in Article 192-1 of the Company Law.

The qualification, method of accepting nomination, public announcements and other compliance about preceding item shall follow the Company law and other relevant regulations by the security authorization.

In compliance with Articles 14-4 of the Securities and Exchange Law, the Company shall

establish an Audit Committee, which shall consist of the entire number of independent directors. It shall not be fewer than three persons in number, one of whom shall be the convener, and at least one of whom shall have accounting or financial expertise.

Article 16-1 - The Company may set up the Remuneration Committee or other functional committees for the needs of relevant laws and regulations or business operations.

Article 17 - When one-third of the directors have vacated their offices, a provisional Shareholders'

Meeting shall be called within 60 days from the date of the occurrence to hold a by-election to fill the vacancies. The term of the new directors shall be the remainder of the term of the vacated offices.

The cumulative voting method shall be used for election of the directors at the Company. Each share will have voting rights in number equal to the directors to be elected, and may be cast for a single candidate or split among multiple candidates. Those receiving ballots representing the highest numbers of voting rights will be elected sequentially according to their respective numbers of votes.

If necessary, the amendment of the procedures for election of directors shall follow Article 172 of the Company Law and to the comparison of amendment shall be itemized in the notice to convene a meeting of shareholders.

Article 18 - With the approval of resolution by the Board of Directors, the Company shall purchase directors and officers (D&O) liability insurance for the directors to protect them from claims which may arise from the decisions and actions taken within the scope of their regular duties. Regarding matters related to preceding insurance, the Board of Directors is authorized to resolve.

Article 19 - The Board of Directors shall elect a chairman of the board directors from among the directors by a majority vote at a meeting attended by over two-thirds of the directors. The Board of Directors, in conducting business, shall act in accordance with laws and ordinances, the Articles of Incorporation, and the resolutions adopted at the meetings of shareholders. The Board of Directors may set up the Compensation Committee or other functional committees for the needs of business operations.

Article 20 - The reasons for calling a Board of Directors meeting shall be notified to each director at least seven days in advance. In emergency circumstances, however, a meeting may be called on shorter notice. The notice set forth in the preceding paragraph may be effected by means of written, electronic transmission or Fax.

Article 21 - The Chairman of the Board of Directors shall preside over all meetings of the Board of Directors. In his absence, his proxy shall act according to Article 208 of the Company Law.

Article 22 - Unless otherwise provided for in the Company Law, resolutions of the Board of Directors shall be adopted by a majority of the directors at a meeting attended by a

majority of the directors. In case a meeting of the Board of Directors is proceeded via visual communication network, then the directors taking part in such a visual communication meeting shall be deemed to have attended the meeting in person. Each director shall attend the meeting of the Board of Directors in person. In case a director is unable to attend the meeting, in accordance to Article 205 of the Company Law, a director can appoints another director to attend a meeting of the Board of Directors in his behalf, he shall, in each time, issue a written proxy and state therein the scope of authority with reference to the subjects to be discussed at the meeting. A director may accept the appointment to act as the proxy of one other director only.

Article 23 - The Audit Committee or the members of Audit Committee shall be responsible for those responsibilities specified under relevant laws and regulations. The Audit Committee Charter shall be resolved by the Board of Directors.

Article 24 - The remuneration to the Chairman and the Directors are accessed by the Remuneration Committee, considering their contribution and the market salary standard, and resolved by the Board.

Chapter V Managerial Officers

Article 25 - The Company may appoint managerial officers. The appointment, discharge and remuneration of the managerial officers shall be decided in accordance with Article 29 of the Company Law.

Chapter VI Accounting

Article 26 - The Company's fiscal year is the calendar year.

The Company shall close the accounts at the end of each fiscal year when the following reports shall be prepared by the meeting of the Board of Directors and shall be submitted to the general Shareholders' Meeting for acceptance. (1) Business Report; (2) Financial Statements; (3) Proposal Concerning Appropriation of Earnings or Covering of Losses.

Article 27 - The Company shall distribute at least 2% of distributable profit of the current year, if any, as employees' compensation, by means of cash or stock, and no higher than 0.5% of distributable profit of the current year as remuneration to directors. The preceding employees include the employees of parents or subsidiaries of the company meeting certain specific requirements. The resolution of distribution of employees'

compensation and remuneration to directors shall be adopted by a majority vote at a meeting of Board of Directors attended by two-thirds of the total number of directors; and shall be reported to the Shareholders' Meeting. However, the company's accumulated losses shall have been covered.

The current year's earnings, if any, shall be distributed in the following order:

- a. Payment of all taxes and dues;
- b. Offset prior years' operation losses;
- c. Set aside 10% of the remaining amount after deducting items (a) and (b) as legal reserve;
- d. Set aside or reverse special reserve in accordance with law and regulations; and
- e. The distribution of the remaining portion, if any, will be recommended by the Board of Directors and resolved in the Shareholders' Meeting.

The policy of dividend distribution should reflect factors such as the current and future investment environment, fund requirements, domestic and international competition and capital budgets; as well as the interest of the shareholders, share bonus equilibrium and long-term financial planning etc. The Board of Directors shall make the distribution proposal annually and present it at the Shareholders' Meeting. The Company's Articles of Incorporation further provide at least 10% of the dividends must be paid in the form of cash.

Chapter VII Supplementary Provisions

Article 28 - Any matters not provided for in these Articles of Incorporation shall be handled in accordance with the Company Law, or other laws and regulations.

Article 29 - The Articles of Incorporation were entered into on Sep.6, 2010, and were amended the first time on September 14, 2010,
the second time on December 1, 2011,
the third time on May 17, 2012,
the fourth time on March 5, 2014,
the fifth time on March 29, 2016,
the sixth time on June 29, 2016,
the seventh time on June 29, 2017,
the eighth time on January 24, 2018,
the ninth time on June 27, 2018
the tenth time on June 21, 2022

FuSheng Precision Co., Ltd.

Shareholdings of All Directors

1. The paid-in capital of the Company is NT\$1,393,869,730, divided into 139,386,973 shares of stocks.
2. As prescribed in Article 26 of the Securities and Exchange Act, all the directors shall hold a minimum of 8,363,219 shares.
3. As prescribed in the Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies, the Company has elected two or more independent directors, so the share ownership figures calculated at the rates set forth in the preceding paragraph for all directors shall be decreased by 20 percent. The Company has set up an Audit Committee, and therefore there is no applicability of the number of shares the supervisors should hold.
4. As of the record date, April 21, 2025, the shareholding status is as below:

Title	Name	Shareholdings as of April 21, 2025	
		Shares	%
Chairman	Liang-Chen Lee	3,487,929	2.50
Director	Ching-Sheng Chiang	1,407,430	1.01
Director	Representative of Lien Chang Investment Co., Ltd. Wang-Ming Lee	3,352,343	2.41
Director	Representative of TGVest Associates (One) Co., Ltd. Duen-Chian Cheng	216,000	0.15
Independent Director	Wei-Chi Liu	0	0
Independent Director	Chi-Tzu Kao	0	0
Independent Director	Chih-Kang Chen	0	0
Total		8,463,702	6.07