



Stock Code:  
1587

# 吉茂精密股份有限公司

Cryomax Cooling System Corp.

## 2026 Annual General Meeting of Shareholders

### Meeting Handbook

**Convening method: Physical meeting**

**June 4, 2026**

**Location: Conference Room, 2F, No. 3, Gongqu 6th Road, Houliao Village, Fangyuan Township, Changhua County**

----- Disclaimer -----

THIS IS A TRANSLATION OF THE AGENDA FOR THE 2026 ANNUAL GENERAL MEETING (“THE AGENDA”) OF CRYOMAX COOLING SYSTEM CORP.(“THE COMPANY ””). THE TRANSLATION IS INTENDED FOR REFERENCE ONLY AND NO OTHER PURPOSE . THE COMPANY HEREBY DISCLAIMS ANY AND ALL LIABILITIES WHATSOEVER FOR THE TRANSLATION. THE CHINESE TEXT OF THE AGENDA SHALL GOVERN ANY AND ALL MATTERS RELATED TO THE INTERPRETATION OF THE SUBJECT MATTER STATED HEREIN.

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**Cryomax Cooling System Corp.**  
**Agenda for the 2026 Annual General Meeting of**  
**Shareholders**

1. Announcing the opening of the meeting
  
2. The chair in position
  
3. Speech by the chair
  
4. Itemd for reporting
  
5. Items for recognition
  
6. Items for discussion
  
7. Extempore motion
  
8. Meeting adjourned

# **C r y o m a x C o o l i n g S y s t e m C o r p .**

## **Agenda of the 2026 Annual General Meeting of Shareholders**

Convening method: Physical meeting

Time: 10:00 am, June 4 (Thur.), 2026

Location: Conference Room, 2F, No. 3, Gongqu 6th Road, Houliao Village, Fangyuan Township, Changhua County

1. Announcing the opening of the meeting (reporting the number of attending shares)
2. The chair in position
3. Speech by the chair
4. Items for reporting:
  - (1) 2025 annual business report.
  - (2) Audit report of the Audit Committee for 2025.
  - (3) Report on the distribution of surplus earnings for 2025.
  - (4) Report on the distribution of employees and directors remuneration of 2025.
5. Items for recognition:
  - (1) 2025 business report and financial statements.
  - (2) Proposal on distribution of surplus earnings of 2025.
6. Items for discussion:
  - (1) Discussion to approve the lifting of non competition restrictions for directors.
  - (2) The Company intends to conduct a private placement of common shares.

7. Extempore motion

8. Meeting adjourned

### **Items for Reporting**

Proposal 1 (submitted by board of directors)

Reason: Submit the 2025 business report for verification.

Description: 1. For the Company's 2025 annual business report, please refer to pages 13-20 of this Manual.

2. To be reported by Chairman LIU, YEN-TI.

Proposal 2 (submitted by board of directors)

Reason: Submit the Audit report of the Audit Committee for 2025 for verification.

Description: Please refer to page 21 of this Manual for the 2025 Audit Report of Audit Committee.

Proposal 3 (submitted by board of directors)

Reason: Submit the report on the distribution of surplus earnings of 2025 for verification.

Description: According to the Articles of Incorporation of the Company, the board of directors is authorized to reach a resolution to distribute the surplus earnings in cash after the end of each half of the fiscal year. The Company's board of directors has reached a resolution to distribute cash dividends for each half of the fiscal year of 2025. The amount and distribution date are as follows:

| 2025<br>(Note) | Approval Date<br>(MM/DD/YYYY) | Distribution Date<br>(MM/DD/YYYY) | Cash Dividends per<br>Share<br>(NT\$) | Total Cash<br>Dividends<br>(NT\$) |
|----------------|-------------------------------|-----------------------------------|---------------------------------------|-----------------------------------|
| H1             | August 11, 2025               | N/A                               | N/A                                   | 0                                 |
| H2             | March 10, 2026                | N/A                               | N/A                                   | 0                                 |
| Total          |                               |                                   | N/A                                   | 0                                 |

Note: For the surplus earnings of the Company for the first half of 2025 and the second half of 2025, in order to preserve the Company's working capital, was resolved by the board of directors not to be distributed.

Proposal 4 (submitted by board of directors)

Reason: Submit the report on the distribution of employees and directors remuneration of 2025 for verification.

Description: 1. Prepared based on Article 26 of the Articles of Incorporation.

2. The Company's net income of 2025 was NT\$33,096,658 before deducting the distribution of employees and directors remuneration (both NT\$985,089), no difference from the estimated employees remuneration of NT\$985,089 and directors remuneration of NT\$985,089.

## Items for recognition

Proposal 1 (submitted by board of directors)

Reason: Submit the business report and financial statements of 2025 for recognition.

Description: 1. The Company's 2025 financial statements (including balance sheet, comprehensive income statements, statements of changes in equity, and cash flow statements) have been audited by CPAs LAI, CHIH WEI and WANG, YU-CHUAN from PwC Taiwan.

2. Please refer to pages 13-20 and pages 22-47 of this Manual for the business report, CPA verification report and financial statements.

Resolution:

Proposal 2 (submitted by board of directors)

Reason: Submit the proposal of distribution of surplus earnings of 2025 for recognition.

Description: 1. The Company's undistributed surplus earnings at the beginning of 2025 was NT\$31,925,907. The adjustment of retained earnings in 2025 was NT\$1,261,058. The adjusted undistributed surplus earnings were NT\$33,186,965. Net income of 2025 was NT\$29,911,467. According to the Company's Articles of Incorporation, 10% of the legal reserve of NT\$3,117,253 shall be allocated, and the special reserve reversed was NT\$22,301,437. The distributable surplus earnings were NT\$82,282,616. In order to preserve the company's operating capital, it is hereby proposed that no dividends be distributed to shareholders for this period.

2. Please refer to page 48 of this Manual for the surplus earnings distribution of 2025.

Resolution:

## **Items for discussion**

Proposal 1 (submitted by board of directors)

Reason: Discussion on the proposal for the removal of non-compete restrictions on appointed directors.

Description: 1. According to Article 209 of the Company Act, a director shall explain to the shareholders' meeting the essential contents of any act within the scope of the company's business for himself or on behalf of another person, and secure its approval.

2. The directors elected at the 2025 general shareholders' meeting of the Company shall lift the ban on competition for themselves or on behalf of another person, in order to serve as directors in a company whose business scope is the same or similar to the Company's business, without damaging the Company's interests. Therefore, it is proposed to lift the ban on competition:

| Company Title | Name  | The names of the businesses and the positions held by the directors to be exempted from non-competition restrictions will be specified |                 |
|---------------|---|--|-----------------|
| Director      | Siyuan Investment Co., Ltd.<br>Representative:<br>LIU, YEN-TI | KING SHING INDUSTRIAL CO., LTD.  | Director        |
| Director      | DENSO CORPORATION<br>Representative:<br>HUANG, CHIANG LUNG    | DENSO TAIWAN CORP.   | General Manager |
| Director      | LIU, CHIEH-YU   | CRYOMAX MEXICO S.A. de C.V.  | President       |

Resolution:

Proposal 2

(submitted by board of directors)

Reason: The Company intends to conduct a private placement of common shares.

Description: 1. Private placement limit :

To replenish working capital and introduce strategic investors, the Company proposes to request the regular shareholders' meeting to authorize the Board of Directors, at an appropriate time and in light of then prevailing financial market conditions, to conduct a private placement of common shares within a limit of 8,000,000 shares, with a par value of NT\$10 per share.

2. In accordance with Article 43-6 of the Securities and Exchange Act, the matters to be explained for a private placement are as follows :

(1) Basis for and reasonableness of the determination of the private placement price :

A. The reference price for this private placement of common shares shall be the higher of the prices calculated based on the following two benchmarks :

(A) The simple arithmetic average of the closing prices of the common shares for either one, three, or five business days before the pricing date, after deduction of ex-rights for stock dividends and ex-dividend effects, and with the stock price adjusted back for capital reduction.

(B) The simple arithmetic average of the closing prices of the common shares for the thirty business days before the pricing date, after deduction of ex-rights for stock dividends and ex-dividend effects, and with the stock price adjusted back for capital reduction.

B. The actual issue price for this private placement of common shares shall be determined at not less than 80% of the reference price and not

lower than the par value of NT\$10.

C. The actual issue price for this private placement of common shares is proposed to be submitted to the regular shareholders' meeting for authorization of the Board of Directors to determine, in accordance with applicable laws and regulations and at not less than the pricing basis and percentage range resolved by the regular shareholders' meeting, in light of then prevailing market conditions and relevant laws and regulations of the competent authority. The actual pricing date is authorized to be determined by the Board of Directors in light of subsequent negotiations with specific persons.

D. The basis for determining the issue price of this private placement of common shares complies with the Regulations Governing Private Placement of Securities by Public Companies and therefore should be deemed reasonable.

(2) Method of selection of specific persons and purpose :

A. Method of selection :

The private placement shall be conducted with the persons specified under Article 43-6 of the Securities and Exchange Act and the Financial Supervisory Commission Letter No. (91) Tai-Cai-Zheng-I-0910003455 dated June 13, 2002. At present, the proposed offerees will be selected with priority given to strategic investors that can strengthen the technology, business, or key components required for the Company's operations, and the Board of Directors is authorized to review the relevant qualification documents.

B. Purpose of selection of private placement offerees and relevant explanation :

(A) For the purpose of responding to future development and long-

term operational planning, it is indeed necessary for the Company to introduce strategic investors through this private placement.

