

Code : 6112



(Formerly known as SYSAGE TECHNOLOGY CO., LTD.)

Metaage Corporation

2025 Annual General Shareholders' Meeting

Meeting Agenda

(Translation)

Metaage Corporation 2025 Annual Meeting of Shareholders

Time: 9:00 a.m. on Friday, May 27, 2025

Location: 3F, No. 168, Jingye 4th Rd., Zhongshan Dist., Taipei City (Area C of Grand Victoria Hotel)

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I. Report Items

- (I) Business Report of 2024
Please refer a business report to Attachment I (page 5-12).
- (II) Audit Committee's Audit Report
Please refer audit Committee's Audit Report to Attachment II (page 13).
- (III) To report the distribution of employees' and directors' remuneration of 2024.
Distribution of NT\$14,486,256 and NT\$1,358,087 in cash as remunerations to employees and to directors, respectively, by the resolution of the Board of Directors held on February 26, 2025.
- (IV) To report the cash dividends distribution of 2024 earnings.
 - A. According to Article 22-1 of the company's Article of Incorporation, if earnings distribution plan is performed by means of cash dividends, the resolution thereof shall be reported in the Shareholders' Meeting.
 - B. The proposed distribution is allocated from the 2024 earnings available for distribution, and cash dividends amounts to NT\$113,014,402 are distributing to shareholders at NT\$0.6 per share. It is approved by the meeting of the Board of Directors held on February 26, 2025, and the Chairman of the Board of Directors is authorized to determine the ex-dividend date and payment date for the cash dividend distribution and other related matters.
 - C. If the cash dividend distribution ratio is modified due to change of the company's total number of outstanding common shares, the Chairman of the Board of Directors is authorized with full power to adjust the distribution ratio.

II. Election Item

Proposal I (proposed by the Board of Directors):

To elect seven directors (including three independent directors).

Explanation: (A) The term of the office of the directors will be expired on May 25, 2025. Thus, it is proposed to elect seven directors (including three independent directors) at the 2025 Annual General Shareholders' Meeting. The term of the office of the new directors (including independent directors) is three years (from 2025/5/27 to 2028/5/26).

(B) According to the Company's Articles of Incorporation and the Article 192-1 of the Company Act, the company's directors (including independent directors) shall be elected by adopting candidate nomination system. The list of candidates of the directors and independent directors has been approved by the Board on February 26, 2024. For the relevant information of the nominated candidates, please refer to Attachment III (pages 35).

The election results:

III. Proposals and Discussion Items

Proposal 1(proposed by the Board of Directors):

To accept the 2024 business report and financial statements.

Explanation: (A) The company's 2024 financial statements have been audited by Hung-Wen Fu and Chun-Wei Chuang, Certified Public Accountants of KPMG, and determined to be a fair representation of the financial conditions as of December 31, 2024, and its 2024 financial performance and cash flows. Please refer a Business Report to Attachment I(page 5-12).

(B) For Independent Auditors' Report and Financial Statements, please refer to Attachment IV(Page 15-30).

Resolution:

Proposal 2(proposed by the Board of Directors):

To accept the proposal for the distribution of 2024 earnings.

Explanation: For the 2024 Earnings Distribution Proposal, please refer to Attachment V(page 31).

Resolution:

Proposal 3(proposed by the Board of Directors):

To approve the amendment to "Articles of Incorporation".

Explanation: (A) In accordance with the Presidential Order No. 11300069631 issued on August 7, 2024, and amending Article 14 of the "Securities and Exchange Act," the company shall specify in its Articles of Incorporation that a certain percentage of its annual earnings shall be allocated for salary adjustments or compensation distributions for its non-executive employees. Therefore, it is proposed to amend the relevant provisions of the company's Articles of Incorporation.

(B) To comply with the provisions of Article 14, Paragraph 6 of the Securities and Exchange Act, it is proposed to amend Article 22 of the company's Articles of Incorporation, specifying that Article 22:If there is profit in the year, the Company shall appropriate 5-20% as the reward for employees and no more than 1% as the reward for directors, and compensation distributions for its non-executive employees shall not be less than 10% of the reward for employees.

(C) The comparison table before and after the amendment are attached hereto as Attachment VI (pages 32-33)

Resolution:

Proposal 4(proposed by the Board of Directors):

To lift non-competition restrictions on new directors and their representatives.

Explanation: (A) According to Article 209 of the Company Act, any director conducting business for himself/herself/itself or on another's behalf, the scope of which business is within the scope of the company's business, shall explain at the Shareholders' Meeting the essential contents of such conduct, and obtain approval from shareholders in the Meeting.

(B) It is proposed for the shareholders meeting to approve lifting non-competition restrictions on directors as who may invest or operate a business which is similar to the business scope of the company.

(C) The list of non-competition restrictions proposed to be lifted by the company on each director in the 2025 shareholders meeting is attached hereto as Attachment VII (page 34-36).

Resolution:

IV.Extraordinary Motions**V. Meeting Adjourn**

A Business Report

Greetings to all of our valued shareholders,

With the efforts of our management team and all colleagues, we have gained an in-depth understanding of market trends and demands. We diligently cultivate various distribution brands and establish a diverse range of products and services in response to market trends. This approach aims to meet the multifaceted needs of digital applications for enterprises, enhance added value, and improve competitiveness within the industry.

The result of operating performance for 2024 and business plan for 2025, are as follows:

A. Operating performance in 2024

(A) Results of business plans implementation

In addition to continuously deepening business cooperation and technical integration with various distribution brands, significant milestones were achieved in 2024 in the development of MSP, AI, and information security technologies. :

In 2024, we continued to advance our MSP (Managed Service Provider) business, offering end-to-end IT managed solutions to clients. With cloud resource integration at the core, we have successively launched 24/7 managed services for public clouds such as AWS, Azure, Google, and Akamai. These services help enterprises effectively manage cloud infrastructure, run applications, and execute data backup and disaster recovery plans.

For small and medium-sized enterprises as well as large corporate clients, Metaage provides round-the-clock 24/7 technical support services. Leveraging its strengths in the field of information security, Metaage achieves deep integration of MSP and security monitoring, creating a more efficient and secure IT environment.

In the field of AI, Metaage focuses on developing enterprise-level artificial intelligence solutions to support customers in making data-driven business decisions. In 2024, the company strengthened its collaboration with domestic and international AI platform providers and independent software vendors (ISVs), launching a series of intelligent services, including automated operations (AIOps), intelligent customer support systems, and predictive analytics tailored for the manufacturing and retail industries.

In addition, Metaage has launched customized AI consulting and implementation services, combining cloud resources to help enterprises quickly deploy and operate AI applications, thereby enhancing operational efficiency and innovation capabilities.

Metaage has also achieved significant milestones in cybersecurity development, particularly in the field of Managed Detection and Response (MDR) services. By integrating security brands and comprehensive services, Metaage has launched MSSP managed services for small and medium-sized enterprises as well as large institutions. These services cover endpoint protection, cloud security, and zero-trust architecture solutions. Additionally, Metaage represents the global SASE leader Zscaler, further enhancing the company's product portfolio and solution integrity in cybersecurity applications.

(B) Budget implementation: Not applicable. The company does not announce 2024 financial forecast to the public.

(C) Financial status and profitability analysis

1. Financial Status : According to the consolidated financial statements, the net cash inflow from operating activities for the company in 2024 was NT\$598 million. The net cash outflow from investing activities was NT\$128 million, and the net cash outflow from financing activities was NT\$38 million. The net increase in cash and cash equivalents for the period was NT\$475 million, resulting in a cash and cash equivalents balance of NT\$1.38 billion at the end of the period.
2. Profitability analysis : According to the consolidated financial statements, the gross profit margin, return on assets, return on equity, ratio of pre-tax net profit to paid-in capital, and net profit margin for 2024 were 12.97%, 0.60%, (0.26%), (2.38%), and (0.07%), respectively.

(D) Research and the development status :

In 2024, the company demonstrated significant research and development achievements, particularly focusing on agency brands, artificial intelligence (AI) applications, cloud service billing management, and innovations in MSP (Managed Service Provider) management systems. By leveraging self-developed technologies, the company has enhanced its market competitiveness. In the field of agency brands, the company continues to strengthen its product portfolio and technical integration capabilities, providing enterprises with diverse and efficient solutions. These solutions not only meet customers' IT infrastructure needs but also offer deep service capabilities in hybrid cloud, cybersecurity, and data analytics, further solidifying its leading position in the information services market.

In terms of artificial intelligence (AI) applications, AI and big data technologies have been widely applied to both internal and external solutions. Specifically, in human resource management, the company has introduced intelligent tools to optimize the overall process of talent selection, development, and retention. This not only enhances management efficiency but also significantly improves the company's resource allocation capabilities. These innovative initiatives have led Metaage to win the "Talent Development Leadership Award" for two consecutive years in 2023 and 2024, highlighting its leading position in digital transformation and intelligent HR applications.

Additionally, Metaage actively promotes these AI applications externally, assisting other enterprises in achieving digital transformation. For example, Metaage's HR transformation solution covers the four major stages of "selection, development, and retention of talent," and can even predict employees' next steps with an accuracy rate of 80%, enabling companies to initiate retention measures early. At the same time, Metaage established the "MetaAge Digital Talent Academy," combining resources from industry, government, and academia, focusing on the three popular fields of AI, RPA, and cloud computing. This initiative provides strong resources for domestic digital talent, laying the foundation for the digital transformation required by enterprises. These measures not only demonstrate Metaage's strength in AI technology applications but also reflect its determination to drive industry digitalization.

At the same time, the company is actively deepening the development of its own cloud applications, providing IT solutions that are both low-carbon and intelligent. This is in response to customers' needs for sustainable operations and environmental responsibility, closely integrating green technology with business objectives.

In the MSP business, Metaage has developed a new generation of MSP management system called CloudMan. This is a fully self-developed MSP platform designed to provide customers with comprehensive IT managed services. The CloudMan system integrates functions such as hybrid cloud architecture management, security monitoring and incident response, and disaster recovery solutions. With its flexibility, efficiency, and automation, it offers enterprises real-time and reliable IT support. This system not only effectively reduces customers' operational burdens but also helps optimize their IT environments, further strengthening Metaage's core competitiveness in the MSP market.

In 2024, the Cloud Lab was completed. This is a private cloud environment based on a multi-tenant architecture, designed for technical and research and development needs. It combines internal applications and external demonstration functions, providing comprehensive cloud resource management and application support. Internally, Cloud Lab offers technical and R&D personnel a flexible testing environment, supporting the validation of new applications for agency products and technical education and training, further shortening the time for the introduction of new technologies for agency products. Its flexibility and efficiency allow the technical team to quickly set up test scenarios, verify the applicability of new technologies, and reduce the operational costs of traditional physical testing environments.

Externally, Cloud Lab supports remote connection capabilities, enabling application demonstrations, proof-of-concept (POC) testing, and technical education and training for distributors and customers. This not only enhances the efficiency of technology transfer but also strengthens interactions with partners and customers, allowing them to directly experience the effectiveness of products in real-world operating environments, thereby increasing their confidence in the solutions.

Looking ahead to 2025, Metaage will focus on research and development and market deployment in four key areas: cloud, AI, cybersecurity, and MSP. The company plans to enhance the functionalities of the CloudMan system and Cloud Lab, bringing them to market to increase competitiveness and distributor cooperation. In the AI field, the company will deepen the application of intelligent solutions, combining data analytics and automation technologies to improve enterprise decision-making efficiency and competitiveness. Overall, with a solid foundation in research and development and innovative capabilities, Metaage is expected to continue growing in 2025, leading the information services market and creating more value and advantages for its customers.

