Ticker: 8044

PChome Online Inc.

2026 Shareholders' Meeting Handbook

(Translation)

Date: June 17, 2026

Location: No. 11, Zhongshan South Road, Zhongzheng District, Taipei City, Taiwan (R.O.C.)
(Room 1002, Chang Yung-Fa Foundation International Convention Center)

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PChome Online Inc.

Agenda of 2026 Annual Shareholders' Meeting

Time: 9:00 a.m., Wednesday, June 17, 2026.
Location: No. 11, Zhongshan South Road, Zhongzheng District, Taipei City
(Room 1002, Chang Yung-Fa Foundation International Convention Center)

I. Call the meeting to order (announce the number of shares in attendance)

II. Chairman's remarks

III. Report Items

- (I) 2025 Business Report.
- (II) Audit Committee's Review Report of 2025 Financial Statements.
- (III) Report on accumulated losses reaching half of paid-in capital.
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V. Discussion Items

- (I) A proposal regarding the Company's subsidiary, 21st Century Fintech Co., Ltd., planning to apply for a stock listing on the Tokyo Stock Exchange in Japan, is submitted for discussion.

VI. Special Motions

VII. Meeting adjourned

(I) 2025 Business Report.

Explanatory Notes: Please refer to Attachment I (Page12 of this meeting handbook) for the Company's 2025 Business Report.

(II) Audit Committee's Review Report of 2025 Financial Statements.

Explanatory Notes: Certified Public Accountants of PwC, Wendy Liang and Bruce Cheng audited the Company's 2025 parent company only and consolidated financial statements. The Audit Committee reviewed the business report, Deficit Compensation Statement, and aforementioned financial statements with review report issued. Please refer to Attachment II (Page 16 of this meeting agenda) for details.

(III) This company reports accumulated losses exceeding half of its paid-in capital.

Explanation Note:

(1) According to Article 211 of the Company Act, when a company's losses exceed half of its paid-in capital, it must report to the board of directors. The board of directors should report to the shareholders at the most recent shareholders' meeting. This company submitted its report to the board of directors on November 12, 2025.

(2) According to the company's financial report audited by its accountants for the third quarter of 2025 (ending September 30, 2025), the company's accumulated losses amounted to NT$1,074,783 Thousand dollars, while its paid-in capital was NT$2,056,470 Thousand dollars . The losses represent 52.26% of the paid-in capital, exceeding half (NT$2,056,470Thousand dollars × 1/2 = NT$1,028,235Thousand dollars). This report is hereby submitted.

(IV) Report on the Implementation of the Company's Treasury Share Program.

Explanation Note: The implementation period for the Treasury Share Repurchase approved by the Company's Board of Directors in 2021 has expired. As of May 5, 2026, 879,000 untransformed shares were subject to capital reduction and the share details are as follows. Please refer to the below document.

Number of Share Buyback	Applications: 3rd Share Buyback Application	
Purpose of Share Buyback: Transfer of shares to employees	(Transfer to employees in one or more installments within five years from the date of share buyback)	
Board Resolution Date:	2021/03/16	
Actual Share Buyback Period	2021/03/22~2021/05/05	
Actual Number of Shares Buybacked	1,230,000	
Number of Transfers	2nd Employee Transfer	3rd Employee Transfer
Number of Employee Shares Transferred	333,000	18,000
Transfer Price	88.01	88.01
Subscription Date	20210806	20211103
Share Delivery Date:	20210901	20211215
Share Delivery Method:	Login to Account A for management	
Restricted Transfer Period	20210901~20230831	20211215~20231214
Note	Transferable only after 2 years from the date of delivery	
Untransferred treasury stock balance of employees:	1,230,000 - 333,000 - 18,000 = 879,000 shares	

Proposal 1: (Proposed by the Board of Directors)

Subject: 2025 Business Report and Financial Statements.

Explanatory Notes:

1. The 2025 parent company only and consolidated financial statements of the Company were prepared and had been audited by Certified Public Accountants of PwC, Wendy Liang and Bruce Cheng with an independent auditors' report issued. The financial statements along with the business report had been reviewed by the Audit Committee and approved in the Board of Directors' meeting.
2. Please refer to Attachment I and III (Pages 12 and 17 of this meeting handbook) for the 2025 business report, independent auditors' report and aforementioned financial statements.
3. Please ratify.

Resolution:

Proposal 2: (Proposed by the Board of Directors)

Subject: Adoption of the Proposal for 2025 Deficit Compensation.

Explanatory Notes:

1. For 2025, the beginning balance of the Company's deficit to be compensated was NT$(570,794,755). After accounting for the net profit (loss) of NT$(920,611,784) and adding other comprehensive income of NT$2,409,534, It is proposed to use capital reserves 570,794,755to offset losses. After offsetting the losses, the remaining accumulated losses are (918,202,250)
2. Due to the deficit recorded for the year, no earnings distribution will be made. Only the deficit compensation statement is presented as follows.
3. Please discuss:

PChome Online Inc.				
2025 Deficit Compensation Statement				
			Unit: NT$	
	Item	Amount	Total	
	Beginning balance		(570,794,755)	
	Change during the year			
Less:	Net profit (loss) of 2025	(920,611,784)		
Add:	Other comprehensive income of 2025	2,409,534		Note 1
	Subtotal		(918,202,250)	
	Capital reserves to cover losses		570,794,755	
Add	**Unappropriated earnings, end of the period**		(918,202,250)	

Chairman: Hung-Tze Jan	Manager: Yu-Shan Chang	Accounting Officer: Evian Chang

Note 1:

Impact amount	PChome Online Inc.
Actuarial gains and losses on labor retirement reserve fund	3,011,917
Income tax effect	(602,383)
Total	2,409,534

Resolution:

(Proposed by the Board of Directors)

Subject: A proposal regarding the Company's subsidiary, 21st Century Fintech Co., Ltd., planning to apply for a stock listing on the Tokyo Stock Exchange in Japan, is submitted for discussion.

Explanatory Notes:

1. In order to expand the overseas financial technology market, enrich working capital, and enhance international competitiveness, the Company's significant subsidiary, 21st Century Fintech Co., Ltd. (hereinafter referred to as "21JP"), plans to apply for an initial public offering (IPO) and listing of its shares on the Tokyo Stock Exchange in Japan.
2. This proposal is processed in accordance with Article 8-2 of the "Rules Governing the Trading of Securities on the Taipei Exchange" (hereinafter referred to as the "Trading Rules") of the Taipei Exchange (hereinafter referred to as "TPEx"). After being approved by the Company's Board of Directors, this proposal must be submitted to the shareholders' meeting for approval.
3. The purpose of 21JP applying for listing and trading on an overseas securities market: To expand the overseas financial technology business market, enrich working capital, and utilize diversified financing channels to strengthen the financial structure, improve overall capital operation efficiency and international competitiveness, while simultaneously strengthening the brand image and attracting and motivating excellent local professionals, 21JP plans to apply for an IPO and listing on the Tokyo Stock Exchange.
4. The impact on the Company's finance and business, the expected organizational structure and business adjustments, and the impact of such adjustments on the Company:

   (1) Financial impact: 21JP's listing will help strengthen its

financial structure and acquire diversified financing channels, which is expected to bring positive benefits to the Company's financial aspects.
(2) Business impact: The current issuance and listing will not bring any foreseeable major adjustments to the existing business nature of the Company's group, and thus will not have a significant impact on the Company's business.
(3) Expected organizational structure and business adjustments: Currently, the Company's group has control over 21JP, mainly because the 21JP "Shareholders Agreement" (hereinafter referred to as the "Original Agreement") grants the Company the right to appoint a majority of four director seats (out of seven total seats). This gives the Company the power to direct 21JP's relevant activities and meets the elements for determining control under IFRS 10, so 21JP is currently a consolidated subsidiary of the Company. If 21JP successfully completes its IPO in Japan in the future, in order to comply with the basic principle of shareholder equality of the Tokyo Stock Exchange, the Original Agreement will automatically become invalid. Considering the dilution effect on the Company's shareholding ratio in 21JP, the Company will no longer have the power to direct the relevant activities of 21JP. The Company assesses that if the conditions for 21JP's IPO are fulfilled in the future, according to IFRS 10, the Company will lose control over 21JP if it cannot maintain the elements for determining control. However, the actual situation may still vary due to multiple factors such as local regulations, review results, and market conditions; in addition, as mentioned above, the current issuance and listing will not result in any foreseeable major adjustments to the existing business nature of the Company's group.

(4) Impact of expected organizational structure and business adjustments on the Company: After the implementation of this organizational structure adjustment plan, the Company will still have significant influence over 21JP. Furthermore, 21JP's listing aims to enrich working capital and utilize diversified financing channels to strengthen the financial structure, thereby enhancing the Company's overall capital operation efficiency and international competitiveness. This is beneficial to the long-term stable development of the Company and does not have a material impact on the Company's financial and business operations. Regarding the required procedures under Article 8-1 of the "Trading Rules" concerning the reduction of direct or indirect shareholding in, or loss of control over, a significant subsidiary, to ensure information transparency, the Company passed the proposal regarding the loss of control over 21JP at the Board of Directors' meeting on May 13, 2026. The Company has also engaged independent experts to issue an opinion letter on the reasonableness of historical prices and the impact on the rights and interests of the Company's shareholders. However, the actual share release situation, final issue price, and subscribers have not yet been determined. The Company intends to make supplemental announcements on any outstanding matters once the relevant issuance conditions are clarified.

5. Method of share dispersion, expected reduction in shareholding ratio, basis for pricing, and transferees:

(1) Method of share dispersion and expected reduction in shareholding ratio: According to the regulations of the listing location, the expected number of new shares to be issued will not be less than 20% of 21JP's total share capital after issuance. The Company's shareholding ratio in 21JP is

expected to decrease by more than 10%. However, the final class of securities to be listed, the number of shares to be issued, and the reduction in the shareholding ratio will be determined through negotiation between 21JP and the lead underwriter based on local regulations, capital requirements, communication results with competent authorities, and market conditions.

(2) Basis for pricing: Under full consideration of the interests of existing shareholders, market conditions, and issuance risks, the issue price will be determined through book building in accordance with the relevant laws and regulations of the listing location, or through other methods approved by the local securities competent authorities.

(3) Transferees: Qualified investors and public investors as prescribed by the relevant regulations of the listing location.

6. Whether it affects the Company's continued listing on TPEx: This proposal is handled in accordance with relevant laws and regulations. The interests of the Company's existing shareholders can be fully protected, and it will not affect the Company's qualification for continued listing on the TPEx.
7. The aforementioned discussion matters of this proposal were deliberated at the 11th meeting of the 3rd term of the Audit Committee of the Company on Mar 24, 2026.
8. This proposal was approved by the Board of Directors on Mar 24, 2026, and according to regulations, it is included as a discussion item for the Company's 2026 Annual Shareholders' Meeting and will be handled after obtaining the approval of the shareholders' meeting. It is also proposed to request the shareholders' meeting to authorize the Chairman and/or their designated person(s) to handle all matters related to 21JP's application for listing on the overseas securities market with

full discretion, based on the opinions of relevant government authorities, regulations of the listing location, listing rules, market conditions, or actual applicable circumstances (including but not limited to adjusting the listing plan, signing relevant agreements, contracts, master trading agreements, and issuing lock-up commitment letters to underwriters, etc.).