(B) Through the introduction of strategic investors and their capital, in addition to strengthening the Company's financial structure to respond to future development, the Company may also, with the assistance of strategic investors, enhance its customer structure, product portfolio, and competitiveness, which should make a considerable contribution to improving the Company's future profitability.

(C) There are currently no offerees that have been identified.

(3) Necessity of conducting the private placement and expected benefits :

A. Reasons for not adopting a public offering: considering that actual fundraising market conditions are not easy to grasp, and in order to ensure the feasibility, timeliness, and convenience of the capital increase, strategic investors are introduced to participate in the subscription. It is therefore proposed to request the regular shareholders' meeting to authorize the Board of Directors to issue common shares through private placement.

B. Purpose of the funds from this private placement and expected benefits: the funds from this private placement will be used to replenish working capital and introduce strategic investors, and are expected to strengthen the Company's financial structure and increase and reserve flexibility in the utilization of funds. It is expected to reduce the Company's financial operating risk, and through the strategic investment of the subscribing strategic investors, increase the Company's competitive advantages, thereby responding to industry

changes and strengthening the Company’s operating fundamentals and competitiveness, which will provide positive and substantive benefits to shareholders’ equity.

C. If it is necessary for this private placement of shares to be conducted in installments due to actual fundraising needs, it is proposed to request the shareholders’ meeting to authorize the Board of Directors to conduct it in one to two tranches within one year from the date of the shareholders’ meeting resolution on this private placement, and to make a public announcement and filing within fifteen days after completion of payment.

| Expected Number of Tranches | Expected Use of Funds from Private Placement | Expected Benefits  |
|-----------------------------|--|--|
| One tranche                 | Replenishment of working capital             | It is expected to improve working capital, improve the financial structure, and reduce operating pressure, which will contribute to the stable growth of the Company’s operations and provide positive benefits to shareholders’ equity. |
| Two tranches                |  |  |

3. Rights and obligations of the privately placed securities :

Except that transfer of the common shares privately placed this time shall be handled in accordance with Article 43-8 of the Securities and Exchange Act within three years after the delivery date, the rights and obligations thereof shall be the same as those of the Company’s issued common shares. For the common shares privately placed this time, it is proposed to authorize the Board of Directors, after the expiration of three years from delivery, to apply to the competent authority

for supplementary public issuance and listing for trading in accordance with the Securities and Exchange Act and relevant regulations.

4. For the number of shares to be issued, issue price, issue terms, plan items, and other matters not fully specified with respect to this private placement of common shares, it is proposed to request the shareholders' meeting to authorize the Board of Directors to determine the same in light of market conditions and the Company's operational needs. If future amendments are required due to regulations of the competent authority or the impact of objective circumstances, the Board of Directors is also authorized to handle the same in accordance with relevant regulations.
5. With respect to this private placement of common shares, it is proposed to request the shareholders' meeting to authorize the Chairman of the Company or his designated agent to fully handle and represent the Company in signing all contracts and documents relating to this private placement, and to handle all matters required for this private placement on behalf of the Company.
6. It is requested that the shareholders' meeting authorize the Board of Directors to conduct the private placement once or in two tranches within one year from the date of approval by the shareholders' meeting. If the private placement cannot be

completed within one year, it is requested that the shareholders' meeting authorize the Board of Directors to convene a Board meeting before the expiration of the period to discuss discontinuing the private placement, and to disclose the information on the Market Observation Post System in accordance with the requirements applicable to material information.

Resolution:

**Extempore motion**

**Meeting adjourned**

# Cryomax Cooling System Corp.

## 2025 Business Report

Dear Shareholders,

First of all, we would like to welcome you to attend this year's shareholders' meeting despite your busy schedules. On behalf of the Company, we would like to express our highest gratitude to all shareholders for the support. The following is the report on the Company's 2025 business operating results and future prospects.

### 1. 2025 Business Report

#### (1) Business results

Unit: NT\$1,000

| Profit and Loss<br>(Individual Financial<br>Statements) | 2025      | 2024      | Increase/<br>Decrease | Change (%) |
|---|-----------|-----------|-----------------------|------------|
| Net operating income                                    | 1,710,558 | 1,599,497 | 111,061               | 6.94       |
| Operating cost  | 1,553,852 | 1,455,274 | 98,578                | 6.77       |
| Unrealized sales loss<br>(benefits)                     | 3,032     | 1,455     | 1,577                 | 108.38     |
| Net operating gross<br>profits                          | 159,738   | 145,678   | 14,060                | 9.65       |
| Operating expenses                                      | 123,944   | 171,797   | (47,853)              | (27.85)    |
| Operating benefits (loss)                               | 35,794    | (26,119)  | 61,913                | (237.04)   |
| Non-operating income<br>and expenses                    | (4,667)   | (14,663)  | 9,996                 | (68.17)    |
| Pre-tax Net profit (loss)                               | 31,127    | (40,782)  | 71,909                | (176.33)   |
| Income tax (expense)<br>profit                          | (1,215)   | 6,980     | (8,195)               | (117.41)   |
| Net profit (loss) for the<br>period                     | 29,912    | (33,802)  | 63,714                | (188.49)   |

Unit: NT\$1,000

| Profit and Loss<br>(Consolidated Financial<br>Statements) | 2025      | 2024      | Increase/<br>Decrease | Change (%) |
|---|-----------|-----------|-----------------------|------------|
| Net operating income                                      | 2,651,919 | 2,154,167 | 497,752               | 23.11      |
| Operating cost  | 2,146,632 | 1,702,330 | 444,302               | 26.10      |
| Net operating gross<br>profits                            | 505,287   | 451,837   | 53,450                | 11.83      |
| Operating expenses  | 439,718   | 483,282   | (43,564)              | (9.01)     |
| Operating benefits (loss)                                 | 65,569    | (31,445)  | 97,014                | (308.52)   |
| Non-operating income<br>and expenses                      | (16,955)  | (9,592)   | (7,363)               | 76.76      |
| Pre-tax Net profit (loss)                                 | 48,614    | (41,037)  | 89,651                | (218.46)   |
| Income tax (expense)<br>profit                            | (18,702)  | 7,235     | (25,937)              | (358.49)   |
| Net profit (loss) for the<br>period                       | 29,912    | (33,802)  | 63,714                | (188.49)   |

(2) Budget implementation

The Company has not prepared a public financial forecast of 2025, so it is not applicable.

(3) Income and expense

Unit: NT\$1,000

| Items (Individual Financial<br>Statements)               | 2025     | 2024     | Amount of<br>Change |
|--|----------|----------|---------------------|
| Net cash inflow (outflow) from<br>operating activities   | 1,831    | (51,683) | 53,514              |
| Net cash (outflows) inflows<br>from investing activities | (91,608) | (32,173) | (59,435)            |
| Net cash inflow (outflow) from<br>financing activities   | 141,522  | 53,493   | 88,029              |

Unit: NT\$1,000

| Items (Consolidated Financial Statements)             | 2025     | 2024      | Amount of Change |
|---|----------|-----------|------------------|
| Net cash inflow (outflow) from operating activities   | 17,675   | (35,723)  | 53,398           |
| Net cash (outflows) inflows from investing activities | (84,645) | (114,271) | 29,626           |
| Net cash inflow (outflow) from financing activities   | 98,096   | 11,417    | 86,679           |

(4) Profitability Analysis

| Year  |                       | 2025 | 2024   |
|---|-----------------------|------|--------|
| Analytical Items<br>(Individual Financial Statements) |                       |      |        |
| Return on Assets (%)                                  |                       | 1.74 | (0.30) |
| Return on Shareholders' Equity (%)                    |                       | 1.91 | (2.30) |
| Ratio of paid-in capital (%)                          | Operating Income      | 4.47 | (3.26) |
|   | Earnings before Taxes | 3.89 | (5.09) |
| Net Profit Margin (%)                                 |                       | 1.75 | (2.11) |
| EPS (NT\$)  |                       | 0.37 | (0.47) |

| Year  |                       | 2025 | 2024   |
|---|-----------------------|------|--------|
| Analytical Items<br>(Consolidated Financial Statements) |                       |      |        |
| Return on Assets (%)                                    |                       | 1.69 | (0.12) |
| Return on Shareholders' Equity (%)                      |                       | 1.91 | (2.30) |
| Ratio of paid-in capital (%)                            | Operating Income      | 8.19 | (3.93) |
|   | Earnings before Taxes | 6.07 | (5.12) |
| Net Profit Margin (%)                                   |                       | 1.12 | (1.56) |
| EPS (NT\$)  |                       | 0.37 | (0.47) |

(5) R&D Progress

Due to the trend of environmental protection and the rise of electric vehicles, automobile manufacturers have successively developed low-carbon emission internal combustion engines, changed the fuel supply system, and reduced the delay time of idle speed or increased the turbine, etc. These designs are different from the past. The demand for radiator is large and more precise. How to effectively meet the radiator requirements of vehicles and effectively save production costs, and meet the requirements of various radiator systems for vehicles in harsh environments. The Company and the subsidiaries are committed to the R&D and production of automotive radiator systems, and we hereby list the important R&D achievements in 2025:

| Year | Specific research and development achievements  |
|------|---|
| 2025 | 1.Successfully developed a cloud server liquid cooling system, applicable to server cooling tanks.<br>2.Successfully developed an electric vehicle battery radiator, suitable for multiple EV models. |

(6) Future research projects and estimated investment costs

1. R&D achievements and future R&D direction

The Company's major products are radiator water tanks for vehicles. In the future, the product lines will expand the development of radiator systems and air conditioning system components for vehicles, and we will continue to develop and improve the radiator water tanks.