B. Business plan for 2025

(A) Business objectives

Metaage is dedicated to providing highly efficient integrated solutions from cloud to ground by representing globally renowned brands in information system software, hardware, and cloud products, combined with its subsidiaries and investment layout. With the core concept of "brand channels, cloud-ground

connection," we focus on three major areas: MSP (Managed Service Provider), AI applications, and cybersecurity services. Through close cooperation with distributors and global market layout, we form a complete service system to help enterprise customers accelerate digital transformation, enhance operational efficiency, and competitiveness.

Metaage collaborates with information service distributors in Taiwan, combining technology and market expansion to seize more business opportunities. Through the local expertise and services of distributors, we can quickly reach enterprise customers across various industries, meet their diverse needs, and leverage the advantages of the solutions from the brands we represent, achieving a win-win-win situation for us, the original manufacturers, and the distributors.

In the MSP (Managed Service Provider) business, we will further deepen the integration of globally leading brands, including multi-brand managed services for cloud architecture management, information infrastructure, and cybersecurity protection, providing enterprises with one-stop managed solutions. We will further expand the service scope of the MSP platform, introduce more solutions from represented brands, and strengthen round-the-clock technical support to help enterprises optimize their IT environment, reduce operational complexity, and enhance efficiency. At the same time, the development of MSP's managed security services will accelerate, combining multi-layered solutions to address the growing cyber threats, assisting customers in establishing robust defense capabilities in areas such as Zero Trust architecture and Secure Access Service Edge (SASE).

In terms of AI strategy, Metaage focuses on public cloud resources and the METAMatch cloud marketplace as the core, combining AI tools and platforms from represented brands to provide intelligent business process management, data analysis, and machine learning applications, helping enterprises accelerate digital transformation. METAMatch cloud marketplace serves as the main application integration platform, offering flexible sales and deployment channels for ISVs (Independent Software Vendors) and distributors through bundled sales of cloud products and solutions, quickly bringing innovative solutions to market. We also provide consulting services for implementation and proof of concept based on enterprise needs, assisting customers in assessing the feasibility of their requirements, reducing the difficulty of adopting innovative technologies, and enhancing the effectiveness of implementation.

In response to the increasingly severe cyber threats, Metaage regards cybersecurity as one of its core development areas. By integrating cybersecurity technologies from represented brands, we provide highly integrated end-to-end solutions. We will focus on multi-layered cybersecurity services, including threat monitoring, cloud security, application protection, and cybersecurity risk assessment, to meet the diverse needs of various industries. Through the MSP platform's integrated managed security services, Metaage will assist enterprises in quickly deploying Zero Trust architecture and Secure Access Service Edge (SASE), enhancing their ability to respond to cyber threats and reducing potential risk exposure. Additionally, Metaage will leverage the technical expertise and market coverage of distributors to offer cybersecurity education and solution training, helping customers establish a robust cybersecurity foundation.

At the same time, Metaage, through its subsidiaries, investment companies, and overseas subsidiaries, forms a comprehensive corporate ecosystem, further consolidating its leadership position in the information services market. The subsidiaries focus on ERP implementation, cloud solutions, process management, and ESG carbon inventory management, providing complete support for enterprise digital transformation. Additionally, investments are made in capabilities focused on data analysis, cybersecurity, and software solutions, further expanding vertical market applications. Moreover, Metaage's presence in overseas markets such as the United States and South Africa leverages localized resources and expertise to support international customers, enhancing global competitiveness.

Through close cooperation with distributors and multi-layered strategic layout, Metaage has achieved diversification of product and service portfolios, rapid market response capabilities, and comprehensive enhancement of competitiveness. In 2025, Metaage will focus on MSP business, AI strategy, and cybersecurity solutions, leveraging the technical and market advantages of distributors to drive deep integration of innovative services and solutions, continuously expanding the market, and becoming the preferred partner for enterprise digitalization and intelligent development.

(B) Sales forecast and its reference and important policy of production and sales:

Our company primarily represents integrated communication and information application products for enterprises, mostly involving project sales and value-added services. Due to the high differentiation and varying prices of our products, it is challenging to predict the sales volume of each product.

Metaage continues to deepen its business strategy of "brand channels, cloud-ground connection," balancing the development of traditional agency business and cloud business. We focus on six core areas: network, systems, cybersecurity, modern applications, AI analytics, and cloud. By leveraging the technical and market advantages of distributors, we expand market coverage and achieve a win-win-win cooperation model for original manufacturers, distributors, and Metaage through the solutions of represented brands.

Continuously strengthening the MSP (Managed Service Provider) business, integrating multi-brand cloud architecture management, cybersecurity services, and network acceleration solutions to provide customers with one-stop IT solutions. At the same time, by optimizing managed security services and applying Zero Trust architecture, we establish a robust cybersecurity foundation for enterprises.

In terms of AI strategy, we focus on the integration of the METAMatch cloud marketplace, assisting ISVs (Independent Software Vendors) and public cloud AI application technologies from represented brands, and integrating sales of products from international information product manufacturers, quickly driving the marketization of innovative solutions.

Additionally, through the diverse layout of subsidiaries, investment companies, and overseas markets, we further enhance global competitiveness and consolidate our leadership position in the information services market. In 2025, Metaage will continue to integrate production and sales resources, becoming the best partner for enterprise digitalization and intelligent development.

C. Development strategy of the company in the future

(A) Deepen the product lines we represent and continuously introduce new products with added value.

Metaage, with over 26 years of experience in agency sales, represents several world-renowned distribution brands, covering four core solutions: cloud services, AI data analytics, modern applications, and information security. Through vertically integrated solutions, diverse and comprehensive product specifications, a close-knit distribution network, and 24/7 service support, we precisely meet the critical needs of enterprises while continuously expanding our technical depth and operational breadth. In the future, we will combine domain know-how from various industries to further enhance the depth of our distribution products and services, providing integrated solutions that support the cloudification, digitalization, and internationalization needs of our clients.

(B) Adapt to the cloud economy model and develop intelligent management platforms.

As cloud economic models become more prevalent and distribution brand sales models gradually shift to subscription-based or Pay-As-You-Go models, we continue to develop our own management systems. These systems integrate subscription and billing management for distribution brands and incorporate the original manufacturer's subscription mechanisms, providing more efficient subscription management services for distributors. This will help us quickly respond to market demands, optimize distributor management processes, and strengthen customer relationships.

(C) Integrate group resources and expand market territory.

Metaage actively integrates group resources to expand product lines and new application solutions, pursuing diversified operations and investment strategies. We will collaborate with other business units within the group to help develop potential customers, enhance the overall competitiveness of the group, and simultaneously increase company revenue and shareholder value.

(D) Enhance technological and service innovation, deepen distributor support.

Metaage continues to enhance its technological innovation and service capabilities, providing more comprehensive support to distributors through the Cloud Lab platform and intelligent management tools. We combine the technical and market advantages of distributors, integrating security, cloud, and AI solutions to help them quickly deploy and seize market opportunities. This achieves a win-win situation for the original manufacturers, distributors, and Metaage, driving mutual growth in the market.

In the future, Metaage will focus on deepening agency business, adapting to cloud trends, resource integration, and innovative services as core strategies. By combining the market advantages of distributors with the technical support of distribution brands, we aim to achieve a win-win situation for original manufacturers, distributors, and Metaage, becoming the preferred partner for enterprises in their digital and intelligent transformation.

D. The impact of the external competitive environment, regulatory environment, and macroeconomic conditions

Among information services industries in Taiwan, market competition is becoming increasingly fierce, mainly due to market saturation, rapid technological advancements, and the entry of international companies. As more companies enter the market, service homogenization intensifies, leading to heightened price competition. Additionally, the rapid development of emerging technologies such as artificial intelligence (AI), cloud computing, and cybersecurity places higher demands on the technical capabilities of providers. At the same time, global information service providers are actively expanding into the Taiwan market, bringing diverse solutions and higher service standards, further increasing the intensity of local market competition.

Facing the aforementioned challenges, Metaage adopts diverse strategies to maintain its market-leading position. With over 26 years of experience in representation, we represent more than 50 globally renowned IT brands, deepening our product lines in core areas such as AI, cloud services, and cybersecurity to provide diverse and comprehensive solutions for enterprise digital transformation. At the same time, we strengthen our partner ecosystem by closely collaborating with distributors, integrating the latest technological advancements to create smart retail and other industry upgrade solutions. Additionally, Metaage aligns with market trends by promoting cloud and subscription services, offering more flexible solutions to enhance customer retention.

Regarding regulations and the environment, as the Taiwanese government increasingly emphasizes data security and corporate sustainability, the implementation of relevant regulations such as the "Cybersecurity Management Act" and ESG requirements creates opportunities for Metaage to expand its market. The growing demand from enterprises to comply with cybersecurity standards and ESG regulations makes service providers with relevant international certifications the preferred choice in the market. Metaage has obtained ISO 27001 international certification for cybersecurity, ISO 45001 for occupational health and safety management systems, and ISO 14064-1 for organizational greenhouse gas inventory, demonstrating the company's leadership in regulatory compliance and sustainable operations. These certifications not only strengthen the trust between the company, original manufacturers, and customers but also create significant competitive advantages in the fields of cybersecurity and sustainable development, helping enterprises smoothly comply with regulations and achieve digital transformation.

According to forecasts, Taiwan's economic growth rate in 2025 is expected to remain stable at around 3.22%, with the steady growth of the domestic market being the main driver of economic development. As enterprises increase their demand for digital transformation, intelligent operations, and cybersecurity, the potential of the information services market continues to expand. However, external factors such as global supply chain fluctuations, unstable energy prices, and geopolitical tensions may indirectly affect the operating costs and willingness to invest in technology for Taiwanese companies. Additionally, domestic labor shortages and rising wages pose challenges for cost control. In this macroeconomic environment, Metaage focuses on domestic sales as its core business, with the main opportunity lying in the growing demand for IT intelligence among Taiwanese enterprises. We deepen our product lines, focusing on cloud services, AI applications, and cybersecurity, leveraging the technical and market advantages of distributors to provide diverse and comprehensive solutions. This helps enterprises enhance their competitiveness

and address cost pressures. At the same time, by strengthening cooperation with distributors, we deepen our service coverage to meet the needs of various industries, consolidating our leading position in the domestic information services market.

We thank all shareholders for their trust and support over the past year, as well as the active involvement of all our colleagues. In the new year, we will continue to strive to improve our operational performance, making profitability one of our top priorities. We will play the role of the "best partner for IT intelligence," helping enterprises enhance per capita productivity through intelligent automation, thereby creating sustained benefits for our shareholders. We ask all shareholders to continue supporting us and providing valuable feedback.

Sincerely yours,

Chairman:	Joshua Tzeng
President:	Jason Shih
Accounting Supervisor:	Mavis Lin

Audit Committee's Audit Report

The undersigned has duly audited the Operating Report, Financial Statements and Schedule of Earnings Distribution prepared by the Board of Directors for the year of 2024. Fu, Hung-Wen Fu and Chuang, Chun Wei Certified Public Accountants of KPMG have audited the Financial Statements. The 2024 Financial Statements, Business Report, Independent and Auditors Report have been reviewed and determined to be correct and accurate by the Audit Committee of Metaage Corporation. I, as the Chair of the Audit Committee, hereby submit this report according to Article 14-4 of the Securities and Exchange Act, and Article 219 and 228 of the Company Act.

