



SynPower Co., Ltd.

Minutes of the 2025 Annual Shareholders' Meeting

Type of Meeting: Physical shareholders' Meeting

Time: 9:00 a.m., on Wednesday, May 7, 2025

Meeting Venue: No. 57, Dongyuan Rd., Zhongli Dist., Taoyuan City

(Conference Room, Jhongli Industrial Park Service Center)

Attendance: A total of 19,830,504 shares were represented by attending shareholders and proxy holders (including 19,402,398 shares with voting rights exercised electronically), accounting for 54.52% of the Company's total issued shares of 36,370,000.

Chairperson: Chairman Lin, Win-Bin

Recorder: Kuan, Shao-Peng

Directors Present: Chairman Lin, Win-Bin, Director Hsu, Rong-Chun, Independent Director Wu, Tsung-Chang, Independent Director Liu, Shuai-Lei, Independent Director Lee, Ya-Hsun

Attendees (Non-Directors): CPA Oscar Shih, Deloitte & Touche, Lawyer Cheng, Chieh-Chih, Cheng & Associates Attorneys at Law

I. Call the Meeting to Order: As the number of shares represented by the shareholders present and by proxy has reached the statutory quorum, the Chairperson declared the meeting duly convened in accordance with the law.

II. Chairperson Remarks: To be omitted.

III. Management Presentation

Proposal I: The Company's 2024 Business Report. (see Attachment 1)

Proposal II: Audit Committee's Review of the 2024 Annual Final

Accounting Books and Statements. (see Attachment 2)

Proposal III: Report on 2024 Employees' and Directors' Remuneration.

Description: According to the Company's Articles of Incorporation, the Company has proposed to distribute compensation of NT\$1,695,890 to employees and NT\$508,767 to directors for 2024. Both compensations are made in the form of cash. The Chairman of the Board of Directors is authorized to determine the timing, amount, and method of payment in one lump sum or in installments based on the objective circumstances of the Company.

Proposal IV: Report on Cash Dividend Distribution of 2024 Earnings.

Description: 1. The Company proposes to distribute cash dividends of NT\$39,444,000 as shareholders' bonus for 2024, which will be NT\$1.2 per share. Cash dividends will be paid out up to the dollar amount, rounded down to the nearest dollar. The total amount of any fractional amount less than NT\$1.00 will be adjusted in descending order of decimal places until it equals the total amount of cash dividends to be distributed.

2. The Board of Directors resolved to authorize the Chairman of the Board to determine the ex-dividend date, the payment date and other related matters in accordance with the Company Act or other relevant laws and

regulations. If the dividend payout ratio is changed due to changes in laws and regulations or adjustments made by the competent authority, or due to the change in the number of shares outstanding due to the change in the Company's common stock prior to the ex-dividend date, the Chairman is authorized to adjust the dividend payout ratio in accordance with the Company Act or other relevant laws and regulations.

IV. Proposals

Proposal I

Proposed by the Board of Directors

Proposal: 2024 Business Report and Financial Statements.

Description: 1. The 2024 Business Report and the Financial Statements have been approved by the Board of Directors. The Financial Statements have been audited by CPA Oscar Shih and CPA Shulin Liu of Deloitte & Touche. The aforementioned Financial Statements and Business Report have been submitted to the Audit Committee for review, the Audit Committee has issued a review report.

2. Please refer to Attachment 1 on for 2024 Business Report.

3. Please refer to Attachment 3 for 2024 Financial Statements and Independent Auditors' Report.

Resolution: The voting results for this proposal are as follows. As the number of votes in favor exceeded the statutory threshold, the proposal was approved as presented.

Number of voting rights represented by shareholders present

at the time of voting: 19,830,504 (including 19,402,398
voting rights exercised electronically)

Voting Result	% of Votes Represented
In favor: 19,788,649 voting rights (including 19,360,543 voting rights exercised electronically)	99.78%
Against: 5,508 voting rights (including 5,508 voting rights exercised electronically)	0.02%
Invalid: 0 voting rights	0.00%
Abstained / Not Voted: 36,347 voting rights (including 36,347 voting rights exercised electronically)	0.18%

Proposal II

Proposed by the Board of Directors

Proposal: 2024 Earnings Distribution.

Description: 1. The appropriation of the Company's 2024 earnings was resolved at the Board of Directors' meeting held on February 17, 2025.

2. Please refer to Attachment 4 for 2024 Earnings Distribution Table.

Resolution: The voting results for this proposal are as follows. As the number of votes in favor exceeded the statutory threshold, the proposal was approved as presented.

Number of voting rights represented by shareholders present
at the time of voting: 19,830,504 (including 19,402,398
voting rights exercised electronically)

Voting Result	% of Votes Represented
In favor: 19,792,728 voting rights (including 19,364,622 voting rights exercised electronically)	99.80%
Against: 5,508 voting rights (including 5,508 voting rights exercised electronically)	0.02%
Invalid: 0 voting rights	0.00%
Abstained / Not Voted: 32,268 voting rights (including 32,268 voting rights exercised electronically)	0.16%

V. Discussion

Proposal I

Proposed by the Board of Directors

Proposal: Amendment of the Articles of Incorporation.

Description: 1. In response to the operational needs of the Company and in compliance with the Financial Supervisory Commission's Order No. 1130385442 issued on November 8, 2024, it is proposed to amend certain provisions of the "Articles of Incorporation."

2. Please refer to Attachment 5 for the comparison table of the provisions before and after the amendment of the Articles of Incorporation.

Resolution: The voting results for this proposal are as follows. As the number of votes in favor exceeded the statutory threshold, the proposal was approved as presented.

Number of voting rights represented by shareholders present at the time of voting: 19,830,504 (including 19,402,398

voting rights exercised electronically)

Voting Result	% of Votes Represented
In favor: 19,792,718 voting rights (including 19,364,612 voting rights exercised electronically)	99.80%
Against: 5,518 voting rights (including 5,518 voting rights exercised electronically)	0.02%
Invalid: 0 voting rights	0.00%
Abstained / Not Voted: 32,268 voting rights (including 32,268 voting rights exercised electronically)	0.16%

VI. Questions and Motions: None.

There is no asking question from shareholders in this Annual Shareholders' Meeting.

VII. Adjournment: The Chairperson declared the meeting adjourned at 9:17 a.m. on the same day.

This meeting minutes contain only a summary of the proceedings. Shareholder questions and the Company's responses shall be based on the audio and video recordings of the meeting.

[Attachment 1] 2024 Business Report

SynPower Co., Ltd.

2024 Business Report

I would like to thank all of our shareholders for your support and affection for the Company. On behalf of all employees of Synpower, I would like to extend my sincerest gratitude to all of you!