9. The above is submitted for discussion.

Resolution:

Special Motions

Meeting adjourned

Attachment I

PChome Online Inc.
2025 Business Report

Looking back at Fiscal Year 2025, the retail sector faced a multifaceted environment characterized by cautious domestic spending and intensified e-commerce competition. Amidst the ongoing shift toward omnichannel retail and ecosystem-driven rivalry, the Group recorded a consolidated revenue of NT$36.86 billion. While this represents a 1.9% year-over-year decrease, the decline has significantly narrowed compared to 2024, signaling a stabilizing trend.

The consolidated net loss for the year was NT$810 million. This performance was primarily impacted by margin pressures in our B2C e-commerce division due to aggressive market competition. Additionally, following the successful private placement in early 2025, the Group proactively executed strategic restructuring and asset optimization, which involved certain one-time non-recurring charges. Expansion costs from overseas subsidiaries also factored into the year's results.

In response to these headwinds, PChome remains steadfast in its "User-First" mission. We are revitalizing our growth trajectory by:

Optimizing User Experience: Creating a seamless and intuitive shopping environment.

Elevating Product Value: Enhancing our selection and price competitiveness.

Data-Driven Decision Making: Scaling our data analytics capabilities to improve operational precision.

Beyond our core business, we are deepening our Online Merge Offline (OMO) footprint through high-impact strategic partnerships. At the same time, we are streamlining our organizational structure and consolidating Group resources. As our subsidiaries continue to deliver solid operational momentum and profitability, we remain dedicated to demonstrating long-term resilience and creating value in this ever-evolving marketplace.

Operational highlights in 2025 are summarized as follows

Consolidating 3C Leadership: Deepening Membership Engagement and Optimizing User Experience to Drive Mobile Growth

In our core B2C e-commerce business, as the leading channel for 3C products and home appliances, we leveraged our deep industry insights to capitalize on major product launch cycles. This year, we successfully captured strong demand for blockbuster releases, including the iPhone 17 series, Nintendo Switch 2, and NVIDIA RTX 50 series graphics cards, driving year-over-year revenue growth in the 3C category. We remain committed to reinforcing our brand promise—"For 3C, PChome is the First Choice"—by combining category expertise with professional service to create platform value.

Regarding non-3C categories, we pursued balanced growth with a focus on digital content and value-added services. Our commitment to the digital reading market has seen e-books grow to represent over 80% of our total book category. In 2025, e-book sales surged 30% YoY, which effectively boosted sales for hardware products like e-readers. Additionally, we strengthened brand affinity through our mascot, BOXMAN, launching redesigned private-label household paper products and collaborating with major food manufacturers on exclusive co-branded snack boxes and other IP merchandise.

Furthermore, we have aggressively overhauled our App and web interfaces, integrating AI-driven personalization, enhanced search functionality, and intelligent customer service. These initiatives have significantly improved the end-to-end consumer journey from browsing to checkout, resulting in higher member loyalty, improved conversion rates, and steady growth in mobile revenue contribution.

Leveraging Local E-commerce Advantages: Deepening OMO Integration as a Lifestyle Service Integrator

The Group is dedicated to bridging online and offline channels to provide a more convenient and personalized shopping experience. In October 2025, we launched the "PChome Super Express Delivery" in collaboration with 7-ELEVEN. Initially serving the Taipei-New Taipei-Taoyuan metropolitan area, this service pioneered the "Order at Night, Pickup in the Morning" model. By completing the "last mile" from online ordering to offline pickup, we have significantly enhanced trust and convenience for urban users. Since its debut, the share of Super Express orders has grown monthly, maintaining a high on-time delivery rate even during peak logistics periods. This initiative not only meets critical consumer needs and improves user stickiness but also optimizes warehouse utilization and reduces overall delivery costs.

To maximize ecosystem synergies, following our strategic alliance with Chunghwa Telecom, we officially joined the "uniopen" member ecosystem in October this year. This partnership integrates the OPENPOINT rewards system into our platform, allowing 19 million members to redeem points on PChome 24h Shopping. By strengthening the OMO point economy and increasing repurchase incentives, we have successfully boosted platform activity and enhanced member flexibility across the ecosystem.

Enhancing Efficiency at the A7 Smart Logistics Park and Accelerating E-commerce Empowerment Services

The "PChome Linkou A7 Smart Logistics Park" has become the strategic hub for enhancing operational efficiency and optimizing delivery capacity within our B2C core business. This year, the A7 warehouse accounted for 90% of total order fulfillment for PChome 24h Shopping. By leveraging advanced automation, we have significantly boosted shipping throughput while reducing the freight-to-revenue ratio through warehouse consolidation.

The Group is actively transforming its robust e-commerce infrastructure into a new growth engine. Our 3PL (Third-Party Logistics) business continued to deliver double-digit year-over-year revenue growth, contributing a steady income stream to the Group. Looking ahead, we remain committed to optimizing warehouse operational efficiency and expanding our external client base by providing premium e-commerce empowerment services.

Concurrently, our intelligent advertising platform, PChome Ads, continues to strengthen the integrated synergy between off-site traffic redirection and on-site conversion. Since its launch, our RMN (Retail Media Network) services—driven by deep data analytics and AI integration—have demonstrated strong quarter-over-quarter growth. Notably, revenue during the Double 11 shopping festival achieved triple-digit year-over-year growth, reflecting brand advertisers' high confidence in our platform's precision marketing capabilities.

Consistent Profitability of Subsidiaries and Realization of Group Synergies

The Group’s Fintech, Marketplace, and Japanese Cross-border E-commerce divisions demonstrated robust operational synergies and contributed steady profits throughout the fiscal year. Notably, our Fintech subsidiary, 21st Fintech, completed the acquisition of a 65% controlling interest in MPI Inc. during the third quarter. This acquisition grants 21st Fintech indirect ownership of Payment for, a prominent Japanese payment service provider and a wholly-owned subsidiary of MPI Inc. This strategic transaction underscores 21st Fintech’s commitment to the Japanese market and its broader ambition to scale within the Asia-Pacific Fintech ecosystem.

Bibian, our specialist in Japanese cross-border e-commerce, maintained its earnings resilience despite significant foreign exchange volatility. A key milestone was achieved in November with the official API integration with Amazon Business (Japan). Combined with the successful introduction of overseas strategic capital, Bibian is well-positioned to deepen its cross-border footprint and offer a more highly-differentiated product mix. Simultaneously, our Marketplace division continues to capture the "interest-driven" consumption trends of younger demographics, achieving sustained progress in pre-orders, niche hobbyist categories, and the circular economy (second-hand goods).

Strengthening Financial Resilience and Advancing Corporate Sustainability (ESG)

The Group is dedicated to fortifying its fundamental operations by optimizing product portfolios, enhancing warehousing efficiency, and streamlining operational processes. By maintaining a solid financial foundation, we have heightened our resilience against market uncertainties. In terms of financial structure, the Group successfully secured NT$2.47 billion through a private placement from the Uni-President Group in the first quarter of 2025. This capital infusion has significantly optimized our capital structure, providing robust support for the Group’s long-term steady development.

Regarding corporate sustainability, PChome has been recognized with the "Taiwan Corporate Sustainability Award" (TCSA) for several consecutive years. We remain tireless in our efforts to implement green packaging and construct a sustainable e-commerce ecosystem, ensuring that corporate growth evolves in tandem with social responsibility to enhance long-term shareholder value. Furthermore, our dedication to consumer protection, secure shopping environments, and sustainable management led to our receipt of the "Friendly E-commerce Award" from the Ministry of Digital Affairs for two consecutive years. Moving forward, we will continue to fulfill our ESG commitments, ensuring the Group demonstrates high operational resilience as we progress steadily toward our sustainable development goals.

Future Outlook

Maintaining an attitude of prudent optimism, the Group is dedicated to constructing a resilient and competitive e-commerce ecosystem. We look forward to launching more innovative Online-Merge-Offline (OMO) services, leveraging our local expertise to integrate resources and position the company as a "Lifestyle Scenario Integrator." Our goal is to create superior platform value and distinct differentiation for our users.

Furthermore, we remain committed to providing consumers with a more convenient and personalized shopping experience, deepening the brand trust we have built locally. Supported by a robust financial and operational structure, we will continue to enhance collaboration with our strategic partners. By pursuing a healthy, sustainable path to revenue growth, we aim to deliver long-term value to our shareholders.

In closing, we would like to express our sincere gratitude to all shareholders for your enduring support and trust. We remain dedicated to cultivating the market and bringing a better living experience to all our consumers.

PChome Online Inc.

Chairman Hung-Tze Jan

General Manager Yu-Shan Chang

Accounting Officer: Evian Chang

Attachment II

PChome Online Inc.
Audit Committee's Review Report

Approval for

The Board of Directors has prepared the Company's parent company only and consolidated financial statements for 2025, which were audited by certified public accountants of PwC, Wendy Liang and Bruce Cheng. The aforementioned financial statements, along with 2025 Business Report and Deficit Compensation proposal, have been reviewed and determined to be correct by the Audit Committee. We hereby submit this report in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act.

To

the Company's 2026 Annual Shareholders' Meeting

Convener of the Audit Committee

He Chen dan

Mar 25, 2026

Independent Auditors' Report

To the Board of Directors of PChome Online Inc.:

Opinion

We have audited the accompanying parent company only balance sheet of PChome Online Inc. ("the Company") as of December 31, 2025, and the related parent company only statements of comprehensive income, changes in equity and cash flows for the year then ended, and notes to the parent company only financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying parent company only financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2025, and its financial performance and its cash flows for the year ended December 31, 2025 in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

We conducted our audit 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 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 of our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the parent company only financial statements of the Company for the year ended December 31, 2025. These matters were addressed in the context of our audit of the parent company only financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters for the Company's parent company only financial statements for the year ended December 31, 2025 are stated as follows:

Impairment assessment of investments accounted for using equity method

Please refer to Note 4(14) "impairment of non-financial assets" for the accounting policy, Note 5 for "significant accounting estimates", and Note 6(7) for the information about impairment assessment of investments accounted for using equity method.

Description of key audit matter:

Part of the amount of investment accounted for using equity method of the Company from equity transactions is measured as its recoverable amount based on its forecasts of future operations and discounted future cash flows. Due to the complexity and high uncertainty of the estimation process, which involves subjective judgments made by management and is a critical accounting estimation, we determine the impairment assessment of the investments accounted for using equity method as one of the most important matters.

Audit procedures to address the matter:

Understand the process of impairment assessment by management, assess the reasonableness of the impairment model and the cash generating units identified by management.

Compare management's past estimates with actual results to assess the reasonableness of management's estimates.