Sincerely,

Metaage Corporation

2025 Annual General Shareholders' Meeting

Chair of the Audit Committee: Wen-Tsung Wang

February 26, 2025

Attachment III

List Of Director and Independent Director Candidates

Director

Name	Education	Experience	Name of representative	No. of Shareholding
Joshua Tzeng	Master's in Mechanical Engineering, National Taiwan University	Senior Director, Intelligent Solutions Business Group, Qisda Corporation; Senior Director, Innovation Strategy Planning Office, Qisda Corporation	QISDA CORPORATION	96,841,239
Joe Huang	EMBA, Tsinghua University, Beijing; MBA, University of Greenwich, UK	General Manager, Qisda Corporation; Senior Vice President, Qisda Corporation		
Jasmin Hung	EMBA, National Taiwan University; MBA, California State University, Fullerton	Chief Financial Officer, Qisda Corporation; Deputy Chief Financial Officer, Qisda Corporation; Chief Financial Officer, BenQ Materials Corporation (formerly known as Daxon Technology Inc.)		
Sonny Kuo	Master's in Economics, University of Nottingham, UK	General Manager, Business Development Center, Metaage Corporation; Chairman, Global Intelligence Network Co., Ltd.; Director, Epic Cloud Co., Ltd.		

Independent Director

Name	Education	Experience	If the continued nomination of the independent directors shall be three terms	No. of Shareholding
James Wang	Ph.D. in Business Management, National Chengchi University; Master's in Accounting, National Chengchi University; Bachelor's in Accounting, National Cheng Kung University	Managing Partner, Ernst & Young Taiwan; Chairman, Ernst & Young Advisory Services Co., Ltd.; Vice Chairman and General Manager, Tatung Company; Vice Chairman and General Manager, Elitegroup Computer Systems Co., Ltd.	NA	0
Robert Lai	Ph.D. in Business Administration, National Taipei University; MBA, Indiana University of Pennsylvania, USA	Chairman, Topco Scientific Co., Ltd.; President, International Council for Small Business (ICSB); Chairman, Taiwan International Shipbuilding Corporation; Director General, Small and Medium Enterprise Administration, Ministry of Economic Affairs; Deputy Director General, Department of Commerce, Ministry of Economic Affairs		
Sonia Lo	Ph.D. in Management and Marketing, University of Melbourne, Australia	Professor, Department of Business Administration, College of Commerce, National Chengchi University		

Attachment IV



安侯建業聯合會計師事務所

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Independent Auditors' Report

To the Board of Directors of METAAGE CORPORATION (ORIGINAL NAME : SYSAGE TECHNOLOGY CO., LTD.):

Opinion

We have audited the consolidated financial statements of METAAGE CORPORATION (ORIGINAL NAME : SYSAGE TECHNOLOGY CO., LTD.) and its subsidiaries ("the Group"), which comprise the consolidated balance sheet as of December 31, 2024 and 2023, the consolidated statement of comprehensive income, changes in equity and cash flows for the years ended December 31, 2024 and 2023, and notes to the consolidated financial statements, including a summary of material accounting policies.

In our opinion, based on our audits and the reports of other auditors (please refer to Other Matter paragraph), the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2024 and 2023, and its consolidated financial performance and its consolidated cash flows for the years ended December 31, 2024 and 2023, 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.

Basis for Opinion

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

Other Matter

We did not audit the financial statements of certain subsidiaries of the Group and investments accounted for using the equity method. Those financial statements were audited by other auditors. Therefore, our opinion, insofar as it relates to the amounts included for those subsidiaries and investees, is based solely on the reports of other auditors. The total assets of those subsidiaries constituted 4.50% and 1.31% of the total consolidated assets as of December 31, 2024 and 2023, respectively, and the total operating revenue constituted 2.90% and 1.28% of the consolidated operating revenue for the years ended December 31, 2024 and 2023, respectively. In addition, the recognized investments accounted for using the equity method constituted 0.00% and 0.95% of the total consolidated assets as of December 31, 2024 and 2023, respectively, and the recognized shares of profit or loss of associates accounted for using equity method constituted 1.78% and 0.94% of the consolidated loss before tax and consolidated profit before tax for the years ended December 31, 2024 and 2023, respectively.



METAAGE CORPORATION (ORIGINAL NAME : SYSAGE TECHNOLOGY CO., LTD.) has prepared its parent-company-only financial statements as of and for the years ended December 31 2024, on which we have issued an unmodified opinion with other matter paragraph. In addition, METAAGE CORPORATION has prepared its parent-company-only financial statements as of and for the years ended December 31 2023, on which we have issued an unmodified opinion with emphasis of matter and other matter paragraph.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

1. Valuation of inventories

Please refer to Note 4(h) for the accounting policy for inventories, Note 5 for significant accounting assumptions and judgments, and major sources of estimation uncertainty, and Note 6(f) for the details and related expenses for inventories.

Description of key audit matter:

Inventories are measured at the lower of cost or net realizable value. Since information products, such as network and servers, are constantly evolving, and prices impact end-consumers' decisions on expenditure, sales of related products may fluctuate, resulting in a risk that the cost of inventories may exceed their net realizable values. Consequently, the estimate of the net realized value of inventories, dependent on management's subjective judgment, was considered to be a matter of high concern in our audit of the consolidated financial statements.

How the matter was addressed in our audit:

Our audit procedures included evaluating the reasonableness of the Group's policy for recognizing inventory allowances and verifying whether inventory valuation was conducted pursuant to the established accounting policy; reviewing inventory aging reports and analyzing changes in inventory aging; examining inventory sales conditions and assessing the basis for net realizable value adopted, thereby verifying the reasonableness of the estimated net realizable value of inventories and the recognition of the allowance for inventory loss; reviewing whether the Group has appropriately disclosed relevant information regarding inventory valuation.

2. Impairment of goodwill

Please refer to Note 4(m) for the accounting policy on impairment of non-financial assets, Note 5 for significant accounting assumptions and judgments, and major sources of estimation uncertainty, and Note 6(m) for the assessment of impairment of goodwill.

Description of key audit matter:

Goodwill arising from acquisition of subsidiaries is annually subject to impairment test or when there are indications that goodwill may have been impaired. The assessment of the recoverable amount of goodwill involves management's judgment and estimation. Accordingly, the assessment of impairment of goodwill was considered to be a matter of high concern in our audit of the consolidated financial statements.



How the matter was addressed in our audit:

Our audit procedures included obtaining the impairment assessment report provided by external experts commissioned by the management and the goodwill impairment assessment test conducted by the management; reviewing the impairment assessment report and the goodwill impairment assessment test, and evaluating the reasonableness of the valuation methods, parameters, and assumptions used; performing a sensitivity analysis of the test results; and reviewing whether the Group has appropriately disclosed relevant information regarding the goodwill impairment assessment.

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 Regulations Governing the Preparation of Financial Reports by Securities Issuers and IFRSs, IASs, IFRC, SIC endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

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



4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

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

The engagement partners on the audit resulting in this independent auditors' report are Fu, Hung-Wen and Chuang, Chun-Wei.

KPMG

Taipei, Taiwan (Republic of China)
February 26, 2025

Notes to Readers

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

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

(English Translation of Consolidated Financial Statements and Report Originally Issued in Chinese)
METAAGE CORPORATION (ORIGINAL NAME : SYSAGE TECHNOLOGY CO., LTD.) AND SUBSIDIARIES

Consolidated Balance Sheets
December 31, 2024 and 2023

(In Thousands of New Taiwan Dollars)

Assets		December 31, 2024		December 31, 2023				Liabilities and Equity		December 31, 2024		December 31, 2023	
		Amount	%	Amount	%					Amount	%	Amount	%
Current assets:								Current liabilities:					
1100	Cash and cash equivalents (Note 6(a))	\$ 1,380,992	10	906,461	8	2100		Short-term borrowings (Note 6(p))	\$ 3,051,583	23	2,839,536	24	
1110	Current financial assets at fair value through profit or loss (Note 6(b))	16,026	-	378	-	2110		Short-term notes and bills payable (Note 6(q))	199,844	1	-	-	
1141	Current contract assets (Note 6(z))	58,976	1	29,939	-	2120		Current financial liabilities at fair value through profit or loss (Note 6(b))	20	-	21,994	-	
1170	Notes and accounts receivable, net (Notes 6(d) and (z))	2,863,295	21	3,008,194	25	2130		Contract liability (Notes 6(n), (z) and 7)	536,446	4	315,022	3	
1180	Accounts receivable due from related parties, net (Notes 6(d), (z) and 7)	92,438	1	61,574	1	2170		Notes and accounts payable (Notes 6(o) and 7)	2,871,412	21	2,316,996	19	
1300	Inventories (Note 6(f))	4,875,385	36	4,432,864	37	2200		Other payables (Note 7)	552,650	4	588,032	5	
1410	Prepayments (Notes 6(n) and 7)	69,763	1	474,872	4	2280		Current lease liabilities (Notes 6(t) and 7)	82,724	1	82,199	1	
1470	Other current assets (Note 6(e))	<u>193,823</u>	<u>1</u>	<u>34,134</u>	<u>-</u>	2320		Long-term borrowings, current portion (Note 6(s))	17,955	-	16,686	-	
		9,550,698	71	8,948,416	75	2399		Other current liabilities (Note 6(r))	<u>17,329</u>	<u>-</u>	<u>22,048</u>	<u>-</u>	
									<u>7,329,963</u>	<u>54</u>	<u>6,202,513</u>	<u>52</u>	
Non-current assets:								Non-current liabilities:					
1510	Non-current financial assets at fair value through profit or loss (Note 6(b))	800,908	6	693,057	6	2540		Long-term borrowings (Note 6(s))	432,988	3	243,722	2	
1517	Non-current financial assets at fair value through other comprehensive income (Note 6(c))	125,119	1	118,189	1	2580		Non-current lease liabilities (Notes 6(t) and 7)	356,453	3	126,059	1	
1550	Investments accounted for using equity method (Note 6(g))	1,953	-	116,633	1	2600		Other non-current liabilities (Notes 6(v) and (w))	<u>219,977</u>	<u>2</u>	<u>108,649</u>	<u>1</u>	
1600	Property, plant and equipment (Notes 6(k), 7 and 8)	956,065	7	931,403	8				<u>1,009,418</u>	<u>8</u>	<u>478,430</u>	<u>4</u>	
1755	Right-of-use assets (Note 6(l))	416,666	3	199,159	1			Total liabilities	<u>8,339,381</u>	<u>62</u>	<u>6,680,943</u>	<u>56</u>	
1780	Intangible assets (Notes 6(h) and (m))	1,004,388	8	764,174	6			Equity attributable to owners of parent:					
1840	Deferred income tax assets (Note 6(w))	343,996	3	64,238	1	3100		Share capital (Note 6(x))	1,883,573	14	1,883,573	16	
1931	Long-term notes receivable (Notes 6(d) and (z))	46,415	-	18,025	-	3200		Capital surplus (Notes 6(h), (i) and (x))	1,222,895	9	1,219,380	10	
1990	Other non-current assets (Notes 6(e) and (v))	<u>160,082</u>	<u>1</u>	<u>122,454</u>	<u>1</u>	3310		Legal reserve (Note 6(x))	541,533	4	482,299	4	
		3,855,592	29	3,027,332	25	3320		Special reserve (Note 6(x))	-	-	17,108	-	
						3350		Unappropriated retained earnings (Note 6(x))	372,450	3	819,246	7	
						3400		Other equity interest	<u>53,368</u>	<u>-</u>	<u>29,379</u>	<u>-</u>	
								Total equity attributable to owners of parent	<u>4,073,819</u>	<u>30</u>	<u>4,450,985</u>	<u>37</u>	
						36XX		Non-controlling interests (Note 6(j))	<u>993,090</u>	<u>8</u>	<u>843,820</u>	<u>7</u>	
								Total equity	<u>5,066,909</u>	<u>38</u>	<u>5,294,805</u>	<u>44</u>	
Total assets		\$ 13,406,290	100	11,975,748	100			Total liabilities and equity	\$ 13,406,290	100	11,975,748	100	

See accompanying notes to the consolidated financial statements.