The international situation in 2024 remains unstable. Although the Israel-Palestine war in the Middle East has temporarily ceased fire, the Ukraine war shows no signs of stopping, and the upward trend in prices continues. Additionally, the shift of supply chains to Southeast Asia has led to increased demand for equipment, but the future development remains uncertain. Overall, aside from the supply of semiconductor and AI-related products, there is a noticeable decline in demand. Despite this, the company's operations continue to maintain steady growth thanks to proactive planning in 2023. In addition to continuing the layout of equipment and deepening product technology, the Company is also expanding into new products and markets while broadening applications in other industries, laying the foundation for future revenue growth.

Expanding into semiconductor and energy-saving systems is the Company's future development direction. Visual image processing has always been the Company's core foundation. Starting from the basics and adding intelligent manufacturing AVRIOT solutions, the Company integrates networked equipment and smart production. Through the integration and analysis of visualized data, the Company helps manufacturing factories achieve smart manufacturing and operational goals. The five major aspects of factory management-people, machines, materials, methods, and environment-are monitored through a traceability system to grasp material status, optical measurement systems for inline product monitoring, and digitized machine parameters to control equipment, environment, and production methods. This enables the collection of key data for the advancement of AI-driven smart parameter optimization systems.

SynPower's development goal is to assist clients in comprehensively solving production quality control issues by providing smart manufacturing solutions. Carbon reduction and energy saving have become shared concerns. The Company has integrated corresponding products for use not only in its own equipment but also for application with customers. Additionally, the Company has developed applications for negative pressure-related products, with expectations that in the coming year, in addition to entering the packaging, testing, and semiconductor industries, it will also achieve significant results in energy-saving and carbon-reduction products.

The results of operations for 2024 and the outlook for future operations are summarized below:

I. Operating results:

(I) Results of the business plan

With the rapid development of AI technology, the demand for printed circuit boards (PCBs) is gradually increasing due to the diverse applications of AI servers, IC substrates, AI smartphones, and other products. For the year 2024, the company's consolidated revenue reached NT\$1,594,667 thousand, a growth of 24.22% compared to the previous year. The net profit after tax was NT\$50,478 thousand, reflecting a growth of 46.36% compared to the previous year. The return on assets was 2.22%, return on equity was 4.17%, and net profit margin was 3.17%, all showing growth compared to the previous year.

(II) Budget implementation

The Company has not prepared a financial forecast for 2024; therefore, it is not applicable.

(III) Revenues, expenses, and profitability analysis:

Item			2024	2023
Financial structure	Debt to Total Assets (%)		54.90	47.38
	Long-term Fund to Fixed Assets (%)		236.22	314.29
Solvency	Current ratio (%)		163.63	216.03
	Quick ratio (%)		135.11	180.36
	Times Interest Earned Ratio		11.31	9.25
Profitability	Return on assets (%)		2.21	1.72
	Return on shareholders' equity (%)		4.17	2.99
	As a percentage of paid-in capital (%)	Operating profit	10.74	8.99
		Pre-tax profit	18.74	13.64
	Net profit margin (%)		3.17	2.53
	Earnings per share (NT\$)		1.09	0.99

(IV) Research and development:

With "Intelligent Production System" as the main focus, we are able to achieve three major goals, namely cost reduction, efficiency improvement, and yield increase.

The Company's major R&D outcomes for 2024 are summarized below:

1. The wafer inspection machine is performing the function of replacing manual inspection at the customer's plant and has entered the acceptance process.
2. The wafer CMP (Chemical Mechanical Planarization) process polishing pad inspection system has passed the customer's functional verification and can predict and detect the polishing pad's lifespan. Orders are expected to be received this year.
3. The high-precision line width and line spacing inspection machine has been successfully developed and sold, continuing to provide equipment for process monitoring required by customers for circuits below 10 μ m.
4. The IC substrate inspection machine helps customers perform final quality control before shipment, detecting abnormalities such as material mixing, bad code printing, and appearance defects.

II. Summary of the 2025 business plan

SynPower has returned to its original operational peak in 2024, with preparations made in advance to continue this momentum. The Company's operational headquarters is also expected to be relocated and in use by Q3 of this year. With advanced production facilities and a development platform built by the Company, SynPower is able to offer customers immediate and effective solutions to meet the changing specifications driven by new AI demands. The Company is shifting from individual machine sales to a system integration approach, providing more comprehensive services to ensure customers' competitiveness, while also diversifying SynPower's product offerings.

The objectives for this year are as follows:

1. Co-development and manufacturing of the best optical detection systems in Japan, with optical verification and automated production line integration completed.
2. Expanding into the application and customer base of 12-inch wafer inspection and measurement equipment.
3. Providing automated inspection equipment for semiconductor backend packaging projects.
4. Collaborating with KEYENCE to automate its high-precision measurement equipment.
5. Partnering with ITRI (Industrial Technology Research Institute) on glass substrate production solutions.
6. Integrating visual CCD active monitoring AI application systems to assist in the accuracy of "people" or "moving objects" in production management.
7. Setting up a thin nickel-palladium plating line for substrates to help domestic substrate customers secure orders for high-frequency communication and electric vehicle applications.
8. Integration and development of semiconductor non-visible light technology and equipment applications.
9. Special cleaning equipment for semiconductor wafers and packaging.
10. Establishing an energy-saving center at the operational headquarters to showcase waste reduction and energy-saving solutions.

The management team and all employees of the Company will continue to be enthusiastic, proactive and professional, and will continue to take responsibility for each other under the self-discipline, trust, common good and innovation to create the maximum benefits for the Company and its shareholders, while contributing to the industry and the society to continue to refine the ESG spirit.

We wish our shareholders

All the best!

Chairman:
Lin, Win-Bin

Manager:
Lin, Win-Bin

Chief Accounting Officer:
Lin, Yu-Ting

[Attachment 2] 2024 Audit Committee's Review Report

SynPower Co., Ltd.

Audit Committee's Review Report

The Board of Directors has prepared the Company's 2024 business report, parent company only financial statements, consolidated financial statements, and earnings appropriation proposal. The parent company only financial statements and consolidated financial statements have been audited by Deloitte Taiwan, to which they issued an independent auditor's report.

We have reviewed the aforementioned business report, parent company only financial statements, consolidated financial statements, and earnings appropriation proposal, and have determined that these reports and statements are in compliance with the Securities and Exchange Act and the Companies Act, and we hereby issue the report in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Companies Act, as set forth above.

