



Stock Code:6928

UBIQCONN TECHNOLOGY, INC.

Handbook for the 2025 Annual Meeting of Shareholders

(Summary Translation from Chinese Version)

MEETING DATE: June 12, 2025

**PLACE: Room 201, 2F., No. 300, Yangguang St., Neihu Dist., Taipei
City 11491, Taiwan**

Notice to readers

This English-version annual report is a summary translation of the Chinese version and is not an official document of the shareholders' meeting. If there is any discrepancy between the English and Chinese versions, the Chinese version shall prevail.

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UBIQCONN TECHNOLOGY, INC.

**Procedure for the 2025 Annual Meeting
of Shareholders**

Call the Meeting to Order

Chairman Takes Chair

Chairman Remarks

Reported Matters

Acknowledged Matters

Matters for Discussion

Election Matters

Other Matters

Provisional Motions

Adjournment

UBIQCONN TECHNOLOGY, INC.

Year 2025

Agenda of Annual Meeting of Shareholders

Convening Method: Physical Meeting

Time: 09:00 AM, Thursday, 12th June, 2025.

Place: Room 201, 2F., No. 300, Yangguang St., Neihu Dist., Taipei City 11491, Taiwan

- I. Call the Meeting to Order
- II. Chairman Remarks
- III. Reported Matters :
 1. 2024 Business Overview Report
 2. 2024 Audit Committee Review Report
 3. 2024 Report on distribution of employee and director remuneration
 4. Reports on financial transactions with related parties
- IV. Acknowledged Matters:
 1. 2024 Financial Reports
 2. 2024 Profit distribution
- V. Matters for Discussion:
 1. Amend some articles of the Company's "Articles of Incorporation"
 2. Amend some articles of the Company's "Engaging in Derivatives Trading Procedures"
- VI. Election Matters:

Re-election of all directors

VII. Other Matters:

Lifting non-competition restrictions on new directors and their representatives

VIII. Provisional Motions

I X . Adjournment

Reported Matters

1. 2024 Business Overview Report:

Explanation: For details about the company's 2024 operating policy and implementation overview, business plan implementation results, operating income and expenditure budget execution, profitability analysis and research and development status, please refer to [Attachment 1](Page 14).

2. 2024 Audit Committee Review Report:

Explanation: The details of the review report of the Company's Audit Committee are as follows [Attachment 2] (Page 17).

3. 2024 Report on distribution of employee and director remuneration:

Explanation:

(1) According to the provisions of Article 26 of the company's Articles of Incorporation, in circumstances where the Company achieves a financial surplus or profitability within a designated fiscal year, it shall be incumbent upon the Company to allocate a baseline minimum of 1% of such accrued net profits for that fiscal period. This allocation is to be specifically earmarked as remuneration for the employees, which shall be distributed in the form of shares or in cash as resolved by the board of directors. Employees entitled to receive such shares or cash includes the employees of parents or subsidiaries of the Company meeting certain specific requirements.

Additionally, the board of directors may allocate up to 1.5% of the aforementioned profits as directors' compensation, provided that any accumulated losses must be covered first.

- (2) The Company recorded a loss in 2024, and therefore no employee remuneration or director remuneration was accrued or distributed in 2024.

4. Reports on financial transactions with related parties:

Explanation: On November 17, 2022, the Board of Directors of the Company approved the " Procedures of Financial Transactions with Related Parties ", as detailed in [Attachment 3] (Page 18). The content includes preventing irregular transactions or improper transfer of benefits in purchase and sales transactions, acquisition and disposal of assets, endorsement guarantees and capital loans between related companies. There were no major related party transactions in 2024.

A c k n o w l e d g e d M a t t e r s

1. 2024 Financial Report (Proposed by the Board)

Explanation : (1) The company's individual and consolidated financial statements for year 2024 have been audited by CPA Chang, Shu-Chiung and Lin, Po-Chuan of PwC Accounting Firm, together with the business report, please approve.

(2) The business report and financial statements in the preceding paragraph are detailed in [Attachment 1] (Page 14) and [Attachment 4] (Page 23).

Resolution :

2. 2024 Profit distribution (Proposed by the Board)

Explanation : (1) The company's distributable earnings for 2024 were NT\$119,888,514 (including undistributed earnings at the beginning of the period NT\$187,034,337, add defined benefit plan remeasurements recognized in retained earnings NT\$11,245, less net loss for 2024 NT\$67,157,068).

(2) The surplus distribution table for 2024 is detailed in [Attachment 5] (Page 49).

(3) It is planned to distribute shareholder dividends of NT\$43,000,000, with cash dividends per share of NT\$0.5. This cash dividend is calculated based on the proportion of shares held by shareholders. The small account numbers will be adjusted from front to back to meet the total cash dividend distribution. The ex-dividend base date and related matters will be authorized chairman to handle it with full authority after resolved by the shareholders'

meeting.

(4) If there are any changes in the total number of shares of the Company in the future, which affects the number of outstanding shares and causes a change in the dividend ratio, we intend to ask the shareholders' meeting to authorize the chairman to handle the change.

Resolution :

Matters for Discussion

1. Amend some articles of the Company's "Articles of Incorporation"
(Proposed by the Board)

Explanation : (1) In order to comply with the relevant laws and regulations, the Company's Articles of Incorporation are to be amended.

(2) For the comparison table of revised provisions, please refer to [Attachment 6] (Page 50).

Resolution :

2. Amend some articles of the Company's "Engaging in Derivatives Trading Procedures" (Proposed by the Board)

Explanation : (1) In order to comply with the actual operation process, the company revised the Company's Engaging in Derivatives Trading Procedures.

(2) For the comparison table of revised provisions, please refer to [Attachment 7] (Page 52).

Resolution :

Election Matters

Re-election of all directors (Proposed by the Board)

Explanation : (1) The term of office of the fifth board of directors of the Company expires on December 1, 2025, and it is planned to hold a comprehensive re-election in advance at the 2025 annual shareholders' meeting.

(2) Pursuant to Article 17 of the Company's Articles of Incorporation, the Company shall have five to nine directors, who shall adopt a candidate nomination system and shall be elected by the shareholders' meeting from a list of director candidates. The term of office is three years and they may be re-elected. Among the number of directors, the number of independent directors shall not be less than three, and shall not be less than one-fifth of the total seats.

(3) The number of seats to be elected for the sixth board of directors are: 4 directors and 3 independent directors, for a total of 7 seats.

(4) The office term of the new directors is from the date of election (June 12, 2025) to June 11, 2028, a total of 3 years. The office term of the previous directors will end on the date of election of the new directors.

(5) The list of director candidates is detailed in [Attachment 8] (Page 55).

Election Results :

Other Matters

Lifting non-competition restrictions on new directors and their representatives (Proposed by the Board)

Explanation : (1) According to Article 209 of the Company Law, "Directors who, for themselves or others, conduct actions within the scope of the company's business, shall explain the important contents of their actions to the shareholders' meeting and obtain their approval."

(2) In order to use the expertise and relevant experience of the directors of the company, in accordance with Article 209 of the Company Law, we have submitted to the shareholders' meeting for permission to lift the non-competition restrictions on new directors and their representatives.

(3) For information on competitive situations for director candidates, please refer to [Attachment 9] (Page 57).

Resolution :

Provisional Motions

Adjournment

Business Report

1. Business Policy and Implementation Overview

Ubiqconn Technology Inc. is a provider of rugged mobile solutions, specializing in the design, manufacturing, and sales of rugged industrial computers and embedded boards. Its subsidiary, RuggON Corporation (hereinafter referred to as RuggON), promotes its products under the RuggON brand in both domestic and international markets.

Ubiqconn Technology Inc. is committed to the challenging sector of mobile applications within the industrial computing field, expanding its business through a dual approach of customized services and brand-driven solutions.

In terms of customization, Ubiqconn Technology Inc. offers a comprehensive one-stop solution, covering everything from concept development and design to product manufacturing. By leveraging its standardized modules and product series, the company meets diverse customer needs, ranging from basic models to high-end tailored solutions. Through in-depth market research and close collaboration with clients, Ubiqconn Technology Inc. ensures a deep understanding of customer requirements, enabling precise product design. The company's customized solutions primarily focus on key markets such as maritime, government projects, office automation, voting machines, and satellite communications.

Under its brand-driven business model, Ubiqconn Technology Inc. operates through the RuggON brand, specializing in high-quality rugged mobile solutions. The company has a strong presence in four key application markets: agriculture, transportation, government projects, and logistics. With primary sales locations in the U.S., Europe, and Asia, RuggON products are known for their durability, high performance, and innovative technology. Designed to withstand extreme environments, these solutions address the stringent demands of specific industries, providing customers with efficiency, reliability, and flexibility.

2. Implementation Results of Business Plan

The company's consolidated net operating income for fiscal year 2024 was NT\$2,021,425 thousand, with a gross profit margin of 23%, an operating loss of NT\$141,850 thousand, a loss after tax of NT\$67,157 thousand, a net loss

attributable to the parent company's owners of NT\$67,157 thousand, and a loss per share after tax of NT\$0.82.

3. Execution Status of Operating Budget

The revenue plan achievement rate was 46%; the operating gross profit achievement rate was 43%; the operating net profit achievement rate was -38%; and the pre-tax net profit achievement rate was -25%.

4. Profitability Analysis

Item	2024	2023
Return on Assets (%)	-2.65	12.13
Return on Equity (%)	-3.84	20.43
Pre-tax Net Profit to Paid-up Capital Ratio (%)	-10.44	42.60
Net Profit Margin (%)	-3.32	6.93
Earnings per Share (NT\$)	-0.82	3.44

5. Research and Development Status

Based on core technologies such as the existing mobile computing platform, robust wireless connectivity, proprietary firmware and software, and advanced simulation mechanism design, we have developed a range of rugged tablets and specialized in-vehicle computers. These products have been deeply integrated into five major application fields: maritime and shipping, precision agriculture, warehousing and logistics, public transportation, and government solutions.

In response to future technological trends and market demands, we continue to invest in research and development, focusing on AI applications driven by machine vision and machine learning. By training custom models to run on various edge computing platforms, we provide next-generation automation solutions for the original five application fields, helping customers reduce costs and create value.

Regarding wireless satellite terminal equipment, we are building upon our existing high-orbit narrowband technology while advancing research and development in mid-to-low orbit broadband technology.

R&D Project	Content
Edge Computing Platform	Develop various advanced mobile computing platforms with NPU/GPU
AI	Customized model training for various field applications
Wireless Satellite	SATCOM Terminal, Router/Gateway, SIP-Phone

Communication	
Strong System Structure	Advanced simulation system structure design and analysis
Special Firmware Software	HMI-MCU firmware, platform management software

We would like to express our gratitude to shareholders for their long-term support. The entire management team of the Company will continue to exert efforts to enhance profitability and value, and share fruitful results with shareholders.

Chairman : CHIEN, MIN-TZ

Manger : HSIEH,YEN-PENG

Chief Accountant : YU, CHIA-RU

[Attachment 2]

Audit Committee's Review Report

To 2025 AGM of UBIQCONN TECHNOLOGY, INC.

The board of directors sent the company's individual and consolidated financial statements for 2024 to be audited by CPA CHANG,SHU-CHIUNG and LIN,PO-CHUAN of PwC accounting firm, and issued an audit report, together with the business report and the profit distribution plan, which were reviewed in detail by the audit committee and deemed that there were no discrepancies in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act.