(English Translation of Consolidated Financial Statements and Report Originally Issued in Chinese)
METAAGE CORPORATION (ORIGINAL NAME : SYSAGE TECHNOLOGY CO., LTD.) AND SUBSIDIARIES
Consolidated Statements of Comprehensive Income
For the years ended December 31, 2024 and 2023
(In Thousands of New Taiwan Dollars)

		For the years ended December 31			
		2024		2023	
		Amount	%	Amount	%
4000	Operating revenue (Notes 6(z) and 7)	\$ 18,377,478	100	19,813,720	100
5000	Operating costs (Notes 6(f), (v), 7 and 12)	15,993,919	87	17,033,728	86
	Gross profit	2,383,559	13	2,779,992	14
	Operating expenses (Notes 6(d), (v), (aa), 7 and 12):				
6100	Selling expenses	2,117,321	11	2,019,880	10
6200	General and administrative expenses	324,645	2	226,031	1
6300	Research and development expenses	74,365	-	51,445	-
6450	Expected credit loss (Reversal of expected credit loss)	3,391	-	(2,742)	-
		2,519,722	13	2,294,614	11
	Net operating income (loss)	(136,163)	-	485,378	3
	Non-operating income and expenses:				
7010	Other income (Notes 6(c), (t) and (ab))	22,267	-	14,018	-
7100	Interest income	11,870	-	7,148	-
7020	Other gains and losses (Notes 6(g), (t) and (ab))	170,897	-	262,199	1
7050	Finance costs (Notes 6(t), (ab) and 7)	(112,677)	-	(66,427)	-
7060	Share of profit (loss) of associates accounted for using equity method (Note 6(g))	(1,156)	-	5,861	-
		91,201	-	222,799	1
	Profit (loss) before income tax	(44,962)	-	708,177	4
7950	Less: Income tax expenses(benefits) (Note 6(w))	(31,248)	-	130,452	1
	Profit (loss)	(13,714)	-	577,725	3
8300	Other comprehensive income:				
8310	Items that may not be reclassified subsequently to profit or loss				
8311	Remeasurements of defined benefit plans (Note 6(v))	2,368	-	(532)	-
8316	Unrealized gains (losses) from investments in equity instruments measured at fair value through other comprehensive income	4,930	-	43,359	-
8320	Share of other comprehensive income of associates for using equity method (Note 6(g))	(274)	-	561	-
8349	Less: Income tax related to components of other comprehensive income that will not be reclassified to profit or loss (Note 6(w))	(317)	-	-	-
	Items that may not be reclassified subsequently to profit or loss	6,707	-	43,388	-
8360	Items that may be reclassified subsequently to profit or loss				
8361	Exchange differences on translation of foreign financial statements	48,116	-	(20,998)	-
8399	Less: Income tax related to components of other comprehensive income that may be reclassified to profit or loss	-	-	-	-
	Items that may be reclassified subsequently to profit or loss	48,116	-	(20,998)	-
8300	Other comprehensive income, net of tax	54,823	-	22,390	-
	Total comprehensive income	\$ 41,109	-	600,115	3
	Profit (loss) attributable to:				
8610	Owners of parent	\$ 113,561	-	592,342	3
8615	Former owner of business combination under common control	-	-	(5,788)	-
8620	Non-controlling interests	(127,275)	-	(8,829)	-
		\$ (13,714)	-	577,725	3
	Comprehensive income (loss) attributable to:				
8710	Owners of parent	\$ 137,804	-	602,192	3
8715	Former owner of business combination under common control	-	-	6,873	-
8720	Non-controlling interests	(96,695)	-	(8,950)	-
		\$ 41,109	-	600,115	3
	Earnings per share (Note 6(y))				
9750	Basic earnings per share (NT dollars)	\$ 0.60		3.14	
9850	Diluted earnings per share (NT dollars)	\$ 0.60		3.13	

See accompanying notes to the consolidated financial statements.

(English Translation of Consolidated Financial Statements and Report Originally Issued in Chinese)
METAAGE CORPORATION (ORIGINAL NAME : SYSAGE TECHNOLOGY CO., LTD.) AND SUBSIDIARIES
Consolidated Statements of Changes in Equity
For the years ended December 31, 2024 and 2023

(In Thousands of New Taiwan Dollars)

	Equity Attributable to owners of parent											
			Retained earnings			Exchange differences on translation of foreign financial statements	Unrealized gains (losses) from investments in equity instruments measured at fair value through other comprehensive income	Remeasurements of defined benefit	Total equity attributable to owners of parent	Equity attributable to former owner of business combination under common control	Non-controlling interests	Total equity
	Share capital	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings							
Balance on January 1, 2023	\$ 1,883,573	1,272,747	441,048	30,343	631,634	(16,831)	(173)	(104)	4,242,237	505,004	866,358	5,613,599
Profit (loss)	-	-	-	-	592,342	-	-	-	592,342	(5,788)	(8,829)	577,725
Other comprehensive income	-	-	-	-	-	(33,497)	43,284	63	9,850	12,661	(121)	22,390
Comprehensive income	-	-	-	-	592,342	(33,497)	43,284	63	602,192	6,873	(8,950)	600,115
Appropriation and distribution of retained earnings:												
Legal reserve	-	-	41,251	-	(41,251)	-	-	-	-	-	-	-
Reversal of special reserve	-	-	-	(13,235)	13,235	-	-	-	-	-	-	-
Cash dividends	-	-	-	-	(376,714)	-	-	-	(376,714)	-	-	(376,714)
Reorganization	-	(54,835)	-	-	-	36,637	-	-	(18,198)	(511,877)	-	(530,075)
Distribution of cash dividend by subsidiaries to non-controlling interest	-	-	-	-	-	-	-	-	-	-	(12,713)	(12,713)
Difference between consideration and carrying amount of subsidiaries' share acquired	-	28	-	-	-	-	-	-	28	-	(887)	(859)
Proceeds from the disposal of forfeited funds from employee stock ownership trust	-	1,440	-	-	-	-	-	-	1,440	-	12	1,452
Balance on December 31, 2023	1,883,573	1,219,380	482,299	17,108	819,246	(13,691)	43,111	(41)	4,450,985	-	843,820	5,294,805
Profit (loss)	-	-	-	-	113,561	-	-	-	113,561	-	(127,275)	(13,714)
Other comprehensive income	-	-	-	-	-	18,517	4,950	776	24,243	-	30,580	54,823
Comprehensive income	-	-	-	-	113,561	18,517	4,950	776	137,804	-	(96,695)	41,109
Appropriation and distribution of retained earnings:												
Legal reserve	-	-	59,234	-	(59,234)	-	-	-	-	-	-	-
Reversal of special reserve	-	-	-	(17,108)	17,108	-	-	-	-	-	-	-
Cash dividends	-	-	-	-	(517,983)	-	-	-	(517,983)	-	-	(517,983)
Distribution of cash dividend by subsidiaries to non-controlling interests	-	-	-	-	-	-	-	-	-	-	(25,020)	(25,020)
Proceeds from the disposal of forfeited funds from employee stock ownership trust	-	3,515	-	-	-	-	-	-	3,515	-	68	3,583
Acquisition of non-controlling interests in a business combination	-	-	-	-	-	-	-	-	-	-	270,917	270,917
Disposal of investments accounted for using equity method	-	-	-	-	(248)	(502)	248	-	(502)	-	-	(502)
Balance on December 31, 2024	\$ 1,883,573	1,222,895	541,533	-	372,450	4,324	48,309	735	4,073,819	-	993,090	5,066,909

See accompanying notes to the consolidated financial statements.

(English Translation of Consolidated Financial Statements and Report Originally Issued in Chinese)
METAAGE CORPORATION (ORIGINAL NAME : SYSAGE TECHNOLOGY CO., LTD.) AND SUBSIDIARIES

Consolidated Statements of Cash Flows
For the years ended December 31, 2024 and 2023

(In Thousands of New Taiwan Dollars)

	For the years ended December 31	
	2024	2023
Cash flows from operating activities:		
Profit (loss) before income tax	\$ (44,962)	708,177
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expense	158,200	109,206
Amortization expense	91,949	76,464
Losses on disposal of property, plant and equipment	8,442	528
Expected credit loss (Reversal of expected credit loss)	3,391	(2,742)
Net gains on valuation of financial assets (liabilities) at fair value through profit or loss	(145,445)	(220,357)
Share of profit (loss) of associates accounted for using equity method	1,156	(5,861)
Interest expense	112,677	66,427
Interest income	(11,870)	(7,148)
Dividend income	(17,488)	(11,718)
Gains on disposal of investments accounted for using equity method	(44,823)	-
Gains on lease modification	(1,606)	(3)
Total adjustments to reconcile profit (loss)	154,583	4,796
Changes in operating assets and liabilities:		
Total net changes in operating assets:		
Notes and accounts receivable (including long-term and related parties)	119,324	179,051
Inventories	(53,800)	(161,269)
Contract assets	(3,685)	(21,902)
Prepayments and other current assets	21,089	(419,669)
Other non-current assets	(15,429)	(1,843)
Total changes in operating assets	67,499	(425,632)
Total net changes in operating liabilities:		
Contract liability	194,082	12,649
Notes and accounts payable	534,383	(259,622)
Other payables	(14,809)	51,143
Other current liabilities	(6,368)	14,599
Other non-current liabilities	(182)	-
Total changes in operating liabilities	707,106	(181,231)
Total changes in operating assets and liabilities	774,605	(606,863)
Total adjustments	929,188	(602,067)
Cash inflows generated from operations	884,226	106,110
Interest received	11,879	7,090
Dividends received	17,488	17,361
Interest paid	(113,990)	(63,649)
Income taxes paid	(200,710)	(113,931)
Net cash inflows (outflows) from operating activities	598,893	(47,019)
Cash flows from investing activities:		
Acquisition of non-current financial assets at fair value through profit or loss	-	(17,431)
Acquisition of non-current financial assets at fair value through other comprehensive income	(2,000)	(74,830)
Share capital from acquisition of subsidiaries	-	(530,075)
Net cash inflows from business combination	62,756	-
Acquisition of property, plant and equipment	(61,079)	(11,345)
Proceeds from disposal of property, plant and equipment	158	277
Increase in refundable deposits	(17,196)	(13,581)
Acquisition of intangible assets	(628)	(118)
Decrease (increase) in other current assets	(110,044)	1,327
Net cash outflows from investing activities	(128,033)	(645,776)
Cash flows from financing activities:		
Increase in short-term borrowings	211,047	1,452,235
Increase (decrease) in short-term notes and bills payable	199,844	(199,619)
Proceeds from long-term borrowings	207,598	-
Repayments of long-term borrowings	(17,063)	(16,473)
Increase (decrease) in guarantee deposits	(14)	91
Payments of lease liabilities	(99,790)	(70,180)
Change in non-controlling interests	-	(859)
Cash dividends paid	(517,983)	(376,714)
Dividends to non-controlling interests from subsidiaries	(25,020)	(12,713)
Proceeds from the disposal of forfeited funds from employee stock ownership trust	3,583	1,452
Net cash inflows (outflows) from financing activities	(37,798)	777,220
Effect of exchange rate changes on cash and cash equivalents	41,469	(15,734)
Increase in cash and cash equivalents	474,531	68,691
Cash and cash equivalents, beginning of period	906,461	837,770
Cash and cash equivalents, end of period	\$ 1,380,992	906,461

See accompanying notes to the consolidated financial statements.



安侯建業聯合會計師事務所

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Independent Auditors' Report

To the Board of Directors of METAAGE CORPORATION (ORIGINAL NAME : SYSAGE TECHNOLOGY CO., LTD.):

Opinion

We have audited the parent company only financial statements of METAAGE CORPORATION (ORIGINAL NAME : SYSAGE TECHNOLOGY CO., LTD.)(“the Company”), which comprise the parent company only balance sheet as of December 31, 2024 and 2023, the parent company only statement of comprehensive income, changes in equity and cash flows for the years ended December 31, 2024 and 2023, and notes to the parent company only financial statements, including a summary of material accounting policies.