(1) External oil-cooled tube

External oil radiator and external transmission fluid radiator are suitable for refitting and sales service markets, and can meet various customization needs. In response to hotter climate, using external oil-cooled tubes can provide higher transmission efficiency, avoid high-temperature oil film deterioration and loss of protection, and extend the service life of engine cylinders and gearboxes.

(2) High-performance radiator water tank

By adopting the basis of DENSO water tanks, we develop a lightweight and miniaturized water tank, which is suitable for global vehicle radiator water tanks. We study the radiator units to adjust the material characteristics, and by combining with the advantages of self-made water pipes, we are expecting to increase the space for heat dissipation by 30%, and the efficiency by 10% compared with conventional water tanks. Such specifications can realize lightweight and miniaturization, and increase the degree of freedom of the engine room.

(3) Air conditioning system for vehicles - Condenser

The development of vehicle air conditioning system condensers can be integrated with water tanks and fans to develop modules to improve development efficiency and precision.

(4) Heat exchanger for vehicles - Multifunctional water tanks

Based on the development of various types of electric vehicles, new concepts for radiator modules have also emerged, and the multifunctional water tank for hybrid vehicles that combines engine radiators, inverter radiators, and power motors has emerged as the times require. Compared with independent inverter radiators, the multifunctional water tank can save vehicle space, features a simple structure and saves assembly man-hours, and is able to improve efficiency in production lines.

(5) Electric vehicle battery radiator- Water-cooled plate water tank

Based on the existing process equipment, we utilize software for preliminary calculation to develop and verify the reliability of the cooler that meets the environmental requirements.

(6) Electronic cloud server heat exchange - Water-cooled water tanks or condenser radiators

To meet the needs of electronics factories, we introduce existing process capabilities and develop radiator conditions that satisfy customer needs.

## 2. R&D Projects

The technology research and development of Taiwan integrates Jiwang Mold Factory and Nanjing Factory, and adopts the simultaneous development strategy of technology R&D and patent analysis layout. By the analysis of patents and market-related information before research and development, the correlation between research and development topics and potential markets is improved, and the information analysis is adopted to interpret the informatization and automation of the R&D design process for improving R&D efficiency. DENSO technology is able to improve and develop high-performance radiator water tanks, oil-electric hybrid multi-functional radiator water tanks, and the long-term expansion and development of vehicle component layout and radiator system integration research and development, and the estimated investment in research and development in the next year will account for about 2% to 4% of revenue.

| Items                                  | R&D Projects   |
|--|--|
| Radiator Water Tank                    | Develop lightweight, miniaturized, high-performance cooling water tanks, and multi-functional radiator water tanks for hybrid vehicles |
| Transmission oil-cooled system         | Developed external ATF transmission oil radiator   |
| Air-conditioning cooling system        | Develop condenser products   |
| EV cooling system                      | Develop battery radiator products  |
| Electronic cloud server cooling system | Develop customized water-cooled or condenser products  |

## 2. 2026 Business Plan

### (1) Business Policy

1. Continue increasing the output of the Mexico plant to meet customer demand.
2. In response to volatility in U.S. tariff policies, flexibly allocate production capacity among plants to supply customers and expand revenue.

3. Optimize equipment and improve processes to reduce costs and maintain competitiveness.
4. In line with customer demand, continue developing electronic thermal products to increase revenue from non-automotive products.

(2) Expected sales volume and basis

1. Estimated sales volume: The Company has not issued the public financial forecasts.

Our estimated sales volume is based on the market overview forecast and the assessment of customer potential in 2025. It is expected that the achievement of sales volume target for 2026 will be optimistic.

2. Basis: Based on the Company's expected goals while considering changes in the overall industry, the prediction is carried out for market demand and external economic prosperity.

(3) Important production and sales policies

1. Optimize equipment and improve processes to reduce costs and create profits.
  2. Increase the output of the Mexico plant to expand revenue scale and market share.
  3. Emphasize product quality management and provide customers with the best service.
3. Company's future development strategies and impact from external competitive environment, regulatory environment and overall economic environment

The Company continues to focus on development in its core heat dissipation business. For the production and sale of automotive radiators and their parts, it satisfies customer product demand through highly efficient output and sound quality. Over the past year, as customer inventory adjustments came to an end and orders recovered steadily, together with successive shipments of electronic thermal products beginning in the fourth quarter, revenue increased by 23% over the same period. In terms of profitability, the Company moved beyond the impact of the compensation incident arising from renovation in the prior year, and earnings per share for the full year 2025 amounted to NT\$0.37.

Looking ahead to 2026, externally, uncertainties such as U.S. tariff policies and the Middle East war will have an impact. Relying on its three production bases in Taiwan, Nanjing, and Mexico, the Company will flexibly allocate the products manufactured by each plant to meet customer demand. This year's development focus will be on optimization and improvement of equipment and processes, implementation of cost reductions, and enhancement of competitiveness; increasing the output of the Mexico plant to supply customers promptly and leveraging the advantages of tariffs, shorter lead times, and lower transportation costs to secure customer orders and expand market share. In terms of compliance with the regulatory environment, the Company strictly complies with the requirements of local laws and regulations applicable to investment and continuously monitors implementation controls in response to legal changes. Through the professional division of labor of the Company's management team and a sound and effective internal control system, the Company ensures compliance with government laws and regulations.

Last but not least, we would like to thank all the shareholders for taking time from your busy schedules to attend this shareholders meeting. Please continue to give us support and advice to the Company's management team. On behalf of all the colleagues in the Company, we would like to express our sincere gratitude and wish you all a healthy and prosperous life.

Cryomax Cooling System Corp.

Chairman: LIU, YEN-TI

## Audit Report of the Audit Committee

The board of directors has prepared the Company's 2025 annual business report, financial statements, and surplus earnings distribution proposal. Among them, the financial statements have been audited by CPAs LAI,CHIH WEI and WANG,YU-CHUAN from PwC Taiwan appointed by the board of directors, and an Audit Report is hereby issued.

The above-mentioned business report, financial statements, and surplus earnings distribution proposal have been reviewed by the Committee, and it is confirmed that there is no discrepancy. Hence, the Committee hereby issues the Audit Report in accordance with the provisions of Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act.

To:

Cryomax Cooling System Corp. 2026 Annual General Shareholders' Meeting

Chair of Audit Committee: Chang,Kuo-Hua

March 10, 2026

Independent Auditors' Report

(115)Cai-Shen-Bao-Zi No.25004963

To Cryomax Cooling System Corp.:

**Audit opinion**

We have audited the parent company only balance sheet of Cryomax Cooling System Corp. as of December 31, 2025 and 2024, and the parent company only statement of comprehensive income, parent company only statement of changes in equity, and parent company only statement of cash flow for the period from January 1 to December 31, 2025 and 2024, and the notes to the parent company only financial statements (including the summary of significant accounting policies).

In our opinion, based on our audit and the audit reports of other auditors (refer to the Other Matters section), the accompanying parent company only financial statements present fairly, in all material respects, the financial position of Cryomax Cooling System Corp. as of December 31, 2025 and 2024, and its financial performance and cash flows for the years then ended, in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

**Basis of audit opinion**

We conducted our audit in accordance with the Regulations Governing Auditing and Attestation of Financial statements by Certified Public Accountants and auditing standards in the Republic of China. Our responsibilities under such standards are further described in the "CPA's responsibility for the audit of the parent company only financial statements" section in this report. The personnel of the CPA Firm subject to the independence requirement have acted independently from the business operations of Cryomax Cooling System Corp. in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China and with other responsibilities of the Norm of Professional Ethics for Certified Public Accountant of the Republic of China performed. Based on the results of the audit and the reports of other CPAs, 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 refer to, based on our professional judgment, the most important matters for auditing Cryomax Cooling System Corp.'s parent company only financial statements for 2025. These matters were addressed in the content 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 those matters.

The key audit matters for Cryomax Cooling System Corp.'s separate financial statements in 2025 are described as follows:

### **Accuracy of the ending of sales revenue**

#### Description of matters

For the accounting policy of the revenue from sales, please refer to note 4(25) to the parent company only financial statements; for the description of the accounting titles of the revenue from sales, please refer to note 6(17) to the parent company only financial statements. The operating revenue of the parent company only financial statements from January 1 to December 31, 2025 was NTD 1,710,558 thousand.

The Company's operating revenue comes from the manufacturing and sales of metal water storage related products for various vehicles. The sales to customers involve different types of transaction conditions. The sales to customers are recognized as sales revenue based on the individual customer's agreed transaction conditions and the control of the product is confirmed after shipment. The control of the shipped goods before the end of the reporting period will affect the financial statements period to which the sales revenue belongs. The aforementioned matters also exist in the subsidiary of Cryomax Cooling System Corp. held by the Company, which is accounted for using the equity method. Therefore, we believe that the accuracy of the sales revenue is one of the most important matters in the annual audit.

#### The corresponding audit procedures

The main audit procedures that we have implemented are as follows:

1. The Company has conducted an internal control assessment and test on the

effectiveness of the timing of the recognition of sales revenue of Cryomax Cooling System Corp.