Assess the reasonableness of the significant assumptions used in the impairment model, including the expected growth rate and discount rate. Perform the following: (1) verify the parameters and calculation formulas of the valuation model, (2) compare the expected growth rate with historical results, economic and industrial forecasts, and (3) engage internal experts to assist in assessing the reasonableness of the valuation model and the corresponding discount rate used by the management in estimating the value in use, and to reperform and verify the calculations.

Other Matter - The Prior Parent Company Only Financial Statements were Reviewed by Other Auditors

The Company's parent company only financial statements for the year ended December 31, 2024 were audited by other independent auditors, whose auditors' report thereon dated March 12, 2025, expressed an unmodified conclusion on those parent company only financial statements.

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

Auditor's Responsibilities for the Audit of the Parent Company only Financial Statements

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

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

4. 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.

5. Obtain sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within PChome Online Inc. to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among 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.

PwC Taiwan

Wendy Liang

Certified Public Accountant

Bruce Cheng

Financial Supervisory Commission

Approval No.: Jin-Guan-Zheng-Shen-Zi No. 0990001654

Jin-Guan-Zheng-Shen-Zi No. 1130350413

March 5, 2026

Notes to Readers

The accompanying parent company only financial statements are intended only to present the parent company only financial statements of financial position, financial performance and cash flows in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the International Financial Reporting Standards ("IFRSs"), International Accounting Standards ("IASs"), interpretation as well as related guidance endorsed by the Financial Supervisory Commission of the Republic of China. The standards, procedures and practices to audit such parent company only financial statements are those generally accepted and applied in the Republic of China.

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

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

PCHOME ONLINE INC.

PARENT COMPANY ONLY BALANCE SHEETS

DECEMBER 31, 2025 AND 2024

(Expressed in Thousands of New Taiwan Dollars)

	ASSETS	2025.12.31 Amount	%	2024.12.31 Amount	%
	Current Assets:				
1100	Cash and cash equivalents (Note 6(1))	$ 1,632,401	10	1,715,781	10
1137	Financial assets measured at amortized cost (Note 6(4))	356,000	3	-	-
1172	Accounts and notes receivable, net (Note 6(5))	298,393	2	341,602	2
1180	Accounts receivable due from related parties, net (Notes 6(5) and 7)	69,695	-	43,341	-
1200	Other receivables (Notes 6(5) and 7)	743,433	5	700,632	4
1300	Inventories (Note 6(6))	1,697,967	11	2,129,019	12
1476	Other current financial assets (Notes 6(12) and 8)	50,901	-	48,394	-
1479	Other current assets, others	58,167	-	98,245	1
		4,906,957	31	5,077,014	29
	Non-Current Assets:				
1510	Noncurrent financial assets at fair value through profit or loss (Notes 6(2) and (24))	187,752	1	-	-
1517	Noncurrent financial assets at fair value through other comprehensive income (Notes 6(3) and (24))	313,460	2	540,253	3
1550	Investments accounted for using equity method (Note 6(7))	5,386,750	34	5,968,661	33
1600	Property, plant and equipment (Notes 6(8) and 8)	1,454,616	9	1,802,717	10
1755	Right-of-use assets (Note 6(9))	3,461,060	22	3,749,135	21
1780	Intangible assets (Note 6(11))	76,198	1	106,374	1
1840	Deferred tax assets (Note 6(18))	54,391	-	54,391	-
1930	Longterm receivables (Note 6(5))	-	-	97,655	1
1980	Other noncurrent financial assets (Notes 6(12) and 8)	53,278	-	358,367	2
1990	Other non-current assets, others	50,964	-	47,483	-
		11,038,469	69	12,725,036	71
	Total assets	$ 15,945,426	100	17,802,050	100

	LIABILITIES AND EQUITY	2025.12.31 Amount	%	2024.12.31 Amount	%
	Current Liabilities:				
2100	Short-term borrowings (Note 6(13))	$ 200,000	1	300,000	2
2130	Current contract liabilities (Note 6(21))	324,269	2	357,256	2
2170	Accounts and notes payable (Note 7)	3,090,240	20	3,063,494	17
2200	Other payables (Note 7)	590,296	4	619,459	4
2230	Current tax liabilities	19,736	-	19,736	-
2280	Current lease liabilities (Note 6(16))	478,444	3	417,970	2
2300	Other current liabilities (Note 6(14))	39,487	-	43,251	-
2320	Long-term liabilities, current portion (Note 6(15))	352,317	2	1,678,344	10
		5,094,789	32	6,499,510	37
	Non-Current liabilities:				
2541	Long-term borrowings (Notes 6(15) and 8)	703,369	4	1,755,686	10
2550	Provisions	83,142	1	82,150	-
2570	Deferred tax liabilities (Note 6(18))	9,877	-	9,275	-
2580	Non-current lease liabilities (Note 6(16))	3,320,592	21	3,662,952	21
2670	Other non-current liabilities, others	36,193	-	22,211	-
		4,153,173	26	5,532,274	31
	Total liabilities	9,247,962	58	12,031,784	68
	Equity (Note 6(19)):				
3110	Ordinary share	2,056,470	13	1,439,529	8
3200	Capital surplus	6,951,273	44	5,052,998	28
3350	Accumulated deficit	(1,488,997)	(10)	(570,795)	(3)
3400	Other equity interest	(610,780)	(4)	59,036	-
3500	Treasury shares	(210,502)	(1)	(210,502)	(1)
	Total equity	6,697,464	42	5,770,266	32
	Total liabilities and equity	$ 15,945,426	100	17,802,050	100

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

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

PCHOME ONLINE INC.

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME

FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024

(Expressed in Thousands of New Taiwan Dollars, except for Loss per Share Amount)

		2025		2024	
		Amount	%	Amount	%
4111	**Sales revenue**	$ 34,158,101	102	34,649,769	102
4170	Less: Sales returns	587,825	2	560,968	2
	Operating revenue, net (Notes 6(21) and 7)	33,570,276	100	34,088,801	100
5000	**Operating costs (Notes 6(6) and 7)**	30,442,466	91	30,774,240	90
	Gross profit from operations	3,127,810	9	3,314,561	10
	Operating expenses (Notes 7 and 12):				
6100	Selling expenses	3,376,707	10	3,368,464	10
6200	Administrative expenses	214,001	1	235,844	1
6300	Research and development expenses	356,097	1	363,157	1
6450	Reversal of expected credit loss (Note 6(5))	(131)	-	(476)	-
	Total operating expenses	3,946,674	12	3,966,989	12
	Net operating loss	(818,864)	(3)	(652,428)	(2)
	Non-operating income and expenses (Notes 6(5), (7), (16), (17), (23) and 7):				
7100	Interest income	36,700	-	31,849	-
7010	Other income	10,800	-	30,705	-
7020	Other gains and losses	(123,586)	-	(2,749)	-
7050	Finance costs	(96,378)	-	(135,012)	-
7060	Share of profit on investment accounted for using equity method	70,716	-	151,344	-
	Total non-operating income and expenses	(101,748)	-	76,137	-
	Loss from continuing operations before tax	(920,612)	(3)	(576,291)	(2)
7950	**Less: Income tax expenses (Note 6(18))**	-	-	34	-
	Net Loss	(920,612)	(3)	(576,325)	(2)
	Other comprehensive (loss) income:				
8310	**Items that may not be reclassified subsequently to profit or loss**				
8311	Gains on remeasurements of defined benefit plans	3,012	-	6,913	-
8316	Unrealized losses from investments in equity instruments measured at fair value through other comprehensive income (Notes 6(3) and (24))	(48,189)	-	(132,940)	-
8330	Share of other comprehensive income (loss) of subsidiaries, associates and joint ventures accounted for using equity method, components of other comprehensive income that will not be reclassified to profit or loss	1,151	-	(20,728)	-
8349	Income tax related to components of other comprehensive income (loss) that will not be reclassified to profit or loss (Note 6(18))	(602)	-	(1,383)	-
	Items that may not be reclassified subsequently to profit or loss	(44,628)	-	(148,138)	-
8360	**Items that may be reclassified subsequently to profit or loss**				
8361	Exchange differences on translation of foreign statements	37,293	-	1,672	-
8399	Income tax related to components of other comprehensive income (loss) that will be reclassified to profit or loss	-	-	-	-
	Items that may be reclassified subsequently to profit or loss	37,293	-	1,672	-
	Other comprehensive (loss) income, net of tax	(7,335)	-	(146,466)	-
8500	**Total comprehensive loss**	$ (927,947)	(3)	(722,791)	(2)
	Earnings per share (Note 6(20))				
9750	**Basic earnings per share (in New Taiwan Dollars)**	$ (4.62)		(4.08)	

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

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

PCHOME ONLINE INC.

PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024

(Expressed in Thousands of New Taiwan Dollars)

	Share capital		Accumulated Deficits		Other Equity Interest				
	Ordinary Capital	Capital Surplus	Legal Reserve	Accumulated Deficits	Exchange Differences on Translation of Foreign Statements	Unrealized gains (losses) from financial assets measured at fair value through other comprehensive income	Others	Treasury shares	Total Equity
Balance at January 1, 2024	$ 1,439,529	5,560,918	54,113	(557,796)	(26,794)	237,826	-	(210,502)	6,497,294
Net loss	-	-	-	(576,325)	-	-	-	-	(576,325)
Other comprehensive income (loss)	-	-	-	5,530	1,672	(153,668)	-	-	(146,466)
Total comprehensive income (loss)	-	-	-	(570,795)	1,672	(153,668)	-	-	(722,791)
Appropriation and distribution of retained earnings:									
Legal reserve used to offset accumulated deficits (Note 6(19))	-	-	(54,113)	54,113	-	-	-	-	-
Other changes in capital surplus:									
Capital surplus used to offset accumulated deficits (Note 6(19))	-	(503,683)	-	503,683	-	-	-	-	-
Changes in ownership interests in subsidiaries (Note 6(19))	-	(4,237)	-	-	-	-	-	-	(4,237)
Balance at December 31, 2024	1,439,529	5,052,998	-	(570,795)	(25,122)	84,158	-	(210,502)	5,770,266
Net loss	-	-	-	(920,612)	-	-	-	-	(920,612)
Other comprehensive income (loss)	-	-	-	2,410	37,293	(47,038)	-	-	(7,335)
Total comprehensive income (loss)	-	-	-	(918,202)	37,293	(47,038)	-	-	(927,947)
Capital increase by cash (Note 6(19))	616,941	1,850,824	-	-	-	-	-	-	2,467,765
Changes in ownership interests in subsidiaries (Note 6(19))	-	47,451	-	-	10,899	-	-	-	58,350
Redemption liability recognised as other equity	-	-	-	-	-	-	(670,970)	-	(670,970)
Balance at December 31, 2025	**$ 2,056,470**	**6,951,273**	**-**	**(1,488,997)**	**23,070**	**37,120**	**(670,970)**	**(210,502)**	**6,697,464**

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

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

PCHOME ONLINE INC.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024
(Expressed in Thousands of New Taiwan Dollars)