Yours sincerely

For

2025 Annual General Shareholders' Meeting of SynPower Co., Ltd.

Audit Committee convener: Wu, Tsung-Chang

February 20, 2025

[Attachment 3] 2024 Financial Statements and Independent Auditors' Report

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
SynPower Co., Ltd.

Opinion

We have audited the accompanying consolidated financial statements of SynPower Co., Ltd. and its subsidiaries (the "Group"), which comprise the consolidated balance sheets as of December 31, 2024 and 2023, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the consolidated financial statements, including material accounting policy information

In our opinion, 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 then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2024. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters for the Group's consolidated financial statements for the year ended December 31, 2024 were stated as follows:

Cut-off of Sales Revenue - Sales Revenue over Specific Types of Equipment

The Group generate their primary revenue from sales of automation equipments. Among these, the delivery and installation cycles for specific types of equipment are longer than others, and the sale of a single piece of equipment carries significant value. Whether such sales revenue was recognized only after fulfilling performance obligations and correctly cut-off will have a significant impact on the consolidated financial statements. Consequently, the auditor has identified the verification of the cut-off of these equipment sales as a key audit matter.

For accounting policies and relevant disclosure information related to revenue recognition, please refer to Notes 4 and 21 of the consolidated financial statements.

The main audit procedures performed by the accountant for the above matters were as follows:

1. Understanding and testing the effectiveness of internal controls over revenue recognition design and implementation. Evaluating the appropriateness of management's adopted revenue recognition accounting policies.
2. Sampling the transaction documents for sales revenue, including sales orders, sales invoices, shipping documents and installation confirmation to verify the recognition of sales revenue was recorded upon fulfillment of obligations.
3. Reviewing post-period sales returns and allowances, as well as any anomalies in post-period receipts.

Other Matter

We have also audited the parent company only financial statements of SynPower Co., Ltd. as of and for the years ended December 31, 2024 and 2023 on which we have issued an unmodified opinion.

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, IFRS, IAS, IFRIC, and 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 auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Standards on Auditing of the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgment and maintain 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 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 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 for the year ended December 31, 2024 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 Chin-Chuan Shih and Shu-Lin Liu.

Deloitte & Touche
Taipei, Taiwan
Republic of China

February 20, 2025

Notice to Readers

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

For the convenience of readers, the independent auditors' report and the accompanying consolidated financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and consolidated financial statements shall prevail.

SYNPOWER CO., LTD. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2024 AND 2023

(In Thousands of New Taiwan Dollars)

ASSETS	2024		2023	
	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalents (Notes 4 and 6)	\$ 677,163	24	\$ 556,975	26
Financial assets at amortized cost - current (Notes 4, 8 and 29)	21,966	1	43,938	2
Notes receivable (Notes 4, 5 and 9)	2,638	-	1,576	-
Trade receivables (Notes 4, 5 and 9)	591,087	21	562,662	26
Other receivables (Notes 4, 5 and 9)	10,034	-	13,148	1
Current tax assets (Notes 4 and 23)	4,996	-	4,962	-
Inventories (Notes 4, 5 and 10)	150,887	5	163,214	8
Prepayments	130,881	5	72,266	3
Right to recover a product (Note 4)	9,483	-	6,644	-
Other current assets	594	-	658	-
Total current assets	1,599,729	56	1,476,043	66
NON-CURRENT ASSETS				
Financial assets at fair value through other comprehensive income - non-current (Notes 4 and 7)	274,257	10	143,406	7
Financial assets at amortized cost - non-current (Notes 4, 8 and 29)	2,000	-	2,000	-
Investments accounted for using the equity method (Notes 4 and 12)	73,206	2	21,221	1
Property, plant and equipment (Notes 4, 13, 28, 29 and 30)	794,370	28	473,943	22
Right-of-use assets (Notes 4 and 14)	19,542	1	21,259	1
Goodwill (Notes 4 and 15)	1,676	-	1,676	-
Other intangible assets (Notes 4 and 28)	4,386	-	6,499	-
Deferred tax assets (Notes 4 and 23)	52,680	2	34,333	2
Prepayments of land and equipment (Note 13)	9,665	-	4,195	-
Refundable deposits (Note 4)	4,607	-	5,683	-
Net defined benefit assets - non-current (Notes 4 and 19)	18,022	1	9,409	1
Total non-current assets	1,254,418	44	723,624	34
TOTAL	\$ 2,854,147	100	\$ 2,149,667	100
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term borrowings (Notes 4 and 16)	\$ 190,000	7	\$ 93,308	4
Short-term bills payable (Notes 4 and 16)	60,000	2	-	-
Contract liabilities-current (Notes 4 and 21)	60,421	2	64,350	3
Notes payable	-	-	9	-
Trade payables	438,680	15	327,649	15
Other payables (Note 17)	121,891	4	90,758	4
Current tax liabilities (Notes 4 and 23)	18,459	1	8,417	1
Lease liabilities - current (Notes 4 and 14)	9,995	-	11,098	1
Current portion of long-term borrowings (Notes 4, 16 and 29)	25,511	1	25,511	1
Refund provisions (Notes 4 and 18)	27,464	1	23,308	1
Other current liabilities	25,229	1	15,712	1
Total current liabilities	977,650	34	660,120	31
NON-CURRENT LIABILITIES				
Long-term borrowings (Notes 4, 16 and 29)	551,085	19	322,757	15
Deferred tax liabilities (Notes 4 and 23)	26,824	1	22,512	1
Lease liabilities - non-current (Notes 4 and 14)	10,413	1	10,881	-
Net defined benefit liabilities - non-current (Notes 4 and 19)	-	-	1,475	-
Other non-current liabilities	1,088	-	702	-
Total non-current liabilities	589,410	21	358,334	16
Total liabilities	1,567,060	55	1,018,454	47
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY (Notes 4 and 20)				
Ordinary shares	328,700	11	328,700	15
Capital surplus	359,848	13	359,848	17
Retained earnings	-	-	-	-
Legal reserve	60,450	2	57,437	3
Special reserve	10,089	-	10,089	-
Unappropriated earnings	272,202	10	270,935	13
Total retained earnings	342,741	12	338,461	16
Other equity	-	-	-	-
Exchange differences on translating foreign operations	(7,287)	-	(19,478)	(1)
Unrealized gain on financial assets at fair value through other comprehensive income	159,888	5	79,037	1
Total other equity	152,601	5	9,559	-
Total equity attributable to owners of the Company	1,183,890	41	1,036,568	48
NON-CONTROLLING INTERESTS (Notes 4 and 11)	103,197	4	94,645	5
Total equity	1,287,087	45	1,131,213	53
TOTAL	\$ 2,854,147	100	\$ 2,149,667	100