2. We also performed cut-off testing on sales transactions occurring around the end of the reporting period to assess the accuracy of the timing of revenue recognition.

### **Evaluation of the provision for valuation loss on inventory**

#### Description of matters

For the accounting policies of inventory, please refer to note 4(11) to the parent company only financial statements; for the important accounting estimates and assumptions of inventory evaluation, please refer to note 5(2) to the parent company only financial statements; for the description of the accounting titles of inventory, please refer to note 6(4) to the parent company only financial statements; the balance of the inventory cost and allowance for valuation loss on December 31, 2025 were NTD 363,938 thousand and NTD 12,013 thousand, respectively.

The main business of Cryomax Cooling System Corp. is to manufacture and sell metal water storage tanks for various vehicles. Considering the life span of the vehicles and the product market has the characteristics of small quantities and diversified products, in order to obtain market share, the Company needs to prepare sufficient inventory items, resulting in the risk of inventory devaluation or obsolescence is higher. The inventories are measured at the lower of cost or net realizable value. The inventory valuation takes into account the normal consumption, outdatedness, or change in selling price, and the inventory valuation loss is recognized accordingly. The above matters are also held by the subsidiary of Cryomax Cooling System Corp. and are recognized as investment under equity method. As the consideration of the net realizable value of inventory and the adjustment of obsolete inventory of more than specific period involves the subjective judgment of the management, the amount of provision for valuation loss of inventory has significant impact on the financial statements, the accountant listed the provision for valuation loss of inventory as one of the most important matters in the audit of the current year.

#### The corresponding audit procedures

The main audit procedures that we have implemented are as follows:

1. Understanding and evaluating the reasonableness of the Company's inventory evaluation policy.
2. Review the annual inventory plan of Cryomax Cooling System Corp. and participate in the annual inventory to assess the effectiveness of the management's division and control of obsolete inventory.
3. The Company's acquisition of the statements for assessing the net realizable value of inventories, the completeness of the verification statements, and the accuracy of the net realizable value and related calculations, in order to assess the reasonableness of the Company's decision to recognize the allowance for inventory valuation losses.
4. Obtained the inventory aging report and verified supporting documents for inventory movement dates to ensure the aging classifications were accurate and consistent with the Group's policies.

#### **Other matters - Audits by other CPAs**

For some of the investees accounted for using the equity method included in the parent company only financial statements of Cryomax Cooling System Corp., their financial statements have not been audited by us but by other independent auditors. Therefore, in our opinion on the aforementioned parent company only financial statements, the amounts listed in the financial statements of these companies are based on the audit reports of other independent auditors. The balances of investments accounted for using the equity method in the aforementioned companies as of December 31, 2025 and 2024 were NT\$496,688 thousand and NT\$398,665 thousand, respectively, representing 15.22% and 12.57% of total assets, respectively. The comprehensive income (loss) recognized from the aforementioned companies for the period from January 1 to December 31, 2025 and 2024 amounted to NT\$18,606 thousand and (NT\$119,825) thousand, respectively, representing 34.80% and 385.00% of total comprehensive income, respectively.

#### **Responsibility of the management and governance unit for the separate financial statements**

The management was responsible for preparation of the separate financial statements with fair presentation in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and maintaining the necessary internal control

related to the preparation of the separate financial statements to ensure that the separate financial statements were free of material misstatements due to fraud or errors.

In preparing the parent company only financial statements, the management's responsibilities include assessing Cryomax Cooling System Corp.'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.

The governance unit of Cryomax Cooling System Corp. (including the Audit Committee) is responsible for supervising the financial reporting process.

### **CPA responsibility for the audit of the Parent Company Only Financial Statements**

We audited the separate financial statements for the purpose of obtaining reasonable assurance about whether the separate financial statements were free of material misstatements due to fraud or errors and issuing an audit report. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the auditing standards generally accepted in the Republic of China will always detect a material misstatement when it exists in the parent company only financial statements. Misstatements can arise from fraud or error. If an individual or total amount misstated was reasonably expected to have a impact on the economic decision-making of users of the parent company only financial statements, the misstatements were deemed as material.

As part of an audit in accordance with ROC Audit Standard, we exercise professional judgment and maintain professional skepticism throughout the audit. We also perform the following tasks:

1. Identify and assess the risks of material misstatement in the parent company only financial statements, whether due to fraud or error; design and execute appropriate countermeasures for the risks assessed; and obtain sufficient and appropriate audit evidences as the basis for the audit opinions. 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. Understand the internal control related to the audit in order to design appropriate audit procedures under the circumstances, but the purpose is not to express an opinion on the effectiveness of the internal control of Cryomax Cooling System Corp.
3. Evaluate the appropriateness of the accounting policies adopted by the management, and the reasonableness of the accounting estimates and related disclosures made.
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 Cryomax Cooling System Corp.'s ability to continue as a going concern. If any material uncertainty was deemed to exist in such event or circumstance, we must provide a reminder in the parent company only financial statements for the users to pay attention to relevant disclosure therein, or amend our audit opinions when such disclosure was inappropriate. Our conclusion was drawn based on the audit evidence acquired as of the date of this audit report. However, future events or conditions may cause Cryomax Cooling System Corp. to cease to continue as a going concern.
5. We evaluated the overall presentation, structure and contents of the parent company only financial statements (including relevant notes), and whether the parent company only financial statements presented relevant transactions and events fairly.
6. We acquired sufficient and appropriate audit evidence with respect to the financial information of the entities comprising Cryomax Cooling System Corp. to provide opinions towards the separate financial statements. We are responsible for the direction, supervision and performance of the parent company only financial statement's audit. We remain solely responsible for our audit opinion.

The matters for which we communicated with the governance unit include the planned audit scope and time, as well as major audit findings (including the significant deficiencies of internal control identified during the audit.)

We also provided a declaration of independence to the governance unit, which assured that we complied with the requirements related to independence in the R.O.C. Norm of Professional Ethics for Certified Public Accountant, and communicated all relationships and other matters (including relevant protective measures) which we deemed

to be likely to cause a impact on the independence of CPAs to the governance unit.

We determined the key audit matters to be audited in Cryomax Cooling System Corp.'s parent company only financial statements for 2025 based on the matters communicated with the governance unit. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

PricewaterhouseCoopers Taiwan

Lai, Chih-Wei

Certified Public Accountant:

Wang, Yu-Chuan

Financial Supervisory Commission

Approval Letter Jin-Guan-Zheng-Shen-Zi No.1120348565

Jin-Guan-Zheng-Shen-Zi No. 1020028992

March 10, 2026

Cryomax Cooling System Corp.  
Parent Company Only Balance Sheet  
December 31 of 2025 and 2024

Unit: NTD thousand

| Assets                    | Notes  | December 31, 2025 |                     | December 31, 2024 |                     |            |
|---------------------------|--|-------------------|---------------------|-------------------|---------------------|------------|
|                           |  | Amount            | %                   | Amount            | %                   |            |
| <b>Current assets</b>     |  |                   |                     |                   |                     |            |
| 1100                      | Cash and cash equivalent   | 6(1)              | \$ 164,821          | 5                 | \$ 111,355          | 4          |
| 1110                      | Financial assets measured at fair value through profit or loss - current | 6(2)              | 18,090              | -                 | 14,888              | -          |
| 1150                      | Notes receivable, net  | 6(3)              | 34,589              | 1                 | 35,036              | 1          |
| 1170                      | Accounts receivable, net   | 6(3)              | 243,433             | 7                 | 246,576             | 8          |
| 1180                      | Accounts receivable – related parties, net                               | 7(2)              | 157,146             | 5                 | 177,919             | 6          |
| 1210                      | Other receivables - related parties                                      |                   | 565                 | -                 | 981                 | -          |
| 130X                      | Inventory  | 6(4)              | 351,925             | 11                | 327,254             | 10         |
| 1470                      | Other current assets   |                   | 20,956              | 1                 | 47,419              | 1          |
| 11XX                      | <b>Total current assets</b>  |                   | <u>991,525</u>      | <u>30</u>         | <u>961,428</u>      | <u>30</u>  |
| <b>Non-current assets</b> |  |                   |                     |                   |                     |            |
| 1550                      | Investment under Equity Method   | 6(5)              | 1,797,315           | 55                | 1,725,272           | 55         |
| 1600                      | Property, plant and equipment  | 6(6), 7(2) and 8  | 448,428             | 14                | 444,147             | 14         |
| 1780                      | Intangible assets  |                   | 109                 | -                 | 409                 | -          |
| 1840                      | Deferred income tax assets   | 6(23)             | 19,179              | 1                 | 29,195              | 1          |
| 1900                      | Other non-current assets   | 6(12)             | 6,002               | -                 | 11,474              | -          |
| 15XX                      | <b>Total non-current assets</b>  |                   | <u>2,271,033</u>    | <u>70</u>         | <u>2,210,497</u>    | <u>70</u>  |
| 1XXX                      | <b>Total assets</b>  |                   | <u>\$ 3,262,558</u> | <u>100</u>        | <u>\$ 3,171,925</u> | <u>100</u> |

(continued)

Cryomax Cooling System Corp.  
Parent Company Only Balance Sheet  
December 31 of 2025 and 2024