		2025	2024
Cash flows from operating activities:			
Net loss before tax	$	(920,612)	(576,291)
Adjustments:			
Adjustments to reconcile profit or loss:			
Depreciation expense (Notes 6(8), (9) and 12)		655,858	694,570
Amortization expense (Notes 6(11) and 12)		31,790	30,113
Reversal of expected credit loss (Note 6(5))		(131)	(476)
Net loss on financial assets measured at fair value through profit or loss (Note 6(23))		(9,148)	-
Interest expense (Note 6(23))		96,378	135,012
Interest income (Note 6(23))		(36,700)	(31,849)
Dividend income (Note 6(23))		(4,141)	(4,829)
Share of profit of subsidiaries, affiliates and joint ventures accounted for using equity method (Note 6(7))		(70,716)	(151,344)
Loss (gain) on disposal of property, plant and equipment (Note 6(23))		87,289	(922)
Loss on disposal of investments (Note 6(23))		10,909	-
Gains on lease modification (Note 6(23))		-	(281)
Impairment loss on financial assets (Notes 6(7) and (23))		45,048	-
Gain on sublease of right-of-use assets (Notes 6(10), (16) and (23))		(11,077)	-
Total adjustments to reconcile profit		795,359	669,994
Changes in operating assets and liabilities:			
Changes in operating assets:			
Accounts and notes receivable		16,986	519,132
Other receivables		142,826	103,817
Inventories		431,052	(389,580)
Other current assets		40,078	11,443
Other non-current assets		(1,706)	(4,284)
Total changes in operating assets		629,236	240,528
Changes in operating liabilities:			
Contract liabilities		(32,987)	(66,668)
Accounts and notes payable		26,746	(16,315)
Other payables		(20,713)	(136,403)
Other current liabilities		(3,764)	(69)
Other non-current liabilities		13,982	12,121
Total changes in operating liabilities		(16,736)	(207,334)
Total changes in operating assets and liabilities		612,500	33,194
Total adjustments		1,407,859	703,188
Cash flow generated from operations		487,247	126,897
Interest received		37,504	31,107
Dividends received (Note 6(23))		4,141	4,829
Interest paid		(97,383)	(134,266)
Income taxes paid		(2,190)	(2,554)
Net cash flows from operating activities		429,319	26,013

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

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

PCHOME ONLINE INC.

PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS

FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024

(Expressed in Thousands of New Taiwan Dollars)

	2025	2024
Cash flows from investing activities:		
Acquisition of investments accounted for using equity method (Note 6(7))	(60,000)	(10,000)
Dividends received from investments accounted for using equity method (Note 6(7))	77,140	20,464
Proceeds from return of capital of investments accounted for using equity method	-	26,848
Proceeds from liquidation of investments accounted for using equity method	5,354	3,716
Acquisition of property, plant and equipment (Note 6(27))	(30,072)	(560,626)
Proceeds from disposal of property, plant and equipment	359	1,589
Other receivables due from related parties	-	(350,000)
Acquisition of intangible assets (Note 6(11))	(1,230)	(53,874)
Other financial assets	302,582	323,183
Financial assets measured at amortized cost	(356,000)	-
Other non-current assets	1,235	(1,313)
Other payables	-	(66,000)
Net cash flows used in investing activities	(60,632)	(666,013)
Cash flows from financing activities:		
Increase in short-term borrowings (Note 6(27))	200,000	300,000
Repayments of short-term borrowings (Note 6(27))	(300,000)	(1,000)
Increase in long-term borrowings (Note 6(27))	-	3,275,373
Repayments of long-term borrowings (Note 6(27))	(2,378,344)	(2,739,497)
Payment of lease liabilities (Note 6(27))	(441,488)	(471,114)
Capital increase by cash (Note 6(19))	2,467,765	-
Net cash flows (used in) from financing activities	(452,067)	363,762
Net decrease in cash and cash equivalents	(83,380)	(276,238)
Cash and cash equivalents at beginning of the year	1,715,781	1,992,019
Cash and cash equivalents at end of the year	$ 1,632,401	1,715,781

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

Representation Letter

In connection with the Consolidated Financial Statements of Affiliated Enterprises of PChome Online Inc. (the "Consolidated FS of the Affiliates"), we represent to you that, the entities required to be included in the Consolidated FS of the Affiliates as of and for the year ended December 31, 2025 in accordance with the "Criteria Governing Preparation of Affiliation Reports, Consolidated Business Reports and Consolidated Financial Statements of Affiliated Enterprises" are the same as those required to be included in the Consolidated Financial Statements of PChome Online Inc. and its subsidiaries (the "Consolidated FS of the Group") in accordance with International Financial Reporting Standard 10, as well as that, the information required to be disclosed in the Consolidated FS of Affiliates is disclosed in the Consolidated FS of the Group. Consequently, PChome Online Inc. does not prepare a separate set of Consolidated FS of Affiliates.

Very truly yours,
PChome Online Inc.
By

Hung-Tze Jan, Chairman
March 5, 2026

INDEPENDENT AUDITORS' REPORT

To the Board of Directors of PChome Online Inc.

Opinion

We have audited the accompanying consolidated balance sheet of PChome Online Inc. and subsidiaries (the "Group") as at December 31, 2025, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for the year 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, 2025, and its consolidated financial performance and its consolidated cash flows for the year 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 audit 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 2025 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 2025 consolidated financial statements are stated as follows:

Key Audit Matter – Impairment assessment of goodwill relating to investments in subsidiaries

Description

Refer to Note 4(19) for the accounting policy on impairment of non-financial assets and Notes 5(2) and 6(13) for significant accounting estimates and the goodwill impairment assessment. The Group has recognized significant goodwill arising from acquisitions. In determining the recoverable amount using the value-in-use method, management's assessment involves various assumptions that require significant judgment and are inherently complex and subject to high uncertainty. We therefore determined the impairment assessment of goodwill to be a key audit matter.

How our audit addressed the matter

Our audit procedures performed included, among others:

1. Understanding management's process for assessing goodwill impairment, evaluating the reasonableness of the impairment model, and assessing the identification of cash-generating units (CGUs);
2. Comparing management's prior forecasts with actual results to assess the reliability of management's estimates;
3. Evaluating key assumptions used in the impairment model, including expected growth rates and discount rates, which included:
   (1) verifying model parameters and calculation formulas;

(2) comparing expected growth rates with historical performance and external economic and industry forecasts; and

(3) involving our internal valuation specialists to assess the valuation model and key assumptions (including discount rates) used in the value-in-use calculations, and performing reperformance and recalculations.

Key Audit Matter – Reasonableness of purchase price allocation for the acquisition

Description

Refer to Note 4(31) for the accounting policy on business combinations and Notes 6(8) and 6(13) for the accounting treatment and purchase price allocation (PPA).

On September 30, 2025, a subsidiary of the Group, 21st Financial Technology Co., Ltd. (JP), acquired 65% of the preferred shares of MPI Inc. for NT$1,893,360 thousand (JPY 9.2 billion).

Following the subscription, the subsidiary obtained 65% of the voting rights and control, and the transaction was assessed as a business combination. The consideration and the recognized intangible assets are material, and the determination of the fair value of the acquiree's identifiable net assets and the identification and allocation of intangible assets are based on management's assessments and involve significant judgment. We therefore determined the reasonableness of the PPA to be a key audit matter.

How our audit addressed the matter

Our audit procedures performed included, among others:

1. Obtained an understanding of the recent business environment, focusing on the latest trends in the relevant sales market, by making inquiries to the managements and reviewing minutes and related documents of the Board of Directors' meetings;
2. Reviewed identification of intangible assets, fair value measurement of identifiable intangible assets, discount rates and the reasonableness of goodwill calculation in the purchase price allocation report prepared by external experts;

3. Involved valuation specialists to assess the reasonableness of the Benchmarked the discount rate range which is used in determining the recoverable amount against certain market data and industry research; and performed sensitivity analysis over key assumptions used in the model to evaluate the potential impact on the recoverable amounts; and
4. Obtained the expected future cash flows, confirmed the consistency of the expected future cash flows with the business plans approved by managements, conducted comparative analysis with order status from key customers, and conducted comparative analysis with historical results including sales growth rate, gross profit rate and expense increase rate, to evaluate reasonableness of assumptions used by management in estimating the expected future cash flows.

Other matter – The prior financial statements were audited by other auditors

The consolidated financial statements of the Group for the year ended December 31, 2024, were audited by other auditors who expressed an unmodified opinion on those statements on March 12, 2025.

Other matter – Parent company only financial reports

We and other auditors have audited the parent company only financial statements of PChome Online Inc. as of and for the years ended December 31, 2025 and 2024 on which we have issued an unmodified opinion with other matter paragraph and other auditors have issued an unmodified opinion, respectively.

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and 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.

Auditor's 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 auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the 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.

Wendy Liang   Bruce Cheng

For and on Behalf of PricewaterhouseCoopers, Taiwan
March 5, 2026

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.

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

PCHOME ONLINE INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

DECEMBER 31, 2025 AND 2024

(Expressed in Thousands of New Taiwan Dollars)

	ASSETS	2025.12.31 Amount	%	2024.12.31 Amount	%
	Current Assets:				
1100	Cash and cash equivalents (Note 6(1)	$ 4,131,880	13	3,580,237	14
1136	Financial assets measured at amortized cost (Note 6(4))	1,169,038	4	-	-
1170	Accounts and notes receivable, net (Notes 6(5) and 7)	4,388,673	13	3,226,126	12
1200	Other receivables (Notes 6(5) and 7)	3,659,460	11	1,310,767	5
1300	Inventories (Note 6(6))	1,711,433	5	2,151,385	8
1476	Other current financial assets (Notes 6(14) and 8)	1,197,106	3	1,015,148	4
1479	Other current assets, others	272,995	1	353,043	1
		16,530,585	50	11,636,706	44
	Non-Current Assets:				
1510	Non-current financial assets at fair value through profit or loss (Note 6(2))	675,943	2	459,924	2
1517	Non-current financial assets at fair value through other comprehensive income (Note 6(3))	475,118	1	715,960	3
1550	Investments accounted for using equity method (Note 6(7))	208,953	1	259,462	1
1600	Property, plant and equipment (Notes 6(10) and 8)	1,503,882	5	1,871,523	7
1755	Right-of-use assets (Note 6(11))	3,542,581	11	3,821,800	14
1780	Intangible assets (Note 6(13))	7,793,595	23	5,683,900	22
1840	Deferred tax assets (Note 6(21))	317,298	1	249,018	1
1930	Long-term receivables (Note 6(5))	1,505,500	5	1,067,074	4
1980	Other non-current financial assets (Notes 6(14) and 8)	310,835	1	615,709	2
1990	Other non-current assets, others	50,985	-	54,940	-
		16,384,690	50	14,799,310	56
	Total assets	$ 32,915,275	100	26,436,016	100