Audit Committee Convener

YU, YUNG-KUEI

12th March, 2025

[Attachment 3]

Procedures of Financial Transactions with Related Parties

1. Purpose:

To ensure sound financial and business transactions between the Company and related parties, and to prevent irregular transactions or improper benefits in relation to the purchase and sale of goods, acquisition and disposal of assets, endorsements and guarantees, and fund lending among related parties, this operational guideline is established in accordance with Article 17 of the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies of the Republic of China for compliance.

2. Risk Assessment:

Failure to control transactions with related parties may result in irregular transactions or improper benefit transfers, potentially harming the interests of the Company and its investors.

3. Scope of Application:

Financial and business transactions between the Company and related parties shall be handled in accordance with these guidelines unless otherwise provided by laws or the Company's Articles of Incorporation.

4. Definitions:

Related Parties: The term "related parties" as used in these guidelines shall be determined in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers in the Republic of China.

Affiliated Enterprises: The term "affiliated enterprises" refers to enterprises that exist independently but have the following relationships in accordance with Article 369-1 of the Company Act of the Republic of China:

A controlling and subordinate relationship between companies.

Companies that engage in mutual investments.

When determining a controlling and subordinate relationship, the substantive relationship shall be considered in addition to legal form.

5. Responsible Units:

Accounting Unit: Responsible for establishing and maintaining a list of related parties and affiliated enterprises and handling related-party transaction accounting procedures.

Relevant Departments: Departments engaging in transactions with related parties or affiliated enterprises shall handle transactions in accordance with established procedures.

6. Operational Guidelines:

The Company shall establish an effective internal control system for transactions with related parties (including affiliated enterprises) based on overall business operations and periodically review the system to ensure its continuous effectiveness in response to internal and external environmental changes.

The Company shall require subsidiaries to establish effective internal control systems based on the regulations of the host country and the actual nature of operations. If a related party is a non-public company, the Company shall consider the extent of its impact on the Company's financial and business operations and require it to establish an effective internal control system, financial management, business, and accounting management system.

The Company shall supervise the management of affiliated enterprises by implementing the Company's internal control system and addressing the following matters:

The Company shall acquire an appropriate number of director and supervisor seats in affiliated enterprises according to its shareholding ratio.

The Company's appointed directors to affiliated enterprises shall attend board meetings regularly to oversee operations, including corporate objectives and strategies, financial status, business performance, cash flow, major contracts, and shall investigate and report any irregularities to the Chairman or CEO (or equivalent personnel) of the Company.

The Company's appointed supervisors to affiliated enterprises shall monitor business execution, investigate financial and operational conditions, review books and audit reports, and require reports from the board of directors or managers. Any irregularities shall be recorded and reported to the Chairman or CEO (or equivalent personnel) of the Company.

The Company shall assign qualified personnel to key management positions in affiliated enterprises, such as general manager, financial officer, accounting officer, or internal audit officer, to obtain management, decision-making, and supervisory responsibilities. The Company shall guide subsidiaries in establishing internal audit units and procedures for self-assessment of internal controls based on their business nature, scale, and employee count.

Internal auditors of the Company shall review audit reports submitted by subsidiaries and conduct regular or ad-hoc audits of subsidiaries. Findings and recommendations shall be reported to the Company, and follow-up reports shall ensure timely corrective actions.

Subsidiaries shall submit monthly financial reports, including balance sheets, income statements, detailed expense reports, cash flow statements, accounts receivable aging analysis, overdue accounts details, inventory aging reports, and fund lending and endorsement guarantees reports. Any abnormalities shall be accompanied by an analysis report for control purposes. Other affiliated enterprises shall provide quarterly financial reports, including balance sheets and income statements, for analysis and review.

Unless otherwise stipulated by law, the Company's managers shall not hold concurrent positions in affiliated enterprises and shall not engage in or operate businesses similar to the Company's, except as resolved by the Board of Directors. Personnel management responsibilities between the Company and affiliated enterprises shall be clearly defined to avoid personnel interchange, except where necessary for support or transfer, in which case responsibilities, cost-sharing, and job scope shall be pre-defined.

The Company shall establish an effective financial and business communication system with affiliated enterprises and periodically assess the overall risk of major banks, key customers, and suppliers to mitigate credit risks. The Company shall closely monitor significant financial and business matters of related enterprises to implement risk control.

The Company's fund lending or endorsements and guarantees with related parties shall be prudently evaluated and comply with the "Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies" of the Republic of China and the Company's internal procedures.

Business transactions with related parties shall have clear pricing terms and payment methods. The purpose, price, conditions, and procedures of the transactions shall not

significantly deviate from normal transactions with non-related parties. Procurement of finished products, semi-finished products, and raw materials from related parties should be based on market prices and evaluated for reasonableness. Sales of finished products, semi-finished products, and raw materials to related parties should reference current market prices, ensuring fair pricing unless justified by special conditions. Service or technical transactions shall be conducted under signed agreements specifying service content, fees, duration, payment terms, and after-sales service, subject to CEO or Chairman approval.

Transactions involving asset transfers, derivatives trading, mergers, splits, acquisitions, or share transfers with related parties shall comply with the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" of the Republic of China and the Company's internal procedures.

Transactions requiring Board approval shall consider the opinions of independent directors, with dissenting opinions and reasons recorded. Directors with conflicts of interest shall abstain from discussions and voting. Directors' spouses, second-degree relatives, or companies under their control shall be deemed to have conflicts of interest.

The Company shall comply with disclosure and reporting obligations within statutory deadlines, arranging for subsidiaries to provide necessary financial and business information for external audits or internal assessments. Significant transactions shall be disclosed in annual reports, financial statements, and public prospectuses. If a related party experiences financial difficulties, the Company shall assess its impact and implement protective measures as necessary. Major financial issues shall be promptly disclosed on the Market Observation Post System.

The Company shall disclose and report major events related to its affiliated enterprises, including asset acquisitions, loaning of funds, endorsements, guarantees, bankruptcy or restructuring, and significant decisions affecting shareholder rights or stock prices.

Foreign parent companies shall report significant shareholding changes, policy shifts, disasters affecting production, regulatory changes, and media reports impacting stock prices promptly.

7. Penalties:

Managers and relevant personnel violating these guidelines shall be subject to the Company's personnel regulations.

8. Implementation and Amendments:

These guidelines shall take effect upon Board approval. Any amendments shall follow the same procedure.

[Attachment 4]

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of Ubiquconn Technology, Inc.

Opinion

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

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

Basis for opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the 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, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Company's 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, we do not provide a separate opinion on these matters.

Key audit matters for the Company's 2024 parent company only financial statements are stated as follows:

Existence of revenue from customers

Description

Refer to Note 4(26) for accounting policies on revenue recognition, and Note 6(14) for details of operating revenue.

The Company is primarily engaged in the manufacture and sales of industrial computers and in-vehicle products, etc. The industrial computer business is easily affected by the project life cycle of products and needs to focus on accepting orders of new projects. As a result, we identified the existence of revenue from customers as one of the key audit matters.

How our audit addressed the matter

Our audit procedures performed in the Company and its subsidiaries (recognized as investments accounted for using equity method) for the above matter are as follows:

1. Assessed and tested whether the internal control procedures of sales transactions are in accordance with the Company's internal control policies.

2. Selected samples of sales transactions, and obtained and verified the related vouchers of such sales from customers of selected samples.

Evaluation of inventories

Description

Refer to Note 4(10) for accounting policies on inventory valuation, Note 5(2) for uncertainty of accounting estimates and assumptions in relation to inventory valuation, and Note 6(4) for details of inventory valuation.

The Company is primarily engaged in the manufacture and sales of computers and in-vehicle products, etc. Given the long product life cycle of industrial computer products, some products or spare parts have long inventory period due to long-term supply and maintenance needs of customers. The order adjustments of customers or lower-than-expected market conditions may lead to fluctuations in product prices or low inventory correction, which may result in a higher risk of decrease in market value or obsolescence. As the Company is primarily engaged in the sales of industrial computers, its amounts of inventories are material and the types of inventories vary. Management evaluates inventories stated at the lower of cost and net realizable value. Since the evaluation of inventories is subject to management's judgment and the accounting estimations will have significant influence on the inventory values, the evaluation of inventories has been identified as one of the key audit matters.

How our audit addressed the matter

We performed the following audit procedures in respect of the above key audit matter:

1. Assessed the policy of allowance for inventory valuation loss, based on our understanding of the operations and industry of the Company.

2. Inspected the management's individually identified out-of-date inventory list and checked the related supporting documents.
3. Tested the basis of market value used in calculating the net realizable value of each inventory and validated the accuracy of calculation of selected samples.

Responsibilities of management and those charged with governance for the parent company only financial statements

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

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

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

Auditors' responsibilities for the audit of the parent company only financial statements

Our objectives are to obtain reasonable assurance about whether the parent company only financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in

accordance with the Standards on Auditing of the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these parent company only financial statements.

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

1. Identify and assess the risks of material misstatement of the parent company only financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Chang, Shu-Chiung

Lin, Po-Chuan

For and on Behalf of PricewaterhouseCoopers, Taiwan

March 12, 2025

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

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

UBIQCONN TECHNOLOGY, INC.
PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars, except as otherwise indicated)

Assets			December 31, 2024		December 31, 2023			
			AMOUNT	%	AMOUNT	%		
Current assets								
1100	Cash and cash equivalents	6(1)	\$	470,628	17	\$	598,157	28
1136	Current financial assets at amortised cost	6(2) and 8		898,225	33		32,102	1
1140	Current contract assets	6(14)		8,858	-		5,487	-
1170	Accounts receivable, net	6(3)		237,555	9		320,502	15
1180	Accounts receivable due from related parties, net	7		33,399	1		40,017	2
1200	Other receivables			19,756	1		15,177	1
1210	Other receivables due from related parties	7		175	-		174	-
130X	Current inventories	6(4)		711,915	26		793,059	37
1410	Prepayments			9,249	1		13,026	-
11XX	Total current assets			2,389,760	88		1,817,701	84
Non-current assets								
1535	Non-current financial assets at amortised cost	6(2) and 8		10,000	-		-	-
1550	Investments accounted for using equity method	6(5) and 7		109,565	4		101,419	5
1600	Property, plant and equipment	6(6) and 7		52,419	2		53,118	3
1755	Right-of-use assets	6(7)		81,332	3		109,098	5
1780	Intangible assets			15,949	1		18,124	1
1840	Deferred tax assets	6(20)		46,840	2		30,646	1
1920	Guarantee deposits paid	7		11,937	-		14,088	1
1990	Other non-current assets			5,601	-		7,696	-
15XX	Total non-current assets			333,643	12		334,189	16
1XXX	Total assets		\$	2,723,403	100	\$	2,151,890	100

(Continued)

UBIQCONN TECHNOLOGY, INC.
PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars, except as otherwise indicated)