In our opinion, based on our audits and the reports of other auditors (please refer to Other Matter paragraph), the accompanying parent company only financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2024 and 2023, and its financial performance and its cash flows for the years ended December 31, 2024 and 2023, in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

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

Other Matter

We did not audit the financial statements of certain investments accounted for using equity method. Those financial statements were audited by other auditors. Therefore, our opinion, insofar as it relates to amounts included for those investees, is based solely on the reports of the other auditors. The recognized investments accounted for using the equity method constituted 3.99% and 1.65% of the total assets as of December 31, 2024 and 2023, respectively, and the recognized share of profit or loss of subsidiaries and associates accounted for using equity method constituted 6.87% and 1.57% of the profit before tax for the years ended December 31, 2024 and 2023, respectively.



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 current period. These matters were addressed in the context of our audit of 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. We have determined the matters described below to be the key audit matters to be communicated in our report.

1. Valuation of inventories

Please refer to Note 4(g) for the accounting policy for inventories, Note 5(a) for significant accounting assumptions and judgments, and major sources of estimation uncertainty, and Note 6(f) for the details and related expenses for inventories.

Description of key audit matter:

Inventories are measured at the lower of cost or net realizable value. Since information products, such as network and servers, are constantly evolving, and prices impact end-consumers' decisions on expenditure, sales of related products may fluctuate, resulting in a risk that the cost of inventories may exceed their net realizable values. Consequently, the estimate of the net realized value of inventories, dependent on management's subjective judgment, was considered to be a matter of high concern in our audit of the parent company only financial statements.

How the matter was addressed in our audit:

Our audit procedures included evaluating the reasonableness of the Company's policy for recognizing inventory allowances and verifying whether inventory valuation was conducted pursuant to the established accounting policy; reviewing inventory aging reports and analyzing changes in inventory aging; examining inventory sales conditions and assessing the basis for net realizable value adopted, thereby verifying the reasonableness of the estimated net realizable value of inventories and the recognition of the allowance for inventory loss; reviewing whether the Company has appropriately disclosed relevant information regarding inventory valuation.

2. Valuation of inventories and impairment of goodwill included in investment in subsidiaries

Please refer to Notes 4(g) and (m) for the accounting policy for inventories and impairment of non-financial assets, Note 5(b) for significant accounting assumptions and judgments, and major sources of estimation uncertainty for the valuation of inventories and impairment of goodwill. Please refer to Note 6(g) for the information of investments in subsidiaries. Please refer to Note 6(h) for impairment of goodwill.

Description of key audit matter:

The acquisition of inventories and goodwill from investments in subsidiaries has been included in the carrying amounts of the investments accounted for using equity method in the parent company only financial statements. Inventories are measured at the lower of cost or net realizable value. Since information products, such as network and servers, are constantly evolving, and prices impact end-consumers' decisions on expenditure, sales of related products may fluctuate, resulting in a risk that the cost of inventories may exceed their net realizable values. Consequently, the estimate of the net realized value of inventories, dependent on management's subjective judgment. The goodwill is annually subject to impairment test or when there are indications that goodwill may have been impaired. The assessment of the recoverable amount of goodwill involves management's judgment and estimation. Accordingly, the valuation of inventories and assessment of impairment of goodwill included in subsidiaries were considered to be a matter of high concern in our audit of the parent company only financial statements.



How the matter was addressed in our audit:

Regarding valuation of inventories, our audit procedures included evaluating the reasonableness of the subsidiaries' policy for recognizing inventory allowances and verifying whether inventory valuation was conducted pursuant to the established accounting policy; reviewing inventory aging reports and analyzing changes in inventory aging; examining inventory sales conditions and assessing the basis for net realizable value adopted, thereby verifying the reasonableness of the estimated net realizable value of inventories and the recognition of the allowance for inventory loss.

Regarding assessment of impairment of goodwill, our audit procedures included obtaining the impairment assessment report provided by external experts commissioned by the management and the goodwill impairment assessment test conducted by the management; reviewing the impairment assessment report and the goodwill impairment assessment test, and evaluating the reasonableness of the valuation methods, parameters, and assumptions used; performing a sensitivity analysis of the test results; and reviewing whether the Company has appropriately disclosed relevant information regarding the goodwill impairment assessment.

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

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

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

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

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

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

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



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

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

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

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

The engagement partners on the audit resulting in this independent auditors' report are Fu, Hung-Wen and Chuang, Chun-Wei.

KPMG

Taipei, Taiwan (Republic of China)
February 26, 2025

Notes to Readers

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

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

Balance Sheets
December 31, 2024 and 2023

December 31, 2024			December 31, 2023		
Amount	%		Amount	%	
\$ 2,600,000	27		2,450,000	26	
199,844	2		-	-	
10	-		21,852	-	
404,933	4		240,991	3	
1,570,442	17		1,232,243	13	
375,706	4		471,231	5	
29,006	-		49,579	1	
14,146	-		13,974	-	
1,576	-		1,379	-	
<u>5,195,663</u>	<u>54</u>		<u>4,481,249</u>	<u>48</u>	
395,543	4		209,606	3	
31,553	-		118,844	1	
27,802	-		17,552	-	
454,898	4		346,002	4	
<u>5,650,561</u>	<u>58</u>		<u>4,827,251</u>	<u>52</u>	
1,883,573	19		1,883,573	20	
1,222,895	13		1,219,380	13	
541,533	5		482,299	6	
-	-		17,108	-	
372,450	4		819,246	9	
53,368	1		29,379	-	
<u>4,073,819</u>	<u>42</u>		<u>4,450,985</u>	<u>48</u>	
\$ 9,724,380	100		9,278,236	100	

See accompanying notes to parent company only financial statements.

(English Translation of Parent Company Only Financial Statements and Report Originally Issued in Chinese)
METAAGE CORPORATION (ORIGINAL NAME : SYSAGE TECHNOLOGY CO., LTD.)

Statements of Comprehensive Income
For the years ended December 31, 2024 and 2023

(In Thousands of New Taiwan Dollars)

		For the years ended December 31,			
		2024		2023	
		Amount	%	Amount	%
4000	Operating revenue (Notes 6(x) and 7)	\$ 11,321,414	100	11,147,810	100
5000	Operating costs (Notes 6(f) and 7)	<u>9,537,674</u>	<u>84</u>	<u>9,494,421</u>	<u>85</u>
	Gross profit	<u>1,783,740</u>	<u>16</u>	<u>1,653,389</u>	<u>15</u>
	Operating expenses (Notes 6(d), (f), (y), 7 and 12):				
6100	Selling expenses	1,049,519	10	964,248	9
6200	General and administrative expenses	210,991	2	180,201	2
6300	Research and development expense	29,053	-	33,761	-
6450	Reversal of expected credit loss	-	-	(10,000)	-
		<u>1,289,563</u>	<u>12</u>	<u>1,168,210</u>	<u>11</u>
	Net operating income	<u>494,177</u>	<u>4</u>	<u>485,179</u>	<u>4</u>
	Non-operating income and expenses:				
7010	Other income (Notes 6(c), (r), (s), (z), 7 and 12)	28,818	-	24,275	-
7100	Interest income (Note 7)	14,826	-	4,251	-
7020	Other gains and losses (Notes 6(g), (r) and (z))	193,492	2	292,779	3
7050	Finance costs (Notes 6(r), (z) and 7)	(53,947)	-	(37,404)	-
7070	Share of profit (loss) of subsidiaries and associates accounted for using equity method (Note 6(g))	<u>(512,132)</u>	<u>(5)</u>	<u>(49,528)</u>	<u>(1)</u>
		<u>(328,943)</u>	<u>(3)</u>	<u>234,373</u>	<u>2</u>
	Profit before income tax	165,234	1	719,552	6
7950	Less: Income tax expenses (Note 6(u))	<u>51,673</u>	<u>-</u>	<u>132,998</u>	<u>1</u>
	Profit	<u>113,561</u>	<u>1</u>	<u>586,554</u>	<u>5</u>
8300	Other comprehensive income:				
8310	Items that may not be reclassified subsequently to profit or loss				
8316	Unrealized gains (losses) from investments in equity instruments measured at fair value through other comprehensive income	4,960	-	43,359	-
8330	Share of other comprehensive income of subsidiaries and associates for using equity method (Note 6(g))	492	-	379	-
8349	Less: Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	-	-	-	-
	Items that may not be reclassified subsequently to profit or loss	<u>5,452</u>	<u>-</u>	<u>43,738</u>	<u>-</u>
8360	Items that may be reclassified subsequently to profit or loss				
8361	Exchange differences on translation of foreign financial statements	18,791	-	(21,227)	-
8399	Less: Income tax related to components of other comprehensive income that may be reclassified to profit or loss	-	-	-	-
	Items that may be reclassified subsequently to profit or loss	<u>18,791</u>	<u>-</u>	<u>(21,227)</u>	<u>-</u>
8300	Other comprehensive income, net of tax	<u>24,243</u>	<u>-</u>	<u>22,511</u>	<u>-</u>
	Total comprehensive income	<u>\$ 137,804</u>	<u>1</u>	<u>609,065</u>	<u>5</u>
	Profit (loss) attributable to:				
	Owners of parent	\$ 113,561	1	592,342	5
	Former owner of business combination under common control	-	-	(5,788)	-
		<u>\$ 113,561</u>	<u>1</u>	<u>586,554</u>	<u>5</u>
	Comprehensive income (loss) attributable to:				
	Owners of parent	\$ 137,804	1	602,192	5
	Former owner of business combination under common control	-	-	6,873	-
		<u>\$ 137,804</u>	<u>1</u>	<u>609,065</u>	<u>5</u>
	Earnings per share (Note 6(w)):				
9750	Basic earnings per share (NT dollars)	<u>\$ 0.60</u>		<u>3.14</u>	
9850	Diluted earnings per share (NT dollars)	<u>\$ 0.60</u>		<u>3.13</u>	

See accompanying notes to parent company only financial statements.

(English Translation of Parent Company Only Financial Statements and Report Originally Issued in Chinese)
METAAGE CORPORATION (ORIGINAL NAME : SYSAGE TECHNOLOGY CO., LTD.)

Statements of Changes in Equity
For the years ended December 31, 2024 and 2023

(In Thousands of New Taiwan Dollars)

	Retained earnings					Total other equity interest		Remeasurements of defined benefit	Subtotal equity	Equity attributable to former owner of business combination under common control	Total equity
	Share capital	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Exchange differences on translation of foreign financial statements	Unrealized gains (losses) from investment in equity instruments measured at fair value through other comprehensive income				
Balance on January 1, 2023	\$ 1,883,573	1,272,747	441,048	30,343	631,634	(16,831)	(173)	(104)	4,242,237	505,004	4,747,241
Profit (loss)	-	-	-	-	592,342	-	-	-	592,342	(5,788)	586,554
Other comprehensive income	-	-	-	-	-	(33,497)	43,284	63	9,850	12,661	22,511
Comprehensive income	-	-	-	-	592,342	(33,497)	43,284	63	602,192	6,873	609,065
Appropriation and distribution of retained earnings:											
Legal reserve	-	-	41,251	-	(41,251)	-	-	-	-	-	-
Special reserve	-	-	-	(13,235)	13,235	-	-	-	-	-	-
Cash dividends	-	-	-	-	(376,714)	-	-	-	(376,714)	-	(376,714)
Reorganization	-	(54,835)	-	-	-	36,637	-	-	(18,198)	(511,877)	(530,075)
Difference between consideration and carrying amount of subsidiaries share acquired	-	28	-	-	-	-	-	-	28	-	28
Changes in equity of subsidiaries and associates accounted for using equity method	-	137	-	-	-	-	-	-	137	-	137
Proceeds from the disposal of forfeited funds from employee stock ownership trust	-	1,303	-	-	-	-	-	-	1,303	-	1,303
Balance on December 31, 2023	1,883,573	1,219,380	482,299	17,108	819,246	(13,691)	43,111	(41)	4,450,985	-	4,450,985
Profit	-	-	-	-	113,561	-	-	-	113,561	-	113,561
Other comprehensive income	-	-	-	-	-	18,517	4,950	776	24,243	-	24,243
Comprehensive income	-	-	-	-	113,561	18,517	4,950	776	137,804	-	137,804
Appropriation and distribution of retained earnings:											
Legal reserve	-	-	59,234	-	(59,234)	-	-	-	-	-	-
Special reserve	-	-	-	(17,108)	17,108	-	-	-	-	-	-
Cash dividends	-	-	-	-	(517,983)	-	-	-	(517,983)	-	(517,983)
Changes in equity of subsidiaries accounted for using equity method	-	729	-	-	-	-	-	-	729	-	729
Proceeds from the disposal of forfeited funds from employee stock ownership trust	-	2,786	-	-	-	-	-	-	2,786	-	2,786
Disposal of investments accounted for using equity method	-	-	-	-	(248)	(502)	248	-	(502)	-	(502)
Balance on December 31, 2024	<u>\$ 1,883,573</u>	<u>1,222,895</u>	<u>541,533</u>	<u>-</u>	<u>372,450</u>	<u>4,324</u>	<u>48,309</u>	<u>735</u>	<u>4,073,819</u>	<u>-</u>	<u>4,073,819</u>

See accompanying notes to parent company only financial statements.