	LIABILITIES AND EQUITY	2025.12.31 Amount	%	2024.12.31 Amount	%
	Current Liabilities:				
2100	Short-term borrowings (Note 6(15))	$ 4,125,458	13	2,518,969	9
2130	Current contract liabilities (Note 6(25))	409,304	1	427,793	2
2170	Accounts and notes payable (Note 7)	3,182,316	10	3,138,716	12
2200	Other payables (Note 7)	1,011,532	3	1,022,103	4
2230	Current tax liabilities	110,599	-	100,676	-
2280	Current lease liabilities (Notes 6(19) and 7)	526,017	2	467,511	2
2300	Other current liabilities (Note 6(16))	6,718,834	20	2,423,323	9
2320	Long-term liabilities, current portion (Notes 6(17) and 7)	539,584	2	1,857,062	7
		16,623,644	51	11,956,153	45
	Non-Current Liabilities:				
2500	Non-current financial liabilities at fair value through profit or loss (Note 6(18))	692,519	2	-	-
2540	Long-term borrowings (Notes 6(17), 7 and 8)	3,222,579	10	2,648,186	10
2550	Provisions	83,142	-	82,150	-
2570	Deferred tax liabilities (Note 6(21))	147,964	1	13,634	-
2580	Non-current lease liabilities (Notes 6(19) and 7)	3,355,282	10	3,688,374	14
2670	Other non-current liabilities, others	56,563	-	38,956	-
		7,558,049	23	6,471,300	24
	Total liabilities	24,181,693	74	18,427,453	69
	Equity Attributable to Stockholders of the Parent (Note 6(22)):				
3110	Ordinary share	2,056,470	6	1,439,529	5
3200	Capital surplus	6,951,273	21	5,052,998	20
3350	Accumulated deficit	(1,488,997)	(4)	(570,795)	(2)
3400	Other equity interest	(610,780)	(2)	59,036	-
3500	Treasury shares	(210,502)	(1)	(210,502)	(1)
	Total equity attributable to owners of parent	6,697,464	20	5,770,266	22
36XX	**Non-controlling interests (Notes 6(9) and 6(22))**	2,036,118	6	2,238,297	9
	Total equity	8,733,582	26	8,008,563	31
	Total liabilities and equity	$ 32,915,275	100	26,436,016	100

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

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

PCHOME ONLINE INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024

(Expressed in Thousands of New Taiwan Dollars, except for Loss per Share Amount)

		2025		2024	
		Amount	**%**	**Amount**	**%**
4111	**Sales revenue**	$ 37,447,697	102	38,127,965	102
4170	Less: Sales returns	589,220	2	564,917	2
	Operating revenue, net (Notes 6(25) and 7)	36,858,477	100	37,563,048	100
5000	**Operating costs (Notes 6(6), 7 and 12)**	31,926,627	87	32,675,549	87
	Gross profit from operations	4,931,850	13	4,887,499	13
	Operating expenses (Notes 6(23), (26), 7 and 12):				
6100	Selling expenses	3,402,627	9	3,426,304	10
6200	Administrative expenses	995,281	3	740,174	2
6300	Research and development expenses	553,347	2	530,136	1
6450	Reversal of expected credit loss (Note 6(5))	514,954	1	544,625	1
	Total operating expenses	5,466,209	15	5,241,239	14
	Net operating loss	(534,359)	(2)	(353,740)	(1)
	Non-operating income and expenses (Notes 6(4), (5), (15), (19), (20), (27) and 7):				
7100	Interest income	50,593	-	47,347	-
7010	Other income	164,941	-	174,996	-
7020	Other gains and losses	(205,491)	-	(21,993)	-
7050	Finance costs	(123,960)	-	(161,826)	-
7060	Share of profit on investment accounted for using equity method	6,555	-	2,709	-
	Total non-operating income and expenses	(107,362)	-	41,233	-
	Loss from continuing operations before tax	(641,721)	(2)	(312,507)	(1)
7950	**Less: Income tax expenses (Note 6(21))**	172,808	-	115,584	-
	Net Loss	(814,529)	(2)	(428,091)	(1)
	Other comprehensive (loss) income:				
8310	**Items that may not be reclassified subsequently to profit or loss**				
8311	Gains on remeasurements of defined benefit plans	3,012	-	6,913	-
8316	Unrealized losses from investments in equity instruments measured at fair value through other comprehensive income (Notes 6(3) and (28))	(46,683)	-	(179,679)	-
8349	Less: Income tax related to components of other comprehensive income that will not be reclassified to profit or loss (Note 6(21))	(602)	-	(1,383)	-
	Items that may not be reclassified subsequently to profit or loss	(44,273)	-	(174,149)	-
8360	**Items that may be reclassified subsequently to profit or loss**				
8361	Exchange differences on translation of foreign statements	84,183	-	1,210	-
8399	Less: Income tax related to components of other comprehensive income that will be reclassified to profit or loss	-	-	-	-
	Items that may be reclassified subsequently to profit or loss	84,183	-	1,210	-
	Other comprehensive income (loss), net of tax	39,910	-	(172,939)	-
8500	**Total comprehensive loss**	$ (774,619)	(2)	(601,030)	(1)
	Loss attributable to:				
8610	Loss attributable to owners of parent	$ (920,612)	(2)	(576,325)	(1)
8620	Profit, attributable to non-controlling interests	106,083	-	148,234	-
		$ (814,529)	(2)	(428,091)	(1)
	Comprehensive income attributable to:				
8710	Comprehensive loss, attributable to owners of parent	$ (927,947)	(2)	(722,791)	(1)
8720	Comprehensive income, attributable to non-controlling interests	153,328	-	121,761	-
		$ (774,619)	(2)	(601,030)	(1)
	Earnings per share (Note 6(24))				
9750	**Basic earnings per share (in New Taiwan Dollars)**	$	(4.62)		(4.08)

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

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

PCHOME ONLINE INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024

(Expressed in Thousands of New Taiwan Dollars)

	Equity Attributable to Owners of Parent										
	Share capital		Retained Earnings		Other Equity Interest						
	Ordinary Capital	Capital Surplus	Legal Reserve	Unappropriated Retained Earnings (Accumulated Deficits)	Exchange Differences on Translation of Foreign Financial Statements	Unrealized gains (losses) from financial assets measured at fair value through other comprehensive income	Others	Treasury shares	Total Equity Attributable to Owners of Parent	Non-Controlling Interests	Total Equity
Balance at January 1, 2024	$ 1,439,529	5,560,918	54,113	(557,796)	(26,794)	237,826	-	(210,502)	6,497,294	2,056,165	8,553,459
Net (Loss) profit	-	-	-	(576,325)	-	-	-	-	(576,325)	148,234	(428,091)
Other comprehensive (loss) income	-	-	-	5,530	1,672	(153,668)	-	-	(146,466)	(26,473)	(172,939)
Total comprehensive (loss) income	-	-	-	(570,795)	1,672	(153,668)	-	-	(722,791)	121,761	(601,030)
Appropriation and distribution of retained earnings:											
Legal reserve used to offset against accumulated deficit (Note 6(22))	-	-	(54,113)	54,113	-	-	-	-	-	-	-
Other changes in capital surplus:											
Capital surplus used to offset against accumulated deficit (Note 6(22))	-	(503,683)	-	503,683	-	-	-	-	-	-	-
Changes in ownership interests in subsidiaries (Note 6(22))	-	(4,237)	-	-	-	-	-	-	(4,237)	(3,369)	(7,606)
Share-based payment transactions (Note 6(23))	-	-	-	-	-	-	-	-	-	66,056	66,056
Changes in non-controlling interests (Note 6(22))	-	-	-	-	-	-	-	-	-	(2,316)	(2,316)
Balance at December 31, 2024	1,439,529	5,052,998	-	(570,795)	(25,122)	84,158	-	(210,502)	5,770,266	2,238,297	8,008,563
Net (Loss) profit	-	-	-	(920,612)	-	-	-	-	(920,612)	106,083	(814,529)
Other comprehensive (loss) income	-	-	-	2,410	37,293	(47,038)	-	-	(7,335)	47,245	39,910
Total comprehensive (loss) income	-	-	-	(918,202)	37,293	(47,038)	-	-	(927,947)	153,328	(774,619)
Capital increase by cash (Note 6(22))	616,941	1,850,824	-	-	-	-	-	-	2,467,765	-	2,467,765
Changes in ownership interests in subsidiaries (Note 6(22))	-	47,451	-	-	10,899	-	-	-	58,350	136,747	195,097
Change in business acquisition (Notes 6(8) and 6(22))	-	-	-	-	-	-	-	-	-	239,740	239,740
Share-based payment transactions (Note 6(23))	-	-	-	-	-	-	-	-	-	107,991	107,991
Changes in non-controlling interests (Note 6(22))	-	-	-	-	-	-	-	-	-	(5,745)	(5,745)
Redemption liability recognised as other equity (Note 6(8))	-	-	-	-	-	-	(670,970)	-	(670,970)	(834,240)	(1,505,210)
Balance at December 31, 2025	**$ 2,056,470**	**6,951,273**	**-**	**(1,488,997)**	**23,070**	**37,120**	**(670,970)**	**(210,502)**	**6,697,464**	**2,036,118**	**8,733,582**

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

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

PCHOME ONLINE INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS

FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024

(Expressed in Thousands of New Taiwan Dollars)