			December 31, 2024		December 31, 2023	
Liabilities and Equity	Notes		AMOUNT	%	AMOUNT	%
Current liabilities						
2130	Current contract liabilities	6(14)	\$ 97,472	4	\$ 48,053	2
2170	Accounts payable		254,442	9	377,140	18
2200	Other payables	6(8)	115,994	4	145,875	7
2220	Other payables to related parties	7	16,690	1	16,082	1
2230	Current tax liabilities		10,665	1	51,306	2
2250	Current provisions		7,240	-	6,668	-
2280	Current lease liabilities	6(7) and 7	37,906	1	35,297	2
2300	Other current liabilities		1,896	-	6,228	-
21XX	Total current liabilities		<u>542,305</u>	<u>20</u>	<u>686,649</u>	<u>32</u>
Non-current liabilities						
2550	Non-current provisions		2,770	-	2,381	-
2570	Deferred tax liabilities	6(20)	647	-	-	-
2580	Non-current lease liabilities	6(7) and 7	47,889	2	77,898	4
2600	Other non-current liabilities	7	6,360	-	7,064	-
25XX	Total non-current liabilities		<u>57,666</u>	<u>2</u>	<u>87,343</u>	<u>4</u>
2XXX	Total liabilities		<u>599,971</u>	<u>22</u>	<u>773,992</u>	<u>36</u>
Equity						
	Share capital	6(11)				
3110	Common stock		860,000	32	750,000	35
	Capital surplus	6(12)				
3200	Capital surplus		1,106,618	41	318,681	15
	Retained earnings	6(13)				
3310	Legal reserve		34,504	1	8,719	-
3350	Unappropriated retained earnings		119,889	4	298,819	14
	Other equity interest					
3400	Other equity interest		2,421	-	1,679	-
3XXX	Total equity		<u>2,123,432</u>	<u>78</u>	<u>1,377,898</u>	<u>64</u>
	Significant events after the balance sheet date	11				
3X2X	Total liabilities and equity		<u>\$ 2,723,403</u>	<u>100</u>	<u>\$ 2,151,890</u>	<u>100</u>

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

UBIQCONN TECHNOLOGY, INC.
STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars, except earnings per share)

				Year ended December 31			
		Notes	2024		2023		
Items			AMOUNT	%	AMOUNT	%	
4000	Operating income	6(14) and 7	\$ 1,965,764	100	\$ 3,618,390	100	
5000	Operating costs	6(4)(19) and 7	(1,554,396)	(79)	(2,920,300)	(80)	
5900	Net operating margin		411,368	21	698,090	20	
5910	Unrealized profit (loss) from sales		307	-	(46)	-	
5920	Realized profit from sales		46	-	2,063	-	
5950	Gross profit from operations		411,721	21	700,107	20	
	Operating expenses	6(19) and 7					
6100	Selling expenses		(185,308)	(9)	(143,879)	(4)	
6200	Administrative expenses		(114,650)	(6)	(93,771)	(3)	
6300	Research and development expenses		(240,787)	(12)	(197,157)	(5)	
6450	Expected credit impairment gain		4,100	-	13,125	-	
6000	Total operating expenses		(536,645)	(27)	(421,682)	(12)	
6900	Operating (loss) profit		(124,924)	(6)	278,425	8	
	Non-operating income and expenses						
7100	Interest income	6(15)	17,387	1	11,373	-	
7010	Other income	6(16)	13,805	1	9,147	-	
7020	Other gains and losses	6(17)	18,455	1	(13,550)	-	
7050	Finance costs	6(18) and 7	(2,456)	-	(5,152)	-	
7070	Share of (loss) profit of subsidiaries, associates and joint ventures accounted for under equity method	6(5)	(12,060)	(1)	39,199	1	
7000	Total non-operating income and expenses		35,131	2	41,017	1	
7900	Profit (loss) before income tax		(89,793)	(4)	319,442	9	
7950	Tax benefit (expense)	6(20)	22,636	1	(61,574)	(2)	
8200	Profit (loss) for the year		<u>(\$ 67,157)</u>	<u>(3)</u>	<u>\$ 257,868</u>	<u>7</u>	
	Other comprehensive income						
	Components of other comprehensive income that will not be reclassified to profit or loss						
8311	Income (loss) on remeasurements of defined benefit plans		\$ 12	-	(\$ 22)	-	
8310	Other comprehensive income (loss) that will not be reclassified to profit or loss		12	-	(22)	-	
	Components of other comprehensive income that will be reclassified to profit or loss						
8361	Financial statements translation differences of foreign operation		742	-	187	-	
8360	Other comprehensive income that will be reclassified to profit or loss		742	-	187	-	
8300	Other comprehensive income		<u>\$ 754</u>	<u>-</u>	<u>\$ 165</u>	<u>-</u>	
8500	Total comprehensive (loss) income		<u>(\$ 66,403)</u>	<u>(3)</u>	<u>\$ 258,033</u>	<u>7</u>	
	Earnings (loss) per share (in dollars)	6(21)					
9750	Basic earnings (loss) per share		(\$ 0.82)		\$ 3.44		
9850	Diluted earnings (loss) per share		(\$ 0.82)		\$ 3.44		

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

UBIQCONN TECHNOLOGY, INC.
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars, except as otherwise indicated)

				Retained Earnings			
					Unappropriated retained earnings (accumulated deficit)	Exchange differences on translation of foreign financial statements	
	Notes	Ordinary share	Capital surplus	Legal reserve			Total equity
<u>Year ended December 31, 2023</u>							
Balance at January 1, 2023		\$ 750,000	\$ 307,778	\$ -	\$ 87,192	\$ 1,492	\$ 1,146,462
Profit for the year		-	-	-	257,868	-	257,868
Other comprehensive income		-	-	-	(22)	187	165
Total comprehensive income		-	-	-	257,846	187	258,033
Appropriations of 2022 earnings:	6(13)						
Legal reserve		-	-	8,719	(8,719)	-	-
Cash dividends		-	-	-	(37,500)	-	(37,500)
Share-based payments	6(10)	-	10,903	-	-	-	10,903
Balance at December 31, 2023		<u>\$ 750,000</u>	<u>\$ 318,681</u>	<u>\$ 8,719</u>	<u>\$ 298,819</u>	<u>\$ 1,679</u>	<u>\$ 1,377,898</u>
<u>Year ended December 31, 2024</u>							
Balance at January 1, 2024		\$ 750,000	\$ 318,681	\$ 8,719	\$ 298,819	\$ 1,679	\$ 1,377,898
Loss for the year		-	-	-	(67,157)	-	(67,157)
Other comprehensive income		-	-	-	12	742	754
Total comprehensive loss		-	-	-	(67,145)	742	(66,403)
Appropriations of 2023 earnings:	6(13)						
Legal reserve		-	-	25,785	(25,785)	-	-
Cash dividends		-	-	-	(86,000)	-	(86,000)
Issue of shares	6(11)	110,000	761,463	-	-	-	871,463
Cost of Employee Subscription Retention in Cash Capital Increase	6(10)	-	26,474	-	-	-	26,474
Balance at December 31, 2024		<u>\$ 860,000</u>	<u>\$ 1,106,618</u>	<u>\$ 34,504</u>	<u>\$ 119,889</u>	<u>\$ 2,421</u>	<u>\$ 2,123,432</u>

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

UBIQCONN TECHNOLOGY, INC.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023

(Expressed in thousands of New Taiwan dollars, except as otherwise indicated)

		Year ended December 31	
	Notes	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES			
(Loss) profit before tax		(\$ 89,793)	\$ 319,442
Adjustments			
Adjustments to reconcile profit (loss)			
Depreciation	6(19)	57,575	51,434
Amortization	6(19)	5,621	5,243
Expected credit impairment gain	12(2)	(4,100)	(13,125)
Interest expense	6(18)	2,456	5,152
Interest income	6(15)	(17,387)	(11,373)
Share-based payments	6(10)	26,474	10,903
Gains on write-off of past due payable	6(16)	-	(4,423)
Share of profit or loss of subsidiaries, associates and joint ventures accounted for using equity method	6(5)	12,060	(39,199)
Loss on disposal of property, plan and equipment	6(17)	4	-
Recognised Property, plant and equipment as expenses		115	-
Gain on lease modification	6(7)(17)	(85)	-
Unrealized profit or loss from sales		(353)	(2,017)
Changes in operating assets and liabilities			
Changes in operating assets			
Contract assets		(3,371)	1,392
Accounts receivable		87,047	208,310
Accounts receivable-related parties		6,618	(7,050)
Other receivables		(3,848)	13,962
Other receivables-related parties		(1)	(74)
Inventories		81,144	281,323
Prepayments		(2,562)	5,796
Changes in operating liabilities			
Contract liabilities		49,419	(3,034)
Accounts payable		(122,698)	(179,975)
Accounts payable-related parties		-	(267)
Other payables		(23,500)	20,960
Other payables-related parties		(1,081)	(19,697)
Provisions		961	3,347
Other current liabilities		(4,332)	4,719
Other non-current liabilities		(692)	741
Cash inflow generated from operations		55,691	652,490
Interest received		16,656	11,170
Interest paid		(2,456)	(5,409)
Income taxes paid		(33,552)	(49,015)
Net cash flows from operating activities		36,339	609,236

(Continued)

UBIQCONN TECHNOLOGY, INC.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023

(Expressed in thousands of New Taiwan dollars, except as otherwise indicated)

		Year ended December 31	
	Notes	2024	2023
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Acquisition of financial assets at amortised cost		(\$ 876,123)	(\$ 5,061)
Acquisition of investments accounted for using equity method	7	(17,422)	(15,188)
Acquisition of property, plant and equipment	6(22)	(24,120)	(31,490)
Proceeds from disposal of property, plant and equipment		21	24
Acquisition of intangible assets		(4,617)	(4,464)
Decrease (increase) in refundable deposits		2,151	(2,577)
Decrease (increase) in other non-current assets		6,608	(7,696)
Net cash flows used in investing activities		(913,502)	(66,452)
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
Repayments of lease principal	6(23)	(35,829)	(35,343)
Increase in short-term borrowings	6(23)	33,721	53,000
Decrease in short-term borrowings	6(23)	(33,721)	(143,813)
Increase in long-term borrowings		-	100,000
Repayments of long-term borrowings		-	(100,000)
Cash dividends paid	6(13)	(86,000)	(37,500)
Proceeds from issuance of shares	6(11)	871,463	-
Net cash flows from (used in) financing activities		749,634	(163,656)
Net (decrease) increase in cash and cash equivalents		(127,529)	379,128
Cash and cash equivalents at beginning of year		598,157	219,029
Cash and cash equivalents at end of year		\$ 470,628	\$ 598,157

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of Ubiqconn Technology, Inc.

Opinion

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

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

Basis for opinion

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

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Group's 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, we do not provide a separate opinion on these matters.

Key audit matters for the Group's 2024 consolidated financial statements are stated as follows:

Existence of revenue from customers

Description

Refer to Note 4(26) for accounting policies on revenue recognition, and Note 6(13) for details of operating revenue.

The Group is primarily engaged in the manufacture and sales of industrial computers and in-vehicle products, etc. The industrial computer business is easily affected by the project life cycle of products and needs to focus on accepting orders of new projects. As a result, we identified the existence of revenue from customers as one of the key audit matters.

How our audit addressed the matter

We performed the following audit procedures in respect of the above key audit matter:

1. Assessed and tested whether the internal control procedures of sales transactions are in accordance with the Group's internal control policies.
2. Selected samples of sales transactions, and obtained and verified the related vouchers of such sales from customers.

Evaluation of inventories

Description

Refer to Note 4(11) for accounting policies on inventory valuation, Note 5(2) for uncertainty of accounting estimates and assumptions in relation to inventory valuation, and Note 6(4) for details of inventory valuation.

The Group is primarily engaged in the manufacture and sales of industrial computers and in-vehicle products, etc. Given the long product life cycle of industrial computer products, some products or spare parts have long inventory period due to long-term supply and maintenance needs of customers. The order adjustments of customers or lower-than-expected market conditions may lead to fluctuations in product prices or low inventory correction, which may result in a higher risk of decrease in market value or obsolescence. As the Group is primarily engaged in the sales of industrial computers, its amounts of inventories are material and the types of inventories vary. Management evaluates inventories stated at the lower of cost and net realizable value. Since the evaluation of inventories is subject to management's judgment and the accounting estimations will have significant influence on the inventory values, the evaluation of inventories has been identified as one of the key audit matters.