Unit: NTD thousand

| Liability and equity                       | Notes   | December 31, 2025 |                     | December 31, 2024 |                     |            |
|--|---|-------------------|---------------------|-------------------|---------------------|------------|
|  |   | Amount            | %                   | Amount            | %                   |            |
| <b>Current liabilities</b>                 |   |                   |                     |                   |                     |            |
| 2100                                       | Short-term loans  | 6(7) and 8        | \$ 1,017,204        | 31                | \$ 797,673          | 25         |
| 2110                                       | Short-term notes payable  | 6(8)              | 59,930              | 2                 | -                   | -          |
| 2130                                       | Contractual liabilities – current                               | 6(17)             | 2,377               | -                 | 5,803               | -          |
| 2150                                       | Notes payable   |                   | 130                 | -                 | -                   | -          |
| 2170                                       | Accounts payable  |                   | 93,462              | 3                 | 65,976              | 2          |
| 2180                                       | Accounts payable – related parties                              | 7(2)              | 145,321             | 4                 | 283,800             | 9          |
| 2200                                       | Other payables  | 6(9)              | 60,566              | 2                 | 51,759              | 2          |
| 2220                                       | Other account payables – related parties                        | 7(2)              | 425                 | -                 | 745                 | -          |
| 2230                                       | Current income tax liabilities                                  |                   | 361                 | -                 | -                   | -          |
| 2320                                       | Long-term liabilities due within one year or one business cycle | 6(11)             | 69,021              | 2                 | 94,329              | 3          |
| 2399                                       | Other current liabilities – other                               | 6(10)(17)         | 32,715              | 1                 | 29,707              | 1          |
| 21XX                                       | <b>Total of current liabilities</b>                             |                   | <u>1,481,512</u>    | <u>45</u>         | <u>1,329,792</u>    | <u>42</u>  |
| <b>Non-current liabilities</b>             |   |                   |                     |                   |                     |            |
| 2540                                       | Long-term loans   | 6(11) and 8       | 150,005             | 5                 | 219,622             | 7          |
| 2570                                       | Deferred income tax liabilities                                 | 6(23)             | 60,133              | 2                 | 65,049              | 2          |
| 25XX                                       | <b>Total non-current liabilities</b>                            |                   | <u>210,138</u>      | <u>7</u>          | <u>284,671</u>      | <u>9</u>   |
| 2XXX                                       | <b>Total liabilities</b>  |                   | <u>1,691,650</u>    | <u>52</u>         | <u>1,614,463</u>    | <u>51</u>  |
| Shareholders' equities                     |   |                   |                     |                   |                     |            |
| Share capital                              |   |                   |                     |                   |                     |            |
| 3110                                       | Common Share Capital  | 6(14)             | 800,556             | 24                | 800,556             | 25         |
| Capital reserve                            |   |                   |                     |                   |                     |            |
| 3200                                       | Capital reserve   | 6(15)             | 546,969             | 17                | 546,969             | 17         |
| Retained earnings                          |   |                   |                     |                   |                     |            |
| 3310                                       | Legal Capital Reserve   | 6(16)             | 137,984             | 4                 | 137,984             | 4          |
| 3320                                       | Special reserve   |                   | 50,087              | 2                 | 50,470              | 2          |
| 3350                                       | Unappropriated earnings   |                   | 63,099              | 2                 | 71,570              | 2          |
| Other equities                             |   |                   |                     |                   |                     |            |
| 3400                                       | Other equities  |                   | ( 27,787)           | ( 1)              | ( 50,087)           | ( 1)       |
| 3500                                       | Treasury stock  | 6(14)             | -                   | -                 | -                   | -          |
| 3XXX                                       | <b>Total equities</b>   |                   | <u>1,570,908</u>    | <u>48</u>         | <u>1,557,462</u>    | <u>49</u>  |
| Material events after the reporting period |   |                   |                     |                   |                     |            |
| 3X2X                                       | <b>Total liabilities and equity</b>                             |                   | <u>\$ 3,262,558</u> | <u>100</u>        | <u>\$ 3,171,925</u> | <u>100</u> |

The enclosed notes to the parent company only financial statements are an integral part of this parent company only financial statement. Please refer to the enclosed notes.

Chairman: LIU, YEN-TI

Manager: LIU, YEN-TI

Accounting Supervisor: HSU, NAI-LUNG

Cryomax Cooling System Corp.  
Parent Company Only of Comprehensive Income  
January 1 to December 31, 2025 and 2024

Unit: NTD thousand  
(except Earnings (loss) Per Share expressed in NTD)

| Item | Notes  | 2025              |              | 2024   |              |       |
|------|--|-------------------|--------------|--------|--------------|-------|
|      |  | Amount            | %            | Amount | %            |       |
| 4000 | Operating revenue  | 6(17) and 7(2)    | \$ 1,710,558 | 100    | \$ 1,599,497 | 100   |
| 5000 | Operating cost   | 6(4)(22) and 7(2) | ( 1,553,852) | ( 91)  | ( 1,455,274) | ( 91) |
| 5900 | Gross operating profit   |                   | 156,706      | 9      | 144,223      | 9     |
| 5910 | Unrealized sales loss  |                   | 3,032        | -      | 1,455        | -     |
| 5950 | Net gross operating profit   |                   | 159,738      | 9      | 145,678      | 9     |
|      | Operating expense  | 6(22) and 7(2)    |              |        |              |       |
| 6100 | Marketing expense  |                   | ( 53,418)    | ( 3)   | ( 90,942)    | ( 6)  |
| 6200 | Administrative expense   |                   | ( 60,800)    | ( 3)   | ( 71,295)    | ( 4)  |
| 6300 | R&D expenses   |                   | ( 9,726)     | ( 1)   | ( 9,560)     | -     |
| 6000 | Total operating expenses   |                   | ( 123,944)   | ( 7)   | ( 171,797)   | ( 10) |
| 6900 | Operating profit (loss)  |                   | 35,794       | 2      | ( 26,119)    | ( 1)  |
|      | Non-operating income and expenses  |                   |              |        |              |       |
| 7100 | Interest income  | 6(18)             | 1,474        | -      | 2,249        | -     |
| 7010 | Other revenue  | 6(19)             | 3,434        | -      | 1,111        | -     |
| 7020 | Other gains (losses)   | 6(20)             | ( 2,876)     | -      | 18,979       | 1     |
| 7050 | Financial cost   | 6(21)             | ( 32,559)    | ( 2)   | ( 30,581)    | ( 2)  |
| 7070 | Share of profit or loss of subsidiaries, affiliates and joint ventures accounted for using equity method   | 6(5)              | 25,860       | 2      | ( 6,421)     | -     |
| 7000 | Total non-operating revenues and expenses  |                   | ( 4,667)     | -      | ( 14,663)    | ( 1)  |
| 7900 | <b>Net profit (loss) before tax</b>  |                   | 31,127       | 2      | 40,782       | ( 2)  |
| 7950 | Income tax (expenses) benefits   | 6(23)             | ( 1,215)     | -      | 6,980        | -     |
| 8200 | <b>Net profit (loss) for the period</b>  |                   | \$ 29,912    | 2      | \$ 33,802    | ( 2)  |
|      | <b>Other comprehensive income (net amount)</b>   |                   |              |        |              |       |
|      | <b>Titles not reclassified as profit or loss</b>   |                   |              |        |              |       |
| 8311 | Re-measurement of defined benefit plan   | 6(12)             | \$ 1,576     | -      | \$ 2,870     | -     |
| 8349 | Income tax related to items not subject to reclassification  | 6(23)             | ( 315)       | -      | ( 574)       | -     |
| 8310 | Total items not reclassified as profit or loss   |                   | 1,261        | -      | 2,296        | -     |
|      | <b>Titles potentially reclassified as profit or loss subsequently</b>  |                   |              |        |              |       |
| 8361 | Exchange differences from translation of foreign financial statements  |                   | 26,815       | 1      | 30,736       | 2     |
| 8380 | Share of other comprehensive income (loss) of subsidiaries, associates and joint ventures accounted for using the equity method – items that may be reclassified to profit or loss |                   | 1,060        | -      | ( 30,257)    | ( 2)  |
| 8399 | Income tax related to titles potentially being reclassified  | 6(23)             | ( 5,575)     | -      | ( 96)        | -     |
| 8360 | Total amount of titles potentially reclassified as profit or loss subsequently   |                   | 22,300       | 1      | 383          | -     |
| 8300 | <b>Other comprehensive income (net amount)</b>   |                   | \$ 23,561    | 1      | \$ 2,679     | -     |
| 8500 | <b>Total comprehensive income for the period</b>   |                   | \$ 53,473    | 3      | \$ 31,123    | ( 2)  |
|      | Earnings (losses) per share  | 6(24)             |              |        |              |       |
| 9750 | Basic  |                   | \$ 0.37      |        | \$ 0.47      |       |
| 9850 | Diluted  |                   | \$ 0.37      |        | \$ 0.47      |       |

The enclosed notes to the parent company only financial statements are an integral part of this parent company only financial statement. Please refer to the enclosed notes.