(English Translation of Parent Company Only Financial Statements and Report Originally Issued in Chinese)
METAAGE CORPORATION (ORIGINAL NAME : SYSAGE TECHNOLOGY CO., LTD.)

Statements of Cash Flows

For the years ended December 31, 2024 and 2023

(In Thousands of New Taiwan Dollars)

	For the years ended December 31,	
	2024	2023
Cash flows from operating activities:		
Profit before income tax	\$ 165,234	719,552
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expense	67,440	65,744
Amortization expense	2,273	572
Losses on disposal of property, plant and equipment	17	530
Reversal of expected credit loss	-	(10,000)
Net gains on valuation of financial assets (liabilities) at fair value through profit or loss	(145,697)	(219,102)
Share of profit (loss) of subsidiaries and associates accounted for using equity method	512,132	49,528
Interest expense	53,947	37,404
Interest income	(14,826)	(4,251)
Dividend income	(17,488)	(11,718)
Gain on disposal of investments accounted for using equity method	(44,823)	-
Losses on lease modification	24	-
Total adjustments to reconcile profit (loss)	412,999	(91,293)
Changes in operating assets and liabilities:		
Total net changes in operating assets:		
Notes and accounts receivable (including long-term and related parties)	177,295	289,466
Inventories	(383,109)	(6,032)
Payments and other current assets	(22,110)	(387,382)
Other non-current assets	(9,247)	(1,410)
Total net changes in operating assets	(237,171)	(105,358)
Total net changes in operating liabilities:		
Contract liability	163,942	85,757
Notes and accounts payable	338,042	(479,144)
Other payables	(40,763)	48,375
Other current liabilities	197	84
Total net changes in operating liabilities	461,418	(344,928)
Total net changes in operating assets and liabilities	224,247	(450,286)
Total adjustments	637,246	(541,579)
Cash inflows generated from operations	802,480	177,973
Interest received	15,305	3,774
Dividends received	50,343	36,540
Interest paid	(54,060)	(36,157)
Income taxes paid	(212,543)	(94,755)
Net cash inflows from operating activities	601,525	87,375
Cash flows from investing activities:		
Acquisition of non-current financial assets at fair value through profit or loss	-	(17,431)
Acquisition of non-current financial assets at fair value through other comprehensive income	-	(74,830)
Acquisition of investments accounted for using equity method	(447,130)	(580,934)
Acquisition of property, plant and equipment	(15,652)	(1,799)
Proceeds from disposal of property, plant, and equipment	117	274
Increase in refundable deposits	(5,149)	(7,477)
(Increase) decrease in other receivables	87,821	(87,821)
Net cash outflows from investing activities	(379,993)	(770,018)
Cash flows from financing activities:		
Increase in short-term borrowings	150,000	1,350,000
Increase (decrease) in short-term notes and bills payable	199,844	(199,619)
Proceeds from long-term borrowings	200,000	-
Repayments of long-term borrowings	(13,891)	(13,760)
Decrease in guarantee deposits	(14)	(21)
Payments of lease liabilities	(41,885)	(32,231)
Cash dividends paid	(517,983)	(376,714)
Proceeds from the disposal of forfeited funds from employee stock ownership trust	2,786	1,303
Net cash inflows (outflows) from financing activities	(21,143)	728,958
Increase in cash and cash equivalents	200,389	46,315
Cash and cash equivalents, beginning of period	471,163	424,848
Cash and cash equivalents, end of period	\$ 671,552	471,163

See accompanying notes to parent company only financial statements.

Attachment V

Metaage Corporation

The 2024 Earnings Distribution Proposal

Unit: NT\$	
Net income of 2024	113,561,484
Less: Disposal of share of associates accounted for using equity method in 2024	(247,945)
Less: Provisioned as Legal Reserve	(11,331,354)
Retained earnings available for distribution in 2024	101,982,185
Add: Unappropriated retained earnings from previous years	259,136,565
Retained earnings available for distribution as of December 31, 2024	361,118,750
Distributable Items:	
Cash Dividend (NT\$600 for every 1,000 common shares)	(113,014,402)
Unappropriated retained earnings after earnings distribution	248,104,348

Note: The cash dividend distribution to each shareholder will be paid to the rounded-down full NT dollar. Amounts less than one whole NT dollar are rounded-down to the nearest NT dollar. The aggregate unpaid cash dividend resulting from the above rounded-down, will be distributed to shareholders in the descending order of decimal point and the ascending order of shareholder account numbers, until the total amount of the approved cash dividend has been fully distributed.

Attachment VI

Comparison Table For “The Articles Of Incorporation” Before and After Amendment

Article No.	After the Revision	Before the Revision	Explanation for edition
Article 22	<p>Article 22 : If there is profit in the year, the Company shall appropriate 5-20% as the reward for employees and no more than 1% as the reward for directors. When there is a deficit, however, the amount for compensation shall first be reserved.</p> <p><u>compensation distributions for its non-executive employees shall not be less than 10% of the reward for employees.</u></p> <p>If there is net profit after the account is closed, the Company shall first pay the taxes and compensate the previous deficits before appropriating 10% as the legal reserve (except when the accumulated amount of the legal reserve equals the amount of the paid-in capital). The special reserve may be appropriated or reversed based on the operational needs and by law. The remaining balance, if any, shall be combined with the accumulated beginning unappropriated earnings for the Board to formulate a proposal for allocation as dividends and submitted to the AGM for resolution.</p> <p>If the retained earnings in the preceding paragraph are distributed in cash dividends, the Board is authorized to make a decision and report it to the</p>	<p>Article 22 : If there is profit in the year, the Company shall appropriate 5-20% as the reward for employees and no more than 1% as the reward for directors. When there is a deficit, however, the amount for compensation shall first be reserved.</p> <p>If there is net profit after the account is closed, the Company shall first pay the taxes and compensate the previous deficits before appropriating 10% as the legal reserve (except when the accumulated amount of the legal reserve equals the amount of the paid-in capital). The special reserve may be appropriated or reversed based on the operational needs and by law. The remaining balance, if any, shall be combined with the accumulated beginning unappropriated earnings for the Board to formulate a proposal for allocation as dividends and submitted to the AGM for resolution.</p> <p>If the retained earnings in the preceding paragraph are distributed in cash dividends, the Board is authorized to make a decision and report it to the</p>	Amend according to regulations

Article No.	After the Revision	Before the Revision	Explanation for edition
	meeting of shareholders. The recipients of the employee reward, either in stock or in cash, as stated in paragraph 1 shall include employees meeting specific requirements of controlled companies or subsidiaries. The Board or a person authorized by the Board shall be authorized to determine these requirements and the methods of distribution.	meeting of shareholders. The recipients of the employee reward, either in stock or in cash, as stated in paragraph 1 shall include employees meeting specific requirements of controlled companies or subsidiaries. The Board or a person authorized by the Board shall be authorized to determine these requirements and the methods of distribution.	
Article 27	These Rules, and any amendments hereto, shall be implemented after adoption by shareholders' meetings. These Articles of Incorporation were enacted on April 8, 1998. (Omitted). The 26th amendment was made on May 26, 2022. <u>The 27th amendment was made on May 27, 2025.</u>	These Rules, and any amendments hereto, shall be implemented after adoption by shareholders' meetings. These Articles of Incorporation were enacted on April 8, 1998. (Omitted). The 26th amendment was made on May 26, 2022.	Amendment number of times & date added

Attachment VII

List of Non-Competition Restrictions on New Directors and Their Representatives

Director	Released restriction items	
Qisda Corporation	Qisda Optoelectronics Corporation	Chairman
	BenQ Dialysis Technology Corporation	Chairman
	Qisda Vietnam Corporation	Chairman
	BenQ Corporation	Chairman
	BenQ BioTek (Shanghai) Co., Ltd.	Chairman
	Dali Investment Co., Ltd.	Chairman
	BenQ Materials Corporation	Chairman
	Partner Tech Corporation	Chairman
	DFI Inc.	Chairman
	Data Image Corporation	Chairman
	Alpha Networks Inc.	Chairman
	Simula Technology Inc.	Chairman
	Golden Spirit Enterprise Co., Ltd.	Chairman
	Norbel Baby Co., Ltd.	Chairman
	Jia Hydrogen Energy Co., Ltd.	Director
	Daxuan Intelligence Co., Ltd.	Director
	Darfon Electronics Corp.	Director
	Xinghe Biomedical Co., Ltd.	Director
	AU Optronics Corp.	Director
	Topview Optronics Corp.	Director
	Phoenix Land Innovation and Entrepreneurship Investment Co., Ltd.	Director
	TCI Gene Inc.	Director
	Leiyon Technology Co., Ltd.	Director
	Dunpin No.1 Innovation Investment Co., Ltd.	Director
	Dunpin No.2 Innovation Investment Co., Ltd.	Director
	TCI Gene Inc.	Director
Qisda Corporation Representative : Joshua Tzeng	BenQ Guru Software (Suzhou) Co., Ltd.	Chairman(Legal representative)
	AEWIN Technologies Co., Ltd.	Chairman(Legal representative)
	ACE Pillar Co., Ltd.	Chairman(Legal representative)
	Epic Cloud Co., Ltd.	Chairman(Legal representative)
	MetaGuru Corporation	Chairman(Legal representative)
	APLEX Technology Inc.	Director(Legal representative)
	Partner Tech Corporation	Director(Legal representative)
	WiXtar Digital Services Co., Ltd.	Director(Legal representative)
	DFI Inc.	Director(Legal representative)
	Global Intelligence Network Co., Ltd.	Director(Legal representative)
	Grandsys Inc.	Director(Legal representative)
	AdvancedTEK International Corp.	Director(Legal representative)
	DSIGroup Co., Ltd.	Director(Legal representative)