How our audit addressed the matter

We performed the following audit procedures in respect of the above key audit matter:

1. Assessed the policy of allowance for inventory valuation loss, based on our understanding of the operations and industry of the Group.
2. Inspected the management's individually identified out-of-date inventory list and checked the related supporting documents..

3. Tested the basis of market value used in calculating the net realizable value of each inventory and validated the accuracy of calculation of selected samples.

Other matter – Parent company only financial reports

We have audited and expressed an unmodified opinion on the parent company only financial statements of Ubiqconn Technology, Inc. as of and for the years ended December 31, 2024 and 2023.

Responsibilities of management and those charged with governance for the consolidated statements

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

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

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

Auditors' responsibilities for the audit of the consolidated financial statements

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

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

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Chang, Shu-Chiung

Lin, Po-Chuan

For and on Behalf of PricewaterhouseCoopers, Taiwan

March 12, 2025

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

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

UBIQCONN TECHNOLOGY, INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars, except as otherwise indicated)

Assets			December 31, 2024		December 31, 2023			
			AMOUNT	%	AMOUNT	%		
Current assets								
1100	Cash and cash equivalents	6(1)	\$	599,227	22	\$	732,264	34
1136	Current financial assets at amortised cost	6(2) and 8		898,225	33		32,102	1
1140	Current contract assets	6(13)		8,858	-		5,487	-
1170	Accounts receivable, net	6(3)		256,779	9		340,957	16
1180	Accounts receivable - related parties	7		453	-		4,998	-
1200	Other receivables			19,793	1		15,383	1
1220	Current tax assets			326	-		240	-
130X	Inventory	6(4)		713,957	26		794,908	36
1410	Prepayments			14,171	1		17,010	1
11XX	Total current assets			2,511,789	92		1,943,349	89
Non-current assets								
1535	Non-current financial assets at amortised cost	6(2) and 8		10,000	-		-	-
1600	Property, plant and equipment	6(5) and 7		52,571	2		53,317	3
1755	Right-of-use assets	6(6)		83,014	3		111,622	5
1780	Intangible assets			15,949	1		18,124	1
1840	Deferred tax assets	6(19)		46,840	2		30,646	1
1920	Guarantee deposits paid	7		12,203	-		14,354	1
1990	Other non-current assets			5,601	-		7,696	-
15XX	Total non-current assets			226,178	8		235,759	11
1XXX	Total assets		\$	2,737,967	100	\$	2,179,108	100

(Continued)

UBIQCONN TECHNOLOGY, INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars, except as otherwise indicated)

Liabilities and Equity			December 31, 2024		December 31, 2023			
			Notes	AMOUNT	%	AMOUNT	%	
Current liabilities								
2130	Current contract liabilities	6(13)	\$	100,218	4	\$	62,759	3
2170	Accounts payable			254,442	9		377,140	17
2200	Other payables	6(7)		125,946	5		156,604	7
2220	Other payables - related parties	7		16,709	1		15,221	1
2230	Current income tax liabilities			10,665	-		51,306	3
2250	Current provisions			7,240	-		6,668	-
2280	Current lease liabilities	6(6) and 7		38,822	1		36,096	2
2399	Other current liabilities			1,967	-		6,297	-
21XX	Total current liabilities			556,009	20		712,091	33
Non-current liabilities								
2550	Non-current provisions			2,770	-		2,381	-
2570	Deferred tax liabilities	6(19)		647	-		-	-
2580	Non-current lease liabilities	6(6) and 7		48,749	2		79,674	4
2600	Other non-current liabilities	7		6,360	-		7,064	-
25XX	Total non-current liabilities			58,526	2		89,119	4
2XXX	Total liabilities			614,535	22		801,210	37
Equity								
Equity attributable to owners of parent								
	Share capital	6(10)						
3110	Common stock			860,000	32		750,000	34
	Capital surplus	6(11)						
3200	Capital surplus			1,106,618	41		318,681	15
	Retained earnings	6(12)						
3310	Legal reserve			34,504	1		8,719	-
3350	Unappropriated retained earnings			119,889	4		298,819	14
	Other equity interest							
3400	Other equity interest			2,421	-		1,679	-
31XX	Equity attributable to owners of the parent			2,123,432	78		1,377,898	63
3XXX	Total equity			2,123,432	78		1,377,898	63
	Significant events after the balance sheet date	11						
3X2X	Total liabilities and equity		\$	2,737,967	100	\$	2,179,108	100

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

UBIQCONN TECHNOLOGY, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars, except as otherwise indicated)

			Year ended December 31			
			2024		2023	
	Items	Notes	AMOUNT	%	AMOUNT	%
4000	Operating income	6(13) and 7	\$ 2,021,425	100	\$ 3,721,340	100
5000	Operating costs	6(4)(18) and 7	(1,556,704)	(77)	(2,926,502)	(78)
5900	Net operating margin		464,721	23	794,838	22
	Operating expenses	6(18) and 7				
6100	Selling expenses		(252,143)	(12)	(200,905)	(5)
6200	General and administrative expenses		(118,635)	(6)	(95,987)	(3)
6300	Research and development expenses		(240,787)	(12)	(197,157)	(5)
6450	Expected credit impairment gain	12(2)	4,994	-	12,858	-
6000	Total operating expenses		(606,571)	(30)	(481,191)	(13)
6900	Operating (loss) profit		(141,850)	(7)	313,647	9
	Non-operating income and expenses					
7100	Interest income	6(14)	19,186	1	13,877	-
7010	Other income	6(15)	14,810	1	10,276	-
7020	Other gains and losses	6(16)	20,596	1	(13,106)	-
7050	Finance costs	6(17) and 7	(2,509)	-	(5,227)	-
7000	Total non-operating income and expenses		52,083	3	5,820	-
7900	Profit (loss) before income tax		(89,767)	(4)	319,467	9
7950	Tax benefit (expense) expense	6(19)	22,610	1	(61,599)	(2)
8200	Profit (loss) for the year		(\$ 67,157)	(3)	\$ 257,868	7
	Other comprehensive income (loss)					
	Components of other comprehensive loss that will not be reclassified to profit or loss					
8311	Income (loss) on remeasurements of defined benefit plans		\$ 12	-	(\$ 22)	-
8310	Other comprehensive income (loss) that will not be reclassified to profit or loss		12	-	(22)	-
	Components of other comprehensive income that will be reclassified to profit or loss					
8361	Financial statements translation differences of foreign operations		742	-	187	-
8360	Other comprehensive income that will be reclassified to profit or loss		742	-	187	-
8300	Other comprehensive income		\$ 754	-	\$ 165	-
8500	Total comprehensive (loss) income		(\$ 66,403)	(3)	\$ 258,033	7
	Profit attributable to:					
8610	Shareholders of parent		(\$ 67,157)	(3)	\$ 257,868	7
	Comprehensive income attributable to:					
8710	Shareholders of parent		(\$ 66,403)	(3)	\$ 258,033	7
	Earnings (loss) per share (in dollars)	6(20)				
9750	Basic earnings (loss) per share		(\$ 0.82)		\$ 3.44	
9850	Diluted earnings (loss) per share		(\$ 0.82)		\$ 3.44	

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

UBIQCONN TECHNOLOGY, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars, except as otherwise indicated)

	Equity attributable to owners of the parent						
				Retained Earnings			
	Notes	Ordinary share	Capital surplus	Legal reserve	Unappropriated retained earnings (accumulated deficit)	Exchange differences on translation of foreign financial statements	Total equity
<u>Year ended December 31, 2023</u>							
Balance at January 1, 2023		\$ 750,000	\$ 307,778	\$ -	\$ 87,192	\$ 1,492	\$ 1,146,462
Profit for the year		-	-	-	257,868	-	257,868
Other comprehensive income		-	-	-	(22)	187	165
Total comprehensive income		-	-	-	257,846	187	258,033
Appropriations of 2022 earnings:	6(12)						
Legal reserve		-	-	8,719	(8,719)	-	-
Cash dividends		-	-	-	(37,500)	-	(37,500)
Share-based payments	6(9)	-	10,903	-	-	-	10,903
Balance at December 31, 2023		\$ 750,000	\$ 318,681	\$ 8,719	\$ 298,819	\$ 1,679	\$ 1,377,898
<u>Year ended December 31, 2024</u>							
Balance at January 1, 2024		\$ 750,000	\$ 318,681	\$ 8,719	\$ 298,819	\$ 1,679	\$ 1,377,898
Loss for the year		-	-	-	(67,157)	-	(67,157)
Other comprehensive income		-	-	-	12	742	754
Total comprehensive income		-	-	-	(67,145)	742	(66,403)
Appropriations of 2023 earnings:	6(12)						
Legal reserve		-	-	25,785	(25,785)	-	-
Cash dividends		-	-	-	(86,000)	-	(86,000)
Issue of shares	6(10)	110,000	761,463	-	-	-	871,463
Cost of Employee Subscription Retention in Cash Capital Increase	6(9)	-	26,474	-	-	-	26,474
Balance at December 31, 2024		\$ 860,000	\$ 1,106,618	\$ 34,504	\$ 119,889	\$ 2,421	\$ 2,123,432

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

UBIQCONN TECHNOLOGY, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

		Year ended December 31	
	Notes	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES			
(Loss) profit before tax		(\$ 89,767)	\$ 319,467
Adjustments			
Adjustments to reconcile profit (loss)			
Depreciation	6(18)	58,518	52,772
Amortization	6(18)	5,621	5,243
Expected credit impairment gain	12(2)	(4,994)	(12,858)
Interest expense	6(17)	2,509	5,227
Interest income	6(14)	(19,186)	(13,877)
Share-based payments	6(9)	26,474	10,903
Gain on write-off of past due payable	6(15)	-	(4,464)
Loss on disposal of property, plan and equipment	6(16)	4	-
Recognised Property, plant and equipment as expenses	6(5)	115	-
Gain on lease modification	6(6)(16)	(85)	-
Other item		(35)	-
Changes in operating assets and liabilities			
Changes in operating assets			
Contract assets		(3,371)	1,392
Accounts receivable		89,572	197,465
Accounts receivable-related parties		4,545	3,089
Other receivables		(3,722)	13,841
Inventories		80,951	286,788
Prepayments		(3,479)	4,816
Changes in operating liabilities			
Contract liabilities		37,459	5,339
Accounts payable		(122,698)	(179,975)
Accounts payable - related parties		-	(267)
Other payables		(24,980)	24,993
Other payables - related parties		1,488	(20,123)
Provisions		961	3,347
Other current liabilities		(4,330)	4,688
Other non-current liabilities		(692)	741
Cash inflow generated from operations		30,878	708,547
Interest received		18,498	13,596
Interest paid		(2,509)	(5,484)
Income taxes paid		(33,664)	(49,264)
Net cash flows from operating activities		13,203	667,395

(Continued)

UBIQCONN TECHNOLOGY, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

		Year ended December 31	
	Notes	2024	2023
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Acquisition of financial assets at amortised cost		(\$ 876,123)	(\$ 5,061)
Acquisition of property, plant and equipment	6(21)	(24,174)	(31,506)
Proceeds from disposal of property, plant and equipment		21	-
Acquisition of intangible assets		(4,617)	(4,464)
Decrease (increase) in refundable deposits		2,151	(2,577)
Decrease (increase) in other non-current assets		6,608	(7,696)
Net cash flows used in investing activities		(896,134)	(51,304)
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
Repayments of lease principal	6(22)	(36,628)	(36,198)
Increase in short-term borrowings	6(22)	33,721	53,000
Decrease in short-term borrowings	6(22)	(33,721)	(143,813)
Increase in long-term borrowings		-	100,000
Repayments of long-term borrowings		-	(100,000)
Cash dividends paid	6(12)	(86,000)	(37,500)
Proceeds from issuance of shares	6(10)	871,463	-
Net cash flows from (used in) financing activities		748,835	(164,511)
Effect of exchange rate changes		1,059	184
Net (decrease) increase in cash and cash equivalents		(133,037)	451,764
Cash and cash equivalents at beginning of year		732,264	280,500
Cash and cash equivalents at end of year		\$ 599,227	\$ 732,264

UBIQCONN TECHNOLOGY, INC.