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

SYNPOWER CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023

(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2024		2023	
	Amount	%	Amount	%
OPERATING REVENUE (Notes 4, 18 and 21)	\$ 1,594,667	100	\$ 1,283,778	100
OPERATING COSTS (Notes 4, 10 and 22)	<u>1,230,179</u>	<u>77</u>	<u>976,849</u>	<u>76</u>
GROSS PROFIT	<u>364,488</u>	<u>23</u>	<u>306,929</u>	<u>24</u>
OPERATING EXPENSES (Notes 4, 22, 25 and 28)				
Selling and marketing expenses	157,177	10	124,210	10
General and administrative expenses	116,010	7	112,744	9
Research and development expenses	54,704	4	44,931	3
Expected credit loss (reversal gain)	<u>1,285</u>	<u>-</u>	<u>(4,495)</u>	<u>-</u>
Total operating expenses	<u>329,176</u>	<u>21</u>	<u>277,390</u>	<u>22</u>
PROFIT FROM OPERATIONS	<u>35,312</u>	<u>2</u>	<u>29,539</u>	<u>2</u>
NON-OPERATING INCOME AND EXPENSES (Notes 4, 12 and 22)				
Interest income	6,761	-	7,140	-
Other income	17,243	1	12,490	1
Other gains and losses	16,166	1	1,267	-
Finance costs	(5,976)	-	(5,435)	-
Share of loss of associates	<u>(7,907)</u>	<u>-</u>	<u>(168)</u>	<u>-</u>
Total non-operating income and expenses	<u>26,287</u>	<u>2</u>	<u>15,294</u>	<u>1</u>
PROFIT BEFORE INCOME TAX	61,599	4	44,833	3
INCOME TAX EXPENSE (Notes 4 and 23)	<u>11,121</u>	<u>1</u>	<u>12,320</u>	<u>1</u>
NET PROFIT FOR THE YEAR	<u>50,478</u>	<u>3</u>	<u>32,513</u>	<u>2</u>
OTHER COMPREHENSIVE INCOME (Notes 4, 19 and 23)				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plans	10,238	1	126	-
Unrealized gain on investments in equity instruments designated as a fair value through other comprehensive income	130,851	8	24,497	2
Income tax relating to items that will not be reclassified subsequently to profit or loss	<u>(2,048)</u>	<u>-</u>	<u>(25)</u>	<u>-</u>

(Continued)

SYNPOWER CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2024		2023	
	Amount	%	Amount	%
	<u>139,041</u>	<u>9</u>	<u>24,598</u>	<u>2</u>
Items that maybe reclassified subsequently to profit or loss:				
Exchange differences on translating foreign operations	7,687	1	(4,392)	-
Share of the other comprehensive gain (loss) in associates - exchange differences on translating foreign operations	<u>4,504</u>	<u>-</u>	<u>(457)</u>	<u>-</u>
	<u>12,191</u>	<u>1</u>	<u>(4,849)</u>	<u>-</u>
Other comprehensive gain for the year, net of income tax	<u>151,232</u>	<u>10</u>	<u>19,749</u>	<u>2</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 201,710</u>	<u>13</u>	<u>\$ 52,262</u>	<u>4</u>
NET PROFIT ATTRIBUTABLE TO:				
Owners of the Company	\$ 35,974	2	\$ 30,087	3
Non-controlling interests	<u>14,504</u>	<u>1</u>	<u>2,426</u>	<u>-</u>
	<u>\$ 50,478</u>	<u>3</u>	<u>\$ 32,513</u>	<u>3</u>
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:				
Owners of the Company	\$ 186,766	12	\$ 49,777	4
Non-controlling interests	<u>14,944</u>	<u>1</u>	<u>2,485</u>	<u>-</u>
	<u>\$ 201,710</u>	<u>13</u>	<u>\$ 52,262</u>	<u>4</u>
EARNINGS PER SHARE (Note 24)				
Basic	<u>\$ 1.09</u>		<u>\$ 0.99</u>	
Diluted	<u>\$ 1.09</u>		<u>\$ 0.98</u>	

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

(Concluded)

SYNPOWER CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2023 AND 2022
(In Thousands of New Taiwan Dollars)

	Equity Attributable to Owners of the Company									
	Retained Earnings					Other Equity				
	Ordinary Shares	Capital Surplus	Legal Reserve	Special Reserve	Unappropriated Earnings	Total	Exchange Differences on Translation of the Financial Statements of Foreign Operations	Unrealized Valuation Gain on Financial Assets at Fair Value through Other Comprehensive Income	Total	Total Equity
BALANCE AT JANUARY 1, 2023	\$ 300,280	\$ 287,556	\$ 45,402	\$ 9,746	\$ 313,240	\$ 366,388	\$ (14,629)	\$ 4,540	\$ (10,889)	\$ 1,065,695
Appropriation of 2022 earnings	-	-	-	-	(12,035)	-	-	-	-	-
Legal reserve	-	-	12,035	-	(12,035)	-	-	-	-	-
Special reserve	-	-	-	340	(340)	-	-	-	-	-
Cash dividends distributed by the Company	-	-	-	-	(60,056)	(60,056)	-	-	-	(60,056)
Net profit for the year ended December 31, 2023	-	-	-	-	30,087	30,087	-	-	-	32,513
Other comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	42	42	(4,840)	24,497	19,648	19,740
Total comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	30,129	30,129	(4,840)	24,497	19,648	52,252
Issuance of ordinary shares for cash	28,420	69,037	-	-	-	-	-	-	-	97,457
Issuance of ordinary shares under employee share options	-	3,255	-	-	-	-	-	-	-	3,255
Cash dividends distributed by subsidiaries	-	-	-	-	-	-	-	-	-	(8,400)
BALANCE AT DECEMBER 31, 2023	328,700	359,848	57,437	10,086	270,935	338,461	(19,478)	29,017	9,359	1,131,213
Appropriation of 2023 earnings	-	-	-	-	(3,013)	-	-	-	-	-
Legal reserve	-	-	3,013	-	(3,013)	-	-	-	-	(39,444)
Cash dividends distributed by the Company	-	-	-	-	(39,444)	(39,444)	-	-	-	-
Net profit for the year ended December 31, 2024	-	-	-	-	35,974	35,974	-	-	-	14,504
Other comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	7,750	7,750	12,191	130,851	140,942	151,232
Total comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	43,724	43,724	12,191	130,851	140,942	201,210
Cash dividends distributed by subsidiaries	-	-	-	-	-	-	-	-	-	(6,392)
BALANCE AT DECEMBER 31, 2024	328,700	359,848	60,450	10,086	272,202	342,281	(7,287)	139,888	152,601	1,287,087