		2025	2024
Cash flows from (used in) operating activities:			
Net loss before tax	$	(641,721)	(312,507)
Adjustments:			
Adjustments to reconcile profit or loss:			
Depreciation expense (Notes 6(10), (11) and 12)		753,048	800,154
Amortization expense (Notes 6(13) and 12)		130,508	117,722
Reversal of expected credit loss (Note 6(5))		514,954	544,625
Net loss on financial assets measured at fair value through profit or loss (Note 6(27))		(37,033)	790
Interest expense (Note 6(27))		123,960	161,826
Interest income (Note 6(27))		(50,593)	(47,347)
Dividend income (Note 6(27))		(4,141)	(4,829)
Share-based payment transactions (Note 6(23))		107,991	66,056
Share of profit of subsidiaries, affiliates and joint ventures accounted for using equity method (Note 6(7))		(6,555)	(2,709)
Loss (gain) on disposal of property, plant and equipment (Notes 6(27) and 7)		86,853	(901)
Loss on disposal of intangible assets		-	10
Loss on disposal of investments (Note 6(27))		26,896	-
Loss (gain) on lease modification (Note 6(19))		3,314	(437)
Impairment loss on financial assets (Note 6(7))		45,048	-
Gain on sublease of right-of-use assets (Notes 6(12), (19) and (27))		(11,077)	-
Total adjustments to reconcile profit (loss)		1,683,173	1,634,960
Changes in operating assets and liabilities:			
Changes in operating assets:			
Accounts and notes receivable		(2,017,265)	(673,780)
Other receivables		1,471,478	416,025
Inventories		439,952	(398,221)
Other current assets		185,895	16,942
Other financial assets		(181,908)	10,019
Total changes in operating assets		(101,848)	(629,015)
Changes in operating liabilities:			
Contract liabilities		(19,122)	(92,191)
Accounts and notes payable		(64,660)	(32,744)
Other payables		(376,495)	(219,428)
Other current liabilities		(1,307,483)	192,572
Other non-current liabilities		17,607	17,872
Total changes in operating liabilities		(1,750,153)	(133,919)
Total changes in operating assets and liabilities		(1,852,001)	(762,934)
Total adjustments		(168,828)	872,026
Cash flows (used in) generated from operations		(810,549)	559,519
Interest received		50,593	46,286
Dividends received		16,282	22,883
Interest paid		(123,436)	(161,088)
Income taxes paid		(156,579)	(202,503)
Net cash flows from (used in) operating activities		(1,023,689)	265,097
Cash flows used in investing activities:			
Acquisition of financial assets at fair value through other comprehensive income		-	(36,056)
Acquisition of financial assets at fair value through profit or loss		-	(30,715)
Acquisition of financial assets at amortised cost		(1,169,038)	-
Net cash flow from acquisition of subsidiary (Note 6(8))		(1,271,026)	-
Acquisition of property, plant and equipment (Note 6(31))		(41,072)	(577,183)
Proceeds from disposal of property, plant and equipment (Notes 6(10) and 7)		1,063	5,644
Acquisition of intangible assets (Note 6(13))		(6,822)	(54,544)
Other financial assets		314,936	127,002
Other non-current assets		6,965	(5,420)
Acquisition of subsidiary (Note 6(31))		(92,508)	(152,659)
Net cash flows used in investing activities		(2,257,502)	(723,931)
Cash flows from (used in) financing activities:			
Increase (decrease) in short-term borrowings (Note 6(31))		1,606,489	(436,048)
Proceeds from issuance of bonds (Note 6(18))		710,010	-
Increase in long-term borrowings (Note 6(31))		1,985,932	4,235,220
Repayments of long-term borrowings (Note 6(31))		(2,729,017)	(3,474,719)
Payment of lease liabilities (Note 6(31))		(511,811)	(539,671)
Capital increase by cash (Note 6(22))		2,467,765	-
Change in non-controlling interests (Note 6(22))		178,454	(2,316)
Net cash flows from (used in) financing activities		3,707,822	(217,534)
Effect of exchange rate changes on cash and cash equivalents		125,012	(6,715)
Net increase (decrease) in cash and cash equivalents		551,643	(683,083)
Cash and cash equivalents at beginning of the year		3,580,237	4,263,320
Cash and cash equivalents at end of year	$	4,131,880	3,580,237

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

Appendix I

PChome Online Inc.
Rules of Procedure for Shareholders' Meeting

1. Purpose
   To ensure that the shareholders' meetings of the Company can operate smoothly, the Rules of Procedure for Shareholders' Meeting (the "Rules") is established in accordance with relevant laws and regulations to be complied with.
2. Scope of application
   The Rules are applicable to shareholders' meeting of the Company.
3. Definition of terms
   3.1 The term "shareholders" used in the Rules refers to shareholders as set out in the shareholders' register or their appointed proxies.
4. Related documents
   None
5. Operating procedures

5.1

The shareholders' meeting is presided by the Chairman of the Board of Directors (the "Board") if convened by the Board. If the Chairman is on leave or is unable to exercise power, the Vice Chairman of the Board shall stand proxy. If there is no Vice Chairman of the Board or the Vice Chairman is also on leave or unable to exercise power, the Chairman may appoint one of managing Directors to stand proxy. If there is no managing Director, the Chairman may appoint one Director to stand proxy. If the Chairman does not appoint a proxy, the managing Directors or Directors shall elect one person from among themselves to preside at the meeting.

When a managing Director or a Director serves as Chairman as referred to in the preceding paragraph, the managing Director or the 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 Chairman.

If the shareholders' meeting is convened by a party other than the Board, the convening party shall preside at the meeting. When there are two or more convening parties, they shall elect a person from among themselves to preside at the meeting.

5.2

The shareholders' meeting shall be convened at the premises of the Company or an appropriate venue convenient for shareholders to attend. The meeting shall begin no earlier than 9 a.m. or no later than 3 p.m.

5.3 Shareholders'meeting agenda items

5.3.1 The Board shall set the meeting agenda items. Relevant proposals (including special motions and amendments to the original proposals) shall be resolved by voting on a proposal-by-proposal basis. The meeting shall proceed according to the agenda which shall not be changed without a resolution of the shareholders' meeting.

5.3.2 Rule 5.3.1 applies to the shareholders' meeting convened by a party entitled to convene other than the Board.

5.3.3 The chairman shall not announce adjournment of the meeting before completion of the agenda (including special motions) referred to in 5.3.1 and 5.3.2 unless otherwise resolved at the shareholders' meeting.

5.3.4 After the meeting is adjourned, the shareholders shall not elect another chairman to continue the meeting at the original or another venue.

5.3.5 If the Chairman announces the adjournment in violation of the Rules, the attending shareholders shall elect one person to preside the meeting with the consent of the majority of voting rights represented by the attending shareholders to continue the meeting.

5.3.6 Election or discharge of Directors and Supervisors; amendments to Articles of Incorporation; capital deduction; application to terminate the public offering of the shares; release of the Directors from non-compete restrictions; capital increase from earnings or reserve; dissolution; merger or spin-off of the Company or matters set out in subparagraphs under Paragraph 1, Article 185 of the Company Act shall be stated in the notice of a general meeting, with a summary of the major content to be discussed. They shall not be proposed as special motions. The summary of major content shall be disclosed at websites designated by the competent authorities or Company and the websites shall be clearly stated in the meeting notice.

5.3.7 Where the reasons to convene the shareholders' meeting has specified the re-election of Directors and Supervisors as well as the on-board dates, after the election in the shareholders' meeting, the on-board date cannot be changed via a special motion or other means in the same meeting.

5.3.8 Shareholders holding 1% or more of the total number of issued shares may submit to the Company a written proposal for discussion at annual shareholders' meeting, provided that only one matter shall be allowed in each single proposal. If the purpose of the proposal is to urge the Company to promote public interests or fulfil its social responsibilities, the Board may include such proposal in the agenda. If the shareholders' proposals contain circumstances set out in Paragraph 4, Article 172-1 of the Company Act, the Board of Directors may not include the proposals in the agenda.

5.3.9 Prior to the book closure date before a regular shareholders meeting is held, this Corporation shall publicly announce that it will receive shareholder proposals, in written or electronic method, and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days.

5.3.10 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.

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

5.4 When the shareholders (or their appointed proxies) attend the shareholders' meeting, they shall sign on the attendance booklet or hand in the attendance cards in lieu of signing in and complete the registration procedures. The Company shall not arbitrarily request additional supporting documents as identification documents for the attendance of shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification. The attendance and voting at the shareholders' meeting shall be calculated based on the number of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book or attendance cards handed in and the number of shares with voting rights exercised by correspondence or electronic means.

5.5 The chairman shall call the meeting to order at the scheduled time. When the majority of the total number of issued shares is not represented by the attending shareholders, the chairman may announce to postpone the meeting. The postponement is limited to two times with a combined duration of less than one hour. If the quorum is not met after two postponements, but one-third or more of the total number of issued shares are represented by the attending shareholders, tentative resolutions may be made pursuant to Paragraph 1 of Article 175 of the Company Act. If the attending shareholders represent the majority of the total number of issued shares before the conclusion of the meeting, the chairman may resubmit the tentative resolutions for voting at the shareholders' meeting pursuant to Article 174 of the Company Act.

5.6 Speech of the attending shareholders

5.6.1 Before speaking, the attending shareholders shall complete the speaker's slip indicating the shareholder's account number (or the number of attendance card) and account name. The sequence of speeches shall be determined by the chairman.

5.6.2 If the attending shareholder submits a speaker's slip without speaking, it shall be deemed as making no speeches. If the contents of speech are inconsistent with the contents of speaker's slip, the contents of speech shall prevail.

5.6.3 When the attending shareholders speak, other shareholders shall not interrupt the speech unless they are permitted by the chairman and the speaking shareholder. Otherwise, the chairman shall stop such interruption.

5.6.4 The shareholder's speech is limited to five minutes each time and may be extended by three minutes upon consent of the chairman. The extension is limited to one time.

5.6.5 The shareholder shall not make a speech concerning the same proposal for more than two times. If the Shareholder's speech exceeds the time limit or is beyond the scope of the agenda item, the chairman may stop the speech. If a shareholder continues to violate the Rules after being corrected, the chairman may direct the disciplinary officers (or security guards) to assist with maintaining order at the meeting.

5.6.6 When a juristic person is appointed to attend the shareholders' meeting, it may designate only one person to attend on its behalf. If a corporate shareholder appoints two or more representatives to attend the shareholders' meeting, only one representative may speak for each agenda item.

5.6.7 After the attending shareholder has spoken, the chairman may respond in person or appoint an appropriate person to respond.

5.7 When the chairman is of the opinion that a proposal has been discussed sufficiently to put it to a vote, he/she shall announce the discussion closed and call for a vote. He/she shall also allow ample time for voting.

5.8 Voting on proposals

5.8.1 When the Company convenes a shareholders' meeting, voting rights may be exercised by correspondence or electronic means. When voting rights are exercised by correspondence or electronic means, the methods of exercise shall be clearly indicated in the shareholders' meeting notice. Shareholders exercising their voting rights by correspondence or electronic means are deemed as attending the shareholders' meeting in person. They are, however, deemed as waiving their rights on special motions or amendments to the original proposals of that shareholders' meeting. Thus, the Company is advised not to raise special motions or make amendments to the 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 two days before the date of the shareholders' meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail. However, this restriction does not apply when a declaration is made to cancel the earlier declaration of intent. After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders' meeting in person, a written declaration of intent to retract the voting rights already exercised shall be made known to the Company two days before the date of the shareholders' meeting, by the same means by which the voting rights were exercised.

5.8.2 The ballot supervisors and ballot counters of proposal voting shall be appointed by the chairman, but the ballot supervisors shall be shareholders. The voting results shall be announced at the meeting and recorded in the minutes.

5.8.3 Unless otherwise provided in the Company Act and Articles of Incorporation, the adoption of resolution shall be approved by the majority of voting rights represented by the attending shareholders. When voting, the Chairman or designated person shall announce the total number of voting rights represented by attending shareholders proposal-by-proposal before shareholders cast their votes proposal-by-proposal. The number of votes for, against and abstained shall be released in the Market Observation Post System website on the same day as the shareholders' meeting.

5.8.4 In the event that an amendment or a substitute comes out of the same issue, the chairperson shall fix the order of balloting in consolidation with the original issue. If one proposal among them has been adopted, the others shall be deemed overruled and no further voting is required.

5.9 Shareholders shall not participate in voting on agenda items of which they have a personal interest and may impair the interest of the Company, and shall not exercise the voting rights as proxy for other Shareholders. 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.

5.10 The Company may appoint designated attorneys, certified public accountants or related party to attend the shareholders' meeting. The staff involved in the meeting affairs shall wear identification cards or armbands.

5.11 The process of shareholders' meeting shall be tape-recorded or videotaped and kept for at least one year. If, however, a shareholder files a lawsuit based on Article 189 of the Company Act, the recordings shall be retained until the conclusion of the litigation.