2024 Earnings Distribution Table

	NTD
Undistributed earnings at the beginning of the period	\$187,034,337
Add : Defined benefit plan remeasurements recognized in retained earnings	11,245
Less : Net loss for 2024	(67,157,068)
Less : 10% of Surplus reserve	0
Distributable earnings	119,888,514
Distribution :	
Shareholder dividends -Cash (NT\$0.5 per share)	(43,000,000)
Undistributed earnings at the end of the period	\$76,888,514

Chairman : CHIEN, MIN-TZ

Manger : HSIEH,YEN-PENG

Chief Accountant : YU, CHIA-RU

UBIQCONN TECHNOLOGY, INC.

Comparison Table for the Articles of Incorporation Before and After Revision

Article	After	Before	Revision reason
17	<p>The Company is to establish a Board of Directors, with the total number of members on this board being not fewer than five and not exceeding nine in total, adopted through a candidates nomination system, and the shareholders shall elect the directors from among the nominees listed in the roster of director candidates. The term of office of directors shall be three years; re-election shall be permissible.</p> <p>Following the guidelines and regulations as detailed in the paragraph preceding, the Company shall appoint independent directors, not less than three in number and not less than one-third of the total number of directors.</p> <p>Regulations governing the professional qualifications, restrictions on shareholdings and concurrent positions held, method of nomination and election, and other matters for compliance with respect to independent directors shall be prescribed by the competent authority in charge of securities affairs.</p>	<p>The Company is to establish a Board of Directors, with the total number of members on this board being not fewer than five and not exceeding nine in total, adopted through a candidates nomination system, and the shareholders shall elect the directors from among the nominees listed in the roster of director candidates. The term of office of directors shall be three years; re-election shall be permissible.</p> <p>Following the guidelines and regulations as detailed in the paragraph preceding, the Company shall appoint independent directors, not less than three in number and not less than one-fifth of the total number of directors.</p> <p>Regulations governing the professional qualifications, restrictions on shareholdings and concurrent positions held, method of nomination and election, and other matters for compliance with respect to independent directors shall be prescribed by the competent authority in charge of securities affairs.</p>	<p>In order to comply with the revision of Taiwan Stock Exchange Corporation Operation Directions for Compliance with the Establishment of Board of Directors by TWSE Listed Companies and the Board's Exercise of Powers and Taiwan Stock Exchange Corporation Rules Governing Information Filing by Companies with TWSE Listed Securities and Offshore Fund Institutions with TWSE Listed Offshore Exchange-Traded Funds.</p>
26	<p>In circumstances where the Company achieves a financial surplus or profitability within a designated fiscal year, it shall be incumbent upon the Company to allocate a baseline minimum of 2% of such accrued net profits for that fiscal period. This allocation is to be specifically earmarked as remuneration for the employees and at least 50%</p>	<p>In circumstances where the Company achieves a financial surplus or profitability within a designated fiscal year, it shall be incumbent upon the Company to allocate a baseline minimum of 1% of such accrued net profits for that fiscal period. This allocation is to be specifically earmarked as remuneration for the employees, which shall be</p>	<p>In compliance with the revision of Article 14 of the Securities and Exchange Act.</p>

Article	After	Before	Revision reason
	<p><u>of the total employee remuneration is allocated to junior staff</u>, which shall be distributed in the form of shares or in cash as resolved by the board of directors. Employees entitled to receive such shares or cash includes the employees of parents or subsidiaries of the Company meeting certain specific requirements. Additionally, the board of directors may allocate up to 1.5% of the aforementioned profits as directors' compensation, provided that any accumulated losses must be covered first.</p>	<p>distributed in the form of shares or in cash as resolved by the board of directors. Employees entitled to receive such shares or cash includes the employees of parents or subsidiaries of the Company meeting certain specific requirements. Additionally, the board of directors may allocate up to 1.5% of the aforementioned profits as directors' compensation, provided that any accumulated losses must be covered first.</p>	
29	<p>This Articles of Incorporation was established on May 26, 2011. The ninth amendment was made on June 4, 2024. <u>The tenth amendment was made on June 4, 2024.</u></p>	<p>This Articles of Incorporation was established on May 26, 2011. The ninth amendment was made on June 4, 2024.</p>	Add the date of this revision

UBIQCONN TECHNOLOGY, INC.

Comparison Table for the Engaging in Derivatives Trading Procedures Before and After Revision

After	Before	Revision reason
<p>Article 4: Trading Principles and Guidelines (Excerpt...)</p> <p>3. Division of Responsibilities: (Excerpt...)</p> <p>(2) Senior Executive Appointed by the Board of Directors: <u>Chief Financial Officer</u></p> <p>Conduct regular assessments of the derivative trading process and management procedures.</p> <p><u>Supervise and respond</u> to abnormal situations and report to the Board of Directors.</p> <p>(3) Execution Unit: <u>Financial Unit:</u>(1) Responsible for the execution of derivative trading operations, including trading, confirmation, settlement, recording, and accounting.(2) The principles for the division of responsibilities within the Financial Unit for derivative transactions are as follows:</p> <p>a. Traders and personnel responsible for confirmation, settlement, and other operations shall not hold overlapping positions. These personnel shall be approved by the Chairman of the Board.</p> <p>b. Traders shall submit relevant documents to confirmation personnel for verification and record-keeping upon completion of transactions.</p> <p><u>Risk Assessment Unit:</u>Personnel responsible for risk measurement, supervision, and control shall belong to a different department than the aforementioned personnel and shall report to the Board of Directors or senior executives who are not responsible for trading decisions.</p> <p>Legal Unit:Responsible for reviewing all derivative trading contracts.</p>	<p>Article 4: Trading Principles and Guidelines (Excerpt...)</p> <p>3. Division of Responsibilities: (Excerpt...)</p> <p>(2) Senior Executive Appointed by the Board of Directors: Chief Executive Officer (or an authorized representative)</p> <p>Conduct regular assessments of the derivative trading process and management procedures.</p> <p>Direct the execution unit to implement the derivative trading procedures.</p> <p>Address abnormal situations and report to the Board of Directors.</p> <p>(3) Execution Unit: Financial Unit Responsible for the execution of derivative trading operations, including trading, confirmation, settlement, recording, and accounting.</p> <p>The principles for the division of responsibilities within the Financial Unit for derivative transactions are as follows:</p> <p>(1) Traders and personnel responsible for confirmation, settlement, and other operations shall not hold overlapping positions. These personnel shall be approved by the Chairman of the Board.</p> <p>(2) Traders shall submit relevant documents to confirmation personnel for verification and record-keeping upon completion of transactions.</p> <p>(3) Personnel responsible for risk measurement, supervision, and control shall belong to a different department than the aforementioned personnel and shall report to the Board of Directors or senior executives who are not responsible for trading decisions.</p> <p>(4) Legal Unit:</p>	<p>Revised the management personnel designated by the Board of Directors and their responsibilities, and added a risk assessment unit.</p>

After	Before	Revision reason
<p>4. Performance Evaluation Positions held in derivative transactions shall be evaluated at least once a week. However, for hedging transactions conducted for business needs, evaluations shall be conducted at least twice a month. Evaluation reports shall be submitted to the senior executive authorized by the Board of Directors for review.</p> <p>5. Total Contract Amount for Derivative Transactions and Limits on Total and Individual Contract Losses (1) Hedging Transactions: The total authorized contract amount for foreign exchange transactions shall not exceed the total assets of the previous fiscal year, as audited by a certified public accountant. The total authorized contract amount for interest rate transactions shall not exceed the total liabilities of the previous fiscal year, as audited by a certified public accountant. (Excerpt...)</p> <p>(2) Non-Hedging Transactions: The total outstanding contracts for non-hedging transactions shall not exceed USD 20 million. (Excerpt...)</p>	<p>Responsible for reviewing all derivative trading contracts.</p> <p>4. Performance Evaluation Guidelines Positions held in derivative transactions shall be evaluated at least once a week. However, for hedging transactions conducted for business needs, evaluations shall be conducted at least twice a month to ensure that profit and loss conditions remain within the initially anticipated range and that gains and losses comply with stop profit and stop loss mechanisms. Evaluation reports shall be submitted to the senior executive authorized by the Board of Directors for review.</p> <p>5. Total Contract Amount for Derivative Transactions and Limits on Total and Individual Contract Losses (1) Hedging Transactions: a- The total authorized contract amount for foreign exchange transactions shall not exceed the total assets of the previous fiscal year, as audited by a certified public accountant. b- The total authorized contract amount for interest rate transactions shall not exceed the total liabilities of the previous fiscal year, as audited by a certified public accountant. (Excerpt...)</p> <p>(2) Non-Hedging Transactions: The total outstanding contracts for non-hedging transactions shall not exceed USD 20 million. 1. (Excerpt...)</p>	
<p>Article 7: Periodic Evaluation Methods and Handling of Abnormal Situations 1. The Board of Directors shall supervise and manage in accordance with the following principles: (1) Designate senior executives to continuously monitor and control risks associated with derivative transactions. (2) Periodically evaluate whether the performance of derivative transactions aligns with the established business strategy and whether the associated risks fall within the company's acceptable limits.</p>	<p>Article 7: Periodic Evaluation Methods and Handling of Abnormal Situations 1. The Board of Directors shall supervise and manage in accordance with the following principles: (1) Designate senior executives to continuously monitor and control risks associated with derivative transactions. (2) Periodically evaluate whether the performance of derivative transactions aligns with the established business strategy and whether the associated risks fall within the company's acceptable limits.</p>	<p>Increase post-submission board reporting work.</p>

After	Before	Revision reason
<p>2. Senior executives authorized by the Board of Directors shall manage in accordance with the following principles:</p> <p>(1) Periodically evaluate the appropriateness of the risk management procedures in place and ensure compliance with these procedures.</p> <p>(2) Supervise trading and profit/loss conditions. If any abnormalities are identified, necessary countermeasures shall be taken immediately, and a report shall be made to the Board of Directors. If the company has independent directors, the Board meeting shall include their participation and opinions.</p> <p>3. Derivative transactions conducted by the company, as authorized under these procedures, shall be reported to the next Board of Directors meeting after execution.</p>	<p>2. Senior executives authorized by the Board of Directors shall manage in accordance with the following principles:</p> <p>(1) Periodically evaluate the appropriateness of the risk management procedures in place and ensure compliance with these procedures.</p> <p>(2) Supervise trading and profit/loss conditions. If any abnormalities are identified, necessary countermeasures shall be taken immediately, and a report shall be made to the Board of Directors. If the company has independent directors, the Board meeting shall include their participation and opinions.</p>	

UBIQCONN TECHNOLOGY, INC.