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

SYNPOWER CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before income tax	\$ 61,599	\$ 44,833
Adjustments for:		
Depreciation expenses	31,993	28,894
Amortization expense	3,363	4,776
Expected credit loss (reversal gain)	1,285	(4,495)
Finance costs	5,976	5,435
Interest income	(6,761)	(7,140)
Dividend income	(5,673)	(10,996)
Compensation cost of employee share options	-	3,255
Share of loss of associates	7,907	168
Gain on disposal of property, plant and equipment	(81)	(2)
Gain on lease modification	(4)	(4)
Write-down of inventories	15,189	2,454
Recognized (reversed) refund provisions	3,852	(654)
Changes in operating assets and liabilities		
Notes receivable	(1,062)	(208)
Trade receivables	(32,305)	(22,429)
Other receivables	1,954	161
Inventories	(7,773)	27,503
Prepayments	(58,615)	24,202
Other current assets	64	311
Contract liabilities	(3,929)	15,597
Notes payables	(9)	-
Trade payables	111,031	(35,259)
Other payables	29,719	(39,069)
Other current liabilities	9,517	13,461
Net defined benefit liabilities	143	(7,082)
Other non-current liabilities	379	(9,303)
Cash generated from operations	167,759	34,409
Interest received	6,768	7,279
Interest paid	(5,307)	(4,844)
Income tax paid	(17,483)	(34,476)
Net cash generated from operating activities	151,737	2,368
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of financial assets at fair value through other comprehensive income	-	(4,613)
Purchase of financial assets at amortized cost	(21,191)	(66,013)
Proceeds from sale of financial assets at amortized cost	43,853	47,890
Acquisition of associates	(55,388)	-
Payments for property, plant and equipment	(320,129)	(102,700)
Proceeds from disposal of property, plant and equipment	-	30,016
Decrease (increase) in refundable deposits	1,076	(966)

(Continued)

SYNPOWER CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

	2024	2023
Payments for intangible assets	(1,250)	(2,150)
Increase in prepayments for property, plant and equipment	(15,744)	(3,922)
Dividends received from investment in financial assets at fair value through other comprehensive income	<u>6,826</u>	<u>7,362</u>
Net cash used in investing activities	<u>(361,947)</u>	<u>(95,096)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from short-term borrowings	495,692	437,308
Repayments of short-term borrowings	(399,000)	(434,000)
Proceeds from short-term bills payable	60,000	-
Proceeds from long-term borrowings	641,363	55,846
Repayments of long-term borrowings	(413,121)	(51,449)
Repayment of the principal portion of lease liabilities	(13,543)	(12,935)
Dividends paid to owners of the Company	(39,444)	(60,056)
Proceeds from issuance of ordinary shares	-	97,457
Dividends paid to non-controlling interests	<u>(6,392)</u>	<u>(8,400)</u>
Net cash generated from financing activities	<u>325,555</u>	<u>23,771</u>
EFFECTS OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH HELD IN FOREIGN CURRENCIES	<u>4,843</u>	<u>(3,624)</u>
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	120,188	(72,581)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	<u>556,975</u>	<u>629,556</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>\$ 677,163</u>	<u>\$ 556,975</u>

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

(Concluded)

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
SynPower Co., Ltd.

Opinion

We have audited the accompanying parent company only financial statements of SynPower Co., Ltd. (the "Company"), which comprise the parent company only balance sheets as of December 31, 2024 and 2023, and the parent company only statements of comprehensive income, parent company only changes in equity and parent company only cash flows for the years then ended, and the notes to the parent company only financial statements, including material accounting policy information.

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

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the parent company only financial statements for the year ended December 31, 2024. These matters were addressed in the context of our audit of the parent company only financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters for the Company's parent company only financial statements for the year ended December 31, 2024 were stated as follows:

Cut-off of Sales Revenue - Sales Revenue over Specific Types of Equipment

The Company generates its primary revenue from sales of automation equipment. Among these, the delivery and installation cycles for specific types of equipment are longer than others, and the sale of a single piece of equipment carries significant value. Whether such sales revenue were recognized only after fulfilling performance obligations and correctly cut-off will have a significant impact on the financial statements. Consequently, the auditor has identified the verification of the cut-off of these equipment sales as a key audit matter.

For accounting policies and relevant disclosure information related to revenue recognition, please refer to Notes 4 and 19 of the parent company only financial statements.

The main audit procedures performed by the accountant for the above matters were as follows:

1. Understanding and testing the effectiveness of internal controls over revenue recognition design and implementation. Evaluating the appropriateness of management's adopted revenue recognition accounting policies.
2. Sampling the transaction documents for sales revenue, including purchase orders, sales invoices, shipping documents and installation confirmation to verify the recognition of sales revenue was recorded upon fulfillment of obligations.
3. Reviewing post-period sales returns and allowances, as well as any anomalies in post-period receipts.

Responsibilities of Management and Those Charged with Governance for the Parent Company Only Financial Statements

Management is responsible for the preparation and fair presentation of the parent company only financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuer 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 maintain 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 entities or business activities within the Company to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision, and performance of the 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 for the year ended December 31, 2024 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 Chin-Chuan Shih and Shu-Lin Liu.

Deloitte & Touche
Taipei, Taiwan
Republic of China

February 20, 2025

Notice to Readers

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

For the convenience of readers, the independent auditors' report and the accompanying financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and financial statements shall prevail.

SYNPOWER CO., LTD.

PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars)