5.12 The meeting shall be suspended if an air-raid drill starts for shareholders to evacuate. Meeting would resume one hour after the completion of drill.

5.13 When the meeting is in progress, the chairman may announce a break at his/her discretion. If force majeure events occur, the chairman may decide to temporarily suspend the meeting and announce the time to resume the meeting depending on the situation. If the meeting venue becomes unavailable before meeting agenda (including special motions) has been completed, another venue can be used to resume the meeting upon resolution at the shareholders' meeting.

The shareholders' meeting may resolve to postpone or resume the meeting within five days in accordance with Article 182 of the Company Act.

5.14 Any other matters not set forth in the Rules shall be subject to the Articles of Incorporation, Company Act and other applicable rules and regulations.

5.15 The Rules and any amendment hereto shall take effect after adoption by the shareholders' meeting.

PChome Online Inc.

Appendix II

Articles of Incorporation

Chapter I General Provisions

Article 1: The Company is incorporated as a company limited by shares in accordance with the Company Act and is named 網路家庭國際資訊股份有限公司 in the Chinese language and PChome Online Inc. in the English language.

Article 2: The Company's business scope is as follows:

The Company's business scope is as follows:

1	E605010	Computing Equipment Installation Construction
2	E701040	Basic Telecommunications Equipment Construction
3	F113050	Wholesale of Computing and Business Machinery Equipment
4	F113070	Wholesale of Telecom Instruments
5	F118010	Wholesale of Computer Software
6	F119010	Wholesale of Electronic Materials
7	F201010	Retail sale of Agricultural Products
8	F201020	Retail sale of Husbandry Products
9	F201050	Retail sale of Fishing Tackles
10	F201070	Retail sale of Flowers
11	F201090	Retail Sale of Aquarium Fishes
12	F202010	Retail sale of Animal Feeds
13	F203010	Retail sale of Food and Grocery
14	F203020	Retail Sale of Tobacco and Alcoholic Beverages
15	F204110	Retail sale of Cloths, Clothes, Shoes, Hat, Umbrella and Apparel, Clothing Accessories and Other Textile Products
16	F205040	Retail sale of Furniture, Bedclothes, Kitchen Equipment and Fixtures
17	F206020	Retail Sale of Articles for Daily Use
18	F206050	Retail of pet food and appliances
19	F207030	Retail Sale of Cleaning Preparations
20	F208031	Retail sale of Medical Equipment
21	F208040	Retail Sale of Cosmetics
22	F208050	Retail Sale of the Second Type Patent Medicine
23	F209060	Retail sale of Stationery Articles, Musical Instruments, and Educational Entertainment Articles
24	F210010	Retail Sale of Watches and Clocks

25	F210020	Retail Sale of Spectacles
26	F213030	Retail sale of Computing and Business Machinery Equipment
27	F213060	Retail Sale of Telecom Instruments
28	F214010	Retail Sale of Automobiles
29	F214020	Retail Sale of Motorcycles
30	F214030	Retail Sale of Motor Vehicle Parts and Supplies
31	F214040	Retail Sale of Bicycles and Parts
32	F215010	Retail Sale of Jewelry and Precious Spectacles Metals
33	F216010	Retail Sale of Photographic Equipment
34	F218010	Retail Sale of Computer Software
35	F219010	Retail Sale of Electronic Materials
36	F299990	Retail Sale of Other Retail Trade Not Elsewhere Classified
37	F301010	Department Stores
38	F301020	Supermarkets
39	F399010	Convenience Stores
40	F399040	Retail Business Without Shop
41	F399990	Retail sale of Others
42	F401010	International Trade
43	F401021	Restrained Telecom Radio Frequency Equipment and Materials Import
44	F501030	Coffee/Tea Shops and Bars
45	F501050	Public Houses and Beer Halls
46	F501060	Restaurants
47	F601010	Intellectual Property
48	I102010	Investment Consultancy
49	I103060	Management Consulting Services
50	I105010	Artwork Consultation Services
51	I199990	Other Consultancy
52	I301010	Software Design Services
53	I301020	Data Processing Services
54	I301030	Digital Information Supply Services
55	I301040	The Third-party Payment Services
56	I401010	General Advertising Services
57	I401020	Leaflet Distribution

58	I501010	Product Designing
59	IE01010	Telecommunications Number Agencies
60	IZ03010	Clipping Services
61	IZ04010	Translation Services
62	IZ10010	Typesetting Services
63	IZ12010	Manpower Services
64	IZ13010	Internet Identify Services
65	IZ99990	Other Industry and Commerce Services Not Elsewhere Classified
66	J301010	Newspaper Publishers
67	J302010	Press Release
68	J303010	Magazine and Periodical Publication
69	J304010	Book Publishers
70	J305010	Audio Tape and Record Publishers
71	J602010	Agents and Managers for Performing Arts, Entertainers, and Models
72	J701020	Amusement Parks
73	J701040	Recreational Activities grounds and Facilities
74	J801030	Athletics and Recreational Sports Stadium
75	JA05010	Study Abroad Services
76	JB01010	Exhibition Services
77	JD01010	Industry and Commerce Credit Bureau Services
78	JE01010	Rental and Leasing Business
79	JZ99050	Agency Services
80	JZ99080	Beauty Shops
81	JZ99090	Joyous Events Services
82	G801010	Warehousing and Storage
83	IZ06010	Cargoes Packaging
84	G799990	Other Supporting Services to Transportation
85	F401171	Alcohol Drink Import
86	A102060	Grain Commerce
87	ZZ99999	All business items that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3: The total reinvestment of the Company shall not be limited to less than forty percent of paid-up capital and the Company may provide endorsement and guarantee to external parties.

Article 4: The Company is located in Taipei City and may, if necessary, set up branch offices in other appropriate locations upon resolution of the Board of Directors (the "Board").

Article 5: Deleted.

Chapter II Capital Stock

Article 6: The total amount of the Company's capital stock is NT$2,500,000,000, which is divided into 250,000,000 shares at a par value of NT$10 each. The Board is authorized to issue the unissued shares as common or preferred stocks by multiple installments.25,000,000 shares of the aforementioned capital stock are retained for employees' stock options, preferred stocks with subscription rights, or corporate bonds with subscription rights. The Board is authorized to issue the unissued shares by multiple installments when needed.The Company may grant employees' stock options, restricted stocks for employees, or the rights to subscript new shares issued to employees, or distribute or transfer shares repurchased pursuant to laws to employees. The said employees shall include ones in the controlling or affiliated companies who met certain conditions.The rights, obligations, and important issuance terms of the Company's preferred stocks are as follows:

I. The Company shall apply the current year's earnings, if any, to pay for taxes as stipulated by laws and regulations, offset accumulated losses of previous years, and allocate a portion as legal reserve pursuant to laws and regulations. Next, special reserve is appropriated or reversed pursuant to the Articles of Incorporation. The remaining earnings, if any, are allocated as preferred stock dividends for the year.

II. The dividend rate of preferred stocks is capped at 8% per annum and is calculated based on the issuance price. Dividends are to be distributed in the form of cash each year. Once the Company's financial reports are ratified in the annual shareholders' meeting, the Board will set the record date for the distribution of previous year's dividends payable. Dividends in the year of issuance and redemption are calculated based on the preferred stocks' actual number of outstanding days.

III. The Company has discretion over the distribution of preferred stock dividends. If the Company did not generate any or sufficient profits during the year for the distribution of preferred stock dividends, it may resolve not to pay out the dividends and preferred stockholders have no rights to object. The preferred stocks issued are non-cumulative, i.e. the undistributed dividends or shortages in dividends distributed shall not be accumulated and paid in subsequent years when profits are generated.

IV. The preferred stocks issued are non-participating. Except for dividends specified in Subparagraph 2 of this Paragraph, preferred stockholders cannot participate in common stocks' distribution of cash or stock dividends from earnings or capital surplus.

V. For cash offering of new shares, the preferred stockholders have the same preemptive rights as the common stockholders.

VI. Preferred stockholders have a higher claim to the Company's residual properties than common stockholders. Different types of preferred stocks issued by the Company grant holders the same rights to claims, and preferred stockholders stay subordinate to general creditors. The amount preferred stockholders are entitled to is capped at the product of number of outstanding preferred stocks at the time of distribution and issuance price.

VII. Preferred stockholders have neither voting nor election rights. However, they may be elected as Directors or Supervisors. They have voting rights in preferred stockholders' meetings or with respect to agendas associated with the rights and obligations of preferred stockholders in shareholders' meetings.

VIII. Preferred stocks issued by the Company are convertible and they cannot be converted within one year from the issuance date. The Board of Directors is authorized to set the convertible period in the actual issuance terms. Based on the issuance terms, holders of convertible preferred stocks may apply to convert all or a part of preferred stocks held at the conversion ratio of one preferred stock for one common stock (The conversion ratio is 1:1). Once converted, the rights and obligations of the converted stocks are identical to that of common stocks. Dividend distribution at the conversion year shall be calculated based on the ratio of actual issuance days to total days of the conversion year. However, preferred stockholders who convert their stocks prior to the ex-dividend date cannot participate in the preferred stock dividends of that year and all subsequent year. Nevertheless, they may participate in the distribution of profit and capital surplus for common stocks.

IX. Preferred stocks have no maturity dates and preferred stockholders have no rights to request the Company to redeem those stocks. However, the Company may redeem all or a part of preferred stocks in cash, by compulsory conversion into new shares or by other means permissible by laws based on the issuance price and by relevant issuance terms at any time starting from the date after the stocks have been issued for three years. The unredeemed preferred stocks continue to have the rights and obligations stipulated in this Article until they are redeemed by the Company. If the Company's shareholders' meeting resolves to distribute dividends in the year when preferred stocks are redeemed, dividends payable up to the redemption date shall be calculated based on the preferred stocks' number of outstanding days in the redemption year.

X. The Board of Directors is authorized to list the preferred stocks or the common stocks converted at the TPEx depending on the Company and market conditions.

The Board of Directors is authorized to set the name, issuance date and terms, and other relevant matters of the preferred stocks at the time of issuance based on the market conditions and investors' subscription interests, in accordance with the Company's Articles of Incorporation and applicable laws and regulations.

Article 7: The shares of the Company shall be issued after signed or sealed by Directors representing the Company and certified in accordance with applicable laws and regulations.

Article7-1: Share certificates issued by the Company are exempted from printing; however, they shall be registered in the central securities depository.

Article 8: The shareholders of the Company shall use their own names. Where an institution or a juristic person is a shareholder, it shall use its name as records instead of registering another name or only a representative.

Article 9: Shareholder services of the Company are handled in accordance with the Company Act, “Regulations Governing the Administration of Shareholder Services of Public Companies” and relevant laws and regulations promulgated by the competent authorities.

Article 10: Registration for share transfer shall be suspended sixty days before the date of annual general shareholders’ meeting, and thirty days before the special shareholders’ meeting, or within five days before the day on which the Company determines to pay dividends, bonuses, or any other benefits.