List of Director Candidates

Title	Candidate Name(Gender)	Education	Work Experience	Current Concurrent Positions	Current Shareholding	Term of office
Director	FIC GLOBAL, INC. Rep:CHIEN, MIN-TZ (Male)	MS in Electrical Engineering, UCLA	Chief Operating Officer, FIC	Chairman and President of FIC Global Inc. Chairman, FIC Chairman, RuggON Corp. Director, King's Sports Co. Director, Witology Co. Independent Director, Cyberlink Corp. Independent Director, Promate Electronic Co. Director, 3CEMS Corp.	37,827,389	NA
Director	FIC GLOBAL, INC. Rep: HSU, CHING-CHEN (Female)	EMBA in IT, National Chengchi University (incomplete) Bachelor of Electronics, Hwa Hsia College	CEO of Ubiqconn Technology, Inc., and Ubiqconn Technology (UNA) INC. Vice President, FIC Assistant Vice President, Advantech Co. Vice President, Lite-On Technology Corp.	Director of RuggON Corp	37,827,389	NA
Director	FIC GLOBAL, INC. Rep: LIAO, SHAN-JU (Female)	EMBA, National Chengchi University Bachelor of Cooperative Economics, Tamkang University	Assistant Vice President, FIC Procurement Manager, Semp Toshiba Informatica Ltda Taiwan Office	VP of Ubiqconn Technology, Inc.	37,827,389	NA
Director	LIN, SUNG-HSI	Bachelor's in	Business Director at	VP of Meta	0	NA

	(Male)	Economics, UCLA	Intel Corp. Senior Manager at Dell Inc. Business Manager at BNP Paribas Securities (Taiwan) Co. Business Manager at Yuanta Securities Co.	Green Cooling Technology Co., Ltd.		
Independent Director	WU,YA-TING (Female)	Master Degree, Institute of International Management of Portland State University GMBA of National Taiwan University	Assistant Manager of Hynix Semiconductor Co., Ltd. Engineer at ASUS Computer Co., Ltd.	Senior Vice President of TrendForce Technology Co., Ltd.	0	1st
Independent Director	HUANG,CHUN G-LIANG (Male)	Master's in Finance, Florida International University	Senior Project Manager, Strategic Execution Office at Marketch International Corp. Executive Office Chairman's Special Assistant, EVP TECHNOLOGY LLC. (U.S.A.) Taiwan Branch Project Business Manager, Track Systems Division, Siemens AG Finance Project Manager, Otis Elevator Company (Taiwan) Limited	Special Assistant to the CEO of Gloria and Partners Ltd.	0	2nd
Independent Director	HSIAO, TSU-TSE (Male)	Bachelor's in Electronic Engineering, National Taiwan Ocean University	Vice President, ST Engineering (Taiwan) Ltd. Product Manager, Kang Jin Universe Technology Co. IT Manager, Ji Xiang Securities Co. R&D Engineer, UTSI Computer Co.	Chairman of Delite Energy Co., Ltd.	0	2nd

UBIQCONN TECHNOLOGY, INC.

Concurrent Positions of Director Candidates

Position	Name	Take a position in another company
Director	FIC GLOBAL, INC.	Chairman of First International Computer Chairman of FICTA TECHNOLOGY, INC.
Director	FIC GLOBAL, INC. Rep: CHIEN, MIN-TZ	Chairman and President of FIC Global Inc. Chairman, FIC Chairman, RuggON Corp. Director, King's Sports Co. Director, Witology Co. Independent Director, Cyberlink Corp. Independent Director, Promate Electronic Co. Director, 3CEMS Corp.
Director	LIN,SUNG-HSI	VP of Meta Green Cooling Technology Co., Ltd.
Independent Director	HUANG,CHUNG-LIANG	Special Assistant to the CEO of Gloria and Partners Ltd.
Independent Director	HSIAO, TSU-TSE	Chairman of Delite Energy Co., Ltd.
Independent Director	WU,YA-TING	Senior Vice President of TrendForce Technology Co., Ltd.

UBIQCONN TECHNOLOGY, INC.
Articles of Incorporation (before amendment)

Section I - General Provisions

Article 1

The name of the company is UBIQCONN TECHNOLOGY, INC. (攸泰科技股份有限公司) (the "Company"), which is duly organized as a company limited by shares under the Company Act of Taiwan.

Article 2

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

1. CC01010 Manufacture of Power Generation, Transmission and Distribution Machinery
2. CC01060 Wired Communication Mechanical Equipment Manufacturing
3. CC01070 Wireless Communication Mechanical Equipment Manufacturing
4. CC01080 Electronics Components Manufacturing
5. CC01110 Computer and Peripheral Equipment Manufacturing
6. CC01120 Data Storage Media Manufacturing and Duplicating
7. CE01010 General Instrument Manufacturing
8. E605010 Computer Equipment Installation
9. E701030 Controlled Telecommunications Radio-Frequency Devices Installation Engineering
10. EZ05010 Instrument and Meters Installation Engineering
11. F113050 Wholesale of Computers and Clerical Machinery Equipment
12. F113070 Wholesale of Telecommunication Apparatus
13. F119010 Wholesale of Electronic Materials
14. F213030 Retail Sale of Computers and Clerical Machinery Equipment
15. F401010 International Trade
16. I301010 Information Software Services
17. I301020 Data Processing Services
18. I301030 Electronic Information Supply Services
19. IG03010 Energy Technical Services
20. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.
21. F401021 Restrained Telecom Radio Frequency Equipments and Materials Import

Article 3

The head office of the Company is established in Taipei City. In instances where it is deemed necessary or beneficial for the Company's operations, branch units may be set up in various appropriate locations. The establishment and dissolution of these branch units shall be decided by the board of directors.

Article 4

The Company may, in accordance with business requirements, offer guarantees and invest in other companies. The total amount of its investments in such other companies shall not exceed forty percent of the amount of its own paid-in capital as stipulated in Article 13 of the Company Act.

Section II - Capital Stock

Article 5

The authorized capital stock is NT\$1,500,000,000 divided into 150,000,000 shares of NT\$10 each. Among these shares, 15,000,000 are reserved for the issuance of employee stock warrants.

The capital mentioned in the preceding paragraph is authorized to be issued in installments by the board of directors.

Should the Company consider the option of offering employee stock warrants at a price point that is set below the established net value per share, or beneath the current market price as depicted in the latest financial statements, which must have been subjected to a thorough audit or a comprehensive review conducted by a duly certified public accountant, such action must be approved by a resolution at a shareholders' meeting. This resolution may be adopted by two-third of the voting rights exercised by the shareholders present at the shareholders' meeting who represent a majority of the outstanding shares of the Company.

Article 5-1

The transferees of treasury shares legally repurchased by the Company, the issuance of employee stock warrants, the employees subscribing for new shares issued, and the issuance of restricted stock for employees, include employees of parents or subsidiaries of the company meeting certain specific requirements set by the board of directors.

Article 6

The equity shares of the Company shall be exclusively issued and represented in the form of registered share certificates, which will serve as the official documentation of share ownership. They shall be affixed with the signatures or personal seals of the director representing the Company, and shall be duly certified or authenticated by a bank that is legally competent to certify shares before their issuance. After the Company goes public, it may be exempted from printing any share certificate for the shares issued according to the Company Act and related regulations; however, the Company shall register the issued shares with a centralized securities depository enterprise.

Article 7

Shareholders of the Company handling stock transfers, creation or removal of pledge, reporting of loss, inheritance, gift, reporting of loss of specimen chop, change of specimen chop, or change of address, and other stock affairs, shall be processed in accordance with the "Regulations Governing the Administration of Shareholder Services of Public Companies" unless otherwise specified by laws and securities regulations.

Article 8

The entries in the shareholders' roster of the Company shall not be altered within 60 days prior to the convening date of a regular shareholders' meeting, or within 30 days prior to the convening date of a special shareholders' meeting, or within 5 days prior to the target date fixed by the Company for distribution of dividends, bonus or other benefits.

Article 9

In circumstances where the Company finds itself in a unique position of having its entire shareholding owned by just one entity that is a juristic person, the director shall be appointed by the juristic person shareholder for a term of 3 years. The functional duties and power of the shareholders' meeting of the Company shall be exercised by its board of directors, to which the provisions governing the shareholders' meeting as set out in these Articles of Incorporation shall not apply.

Section III – Shareholders' Meeting

Article 10

The Company's shareholders' meeting shall be of the following two kinds: regular meeting of

shareholders and special meeting of shareholders. Regular meeting of shareholders shall be held at least once a year within six months after close of each fiscal year. Special meeting of shareholders may be held when necessary.

The Company's shareholders' meeting can be held by means of visual communication network or other methods promulgated by the central competent authority. For the above-mentioned virtual shareholders' meeting, the Company shall be subject to prescriptions provided for by the competent authority in charge of securities affairs, including the prerequisites, procedures, and other compliance matters.

Article 11

Except in the circumstances otherwise provided for in the Company Act, a shareholder of the Company shall have one voting power in respect of each share in his/her/its possession. This does not apply to shares that are restricted or have no voting power as per the Company Act.

Resolutions at a shareholders' meeting shall, unless otherwise provided for in the Company Act, be adopted by a majority vote of the shareholders present, who represent more than one-half of the total number of voting shares. After the Company is listed on the over-the-counter (OTC) market, shareholders may exercise voting power at a shareholders meeting by way of electronic transmission. A shareholder who exercises his/her/its voting power at a shareholders meeting by way of electronic transmission shall be deemed to have attended the said shareholders' meeting in person, and related matters shall be handled in accordance with legal provisions.

Article 12

If the shareholders' meeting is convened by the board of directors, the chairman of the board of directors shall preside the shareholders' meeting. In case the chairman of the board of directors is on leave or absent or can not exercise his power and authority for any cause, the chairman of the board of directors shall designate one of the directors to act on his behalf. In the absence of such a designation, the directors shall elect from among themselves an acting chairman of the board of directors. For a shareholders' meeting convened by any other person having the convening right, he/she shall act as the chairman of that meeting provided, however, that if there are two or more persons having the convening right, the chairman of the meeting shall be elected from among themselves.

Article 13

The resolution at the meeting of shareholders, unless otherwise provided for in the Company Act, shall be adopted by a majority of the shareholders present who represent a majority of the total number of its outstanding shares.

Article 14

Shareholders may appoint a proxy to attend such meetings if they are unable to do so in person for any cause by executing a power of attorney stating therein the scope of power authorized to the proxy. The appointment of proxies by shareholders must adhere to Article 177 of the Company Act and comply with the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies" issued by the competent authority subsequent to the Company's public listing.

Article 15

The Company may apply for an approval of ceasing its status as a public company by a resolution adopted at a shareholders' meeting in accordance with Article 156-2 of the Company Act. This article shall not be amended during the Company's OTC and listing period.

Article 16

Resolutions adopted at a shareholders' meeting shall be recorded in the minutes of the meeting, which shall be handled in accordance with Article 183 of the Company Act.

Section IV - The Board of Directors

Article 17

The Company is to establish a Board of Directors, with the total number of members on this board being not fewer than five and not exceeding nine in total, adopted through a candidates nomination system, and the shareholders shall elect the directors from among the nominees listed in the roster of director candidates. The term of office of directors shall be three years; re-election shall be permissible.

Following the guidelines and regulations as detailed in the paragraph preceding, the Company shall appoint independent directors, not less than three in number and not less than one-fifth of the total number of directors.

Regulations governing the professional qualifications, restrictions on shareholdings and concurrent positions held, method of nomination and election, and other matters for compliance with respect to independent directors shall be prescribed by the competent authority in charge of securities affairs.

Article 18

The composition of the Board of Directors of the Company shall be exclusively made up of individuals who have been duly appointed as directors of the Company. 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 chairman shall externally represent the Company.

Article 19

The functional duties and powers of the board of directors are as follows:

1. Decision-making regarding business plans.
2. Preparation of important statutes and contracts.
3. Establishment and dissolution of branch units.
4. Formulation of budgets and final accounts.
5. Appointment and dismissal of key personnel.
6. Other matters specified by the Company Act and these Articles of Incorporation.