ASSETS	2024		2023	
	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalents (Notes 4 and 6)	\$ 185,635	8	\$ 154,691	10
Financial assets at amortized cost - current (Notes 4, 8 and 27)	19,671	1	41,789	3
Notes receivable (Notes 4, 5 and 9)	1,200	-	9	-
Trade receivables (Notes 4, 5 and 9)	222,326	10	266,105	17
Trade receivables from related parties (Notes 4, 5, 9 and 26)	14,402	1	24,565	2
Other receivables (Notes 4 and 9)	4,637	-	5,845	-
Other receivables from related parties (Notes 4, 9 and 26)	161	-	84	-
Current tax assets (Notes 4 and 21)	4,648	-	4,542	-
Inventories (Notes 4, 5 and 10)	59,504	3	88,206	5
Prepayments (Note 26)	103,457	5	38,655	2
Right to recover a product (Note 4)	5,204	-	5,092	-
Other current assets	207	-	114	-
Total current assets	621,052	28	629,697	39
NON-CURRENT ASSETS				
Financial assets at fair value through other comprehensive income - non-current (Notes 4 and 7)	274,257	13	143,406	9
Financial assets at amortized cost - non-current (Notes 4, 8 and 27)	2,000	-	2,000	-
Investments accounted for using the equity method (Notes 4 and 11)	540,689	25	438,653	27
Property, plant and equipment (Notes 4, 12, 26 and 27)	689,150	32	368,795	23
Right-of-use assets (Notes 4 and 13)	4,047	-	6,553	1
Other intangible assets (Notes 4 and 26)	3,548	-	4,491	-
Deferred tax assets (Notes 4 and 21)	28,946	1	17,697	1
Prepayments for equipment	9,347	1	-	-
Refundable deposits (Note 4)	2,227	-	3,425	-
Net defined benefit assets - non-current (Notes 4 and 17)	7,378	-	-	-
Total non-current assets	1,561,590	72	985,020	61
TOTAL	\$ 2,182,642	100	\$ 1,614,717	100
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term borrowings (Notes 4 and 14)	\$ 140,000	7	\$ 32,000	2
Short-term bills payable (Notes 4 and 14)	60,000	3	-	-
Contract liabilities - current (Notes 4 and 19)	39,006	2	15,413	1
Trade payables	82,142	4	106,700	7
Trade payables to related parties (Note 26)	71,526	3	46,798	3
Other payables (Note 15)	42,415	2	31,666	2
Other payables to related parties (Note 26)	63	-	141	-
Lease liabilities - current (Notes 4 and 13)	2,801	-	4,708	-
Current portion of long-term borrowings (Notes 4, 14 and 27)	19,797	1	19,797	1
Refund provisions (Notes 4 and 16)	7,189	-	6,843	1
Other current liabilities	4,629	-	2,092	-
Total current liabilities	469,568	22	266,158	17
NON-CURRENT LIABILITIES				
Long-term borrowings (Notes 4, 14 and 27)	515,441	24	297,519	18
Deferred tax liabilities (Notes 4 and 21)	9,703	-	7,569	1
Lease liabilities - non-current (Notes 4 and 13)	1,273	-	1,870	-
Net defined benefit liabilities - non-current (Notes 4 and 17)	-	-	1,475	-
Other non-current liabilities	2,767	-	3,558	-
Total non-current liabilities	529,184	24	311,991	19
Total liabilities	998,752	46	578,149	36
EQUITY (Notes 4, 18 and 23)				
Ordinary shares	328,700	15	328,700	20
Capital surplus	359,848	16	359,848	22
Retained earnings				
Legal reserve	60,450	3	57,437	3
Special reserve	10,089	-	10,089	1
Unappropriated earnings	272,202	13	270,825	17
Total retained earnings	342,741	16	338,461	21
Other equity				
Exchange differences on translating foreign operations	(7,287)	-	(19,478)	(1)
Unrealized gain on financial assets at fair value through other comprehensive income	159,888	7	28,027	2
Total other equity	152,601	7	9,559	1
Total equity	1,183,890	54	1,036,568	64
TOTAL	\$ 2,182,642	100	\$ 1,614,717	100

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

SYNPOWER CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2024		2023	
	Amount	%	Amount	%
NET OPERATING REVENUE (Notes 4, 16, 19 and 26)	\$ 506,877	100	\$ 516,776	100
OPERATING COSTS (Notes 4, 10, 20 and 26)	<u>429,924</u>	<u>85</u>	<u>391,155</u>	<u>76</u>
GROSS PROFIT	76,953	15	125,621	24
(UNREALIZED) REALIZED GAIN ON TRANSACTIONS WITH SUBSIDIARIES	<u>(2,016)</u>	<u>-</u>	<u>254</u>	<u>-</u>
REALIZED GROSS PROFIT	<u>74,937</u>	<u>15</u>	<u>125,875</u>	<u>24</u>
OPERATING EXPENSES (Notes 4, 20, 23 and 26)				
Selling and marketing expenses	57,007	11	41,007	8
General and administrative expenses	61,873	12	66,363	13
Research and development expenses	48,616	10	38,252	7
Expected credit loss (reversal gain)	<u>1,304</u>	<u>1</u>	<u>(4,333)</u>	<u>(1)</u>
Total operating expenses	<u>168,800</u>	<u>34</u>	<u>141,289</u>	<u>27</u>
LOSS FROM OPERATIONS	<u>(93,863)</u>	<u>(19)</u>	<u>(15,414)</u>	<u>(3)</u>
NON-OPERATING INCOME AND EXPENSES (Notes 4, 11, 20 and 26)				
Interest income	1,356	-	2,381	1
Other income	14,030	3	12,260	2
Other gains and losses	12,298	3	2,101	-
Finance costs	(3,036)	(1)	(2,433)	-
Share of profit in subsidiaries accounted for under the equity method	<u>94,418</u>	<u>19</u>	<u>30,183</u>	<u>6</u>
Total non-operating income and expenses	<u>119,066</u>	<u>24</u>	<u>44,492</u>	<u>9</u>
PROFIT BEFORE INCOME TAX	25,203	5	29,078	6
INCOME TAX BENEFIT (Notes 4 and 21)	<u>(10,771)</u>	<u>(2)</u>	<u>(1,009)</u>	<u>-</u>
NET PROFIT FOR THE YEAR	<u>35,974</u>	<u>7</u>	<u>30,087</u>	<u>6</u>

(Continued)

SYNPOWER CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2024		2023	
	Amount	%	Amount	%
OTHER COMPREHENSIVE INCOME (Notes 4, 17 and 21)				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plans	\$ 9,114	2	\$ (24)	-
Unrealized gain on investments in equity instruments designated as a fair value through other comprehensive income	130,851	26	24,497	5
Share of the other comprehensive gain in subsidiaries - remeasurement of defined benefit plans	458	-	61	-
Income tax relating to items that will not be reclassified subsequently to profit or loss	<u>(1,822)</u>	<u>(1)</u>	<u>5</u>	<u>-</u>
	<u>138,601</u>	<u>27</u>	<u>24,539</u>	<u>5</u>
Items that maybe reclassified subsequently to profit or loss:				
Exchange differences on translating foreign operations	<u>12,191</u>	<u>3</u>	<u>(4,849)</u>	<u>(1)</u>
Other comprehensive income for the year, net of income tax	<u>150,792</u>	<u>30</u>	<u>19,690</u>	<u>4</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 186,766</u>	<u>37</u>	<u>\$ 49,777</u>	<u>10</u>
EARNINGS PER SHARE (Note 22)				
Basic	<u>\$ 1.09</u>		<u>\$ 0.99</u>	
Diluted	<u>\$ 1.09</u>		<u>\$ 0.98</u>	

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

SYNPOWER CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023

(In Thousands of New Taiwan Dollars)