Director	Released restriction items	
Qisda Corporation Representative : Joshua Tzeng	Transpak Equipment Corporation	Director(Legal representative)
	Daxuan Intelligence Co., Ltd.	Director(Legal representative)
	BenQ Guru Holding Limited	Director
	Expert Alliance Systems & Consultancy (Hong Kong) Ltd.	Director
	United Intelligence Technology Co., Ltd.	Director
	COREX (PTY) LTD.	Director
	Brainstorm Corporation	Director
Qisda Corporation Representative : Joe Huang	Qisda Optoelectronics Corporation	Chairman(Legal representative)
	Data Image Corporation	Chairman(Legal representative)
	DIVA Laboratories, Ltd.	Chairman(Legal representative)
	Simula Technology Inc.	Chairman(Legal representative)
	Action Star Enterprise Co., Ltd.	Chairman(Legal representative)
	Qisda Corporation	Director(Legal representative)
	BenQ BioTek (Shanghai) Co., Ltd.	Director(Legal representative)
	Shanghai Feirtech Technology Co., Ltd.	Director(Legal representative)
	AU Optronics Corp.	Director(Legal representative)
	Alpha Networks Inc.	Director(Legal representative)
Qisda Corporation Representative : Jasmin Hung	Darly Investment Co., Ltd.	Chairman(Legal representative)
	Darly II Investment Co., Ltd.	Chairman(Legal representative)
	Darly Management Consultants Co., Ltd.	Chairman(Legal representative)
	Qisda Optronics Corp.	Director(Legal representative)
	BenQ Corporation	Director(Legal representative)
	Nanjing BenQ Medical Center	Director(Legal representative)
	Suzhou BenQ Medical Center	Director(Legal representative)
	BenQ (Nanjing) Hospital Management Consulting Co., Ltd.	Director(Legal representative)
	Suzhou BenQ Investment Co., Ltd.	Director(Legal representative)
	BenQ Medical Management Consulting Co., Ltd.	Director(Legal representative)
	BenQ Biotech (Shanghai) Co., Ltd.	Director(Legal representative)
	Shanghai Felt Technology Co., Ltd.	Director(Legal representative)
	Darfon Electronics Corp.	Director(Legal representative)
	Data Image Corp.	Director(Legal representative)
	Alpha Networks Inc.	Director(Legal representative)
	Topview Optronics Corp.	Director(Legal representative)
	Darly Venture (L) Ltd.	Director
	Qisda (L) Corp.	Director
	Qisda (Hong Kong) Limite	Director
	Qisda Sdn. Bhd.	Director
	BenQ BM Holding Cayman Corp.	Director
	BenQ BM Holding Corp.	Director
Qisda Corporation Representative : Sonny Kuo	Global Intelligence Network Co., Ltd.	Chairman(Legal representative)
	Epic Cloud Co., Ltd.	Director(Legal representative)

Director	Released restriction items	
James Wang	NCKU Venture Capital Co., Ltd.	Director(Legal representative)
	GenomeFrontier Therapeutics, Inc.	Director(Legal representative)
	Phoenix VIII Innovation Venture Capital Co., Ltd.	Director(Legal representative)
	Novatek Microelectronics Corp.	Independent Director
	LandMark Optoelectronics Corporation	Independent Director
	PCL Technologies, Inc.	Independent Director
	Phoenix Innovation Venture Capital Co., Ltd.	Supervisor
	Phoenix II Innovation Venture Capital Co., Ltd.	Supervisor
	Phoenix VI Innovation Venture Capital Co., Ltd.	Supervisor
Robert Lai	Kuan Yu Engineering Consultants Co., Ltd.	Chairman(Legal representative)
	ECO Technical Services Co., Ltd.	Chairman(Legal representative)
	Yun Yue Technology Co., Ltd.	Chairman(Legal representative)
	Yao Yue Green Energy Co., Ltd.	Chairman(Legal representative)
	Anyong Freshmart, Inc.	Director(Legal representative)
	Jia Yi Energy Co., Ltd.	Director(Legal representative)
	Reset Resource Technologies Co., Ltd.	Director(Legal representative)
	Yi Jinn Industrial Co., Ltd.	Independent Director
	PhytoHealth Corporation	Independent Director

Appendix I

Metaage Corporation Rules and Procedures for Shareholders' Meeting

Article 1: Metaage Corporation (the "Company") shall convene the shareholders' meeting in accordance with these Rules of Procedures (the "Rules")

Article 2: Shareholders attending at shareholders' meetings shall wear attendance cards, and hand in a sign-in card in lieu of signing in.

Article 2-1: The venue for a shareholders meeting shall be the premises of this Corporation, or a place easily accessible to shareholders and suitable for a shareholders meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m.

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

Article 2-2: To convene a virtual shareholders meeting, this Corporation shall include the follow particulars in the shareholders meeting notice:

1. How shareholders attend the virtual meeting and exercise their rights.
2. Actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events, at least covering the following particulars:
 - A. To what time the meeting is postponed or from what time the meeting will resume if the above obstruction continues and cannot be removed, and the date to which the meeting is postponed or on which the meeting will resume.
 - B. Shareholders not having registered to attend the affected virtual shareholders meeting shall not attend the postponed or resumed session.
 - C. In case of a hybrid shareholders meeting, when the virtual meeting cannot be continued, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual

shareholders meeting online, meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue. The shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, and the shareholders attending the virtual meeting online shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders meeting.

D. Actions to be taken if the outcome of all proposals have been announced and extraordinary motion has not been carried out.

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

Article 3: The chairman of a shareholders' meeting shall call the meeting to order at the time when the meeting is scheduled to commence, as the number of shares represented by the attending shareholders has constituted more than an aggregate of one half of the total outstanding shares issued. If the number of shares represented by the attending shareholders has not yet constituted more than an aggregate of one half of the total outstanding shares issued, the chairman may postpone the time for the meeting. The postponements shall only reach two times at most, and the meeting shall not be postponed for more than 20 minutes at the first time and 10 minutes at the second time in total. If after two postponements the shares represented by attending shareholders has not reached the quorum but has constituted more than one third of the total of outstanding shares issued, a tentative resolution may be passed in accordance with the article 175 of the Company Act.

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

Article 4: The meeting agenda shall be set by the Board of Directors. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting; And the process of the meeting shall be audio and video recording as preserved for at least 1 year. Where a shareholders meeting is held online, this Corporation shall keep records of shareholder registration, sign-in, check-in, questions raised, votes cast and results of votes counted by this Corporation, and continuously audio and video record, without interruption, the proceedings of the virtual meeting from beginning to end, kept by this Corporation during the entirety of its existence, and copies of the audio and video recording shall be provided to and kept by the party appointed to handle matters of the virtual meeting.

When a meeting is in progress, the chair may announce a break based on time considerations. The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs, except by a resolution of the shareholders meeting. After the meeting adjourned, the shareholders meeting may not appoint a chair to adopt a resolution to resume the meeting at original or another venues.

Article 5: When a shareholder attending a shareholders' meeting wishes to speak, he or she should fill out a speech note with a summary of the speech, shareholder's account number (or the number of attendance card) and the account name of the shareholder in advance. The sequence of speeches shall be determined by the chairman.

Article 6: When a meeting is in progress, the chair may announce a break based on time considerations.

Article 7: The order in which shareholders speak will be set by the chair in discussion of the proposal. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech. Where a virtual shareholders meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting open until the chair declaring the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words.

- Article 8: Each preposition shall not exceed 5 minutes, and its discussion, inquiries, and replies shall not exceed 3 minutes; however, if permitted by the chairman, he or she shall draw the meeting out for another 3 minutes.
- Article 9: A person may not speak more than twice on the same proposal.
- Article 10: The chairman may announce end of discussion of an item listed in the agenda and submit the item for voting if the chairman deems that the item is ready for voting in discussion of the proposal.
- Article 11: When the company holds a shareholder meeting, it shall adopt exercise of voting rights by electronic means and may adopt exercise of voting rights by correspondence. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders meeting notice. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting.

Except as otherwise provided in the Company Act and in the company's articles of incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders.

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

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

Article 12: When there is an amendment or an alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.

The shareholders' proposals complying with the Article 172-1 of the Company Act, which are classified into the same category of the proposal submitted by the Board of Directors, shall be deemed as the amendment of the proposal submitted by the Board of Directors, and the Chairman may combine them into one proposal to deal with.

Article 13: Where it is impossible to continue proceeding with the meeting due to natural disasters (typhoon, flood, earthquake, etc.) or other accidents (an air-raïd or fire alarm, etc.), the chairman the meeting should be stopped immediately or re-scheduled.

Article 14: Any matters which are not adequately provided for herein shall be subject to the Company Act, the articles of incorporation, and other relevant laws and regulations.

Article 15: The rules and any amendment shall take effect after being approved at the shareholders' meeting.

Article 16: These rules and procedures were enacted on April 10, 2000.
The 1st amendment was made on May 27, 2002.
The 2nd amendment was made on June 9, 2006.
The 3rd amendment was made on June 28, 2017.
The 4th amendment was made on May 24, 2023.

Appendix II

Articles of Incorporation

Chapter 1 General Provisions

Article 1: The Company is incorporated in accordance with the Company Act with the name of 邁達特數位股份有限公司 in Traditional Chinese and Metaage Corporation in English.

Article 2: The Company engages in the following types of business:

- I. I301010 Information Software Services
- II. F113050 Wholesale of Computers and Clerical Machinery Equipment
- III. CC01050 Data Storage Media Units Manufacturing
- IV. F118010 Wholesale of Computer Software
- V. F113070 Wholesale of Telecommunication Apparatus
- VI. CC01060 Wired Communication Mechanical Equipment Manufacturing
- VII. CC01070 Wireless Communication Mechanical Equipment Manufacturing
- VIII. F401010 International Trade
- IX. F213060 Retail Sale of Telecommunication Apparatus
- X. F218010 Retail Sale of Computer Software
- XI. F401021 Restrained Telecom Radio Frequency Equipment and Materials Import
- XII. I301020 Data Processing Services
- XIII. I301030 Electronic Information Supply Services
- XIV. I601010 Rental and Leasing
- XV. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.

All business items that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3: The Company may provide endorsements and guarantees for others for business and investment purposes.

Article 4: The limitation as stated in Article 13 of the Company Act does not apply to the total amount of external investments of the Company.

Article 5: The Company is headquartered in Taipei City, and branches or offices at home and abroad may be set up by resolution of the Board of Directors.

Chapter 2 Shares

Article 6: The total authorized capital of the Company is Two Billion Five Hundred Million New Taiwan Dollar (NT\$2,500,000,000) divided into two hundred and fifty million (250,000,000) shares with a par value of Ten New Taiwan Dollar (NT\$10) and to be issued installment. The Board is authorized to decide on the issuance of unissued shares as necessary.

Three Hundred Million New Taiwan Dollar (NT\$300,000,000), divided into thirty million (30,000,000) shares with a par value of Ten New Taiwan Dollar (NT\$10), shall be reserved from the total authorized capital stated in the preceding paragraph to issue stock options or stock warrants, including employee stock options and warrant bonds, for share subscription. The Board is authorized to issue such shares in installments.

With the consent of over two thirds of the voting rights of the shareholders in a meeting of shareholders attended by shareholders representing over one half of the total issued shares, the Company may issue employee stock options at a subscription price below the market value or transfer treasury stock to employees at an average price below the actual buy-back price.

Article 6-1: The Company may transfer the treasury stock purchased according to the Stocks and Exchange Act to employees of controlled or subordinate companies meeting specific requirements. Employees qualified for receiving the employee stock options may include employees of controlled or subordinate companies meeting specific requirements. When the Company issues new shares, employees of controlled or subordinate companies meeting specific requirements are qualified for subscription. When the Company issues restricted stock awards, employees of controlled or subordinate companies meeting specific requirements are qualified for subscription.

Article 7: The Company may issue shares without printing share certificates. If the Company decides to print share certificates for the issued shares, the Company shall comply with the Company Act and related laws and regulations. The share certificates of the Company shall all be name-bearing share certificates and issued in accordance with the Company Act and related laws and regulations.

Article 8: The Company handles stock services in accordance with the Regulations Governing the Administration of Shareholder Services of Public Companies promulgated by the competent authorities.