Chairman: LIU, YEN-TI

Manager: LIU, YEN-TI

Accounting Supervisor: HSU, NAI-LUNG

Cryomax Cooling System Corp.  
Parent Company Only Statement of Changes in Equity  
January 1 to December 31, 2025 and 2024

Unit: NTD thousand

|  | Notes         | Capital reserve      |               |                           |                        | Retained earnings |                       |                 | Exchange differences from translation of foreign financial statements | Treasury stock | Total     |                         |
|--|---------------|----------------------|---------------|---------------------------|------------------------|-------------------|-----------------------|-----------------|---|----------------|-----------|-------------------------|
|  |               | Common Share Capital | Common shares | Trading of treasury stock | Employee stock options | Others            | Legal Capital Reserve | Special reserve |   |                |           | Unappropriated earnings |
| <u>2024</u>                                      |               |                      |               |                           |                        |                   |                       |                 |   |                |           |                         |
| Balance as of January 1, 2024                    |               | \$ 686,244           | \$ 353,570    | \$ 4,790                  | \$ -                   | \$ 17,718         | \$ 133,847            | \$ 50,296       | \$ 176,011  | (\$ 50,470 )   | \$ -      | \$ 1,372,006            |
| Net loss for the period                          |               | -                    | -             | -                         | -                      | -                 | -                     | -               | ( 33,802 )  | -              | -         | ( 33,802 )              |
| Other comprehensive income for the period        |               | -                    | -             | -                         | -                      | -                 | -                     | -               | 2,296   | 383            | -         | 2,679                   |
| Total comprehensive income for the period        |               | -                    | -             | -                         | -                      | -                 | -                     | -               | ( 31,506 )  | 383            | -         | ( 31,123 )              |
| 2023 Appropriations and Distribution of Earnings | 6(16)         |                      |               |                           |                        |                   |                       |                 |   |                |           |                         |
| Legal Capital Reserve                            |               | -                    | -             | -                         | -                      | -                 | 4,137                 | -               | ( 4,137 )   | -              | -         | -                       |
| Special reserve                                  |               | -                    | -             | -                         | -                      | -                 | -                     | 174             | ( 174 )   | -              | -         | -                       |
| Cash dividend                                    |               | -                    | -             | -                         | -                      | -                 | -                     | -               | ( 34,312 )  | -              | -         | ( 34,312 )              |
| Stock dividends                                  | 6(14)         | 34,312               | -             | -                         | -                      | -                 | -                     | -               | ( 34,312 )  | -              | -         | -                       |
| Share-based payment for remuneration cost        | 6(13)         | -                    | -             | -                         | 12,641                 | -                 | -                     | -               | -   | -              | -         | 12,641                  |
| Repurchase of treasury stock                     | 6(14)         | -                    | -             | -                         | -                      | -                 | -                     | -               | -   | -              | ( 6,179 ) | ( 6,179 )               |
| Transfer of treasury stock to employees          | 6(13)(14)(15) | -                    | -             | 5,653                     | ( 5,653 )              | -                 | -                     | -               | -   | -              | 6,179     | 6,179                   |
| Capital increase in cash                         | 6(14)         | 80,000               | 165,238       | -                         | ( 6,988 )              | -                 | -                     | -               | -   | -              | -         | 238,250                 |
| Balance as of December 31, 2024                  |               | \$ 800,556           | \$ 518,808    | \$ 10,443                 | \$ -                   | \$ 17,718         | \$ 137,984            | \$ 50,470       | \$ 71,570   | (\$ 50,087 )   | \$ -      | \$ 1,557,462            |
| <u>2025</u>                                      |               |                      |               |                           |                        |                   |                       |                 |   |                |           |                         |
| Balance as of January 1, 2025                    |               | \$ 800,556           | \$ 518,808    | \$ 10,443                 | \$ -                   | \$ 17,718         | \$ 137,984            | \$ 50,470       | \$ 71,570   | (\$ 50,087 )   | \$ -      | \$ 1,557,462            |
| Net income for the period                        |               | -                    | -             | -                         | -                      | -                 | -                     | -               | 29,912  | -              | -         | 29,912                  |
| Other comprehensive income for the period        |               | -                    | -             | -                         | -                      | -                 | -                     | -               | 1,261   | 22,300         | -         | 23,561                  |
| Total comprehensive income for the period        |               | -                    | -             | -                         | -                      | -                 | -                     | -               | 31,173  | 22,300         | -         | 53,473                  |
| 2024 Appropriations and Distribution of Earnings | 6(16)         |                      |               |                           |                        |                   |                       |                 |   |                |           |                         |
| Reversal of special reserve                      |               | -                    | -             | -                         | -                      | -                 | -                     | ( 383 )         | 383   | -              | -         | -                       |
| Cash dividend                                    |               | -                    | -             | -                         | -                      | -                 | -                     | -               | ( 40,027 )  | -              | -         | ( 40,027 )              |
| Balance as of December 31, 2025                  |               | \$ 800,556           | \$ 518,808    | \$ 10,443                 | \$ -                   | \$ 17,718         | \$ 137,984            | \$ 50,087       | \$ 63,099   | (\$ 27,787 )   | \$ -      | \$ 1,570,908            |

The enclosed notes to the parent company only financial statements are an integral part of this parent company only financial statement. Please refer to the enclosed notes.

Chairman: LIU, YEN-TI

Manager: LIU, YEN-TI

Accounting Supervisor: HSU, NAI-LUNG

Cryomax Cooling System Corp.  
Parent Company Only Statement of Cash Flow  
January 1 to December 31, 2025 and 2024

Unit: NTD thousand

|  | Notes    | January 1 to<br>December 31, 2025 |     | January 1 to<br>December 31, 2024 |
|--|----------|-----------------------------------|-----|-----------------------------------|
| <u>Cash flow from operating activities</u>   |          |                                   |     |                                   |
| Net profit (loss) before tax for the period  |          | \$ 31,127                         | (\$ | 40,782 )                          |
| Adjustments  |          |                                   |     |                                   |
| Income and expenses  |          |                                   |     |                                   |
| Depreciation expense   | 6(6)(22) | 24,173                            |     | 24,364                            |
| Amortization expense   | 6(22)    | 300                               |     | 314                               |
| Net loss (gain) from financial assets at fair value through loss   | 6(2)(20) |                                   |     |                                   |
| Expected credit impairment loss (gain on reversal)   |          | 2,509                             | (   | 4,737 )                           |
| Interest expense   | 12(2)    |                                   | (   | 7 )                               |
| Interest income  | 6(21)    | 32,559                            |     | 30,581                            |
| Dividend income  | 6(18)    | 1,474                             | (   | 2,249 )                           |
| Share of profit or loss of subsidiaries, affiliates and joint ventures accounted for using equity method | 6(19)    | 600                               | (   | 496 )                             |
| Profit from disposal of property, plant, and equipment   | 6(5)     |                                   | (   | 25,860 )                          |
| Unrealized profit on inter-affiliate accounts  | 6(20)    | 457                               | (   | 623 )                             |
| Unrealized foreign exchange losses (gains)   |          | 3,032                             | (   | 1,455 )                           |
| Share-based payment for remuneration cost  | 6(13)    | 7,238                             | (   | 4,288 )                           |
| Changes in operating assets/ liabilities   |          | -                                 |     | 12,641                            |
| Net changes in assets related to operating activities  |          |                                   |     |                                   |
| Financial assets mandatorily measured at fair value through profit or loss                               |          | 5,711                             | (   | -                                 |
| Notes receivable, net  |          | 447                               |     | 9,193                             |
| Accounts receivable, net   |          | 6,883                             | (   | 6,078 )                           |
| Accounts receivable – related parties, net   |          | 20,961                            | (   | 90,844 )                          |
| Other receivables – related parties, net   |          | 416                               | (   | 1,941 )                           |
| Inventory  |          | 24,671                            | (   | 12,678 )                          |
| Other current assets   |          | 26,505                            | (   | 38,610 )                          |
| Other non-current assets   |          | 3,514                             | (   | 2,010 )                           |
| Net changes in liabilities related to operating activities   |          |                                   |     |                                   |
| Contractual liabilities  |          | 3,426                             | (   | 2,397 )                           |
| Notes payable  |          | 130                               | (   | 120 )                             |
| Accounts payable   |          | 27,248                            |     | 2,869                             |
| Accounts payable – related parties   |          | 137,276                           | (   | 110,675 )                         |
| Other payables   |          | 7,923                             | (   | 6,493 )                           |
| Other payables – related parties to other non-current liabilities  |          | 320                               | (   | 2,660 )                           |
|  |          | -                                 | (   | 1,780 )                           |
| Cash outflow from operations   |          | 17,929                            | (   | 18,389 )                          |
| Interest received  |          | 1,432                             |     | 2,734                             |
| Interest paid  |          | 31,321                            | (   | 31,880 )                          |
| Income tax paid  |          | 7,691                             | (   | 4,644 )                           |
| Dividend received  |          | 57,340                            |     | 496                               |
| Net cash inflow (outflow) from operation activities  |          | 1,831                             | (   | 51,683 )                          |

(continued)

Cryomax Cooling System Corp.  
Parent Company Only Statement of Cash Flow  
January 1 to December 31, 2025 and 2024