	Ordinary Shares	Capital Surplus	Retained Earnings				Foreign Operations	Other Equity		Total	Total Equity
			Legal Reserve	Special Reserve	Unappropriated Earnings	Total		Unrealized Valuation Gain on Financial Assets at Fair Value Through Other Comprehensive Income			
BALANCE AT JANUARY 1, 2023	\$ 300,280	\$ 287,556	\$ 45,402	\$ 9,746	\$ 313,240	\$ 368,388	\$ (14,629)	\$ 4,540	\$ (10,089)	\$ 946,135	
Appropriation of 2022 earnings	-	-	-	-	-	-	-	-	-	-	-
Legal reserve	-	-	12,035	-	(12,035)	-	-	-	-	-	-
Special reserve	-	-	-	343	(343)	-	-	-	-	-	-
Cash dividends distributed by the Company	-	-	-	-	(60,056)	(60,056)	-	-	-	(60,056)	
Net profit for the year ended December 31, 2023	-	-	-	-	30,087	30,087	-	-	-	30,087	
Other comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	42	42	(4,849)	24,497	19,648	19,648	
Total comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	30,129	30,129	(4,849)	24,497	19,648	49,777	
Issuance of ordinary shares for cash	28,420	69,037	-	-	-	-	-	-	-	97,457	
Issuance of ordinary shares under employee share options	-	3,255	-	-	-	-	-	-	-	3,255	
BALANCE AT DECEMBER 31, 2023	328,700	359,848	57,437	10,089	270,935	338,461	(19,478)	29,037	9,559	1,036,568	
Appropriation of 2023 earnings	-	-	-	-	-	-	-	-	-	-	-
Legal reserve	-	-	3,013	-	(3,013)	-	-	-	-	(39,444)	
Cash dividends distributed by the Company	-	-	-	-	(39,444)	(39,444)	-	-	-	-	
Net profit for the year ended December 31, 2024	-	-	-	-	35,974	35,974	-	-	-	35,974	
Other comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	7,750	7,750	12,191	130,851	143,042	150,792	
Total comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	43,724	43,724	12,191	130,851	143,042	186,766	
BALANCE AT DECEMBER 31, 2024	328,700	359,848	60,450	10,089	272,202	342,741	(7,287)	159,888	152,601	1,183,890	

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

SYNPOWER CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars)

	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before income tax	\$ 25,203	\$ 29,078
Adjustments for:		
Depreciation expenses	10,392	10,048
Amortization expense	2,193	3,533
Expected credit loss (reversed)	1,304	(4,333)
Finance costs	3,036	2,433
Interest income	(1,356)	(2,381)
Dividend income	(5,673)	(10,996)
Compensation cost of employee share options	-	3,255
Share of profit in subsidiaries accounted for under the equity method	(94,418)	(30,183)
Gain on disposal of property, plant and equipment	(791)	(471)
Gain on lease modification	(2)	(4)
Write-down of inventories	12,244	6,001
Realized (unrealized) gain on transactions with subsidiaries	2,016	(254)
Recognized (reversed) refund provisions	234	(1,839)
Changes in operating assets and liabilities		
Notes receivable	(1,191)	250
Trade receivables	42,475	(36,606)
Trade receivables from related parties	10,163	(342)
Other receivables	55	6,804
Other receivables from related parties	(77)	-
Inventories	8,185	(9,274)
Prepayments	(64,802)	(16,903)
Other current assets	(93)	169
Contract liabilities	23,593	12,140
Trade payables	(24,558)	(3,059)
Trade payables to related parties	24,728	(15,633)
Other payables	9,407	(17,053)
Other payables to related parties	(78)	(12,252)
Other current liabilities	2,537	1,748
Net defined benefit (assets) liabilities	260	(6,560)
Cash used in operations	(15,014)	(92,684)
Interest received	1,356	2,381
Interest paid	(2,869)	(2,373)
Income tax paid	(272)	(15,918)
Net cash used in operating activities	(16,799)	(108,594)
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of financial assets at fair value through other comprehensive income	-	(4,613)
Purchase of financial assets at amortized cost	(19,118)	(63,812)
Proceeds from financial assets at amortized cost	41,236	45,826
Acquisition of equity investment accounted for using equity method	(2,438)	-

(Continued)

SYNPOWER CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

	2024	2023
Payments for property, plant and equipment	(316,869)	(87,882)
Proceeds from disposal of property, plant and equipment	-	33,513
Decrease (increase) in refundable deposits	1,198	(106)
Decrease in other receivables from related parties	-	47,632
Payments for intangible assets	(1,250)	(1,495)
Increase in prepayments for equipment	(9,397)	-
Dividends received from subsidiaries	6,653	8,743
Dividends received from investment in financial assets at fair value through other comprehensive income	<u>6,826</u>	<u>7,362</u>
Net cash used in investing activities	<u>(293,159)</u>	<u>(14,832)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from short-term borrowings	360,000	319,000
Repayments of short-term borrowings	(252,000)	(377,000)
Proceeds of short-term bills payable	60,000	-
Proceeds from long-term borrowings	585,243	55,846
Repayments of long-term borrowings	(367,321)	(21,997)
Repayment of the principal portion of lease liabilities	(5,576)	(5,232)
Dividends paid to owners of the Company	(39,444)	(60,056)
Proceeds from issuance of ordinary shares	<u>-</u>	<u>97,457</u>
Net cash generated from financing activities	<u>340,902</u>	<u>8,018</u>
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	30,944	(115,408)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	<u>154,691</u>	<u>270,099</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>\$ 185,635</u>	<u>\$ 154,691</u>

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

[Attachment 4] 2024 Earnings Distribution Table

SynPower Co., Ltd.
EARNINGS DISTRIBUTION TABLE
Year 2024

(Unit: NTD \$)

Items	Total
Beginning retained earnings	228,479,078
Add (Less):	
Net profit after tax	35,973,919
The change in the remeasurement amount of the defined benefit plan for the current period.	7,749,893
10% legal reserve	(4,372,381)
Distributable net profit	267,830,509
Distributable items:	
Cash dividend to shareholders (NT\$1.2 per share)	(39,444,000)
Unappropriated retained earnings	228,386,509

Chairman:	Manager:	Chief Accounting Officer:
Lin, Win-Bin	Lin, Win-Bin	Lin, Yu-Ting

[Attachment 5] The comparison table of the provisions before and after the amendment of the Articles of Incorporation