Article 20

Except as otherwise provided by the Company Act, the chairman of the board of directors shall preside the board of directors' meeting. In case the chairman of the board of directors is on leave or absent or can not exercise his power and authority for any cause, the chairman of the board of directors shall designate one of the directors to act on his behalf. In the absence of such a designation, the directors shall elect from among themselves an acting chairman of the board of directors.

Except as otherwise provided by the Company Act, the chairman of the board of directors shall preside the board of directors' meeting. In calling a meeting of the board of directors, a notice shall be given to each director no later than 7 days prior to the scheduled meeting date. In the case of emergency, a meeting of the board of directors may be convened at any time.

The notice set forth in the preceding paragraph may be effected in writing, by fax, or by means of electronic transmission.

Article 21

Unless otherwise provided for in the Company Act, 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.

Article 22

Directors may appoint another director as a proxy to attend meeting of the board of directors if they are unable to do so in person for any cause. A director may accept the appointment to act as the proxy of one other director only.

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.

Article 23

The determination of the financial remuneration for both the Chairman and the other members of the Board of Directors of the Company shall be a responsibility vested in the Board of Directors itself. This determination shall take into careful consideration the level of active participation and the overall value of the contributions made by the Chairman and the Directors to the Company's operations. In making these compensation decisions, the Board of Directors shall also reference and consider the customary remuneration levels that are prevalent and generally accepted within the same industry, ensuring alignment and competitiveness with industry standards.

The Company may obtain directors liability insurance with respect to liabilities resulting from exercising their duties during their terms of directorship.

Section V - Management of the Corporation

Article 24

The Company may have managerial personnel. Appointment and discharge and the remuneration of the managerial personnel shall be decided in accordance with Article 29 of the Company Act.

Section VI - Accounting

Article 25

After the close of each fiscal year, the following reports shall be prepared by the Board of Directors, and submitted to the regular shareholders' meeting for acceptance:

1. Business Report;
2. Financial Statements;
3. Proposal Concerning the Distribution of Earnings or Covering of Losses.

Article 26

In circumstances where the Company achieves a financial surplus or profitability within a designated fiscal year, it shall be incumbent upon the Company to allocate a baseline minimum of 1% of such accrued net profits for that fiscal period. This allocation is to be specifically earmarked as remuneration for the employees, which shall be distributed in the form of shares or in cash as resolved by the board of directors. Employees entitled to receive such shares or cash includes the employees of parents or subsidiaries of the Company meeting certain specific requirements. Additionally, the board of directors may allocate up to 1.5% of the aforementioned profits as directors' compensation, provided that any accumulated losses must be covered first.

Article 27

If the Company's annual financial statements shows surplus earnings, after its losses have been covered and all taxes and dues have been paid and at the time of allocating surplus profits, first set aside ten percent of such profits as a legal reserve. However when the legal reserve amounts to the authorized capital, this shall not apply. Aside from the aforesaid legal reserve, depending on the operational needs of the Company and in accordance with relevant legal provisions, the Company may set aside or reverse another sum as special reserve. Together with the undistributed earnings from the beginning of the period, these constitute the cumulative distributable earnings for shareholders. A portion of these earnings may be retained, and a surplus earnings distribution

proposal should be drafted by the board of directors and submitted to the shareholders' meeting for review and approval by a resolution.

The company's dividend policy is based on current and future development plans, considering the investment environment, capital needs, domestic and foreign competition, and taking into account factors such as shareholders' interests. Every year, no less than 10% of the earnings available for distribution shall be appropriated to shareholders. Dividends can be distributed in the form of cash dividends or stock dividends. In order to achieve a balanced and stable dividend policy, when the company distributes dividends, the cash dividend shall not be less than 20% of the total dividends distributed, but the surplus available for distribution is less than 10% of the paid-in capital or the net profit after tax for the year is less than 2% of the paid-in capital, it may be proposed not to distribute. When the company has no surplus, it shall not distribute dividends and bonus. However, based on the consideration of the company's financial, business and operating aspects, all or part of the statutory surplus and capital reserve may be distributed in accordance with laws or regulations of the government.

Article 28

In regard to all matters not provided for in these Articles of Incorporation, the Company Law of the Republic of China shall govern.

Section VII - Supplementary Provisions

Article 29

The original Articles of Incorporation were adopted on May 26, 2011, and the first amendment on June 14, 2013, the second amendment on April 18, 2016, the third amendment on June 8, 2016, the fourth amendment on November 23, 2021, the fifth amendment on June 30, 2022, the sixth amendment on December 2, 2022, the seventh amendment on February 8, 2023, the eighth amendment on June 8, 2023. The ninth amendment was made on June 4, 2024.

UBIQCONN TECHNOLOGY, INC.

Chairman : CHIEN, MIN-TZ

UBIQCONN TECHNOLOGY, INC.

Rules of Procedure for Shareholder Meetings

Article 1

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

Article 2

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

Article 3

(Convening shareholders meetings and shareholders meeting notices)

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

When the Company convenes a video meeting of shareholders, unless otherwise specified in the Regulations Governing the Administration of Shareholder Services of Public Companies, it should be stated in the Articles of Incorporation and approved by the board of directors. The video conference of shareholders should be approved by the board of directors with more than two-thirds of the directors present and the resolution shall be passed with the approval of more than half of the directors present.

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

The Company 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 or supervisors, and upload them to the Market Observation Post System (MOPS) before 30 days before the date of a regular shareholders meeting or before 15 days before the date of a special shareholders meeting.

The Company shall prepare electronic versions of the shareholders meeting agenda and supplemental meeting materials and upload them to the MOPS before 21 days before the date of the regular shareholders meeting or before 15 days before the date of the special shareholders meeting. If, however, the Company has the paid-in capital of NT\$10 billion or more as of the last day of the most current fiscal year, or total shareholding of foreign shareholders and PRC shareholders reaches 30% or more as recorded in the register of shareholders of the shareholders meeting held in the immediately preceding year, transmission of these electronic files shall be made by 30 days before the regular shareholders meeting. In addition, before 15 days before the date of the shareholders meeting, the Company 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 the Company and the professional shareholder services agent designated thereby.

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

1. For physical shareholders meetings, to be distributed on-site at the meeting.
2. For hybrid shareholders meetings, to be distributed on-site at the meeting and shared on the virtual meeting platform.

3. For virtual-only shareholders meetings, electronic files shall be shared on the virtual meeting platform.

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

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

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

A shareholder holding one percent or more of the total number of issued shares may submit to the Company a proposal for discussion at a regular shareholders meeting. The number of items so proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. 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, the Company shall publicly announce its acceptance of shareholder proposals in writing or electronically, and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days.

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

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

Article 4

For each shareholders meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Company and stating the scope of the proxy's authorization. A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders meeting, and shall deliver the proxy form to the Company before five days before the date of the shareholders meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.

After a proxy form has been delivered to the Company, 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 the Company before two business days before the

meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

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

Article 5

(Principles determining the time and place of a shareholders meeting)

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

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

Article 6

(Preparation of documents such as the attendance book)

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

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 meetings based on attendance cards, sign-in cards, or other certificates of attendance. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.

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

The Company shall 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 or supervisors, 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 the Company two days before the meeting date.

In the event of a virtual shareholders meeting, the Company 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 6-1

(Convening virtual shareholders meetings and particulars to be included in shareholders meeting notice)

To convene a virtual shareholders meeting, the Company shall include the follow particulars in the shareholders meeting notice:

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

Article 7

(The chair and non-voting participants of a shareholders meeting)

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

When a managing director or 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 chairman of the board in person and attended by a majority of the directors, at least one supervisor in person, 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.

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

Article 8

(Documentation of a shareholders meeting by audio or video)

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

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

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

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

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

Article 9

Attendance at shareholders meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, 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 one hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned. In the event of a virtual shareholders meeting, the Company shall also declare the meeting adjourned at the virtual meeting platform.

If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within one month. In the event of a virtual shareholders meeting, shareholders intending to attend the meeting online shall re-register to the Company in accordance with Article 6.

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

Article 10

(Discussion of proposals)

If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. Votes shall be cast on each separate proposal in the agenda (including extraordinary motions and amendments to the original proposals set out in the agenda). The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.

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

The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the shareholders meeting. If the chair declares the meeting adjourned in violation of the rules of procedure, the other members of the board of directors shall promptly assist the

attending shareholders in electing a new chair in accordance with statutory procedures, by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting.

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

Article 11

(Shareholder speech)

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.

Article 12

(Calculation of voting shares and recusal system)

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 the Company, that shareholder may not vote on that item, and may not exercise voting rights as proxy for any other shareholder.

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

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

Article 13

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

A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to the Company before two days before the date of the shareholders meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except 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 the Company, by the same means by which the voting rights were exercised, before two business days before the date of the shareholders meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders meeting, the voting rights exercised by the proxy in the meeting shall prevail.

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

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

When the Company 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 the Company convenes a hybrid shareholders meeting, if shareholders who have registered to

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

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

Article 14

(Election of directors and supervisors)

The election of directors or supervisors at a shareholders meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names of those elected as directors and supervisors and the numbers of votes with which they were elected, and the names of directors and supervisors 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 one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

Article 15

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

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

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

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, the Company shall specify in the meeting minutes alternative measures available to shareholders with difficulties in attending a virtual-only shareholders meeting online.

Article 16

(Public disclosure)

On the day of a shareholders meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation, the number of shares represented by proxies and the number of shares represented by shareholders attending the meeting by correspondence or electronic means, and shall make an express disclosure of the

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

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

Article 17

(Maintaining order at the meeting place)

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 the Company, the chair may prevent the shareholder from so doing.

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

Article 18

(Recess and resumption of a shareholders meeting)

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

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

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

Article 19

(Disclosure of information at virtual meetings)

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

Article 20

(Location of the chair and secretary of virtual-only shareholders meeting)

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

Article 21

(Handling of disconnection)

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

In the event of a virtual shareholders meeting, when declaring the meeting open, the chair shall also declare, unless under a circumstance where a meeting is not required to be postponed to or resumed at another time under Article 44-20, 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 the Company convenes a hybrid shareholders meeting, and the virtual meeting cannot continue as described in second paragraph, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, still meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue, and not postponement or resumption thereof under the second paragraph is required.

Under the circumstances where a meeting should continue as in the preceding paragraph, the shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, provided these shareholders shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders meeting.

When postponing or resuming a meeting according to the second paragraph, the Company 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, the Company shall handle the matter based on the date of the shareholders meeting that is postponed or resumed under the second paragraph.

Article 22

(Handling of digital divide)

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

Article 23

These Rules shall take effect after having been submitted to and approved by a shareholders meeting. Subsequent amendments thereto shall be effected in the same manner.

UBIQCONN TECHNOLOGY, INC.

Regulations for the Election of Directors

In order to ensure a fair, just, and open selection of directors, these procedures are established in accordance with Articles 21 and 41 of the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.

Article 1

The election of directors of the Company shall be conducted in accordance with these regulations, except as otherwise provided by laws or the Articles of Incorporation.

Article 2

The election of directors shall consider the overall composition of the board. Board members should be diversified, and appropriate diversity policies should be formulated based on the Company's operations, business model, and development needs. The policies should include, but are not limited to, the following two major aspects:

1. Basic Attributes and Values: Gender, age, nationality, and cultural background.
2. Professional Knowledge and Skills: Professional background (e.g., law, accounting, industry, finance, marketing, or technology), professional skills, and industry experience.