Unit: NTD thousand

|  | Notes | January 1 to<br>December 31, 2025 | January 1 to<br>December 31, 2024 |
|--|-------|-----------------------------------|-----------------------------------|
| <u>Cash flow from investing activities</u>                             |       |                                   |                                   |
| Acquisition of investment accounted for using the equity method        |       | (\$ 71,475)                       | (\$ 156,206)                      |
| Acquisition of property, plant, and equipment                          | 6(25) | ( 25,367)                         | ( 15,712)                         |
| Disposal of property, plant, and equipment                             |       | 4,926                             | 1,059                             |
| Increase in guarantee deposits paid                                    |       | ( 564)                            | ( 324)                            |
| Decrease in guarantee deposits paid                                    |       | 872                               | 239                               |
| Other receivables - related parties decreases                          |       | -                                 | 138,771                           |
| Net cash outflow from investing activities                             |       | ( 91,608)                         | ( 32,173)                         |
| <u>Cash flow from financing activities</u>                             |       |                                   |                                   |
| Increase in short-term loans   | 6(26) | 482,914                           | 539,854                           |
| Decrease in short-term loans   | 6(26) | ( 266,440)                        | ( 571,600)                        |
| Increase (decrease) in short-term notes payable                        | 6(26) | 60,000                            | ( 60,000)                         |
| Repayment of long-term loans   | 6(26) | ( 94,925)                         | ( 58,700)                         |
| Distribution of cash dividends   | 6(16) |                                   |                                   |
|  | (26)  | ( 40,027)                         | ( 34,312)                         |
| Capital increase in cash   | 6(14) | -                                 | 238,250                           |
| Cost of repurchasing treasury stock                                    | 6(14) | -                                 | ( 6,179)                          |
| Consideration for transfer of treasury stock to employees              | 6(14) | -                                 | 6,180                             |
| Net cash inflow from financing activities                              |       | 141,522                           | 53,493                            |
| Effect of changes in exchange rate on cash and cash equivalents        |       | 1,721                             | 1,507                             |
| Increase (decrease) in cash and cash equivalents in the current period |       | 53,466                            | ( 28,856)                         |
| Opening balance of cash and cash equivalents                           | 6(1)  | 111,355                           | 140,211                           |
| Closing balance of cash and cash equivalents                           | 6(1)  | \$ 164,821                        | \$ 111,355                        |

The enclosed notes to the parent company only financial statements are an integral part of this parent company only financial statement. Please refer to the enclosed notes.

Chairman: LIU, YEN-TI

Manager: LIU, YEN-TI

Accounting Supervisor: HSU, NAI-LUNG

Independent Auditors' Report

(115)Cai-Shen-Bao-Zi No.25005305

To Cryomax Cooling System Corp.:

**Audit opinion**

We have reviewed the accompanying consolidated balance sheets of Cryomax Cooling System Corp. and Subsidiaries (collectively, the “Group”) as of December 31, 2025 and 2024, the related consolidated statements of comprehensive income, changes in equity and cash flows for the three months then ended, and the related notes to the consolidated financial statements including material accounting policy information (collectively referred to as the “consolidated financial statements”).

In our opinion, based on our audit and the audit reports of other accountants (refer to the Other Matters section), the aforementioned consolidated financial statements were prepared, in all material respects, in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, as well as the International Financial Reporting Standards, International Accounting Standards, IFRIC interpretations, and SIC interpretations approved and issued by the Financial Supervisory Commission. Accordingly, they present fairly the consolidated financial position of the Group as of December 31, 2025 and 2024, and its consolidated financial performance and cash flows for the years then ended.

**Basis of audit opinion**

We conducted our audit in accordance with the Regulations Governing Auditing and Attestation of Financial statements by Certified Public Accountants and auditing standards in the Republic of China. Our responsibilities under such standards are further described in the “CPA’s responsibility for the audit of the consolidated financial statements” section in this report. The personnel of the CPA Firm subject to the independence requirement have acted independently from the business operations of the Group in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China and with other responsibilities of the Norm of Professional Ethics for Certified Public Accountant of the Republic of China performed. 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 2025 consolidated financial statements. These matters were addressed in the content 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 those matters.

The key audit matters for the Group's separate financial statements in 2025 are described as follows:

### **Accuracy of the ending of sales revenue**

#### Description of matters

For the accounting policy of the revenue from sales, please refer to note 4(25) to the consolidated financial statements; for the description of the accounting titles of the revenue from sales, please refer to note 6(18) to the consolidated financial statements. The operating revenue of the consolidated financial statements from January 1 to December 31, 2025 was NTD 2,651,919 thousand.

The Group's operating revenue is primarily derived from the manufacturing and sales of metal water tank products for various vehicles. Sales to customers are made under a variety of transaction terms, based on agreements with individual customers. Revenue is recognized when control of the goods is transferred to the customer, typically upon shipment. Whether control of the goods has transferred prior to the end of the reporting period directly affects the timing of revenue recognition in the consolidated financial statements. As such, we consider the accuracy of revenue cut-off to be one of the key audit matters for the current year.

#### The corresponding audit procedures

The main audit procedures that we have implemented are as follows:

1. We obtained an understanding of and evaluated the internal controls related to the timing of sales revenue recognition within the Group and tested the effectiveness of those controls.

2. We also performed cut-off testing on sales transactions occurring around the end of the reporting period to assess the accuracy of the timing of revenue recognition.

### **Evaluation of the provision for valuation loss on inventory**

#### Description of matters

Please refer to note 4(12) of the consolidated financial statements for the accounting policies of inventory; note 5(2) of the consolidated financial statements for the important accounting estimates and assumptions for inventory valuation; note 6(4) of the consolidated financial statements for the description of inventory accounts; as of December 31, 2025, the balance of inventory cost and allowance for valuation loss were NTD 974,984 thousand and NTD 76,324 thousand, respectively.

The main business of the Group is to manufacture and sell metal water storage tanks for various vehicles. Considering the life span of the vehicles and the product market has the characteristics of small quantities and diversified products, in order to obtain market share, the Company needs to prepare sufficient inventory items, resulting in the risk of inventory devaluation or obsolescence is higher. The inventories are measured at the lower of cost or net realizable value. The inventory valuation takes into account the normal consumption, outdatedness, or change in selling price, and the inventory valuation loss is recognized accordingly. As the consideration of the net realizable value of inventory and the adjustment of obsolete inventory of more than specific period involves the subjective judgment of the management, the amount of provision for valuation loss of inventory has significant impact on the financial statements, the accountant listed the provision for valuation loss of inventory as one of the most important matters in the audit of the current year.

#### The corresponding audit procedures

The main audit procedures that we have implemented are as follows:

1. Understanding and evaluating the reasonableness of the Group's inventory evaluation policy.
2. Reviewed the Group's annual inventory count plan and participated in the physical inventory count to assess the effectiveness of management's procedures for identifying and controlling obsolete and slow-moving inventory.

3. Obtained reports used to assess the net realizable value of inventory, verified the completeness of these reports, and tested the accuracy of the net realizable value and related calculations, in order to evaluate the reasonableness of the Group's allowance for inventory valuation losses.
4. Obtained the inventory aging report and verified supporting documents for inventory movement dates to ensure the aging classifications were accurate and consistent with the Group's policies.

### **Other matters - Audits by other CPAs**

Some subsidiaries included in the consolidated financial statements of the Group were audited by other independent auditors and not by us. Accordingly, our opinion on the consolidated financial statements, insofar as it relates to the amounts and disclosures in Note 13 concerning these subsidiaries, is based solely on the audit reports of those other auditors. As of December 31, 2025 and 2024, the total assets of these investee companies amounted to NTD 682,320 thousand and NTD 550,344 thousand, representing 18.38% and 16.18% of total consolidated assets, respectively. For the years ended December 31, 2025 and 2024, their operating revenues amounted to NTD 4,334 thousand and NTD 89 thousand, respectively, accounting for 0.16% of the consolidated operating revenue in both years.

### **Other matters – Parent Company Only Financial Statements**

Cryomax Cooling System Corp. has also prepared its parent company only financial statements for the years ended December 31, 2025 and 2024, for which we have issued an unqualified audit opinion with an “Other Matters” paragraph for reference.

### **Responsibility of the management and governance unit for the consolidated financial statements**

The management was responsible for preparation of the consolidated financial statements with fair presentation in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, IFRIC interpretations, and SIC interpretations that were approved and released by the Financial Supervisory Commission and maintaining the necessary internal control related to preparation of the consolidated

financial statements to ensure that the consolidated financial statements were free of material misstatements due to fraud or error.

In preparing the consolidated financial statements, the management's responsibilities include 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.

The governance unit of the Group (including the Audit Committee) is responsible for supervising the financial reporting process.

### **CPA responsibility for the audit of the financial statements**

We have audited the consolidated financial statements for the purpose of obtaining reasonable assurance about whether the consolidated financial statements as a whole were free of material misstatements due to fraud or error and issuing an audit report. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the auditing standards generally accepted in the Republic of China will always detect a material misstatement when it exists in the consolidated financial statements. Misstatements can arise from fraud or error. If an individual or total amount misstated was reasonably expected to have an impact on the economic decision-making of users of the consolidated financial statements, the misstatements were deemed as material.

As part of an audit in accordance with ROC Audit Standard, we exercise professional judgment and maintain professional skepticism throughout the audit. We also perform the following tasks:

1. Identify and assess the risks of material misstatement in the consolidated financial statements, whether due to fraud or error; design and execute appropriate countermeasures for the risks assessed; and obtain sufficient and appropriate audit evidences as the basis for the audit opinions. 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. Understand the internal control related to the audit in order to design appropriate audit procedures under the circumstances, but the purpose is not to express an opinion on the effectiveness of the internal control of the Group.
3. Evaluate the appropriateness of the accounting policies adopted by the management, and the reasonableness of the accounting estimates and related disclosures made.
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 any material uncertainty was deemed to exist in such event or circumstance, we must provide a reminder in the consolidated financial statements for the users to pay attention to relevant disclosure therein, or amend our audit opinions when such disclosure was inappropriate. Our conclusion was drawn based on the audit evidence acquired as of the date of this audit report. However, future events or conditions may cause the Group to cease to continue as a going concern.
5. We evaluated the overall presentation, structure and contents of the consolidated financial statements (including relevant notes), and whether the consolidated financial statements presented relevant transactions and events fairly.
6. We acquired sufficient and appropriate audit evidence with respect to the financial information of the entities comprising the Group to provide opinions toward the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group's audit. We remain solely responsible for our audit opinion.