Provisions after the correction		Provisions before the correction	Description
Article 2 The Company's scope of business is as follows:		Article 2 The Company's scope of business is as follows:	Amendment in accordance with operational needs.
CB01010	Machinery and Equipment Manufacturing	CB01010	
CC01030	Electric Appliance and Audiovisual Electric Products Manufacturing	CC01030	
CC01040	Lighting Equipment Manufacturing	CC01040	
CC01070	Telecommunication Equipment and Apparatus Manufacturing	CC01070	
CC01120	Data Storage Media Manufacturing and Duplicating	CC01120	
CE01010	General Instrument Manufacturing	CE01010	
CE01030	Optical Instruments Manufacturing	CE01030	
E603050	Automatic Control Equipment Engineering	E603050	
E604010	Machinery Installation	E604010	
F113010	Wholesale of Machinery	F113010	
F113030	Wholesale of Precision Instruments	F113030	

Provisions after the correction		Provisions before the correction		Description
F113050	Wholesale of Computers and Clerical Machinery Equipment	F113050	Wholesale of Computers and Clerical Machinery Equipment	
F118010	Wholesale of Computer Software	F118010	Wholesale of Computer Software	
F401010	International Trade	F401010	International Trade	
I301010	Information Software Services	I301010	Information Software Services	
I301020	Data Processing Services	I301020	Data Processing Services	
I301030	Electronic Information Supply Services	I301030	Electronic Information Supply Services	
I501010	Product Designing	I501010	Product Designing	
CF01011	Medical Devices Manufacturing	CF01011	Medical Devices Manufacturing	
F208031	Retail Sale of Medical Apparatus	F208031	Retail Sale of Medical Apparatus	
F108031	Wholesale of Medical Devices	F108031	Wholesale of Medical Devices	
<u>IG03010</u>	<u>Energy Technical Services</u>	ZZ99999	All business activities that are not prohibited or restricted by law, except those that are subject to special approval.	
ZZ99999	All business activities that are not prohibited or restricted by law, except those that are subject to special approval.			

Provisions after the correction	Provisions before the correction	Description
<p>Article 27</p> <p>When the Company generates a profit for the year, it shall allocate at least 3% of the profit for employees' compensation, <u>(of which no less than 50% shall be distributed to non-executive employees</u>, which shall be paid in the form of stock or cash by resolution of the Board of Directors; and the Company may set aside at least 5% of the above profit for remuneration to the directors, which shall be resolved by the Board of Directors. The proposal for distribution of employees' remuneration and directors' remuneration should be reported to the shareholders' meeting. In case of accumulated losses, profits should be used to offset the losses before distributing the aforesaid percentage as employees' remuneration and directors' remuneration. The Company may distribute employee compensation in the form of shares or cash. Qualification requirements of employees, including the employees of parent or subsidiaries of the Company meeting certain specific requirements. The Company may, by a resolution adopted by a majority vote at a meeting of</p>	<p>Article 27</p> <p>When the Company generates a profit for the year, it shall allocate aside at least 3% of the profit for employees' compensation, which shall be paid in the form of stock or cash by resolution of the Board of Directors; and the Company may set aside at least 5% of the above profit for remuneration to the directors, which shall be resolved by the Board of Directors. The proposal for distribution of employees' remuneration and directors' remuneration should be reported to the shareholders' meeting. In case of accumulated losses, profits should be used to offset the losses before distributing the aforesaid percentage as employees' remuneration and directors' remuneration. The Company may distribute employee compensation in the form of shares or cash. Qualification requirements of employees, including the employees of parent or subsidiaries of the Company meeting certain specific requirements. The Company may, by a resolution adopted by a majority vote at a meeting of board of directors attended by two-thirds of the total number of</p>	<p>Amendment in accordance with the Financial Supervisory Commission's Order No. 1130385442 issued on November 8, 2024.</p>

Provisions after the correction	Provisions before the correction	Description
board of directors attended by two-thirds of the total number of directors, have the profit distributable as employees' compensation; and in addition thereto a report of such distribution shall be submitted to the shareholders' meeting. The treasury shares bought by the Company in accordance with the Company Act shall be transferred to the employees of parent or subsidiaries of the company meeting certain specific requirements. When the Company issues new shares, the employees who qualified to purchase the shares include the employees of parent or subsidiaries of the company meeting certain specific requirements. The Company's employee stock warrants shall be issued to employees of the parent or subsidiaries of the Company meeting certain specific requirements. The Company's new restricted employee shares shall be issued to employees of the parent or subsidiaries of the Company meeting certain specific requirements. The Board of Directors is authorized to determine such certain specific requirement.	directors, have the profit distributable as employees' compensation; and in addition thereto a report of such distribution shall be submitted to the shareholders' meeting. The treasury shares bought by the Company in accordance with the Company Act shall be transferred to the employees of parent or subsidiaries of the company meeting certain specific requirements. When the Company issues new shares, the employees who qualified to purchase the shares include the employees of parent or subsidiaries of the company meeting certain specific requirements. The Company's employee stock warrants shall be issued to employees of the parent or subsidiaries of the Company meeting certain specific requirements. The Company's new restricted employee shares shall be issued to employees of the parent or subsidiaries of the Company meeting certain specific requirements. The Board of Directors is authorized to determine such certain specific requirement.	

Provisions after the correction	Provisions before the correction	Description
<p>Article 30</p> <p>These Articles of Incorporation were enacted on April 15, 2002.</p> <p>The 1st amendment was made on February 24, 2003.</p> <p>The 2nd amendment was made on April 20, 2007.</p> <p>The 3rd amendment was made on August 29, 2007.</p> <p>The 4th amendment was made on June 23, 2014.</p> <p>The 5th amendment was made on June 16, 2015.</p> <p>The 6th amendment was made on June 3, 2016.</p> <p>The 7th amendment was made on December 28, 2017.</p> <p>The 8th amendment was made on June 24, 2019.</p> <p>The 9th amendment was made on May 13, 2021.</p> <p>The 10th amendment was made on June 10, 2022.</p> <p><u>The 11th amendment was made on May 7, 2025.</u></p>	<p>Article 30</p> <p>These Articles of Incorporation were enacted on April 15, 2002.</p> <p>The 1st amendment was made on February 24, 2003.</p> <p>The 2nd amendment was made on April 20, 2007.</p> <p>The 3rd amendment was made on August 29, 2007.</p> <p>The 4th amendment was made on June 23, 2014.</p> <p>The 5th amendment was made on June 16, 2015.</p> <p>The 6th amendment was made on June 3, 2016.</p> <p>The 7th amendment was made on December 28, 2017.</p> <p>The 8th amendment was made on June 24, 2019.</p> <p>The 9th amendment was made on May 13, 2021.</p> <p>The 10th amendment was made on June 10, 2022.</p>	<p>Added amendment date.</p>