Article 9: Registration for transfer of shares shall be suspended within sixty days before the date of the annual general meeting of shareholders and within thirty days before the date of the extraordinary general meeting of shareholders, or within five days before the day on which dividends, bonuses, or other benefits are scheduled to be paid by the Company.

Chapter 3 Meetings of Shareholders

Article 10: Meetings of shareholders include the annual general meeting (AGM) of shareholders and extraordinary general meeting (EGM) of shareholders:

I. The AGM shall be held once a year within six months after the end of each accounting year.

II. The EGM shall be held as necessary.

The AGM shall be convened thirty days in advance, while the EGM shall be convened fifteen days in advance. Shareholders shall be informed of the date, place, and purpose of the meeting by a meeting notice.

The company's shareholders' meeting can be held by means of visual communication network or other methods promulgated by the central competent authority.

Article 11: Shareholders unable to attend a meeting of shareholders for any reasons may assign a proxy to represent them according to Article 177 of the Company Act and state the scope of authorization in a power of attorney as stipulated in the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies of the competent authorities.

Article 12: Each shareholder of the Company is entitled to one vote per share.

Article 13: Except as otherwise required by the Company Act, resolutions of the meetings of shareholders shall be approved by over one half of the voting rights of the shareholders in a meeting of shareholders attended by shareholders representing over one half of the total issued shares. Shareholders may exercise their voting rights electronically in accordance with the relevant laws and regulations.

Chapter 4 Directors

Article 14: The chairperson of the Board shall chair the meetings of shareholders. When the chairperson is absent or unable to exercise their powers, a proxy shall be assigned in accordance with Article 208 of the Company Act.

- Article 15: Resolutions made at a meeting of shareholders shall be adopted in the meeting minutes containing information regarding the date, place, chair, and resolutions of the meeting. The minutes shall be signed or sealed by the chair and preserved.
- Article 16: The Company shall have seven to eleven directors, and the Board is authorized to determine the exact number of directors through discussion. The term of office is three years and the directors shall be eligible for re-election. The candidate nomination system is adopted for the directorial election, and directors shall be elected from among candidates by the meeting of shareholders.
A minimum of three seats or one fifth of the total number of directors shall be independent directors. The professional qualifications, limitations on the shareholding and concurrent jobs, nomination, and other requirements for independent directors as stated in the preceding paragraph shall be subject to the related regulations of the competent authorities of securities.
The total amount of registered shares held by all directors shall not exceed the percentage specified by the competent authorities.
- Article 16-1: The Company shall establish the Audit Committee in accordance with Article 14-4 of the Securities and Exchange Act to exercise the powers of supervisors as stated in the Company Act, the Securities and Exchange Act, and other related laws and regulations.
- Article 17: The Board shall be formed by directors. The chairperson shall be elected by over one half of the directors in a Board meeting attended by over two thirds of all directors. A vice chairperson may be elected as necessary. The chairperson represents the Company externally.
- Article 18: The Board meeting shall be convened by the chairperson. Except as otherwise required by the Company Act, a Board resolution shall be approved by over one half of the directors in a Board meeting attended by over one half of all directors. Directors absent from the Board meeting for any reasons may assign other directors to represent them.
A Board meeting may be convened in writing or by e-mail or fax.
- Article 19: The Board is authorized to determine the remuneration of all directors through discussion. The Board may determine by resolution to distribute the honorarium to directors according to the general standard in the industry and purchase the liability insurance for directors.

Chapter 5 Managers

Article 20: The Company may hire several managers whose appointment, dismissal, and remuneration shall be subject to Article 29 of the Company Act.

Chapter 6 Accounting

Article 21: At the end of each fiscal year, the Board shall produce the (1) business report, (2) financial statements, and (3) earnings distribution or deficit compensation proposal and submit them to the AGM in accordance with law.

Article 22: If there is profit in the year, the Company shall appropriate 5-20% as the reward for employees and no more than 1% as the reward for directors. When there is a deficit, however, the amount for compensation shall first be reserved.

If there is net profit after the account is closed, the Company shall first pay the taxes and compensate the previous deficits before appropriating 10% as the legal reserve (except when the accumulated amount of the legal reserve equals the amount of the paid-in capital). The special reserve may be appropriated or reversed based on the operational needs and by law. The remaining balance, if any, shall be combined with the accumulated beginning unappropriated earnings for the Board to formulate a proposal for allocation as dividends and submitted to the AGM for resolution.

If the retained earnings in the preceding paragraph are distributed in cash dividends, the Board is authorized to make a decision and report it to the meeting of shareholders.

The recipients of the employee reward, either in stock or in cash, as stated in paragraph 1 shall include employees meeting specific requirements of controlled companies or subsidiaries. The Board or a person authorized by the Board shall be authorized to determine these requirements and the methods of distribution.

Article 22-1: The Company may distribute new shares or cash using the legal reserve or additional paid-in capital in accordance with Article 241 of the Company Act.

If it is distributed in cash, the Board is authorized to make a decision and report it to the meeting of shareholders.

Article 23: In the startup and growth stages, the Company adopts the residual dividend policy. After the end of the fiscal year, based on the profit in the year and the accumulated profit in the previous years and in consideration of the profit status, capital structure, and future operational needs, if there is profit after the final accounting and the amount of distributable earnings in the year exceeds 2% of the total

authorized capital, the dividends shall not be lower than 10% of the distributable earnings of the year. Dividends are distributed either in cash or in stock, and the minimum amount of cash dividends shall be 10% of the total amount of dividends.

Article 24: (deleted)

Article 25: (deleted)

Chapter 7 Supplementary Provisions

Article 26: Matters not provided for herein shall be subject to the Company Act and the related laws and regulations.

Article 27: These Articles of Incorporation shall be implemented upon the approval of the meeting of shareholders. The same shall apply to amendments thereto.

These Articles of Incorporation were established on April 8, 1998.

The 1st amendment was made on July 15, 1998.

The 2nd amendment was made on January 21, 1999.

The 3rd amendment was made on April 1, 1999.

The 4th amendment was made on June 10, 1999.

The 5th amendment was made on November 22, 1999.

The 6th amendment was made on April 10, 2000.

The 7th amendment was made on September 5, 2000.

The 8th amendment was made on March 27, 2001.

The 9th amendment was made on May 27, 2002.

The 10th amendment was made on May 27, 2003.

The 11th amendment was made on May 18, 2004.

The 12th amendment was made on June 13, 2007. However, Article 22, paragraph 1, subparagraph 2 was validated after the approval of the competent authorities on January 1, 2008.

The 13th amendment was made on June 13, 2008.

The 14th amendment was made on June 16, 2009.

The 15th amendment was made on June 18, 2010.

The 16th amendment was made on June 18, 2012.

The 17th amendment was made on June 23, 2014.

The 18th amendment was made on June 24, 2015.

The 19th amendment was made on June 13, 2016.

The 20th amendment was made on June 28, 2017.

The 21st amendment was made on May 28, 2019.

The 22nd amendment was made on August 1, 2019.

The 23rd amendment was made on September 26, 2019.

The 24th amendment was made on May 28, 2020.

The 25th amendment was made on August 25, 2021.

The 26th amendment was made on May 26, 2022.

Appendix III

Metaage Corporation Rules for the Election of Directors

- Article 1 : Except as otherwise provided by Company Act, Securities and Exchange Act or by this Corporation's articles of incorporation, elections of directors shall be conducted in accordance with these Procedures.
- Article 2 : The Company's directors shall be elected at the Shareholders' Meeting.
- Article 3 : The cumulative voting method shall be used for election of the directors at the Company. Each share will have voting rights in number equal to the Directors to be elected, and may be cast for a single candidate or split among multiple candidates.
- Article 4 : Elections of directors at this Corporation shall be conducted in accordance with the candidate nomination system and procedures set out in the Company Act.
- Article 5 : The directors of the Company shall be elected by the shareholders' meeting from among the persons with disposing capacity. The candidates who receive the most votes for the position of director shall win the election, and such number shall be in compliance with the number of positions for director provided for in the Articles of Incorporation. If two or more candidates receive the same number of votes beyond a quota, the winner shall be determined through lot-drawing. The lot may be drawn by the Chairman on behalf of the absentees.
- Article 6 : A ballot shall be printed as well as issued by the company, numbered according to the meeting attendance card number and the corresponding number of votes shall be noted on the ballot.
- Article 7 : A ballot shall be printed as well as issued by the company, numbered according to the meeting attendance card number and the corresponding number of votes shall be noted on the ballot.
- Article 8 : The Board of Directors shall, upon preparing the ballots, enter the voting rights on each ballot. The ballot box shall be prepared by the Board of Directors and shall be checked in public by the inspector before voting.

- Article 9 : If the candidate is a shareholder of the Company, voters shall fill the candidate's name and shareholder's number in the "candidate" column of the ballot; if the candidate is not a shareholder of the Company, voters shall fill the candidate's name and ID number in the "candidate" column. If the candidate is a government agency or a legal entity, voters shall fill the name of the government agency or the legal entity or the name of their representative in the column. In the event that several candidates represent a government agency or a legal entity, the names of the representatives shall be filled separately in the column.
- Article 10 : A ballot is invalid under any of the following circumstances:
1. The ballot was not prepared by a person with the right to convene.
 2. A blank ballot is placed in the ballot box.
 3. The writing is unclear and indecipherable or has been altered.
 4. The candidate whose name is entered in the ballot does not conform to the director candidate list.
 5. Other words or marks are entered in addition to the number of voting rights allotted.
 6. Only the name of the candidate is filled in, without the shareholder account number (ID number), and shareholders with the same name in the register.
 7. The number of candidates filled in exceeds its of directors to be elected as stipulated in the company's Articles of Association.
 8. The voting rights used exceed the number of rights indicated on the ballot.
 9. Any alteration to the filled-in candidate's name, shareholder account number (ID number), or voting rights.
- Article 11 : The voting rights shall be calculated on site immediately after the end of the poll by vote monitoring and counting personnel.
- Article 12 : The calculation of the voting rights shall be monitored by vote monitoring personnel.
- Article 13 : If there is any doubt about the ballot, the vote monitoring personnel shall verify whether it is invalid. The invalidated ballot shall be placed separately. After the completion of the counting of the votes, the number of votes and the number of voting rights shall be clearly indicated and shall be submitted to the vote monitoring personnel for invalidation and signature.

- Article 14 : The voting rights shall be calculated on site immediately after the end of the poll, and the results of the calculation shall be announced by the chair or a person who has been appointed by the chair.
- Article 15 : In the event that the total number of registered shares held by all the elected directors is less than the prescribed number, it shall handle the matter according to the provisions of the Company Act and other applicable laws and regulations.
- Article 16 : The Chair of the shareholders' meeting or the board of directors of this Corporation shall issue notifications to the persons, after 10 days when the persons are elected as directors.
- Article 17 : These Procedures, and any amendments hereto, shall be implemented after approval by a shareholders meeting.
- Article 18 : These Procedures were established on April 10, 2000.
The 1st amendment was made on May 27, 2002.
The 2nd amendment was made on June 18, 2012.
The 3rd amendment was made on June 24, 2015.
The 4th amendment was made on June 28, 2017.
The 5th amendment was made on May 28, 2019.

Appendix IV

Metaage Corporation Shareholding of Directors

2025/3/29

Title	Name	No. of Shareholding	Shareholding %
Chairman	Qisda Corporation Representative: Joshua Tseng	96,841,239	51.41
Director	Qisda Corporation Representative: Joe Huang		
	Qisda Corporation Representative: Jasmin Hung		
	Qisda Corporation Representative: Sonny Kuo		
Independent Director	Wen-Tsung Wang	—	—
	Chin-Lai Wang		
	Shan-Kuei Lai		
The minimum shareholding of all directors		11,301,440	6.00
Total shareholding of all directors		96,841,239	51.41