Board members should collectively possess the necessary knowledge, skills, and literacy required for performing their duties. The overall board should have the following competencies:

1. Operational judgment.
2. Accounting and financial analysis.
3. Business management.
4. Crisis management.
5. Industry knowledge.
6. International market perspective.
7. Leadership.
8. Decision-making.

More than half of the board members shall not have a spousal or second-degree kinship relationship. The composition of the board may be adjusted based on the results of performance evaluations.

Article 3

The qualifications of independent directors shall comply with Articles 2, 3, and 4 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies. The selection of independent directors shall be conducted in accordance with Articles 5 through 9 of the same regulations and in compliance with Article 24 of the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.

Article 4

The election of directors shall be conducted under the candidate nomination system stipulated in Article 192-1 of the Company Act of the Republic of China (R.O.C.). The review of director candidates shall focus on their qualifications, academic and professional background, and any disqualifications specified in Article 30 of the Company Act, without requiring additional qualification documentation. The results of the review shall be provided to shareholders for reference in electing suitable directors.

If a director is dismissed for any reason and the number of directors falls below five, the Company shall hold a by-election at the next shareholders' meeting. However, if the number of vacancies reaches one-third of the total seats as stipulated in the Articles of Incorporation, the Company shall hold an extraordinary shareholders' meeting within sixty days from the occurrence of the vacancy to elect new directors.

If the number of independent directors falls below the minimum requirement specified in Article

14-2 of the Securities and Exchange Act, a by-election shall be held at the next shareholders' meeting. If all independent directors are dismissed, an extraordinary shareholders' meeting shall be convened within sixty days from the date of occurrence to elect new independent directors.

Article 5

The election of directors shall be conducted using the cumulative voting system, where each share carries voting rights equal to the number of directors to be elected. A shareholder may cast all votes for a single candidate or distribute votes among multiple candidates.

Article 6

The board shall prepare ballots equal to the number of directors to be elected, with the voting rights specified. These ballots shall be distributed to shareholders attending the shareholders' meeting. The voter's name may be replaced by their attendance certificate number printed on the ballot.

Article 7

Independent and non-independent directors shall be elected separately. Candidates who receive the highest number of votes shall be elected in sequence. If two or more candidates receive the same number of votes and exceed the available seats, the final selection shall be determined by drawing lots. If an absentee candidate is involved, the chairperson shall draw the lot on their behalf.

Article 8

Before the election begins, the chairperson shall appoint shareholder representatives to serve as ballot monitors and vote counters. The ballot boxes shall be prepared by the board and inspected in public by the monitors before voting begins.

Article 9

A ballot shall be deemed invalid under any of the following circumstances:

1. The ballot is not prepared by the convener.
2. The ballot is blank when cast.
3. The handwriting is illegible or has been altered.
4. The candidate listed does not match the officially announced director candidates.
5. The ballot contains additional text other than the allocated voting rights.

Article 10

After voting is completed, the ballots shall be counted immediately on-site, and the chairperson shall announce the results, including the names of elected directors and their respective voting rights.

The election ballots shall be sealed and signed by the ballot monitors for safekeeping. They shall be preserved for at least one year, or until the conclusion of any lawsuits initiated by shareholders under Article 189 of the Company Act.

Article 11

The Company shall issue election notifications to the elected directors.

Article 12

These regulations shall take effect upon approval by the board of directors and subsequent ratification by the shareholders' meeting. The same procedure applies to any amendments.

UBIQCONN TECHNOLOGY, INC.

Engaging in Derivatives Trading Procedures (before amendment)

Article 1: Purpose To effectively manage the company's revenue, assets, and liabilities arising from fluctuations in foreign exchange, interest rates, and other factors, as well as risks associated with derivative transactions, these procedures are established.

Article 2: Scope Derivative transactions conducted by the company shall comply with these procedures, unless otherwise stipulated by relevant financial regulations.

Article 3: Definitions

1. "Derivatives" in these procedures refer to forward contracts, option contracts, futures contracts, leveraged margin contracts, swap contracts, combinations of the aforementioned contracts, or structured products embedding derivatives, whose values derive from interest rates, financial instrument prices, commodity prices, exchange rates, price or rate indices, credit ratings, credit indices, or other variables.
2. "Forward contracts" as referred to in these procedures exclude insurance contracts, performance contracts, after-sales service contracts, long-term lease agreements, and long-term procurement (sales) contracts.
3. The terminology in these procedures shall be interpreted in accordance with Article 4 of the Regulations Governing the Acquisition and Disposal of Assets by Public Companies (hereinafter referred to as the "Regulations").

Article 4: Trading Principles and Policies

1. The company may engage in the following types of derivative transactions: (1) Hedging transactions (non-trading purposes). (2) Non-hedging transactions (trading purposes).
2. Business or hedging strategies: The company shall primarily engage in hedging transactions, selecting derivatives that mitigate business-related risks.
3. Division of responsibilities: (1) Board of Directors: a. Approval of these procedures and amendments. b. Appointment of senior management personnel. c. Regular assessment of derivative trading performance and risks. d. Approval of significant derivative transactions. (2) Senior management personnel designated by the Board of Directors: a. Chief Executive Officer (or authorized personnel). b. Regular evaluation of trading processes and management procedures. c. Oversight of execution units performing derivative transactions. d. Reporting of abnormal situations to the Board of Directors. (3) Execution unit: Finance Department. a. Responsible for transactions, confirmation, settlement, record-keeping, and accounting. b. Division of responsibilities: - Traders and settlement personnel must not hold overlapping roles; personnel are appointed by the Chairman. - Traders must submit transaction documents for confirmation and record-keeping. - Risk measurement, supervision, and control personnel must be independent and report to the Board of Directors or senior management without trading responsibilities. (4) Legal Department: Review of derivative transaction contracts.
4. Performance evaluation guidelines: Positions held in derivative transactions shall be evaluated at least weekly; hedging transactions for business needs shall be assessed at least twice a month. Evaluations shall ensure that profit and loss remain within expected limits and conform to stop-profit and stop-loss mechanisms. Reports shall be submitted to senior management authorized by the Board.
5. Total contract amounts and loss limits: (1) Hedging transactions: a. Authorized total foreign exchange contract amount: Total assets of the previous year audited by an accountant. b. Authorized total interest rate contract amount: Total liabilities of the previous year audited by an accountant. - Hedging transactions shall be based on actual asset or liability needs. A

loss exceeding 10% of the market price requires Chairman review for stop-loss decisions. - Individual and total contract losses must not exceed 50% of the contract amount. Upon reaching the limit, the position must be liquidated immediately. (2) Non-hedging transactions: - The outstanding contract amount must not exceed USD 20 million. - Individual and total contract losses must not exceed 20% of the contract amount. Upon reaching the limit, the position must be liquidated immediately.

6. Authorization limits: (1) Hedging transactions: - Transaction amounts of up to USD 10 million per transaction or cumulative daily transaction amounts of up to USD 20 million shall be supervised by senior management designated by the Board. - Cumulative daily transaction amounts exceeding USD 20 million require Chairman approval. - Cumulative daily transaction amounts exceeding USD 30 million require Board approval. (2) Non-hedging transactions: - Transactions require Chairman approval. - Transactions exceeding USD 10 million require Board approval. (3) Trading counterparties shall be informed of these authorization limits. Written confirmations must be approved or signed by the Chairman. (4) Transactions reaching Board approval levels require prior approval from the Audit Committee before Board resolution.

Article 5: Risk Management Measures

1. Risk management scope: (1) Credit risk: Counterparties must be financial institutions with existing credit lines and provide professional information. (2) Market price risk: Monitor risks from market fluctuations due to interest and exchange rate changes. (3) Liquidity risk: Counterparties must have sufficient facilities, capital, and trading capacity to participate in major international markets. (4) Cash flow risk: Traders must ensure sufficient cash flow for settlement. (5) Operational risk: Transactions must comply with authorization limits and procedures. (6) Legal risk: Contracts should use international standardized documents and be reviewed by the Legal Department.
2. Implement and supervise responsibilities of personnel involved in derivative transactions.
3. Periodically assess and review trading procedures.
4. Maintain a ledger for derivative transactions, detailing transaction types, amounts, Board approval dates, and evaluation results.

Article 6: Internal Audit System Internal auditors shall periodically review the adequacy of internal controls and audit compliance with these procedures. Monthly audit reports shall be prepared, and major violations shall be reported in writing to the Audit Committee.

Article 7: Periodic Evaluations and Handling of Abnormalities

1. The Board of Directors shall: (1) Appoint senior management to oversee risks. (2) Regularly assess performance and risk exposure.
2. Senior management shall: (1) Periodically evaluate the appropriateness of risk management procedures. (2) Supervise trading and profit/loss situations, take necessary actions in case of abnormalities, and report to the Board.

Article 8: Information Disclosure

1. After becoming a publicly listed company in Taiwan, the company shall report derivative transactions monthly to the Financial Supervisory Commission (FSC) via its designated information platform.
2. If derivative losses exceed the limits in Article 4, Section 5, they must be reported within two days.
3. Other disclosure requirements shall comply with relevant regulations.
4. Changes, terminations, or modifications to reported transactions must be disclosed within two days.

Article 9: Penalties Employees violating these procedures shall be subject to disciplinary actions per the company's personnel regulations.

Article 10: Subsidiary Supervision

1. Subsidiaries engaging in derivatives must establish procedures approved by their Board and

shareholders.

2. Subsidiaries must periodically provide related data to the company for review.

Article 11: Implementation and Amendments

1. Amendments to these procedures require approval by a majority of the Audit Committee and Board of Directors, followed by shareholder approval.
2. Independent directors' opinions must be considered.
3. The term "entire Audit Committee" or "entire Board" refers to the number of actual incumbents.

UBIQCONN TECHNOLOGY, INC.**Current Shareholding of Directors**

1. The company's paid-in capital as of April 14, 2025 was NT\$860,000,000, and the total number of issued shares was 86,000,000 shares.
2. According to Article 26 of the Securities and Exchange Act, the minimum number of shares held by all directors of the company is 6,880,000 shares.
3. As of the closing date of this regular shareholder meeting (April 14, 2025), the number of shares held by individual and all directors has met the percentage standards stipulated in Article 26 of the Securities and Exchange Act.

Title	Name	Date elected	term of office	Shareholding while elected		Current shareholding	
				Shares	Shareholding ratio (%)	Shares	Shareholding ratio (%)
Chairman	FIC GLOBAL, INC. Rep: CHIEN, MIN-TZ	2022.12.02	3	39,142,389	52.19	37,827,389	43.99
Director	FIC GLOBAL, INC. Rep: HSU, CHING-CHEN	2022.12.02	3				
Director	LIN, SUNG-HSI	2022.12.02	3	-	-	-	-
Director	TSENG, HUAI-YI	2022.12.02	3	-	-	-	-
Independent Director	YU, YUNG-KUEI	2022.12.02	3	-	-	-	-
Independent Director	HSIAO, TSU-TSE	2022.12.02	3	-	-	-	-
Independent Director	HUANG, CHUNG-LIANG	2023.02.06	3	-	-	-	-
Total				39,142,389	52.19	37,827,389	43.99

UBIQCONN TECHNOLOGY, INC.

Information on Proposals Submitted by Shareholders Holding More Than 1% of The Total Issued Shares of The Company

1. Pursuant to Article 172-1 and Article 192-1 of the Company Act, the period for accepting shareholder proposals and director (including independent director) nominations at the 2025 Annual General Meeting of Shareholders of the Company is from April 2, 2025 to April 14, 2025.
2. During this period, no shareholders holding 1% or more of the company's total issued shares submitted any proposals or nominations.