Chapter III Shareholders' Meeting

Article 11: The shareholders' meetings of the Company are classified into two types. The general meeting shall be annually convened by the Board within six months from the end of each fiscal year in accordance with the relevant laws and regulations. The extraordinary meeting shall be convened in accordance with the relevant laws and regulations, whenever is necessary. The preferred stockholders' meeting shall be convened in accordance with the relevant laws and regulations, whenever is necessary.

Article 12: Written notices shall be sent to all shareholders thirty days prior to the general meeting and fifteen days prior to the special meeting. The notice shall specify the date, place, and reasons to convene.

Article 13: The resolutions of shareholders' meeting, unless otherwise stated in the relevant laws and regulations, shall be agreed by the majority of votes represented by the attending shareholders or proxies who represents the majority of the total number of issued shares.

Article 14: Shareholders of the Company are entitled to one vote for each share held. However, this shall not apply to Company's shares held by its own pursuant to laws and regulations.

Article 15: Shareholders may designate a proxy to attend the shareholders' meeting with a power of attorney issued by the Company in accordance with the Company Act and the Regulations Governing the Use of Proxies for Attendance at Shareholders' Meeting of Public Companies promulgated by competent authority.

Article 16: The Chairman of the Board shall preside at the shareholders' meeting. When the Chairman is unable to attend, he/she may appoint one of the directors to stand proxy. If the Chairman does not appoint a proxy, directors shall elect a person from among themselves to preside at the meeting. If the shareholders' meeting is convened by a party other than the Board, the convening party shall preside at the meeting. When there are two or more convening parties, they shall elect a person from among themselves to preside at the meeting.

Article 17: The resolutions of the shareholders' meeting shall be recorded in the minutes. The minutes shall be signed or affixed to the meeting chairman's seal and be distributed to all shareholders within twenty days after the meeting. The distribution may be done via public announcement. The meeting minutes shall contain the essentials and results of the proceedings and be retained permanently by the Company together with the shareholders' attendance booklet and power of attorney.

Chapter IV Directors and Audit Committee

Article 18: The Company has nine Directors. The candidate nomination system is adopted pursuant to Article 192-1 of the Company Act. Shareholders shall elect from the list of candidates to serve a term of three years. Directors are eligible for re-election. The number of independent directors within the number of directors in the preceding article shall be two at least and shall not be less than one-fifth of the total number of directors. The election for independent and non-independent directors shall be held at the same time, but the numbers to be elected shall be calculated separately.

The majority of the Company's directors shall not have one of the following relationships.

I. Spouse

II. Within Second-Degree of Kinship

The Board is delegated to determine the remuneration to directors based on their involvement in the Company's business operation and their contributions to the Company with reference to the remuneration standard of the industry.

Article 19: The Board is composed of directors. The directors shall elect a Chairman from among themselves in the Board meeting with the consent of the majority of attending directors, which represents more than two-thirds of all directors. The Chairman shall have the authority to represent the Company.

When the vacancies on the Board exceed one-third of the total number of the Directors or all supervisors are dismissed, the Board shall convene an extraordinary shareholders' meeting within sixty days to elect new members to fill in the vacancies. The newly elected members shall serve the remaining term of the outgoing members.

Article 20: When the Chairman is on leave or unable to exercise power, his/her proxy shall be determined in accordance with Article 208 of the Company Act.

Article 21: The Board meeting shall be convened by the Chairman. Unless otherwise stipulated in the Company Act, resolutions in a Board meeting shall be adopted by the majority of attending directors which represents the majority of all directors. For Board meetings conducted through video-conferencing, a director who participates through video-conferencing is deemed to attend in person.

If a director is unable to attend the Board meeting for some reason, he/she shall authorize another director to stand proxy with a power of attorney indicating the scope of authority with reference to the subjects to be discussed at the meeting. No director may act as a proxy for more than one other director.

Article 22: The Board shall exercise their powers pursuant to the Company Act and the authority granted by the shareholders' meeting.

Article 23: The discussion at the Board meeting shall be recorded in the minutes. The minutes shall be signed or affixed with the meeting chairman's seal and be retained by the Company.

Article 24: The Company establishes an Audit Committee in compliance with Article 14-4 of the Securities and Exchange Act. The Audit Committee shall consist of all Independent Directors and is responsible to carry out duties of supervisors stipulated in the Company Act, Securities, and Exchange Act and other laws and regulations. Matters concerning the audit committee members, the exercise of their powers and other compliance issues shall be handled in accordance with relevant laws and regulations. Its organizational regulations shall be established separately by the Board.

The Company may establish a compensation committee or other functional committees in accordance with laws and regulations or business needs.

Article 25: Deleted.

Chapter V Managers

Article 26: The Company shall have several managers. Their appointment, dismissal, and remuneration shall be subject to Article 29 of the Company Act.

Chapter VI Accounting

Article 27: The Company's Board of Directors shall prepare (1) business report, (2) financial statements and (3) profit distribution or deficit compensation proposal after the end of each fiscal year and forward them to the general meeting of shareholders for approval

If the aforementioned earnings are to be distributed in the form of new shares, the Company shall comply with Article 240 of the Company Act. If they are to be distributed in the form of cash, the distribution is authorized to be approved by a resolution adopted by the majority of attending Directors which represents more than two-thirds of all Directors. In addition, the distribution proposal shall be submitted to the shareholders' meeting.

Article 28: When the Company makes a profit for the year, the compensation to employees shall be between one to fifteen percent of the balance and the remuneration to the Directors shall not be higher than one point five percent of the balance. Of the amount allocated for employee compensation, at least 30% shall be used for salary adjustments or compensation distribution to junior employees. if the Company has an accumulated deficit, the profit shall cover the deficit before it can be distributed. Parties eligible to receive the said compensation in the form of stock or cash shall include employees in the controlling or affiliated companies who met certain conditions.

Article 28-1: The Company shall apply current year's earnings, if any, to pay for taxes first, offset losses in previous years and allocate 10% as a legal reserve unless the accumulated legal reserve has equaled the paid-up capital of the Company. The special reserve is appropriated based on the Company's operational needs and legal requirements. The remaining earnings, if any, are allocated as preferred stock dividends for the year.

Remaining earnings, if any, would be combined with the unappropriated earnings at beginning of the period. The Board shall draft an earnings distribution proposal and submit it to the shareholders' meeting for resolution. With consent from the majority of attending Directors, which represents more than two-thirds of all Directors, the Company may appropriate a part or all of dividends, bonuses, legal reserve or capital surplus to be distributed in the form of cash. In addition, the distribution proposal shall be submitted to the shareholders' meeting.

The Company adopts the residual dividend policy as its dividend policy. The Company would calculate future capital requirements based on the capital budget for future periods and apply retained earnings to satisfy the capital requirement. Earnings remained would be distributed in the form of stocks and cash dividends. However, the stock dividends distributed shall not exceed eighty percent of the dividends for the year.

Chapter VII Additional Provisions

Article 29: Rules governing the organization and the procedures of the Company shall be separately stipulated.

Article 30: Matters not set forth in the Articles of Incorporation shall be subject to the Company Act and other laws and regulations.

Article 31: The Articles of Incorporation was established on June 25, 1998. The first amendment was made on November 16, 1998. The second amendment was made on April 1, 1999. The third amendment was made on May 18, 1999. The fourth amendment was made on December 9, 1999. The fifth amendment was made on February 22, 2000. The sixth amendment was made on May 3, 2000. The seventh amendment was made on September 14, 2000. The eighth amendment was made on June 11, 2002. The ninth amendment was made on June 27, 2003. The tenth amendment was made on June 25, 2004. The eleventh amendment was made on June 26, 2006. The twelfth amendment was made on June 22, 2007. The thirteenth amendment was made on June 10, 2009. The fourteenth amendment was made on June 19, 2012. The fifteenth amendment was made on June 26, 2013. The sixteenth amendment was made on June 24, 2014. The seventeenth amendment was made on June 21, 2016. The eighteenth amendment was made on June 13, 2018. The nineteenth amendment was made on June 14, 2019. The twentieth amendment was made on June 24, 2020. The twenty-first amendment was made on June 19, 2024 The twenty-two amendment was made on Dec 19, 2024. The twenty-third amendment was made on June 25, 2025.

Appendix III

PChome Online Inc. Shareholding of Directors

I. The Company's total number of shares issued as of the book closure date of this annual shareholders' meeting (April 19, 2026):205,647,065 common shares

II. Minimum share ownership by all directors of the Company: 12,000,000shares
The number of shares held by all Directors on the register of shareholders as of the book closure date of this annual shareholders' meeting (April 19, 2026) has met the percentage requirement specified in Article 26 of the Securities and Exchange Act. Details are as follows.

III. Pursuant to Article 2 of the "Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies", if the Company has two or more Independent Directors, the shareholding percentage calculated at the rates set forth for all Directors, excluding the Independent Directors, shall be reduced to 80 percent.

<table>
<tr><th rowspan="2">Title</th><th rowspan="2">Name of Natural or Juristic Person</th><th colspan="2">Shareholding at of the Book Closure Date</th></tr>
<tr><th>No. of Shares</th><th>Shareholding Percentage</th></tr>
<tr><td>Chairman of the Board</td><td>Hung-Tze Jan</td><td>2,880,746</td><td>1.4%</td></tr>
<tr><td>Director</td><td>Uni-President Enterprises Corp. Representative: Chen-Te Lin</td><td rowspan="2">61,694,120</td><td rowspan="2">30.00%</td></tr>
<tr><td>Director</td><td>Uni-President Enterprises Corp Representative: Chang-Hsi Hu</td></tr>
<tr><td>Director</td><td>Site Inc. Representative: Alice Chang</td><td rowspan="2">18,907,864</td><td rowspan="2">9.19%</td></tr>
<tr><td>Director</td><td>Site Inc. Representative: Vicky Tseng</td></tr>
<tr><td>Director</td><td>CDIB Venture Capital Corporation Representative: Ryan Kuo</td><td>1,875,293</td><td>0.91%</td></tr>
<tr><td>Independent Director</td><td>He Chendan</td><td>0</td><td>0%</td></tr>
<tr><td>Independent Director</td><td>Ethan Tu</td><td>0</td><td>0%</td></tr>
<tr><td>Independent Director</td><td>Lambert Chien</td><td>0</td><td>0%</td></tr>
<tr><td>Shareholding of all Directors</td><td></td><td>85,358,023</td><td>41.50%</td></tr>
</table>

Appendix IV

Other Explanatory Items

Procedure regarding shareholder proposals of this shareholders' meeting
Explanatory Notes:

1. Pursuant to Article 172-1 of the Company Act, shareholders holding 1% or more of the total number of issued shares of a company may submit proposals in writing for discussion at annual shareholders' meeting. Each shareholder can submit only one proposal and the proposal shall be limited to 300 words.
2. Shareholders can submit proposals for 2026 annual shareholders' meeting from April 9, 2026, to April 20, 2026. Relevant information has been released in the Market Observation Post System website in accordance with relevant laws.
3. The Company did not receive any shareholder proposals.