The matters for which we communicated with the governance unit include the planned audit scope and time, as well as major audit findings (including the significant deficiencies of internal control identified during the audit.)

We also provided a declaration of independence to the governance unit, which assured that we complied with the requirements related to independence in the R.O.C. Norm of Professional Ethics for Certified Public Accountant, and communicated all relationships and other matters (including relevant protective measures) which we deemed

to be likely to cause a impact on the independence of CPAs to the governance unit.

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 2025 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

PricewaterhouseCoopers Taiwan

Lai, Chih-Wei

Certified Public Accountant:

Wang, Yu-Chuan

Financial Supervisory Commission

Approval Letter Jin-Guan-Zheng-Shen-Zi No.1120348565

Jin-Guan-Zheng-Shen-Zi No. 1020028992

March 10, 2026

Cryomax Cooling System Corp. and Subsidiaries  
Consolidated Balance Sheets  
December 31 of 2025 and 2024

Unit: NTD thousand

| Assets                    | Notes  | December 31, 2025   |            | December 31, 2024   |            |
|---------------------------|--|---------------------|------------|---------------------|------------|
|                           |  | Amount              | %          | Amount              | %          |
| <b>Current assets</b>     |  |                     |            |                     |            |
| 1100                      | Cash and cash equivalent   | \$ 442,448          | 12         | \$ 453,401          | 13         |
| 1110                      | Financial assets measured at fair value through profit or loss - current | 18,090              | 1          | 14,888              | -          |
| 1150                      | Notes receivable, net  | 46,278              | 1          | 48,967              | 1          |
| 1170                      | Accounts receivable, net   | 671,204             | 18         | 474,621             | 14         |
| 1180                      | Accounts receivable – related parties, net                               | 77,931              | 2          | 57,862              | 2          |
| 130X                      | Inventory  | 898,660             | 24         | 769,473             | 23         |
| 1470                      | Other current assets   | 163,224             | 4          | 126,336             | 4          |
| 11XX                      | <b>Total current assets</b>  | <u>2,317,835</u>    | <u>62</u>  | <u>1,945,548</u>    | <u>57</u>  |
| <b>Non-current assets</b> |  |                     |            |                     |            |
| 1600                      | Property, plant and equipment  | 1,231,896           | 33         | 1,229,014           | 36         |
| 1755                      | Right-of-use assets  | 71,772              | 2          | 117,943             | 3          |
| 1840                      | Deferred income tax assets   | 72,861              | 2          | 86,061              | 3          |
| 1900                      | Other non-current assets   | 18,036              | 1          | 22,328              | 1          |
| 15XX                      | <b>Total non-current assets</b>  | <u>1,394,565</u>    | <u>38</u>  | <u>1,455,346</u>    | <u>43</u>  |
| 1XXX                      | <b>Total assets</b>  | <u>\$ 3,712,400</u> | <u>100</u> | <u>\$ 3,400,894</u> | <u>100</u> |

(continued)

Cryomax Cooling System Corp. and Subsidiaries  
Consolidated Balance Sheets  
December 31 of 2025 and 2024

Unit: NTD thousand

| Liability and equity                       | Notes   | December 31, 2025 |                     | December 31, 2024 |                     |            |
|--|---|-------------------|---------------------|-------------------|---------------------|------------|
|  |   | Amount            | %                   | Amount            | %                   |            |
| <b>Current liabilities</b>                 |   |                   |                     |                   |                     |            |
| 2100                                       | Short-term loans  | 6(8) and 8        | \$ 1,062,164        | 28                | \$ 842,453          | 25         |
| 2110                                       | Short-term notes payable  | 6(9)              | 59,930              | 2                 | -                   | -          |
| 2130                                       | Contractual liabilities – current                               | 6(18)             | 28,725              | 1                 | 9,256               | -          |
| 2150                                       | Notes payable   |                   | 130                 | -                 | -                   | -          |
| 2170                                       | Accounts payable  |                   | 457,510             | 12                | 312,369             | 9          |
| 2200                                       | Other payables  | 6(10)             | 145,381             | 4                 | 136,293             | 4          |
| 2220                                       | Other account payables – related parties                        | 7(2)              | 995                 | -                 | 1,522               | -          |
| 2230                                       | Current income tax liabilities                                  |                   | 4,091               | -                 | 5,944               | -          |
| 2280                                       | Lease liabilities – current                                     |                   | 33,448              | 1                 | 45,439              | 1          |
| 2320                                       | Long-term liabilities due within one year or one business cycle | 6(12)             | 69,021              | 2                 | 94,329              | 3          |
| 2399                                       | Other current liabilities – other                               | 6(11)(18)         | 39,049              | 1                 | 33,020              | 1          |
| 21XX                                       | <b>Total of current liabilities</b>                             |                   | <u>1,900,444</u>    | <u>51</u>         | <u>1,480,625</u>    | <u>43</u>  |
| <b>Non-current liabilities</b>             |   |                   |                     |                   |                     |            |
| 2540                                       | Long-term loans   | 6(12) and 8       | 150,005             | 4                 | 219,622             | 6          |
| 2570                                       | Deferred income tax liabilities                                 | 6(24)             | 68,948              | 2                 | 85,958              | 3          |
| 2580                                       | Lease liabilities - non-current                                 |                   | 22,095              | 1                 | 57,227              | 2          |
| 25XX                                       | <b>Total non-current liabilities</b>                            |                   | <u>241,048</u>      | <u>7</u>          | <u>362,807</u>      | <u>11</u>  |
| 2XXX                                       | <b>Total liabilities</b>  |                   | <u>2,141,492</u>    | <u>58</u>         | <u>1,843,432</u>    | <u>54</u>  |
| Shareholders' equities                     |   |                   |                     |                   |                     |            |
| Share capital                              |   |                   |                     |                   |                     |            |
| 3110                                       | Common Share Capital  | 6(15)             | 800,556             | 22                | 800,556             | 24         |
| Capital reserve                            |   |                   |                     |                   |                     |            |
| 3200                                       | Capital reserve   | 6(16)             | 546,969             | 14                | 546,969             | 16         |
| Retained earnings                          |   |                   |                     |                   |                     |            |
| 3310                                       | Legal Capital Reserve   | 6(17)             | 137,984             | 4                 | 137,984             | 4          |
| 3320                                       | Special reserve   |                   | 50,087              | 1                 | 50,470              | 1          |
| 3350                                       | Unappropriated earnings   |                   | 63,099              | 2                 | 71,570              | 2          |
| Other equities                             |   |                   |                     |                   |                     |            |
| 3400                                       | Other equities  |                   | ( 27,787)           | ( 1)              | ( 50,087)           | ( 1)       |
| 3500                                       | Treasury stock  | 6(15)             | -                   | -                 | -                   | -          |
| 3XXX                                       | <b>Total equities</b>   |                   | <u>1,570,908</u>    | <u>42</u>         | <u>1,557,462</u>    | <u>46</u>  |
| Material events after the reporting period |   |                   |                     |                   |                     |            |
| 3X2X                                       | <b>Total liabilities and equity</b>                             |                   | <u>\$ 3,712,400</u> | <u>100</u>        | <u>\$ 3,400,894</u> | <u>100</u> |

The enclosed notes to the consolidated financial statements are an integral part of this consolidated financial statement. Please refer to the enclosed notes.

Chairman: LIU, YEN-TI

Manager: LIU, YEN-TI

Accounting Supervisor: HSU, NAI-LUNG

Cryomax Cooling System Corp. and Subsidiaries  
Consolidated Statements of Comprehensive Income  
January 1 to December 31, 2025 and 2024

Unit: NTD thousand  
(except Earnings (loss) Per Share expressed in NTD)

|      | Item   | Notes          | 2025              |                  | 2024               |              |
|------|--|----------------|-------------------|------------------|--------------------|--------------|
|      |  |                | Amount            | %                | Amount             | %            |
| 4000 | Operating revenue  | 6(18) and 7(2) | \$ 2,651,919      | 100              | \$ 2,154,167       | 100          |
| 5000 | Operating cost   | 6(4)(23)       | ( 2,146,632)      | ( 81)            | ( 1,702,330)       | ( 79)        |
| 5900 | Gross operating profit   |                | <u>505,287</u>    | <u>19</u>        | <u>451,837</u>     | <u>21</u>    |
|      | Operating expense  | 6(23) and 7(2) |                   |                  |                    |              |
| 6100 | Marketing expense  |                | ( 252,767)        | ( 9)             | ( 276,607)         | ( 13)        |
| 6200 | Administrative expense   |                | ( 140,525)        | ( 5)             | ( 156,173)         | ( 7)         |
| 6300 | R&D expenses   |                | ( 46,426)         | ( 2)             | ( 50,502)          | ( 3)         |
| 6000 | Total operating expenses   |                | <u>( 439,718)</u> | <u>( 16)</u>     | <u>( 483,282)</u>  | <u>( 23)</u> |
| 6900 | Operating profit (loss)  |                | <u>65,569</u>     | <u>3</u>         | <u>( 31,445)</u>   | <u>( 2)</u>  |
|      | Non-operating income and expenses  |                |                   |                  |                    |              |
| 7100 | Interest income  | 6(19)          | 7,726             | -                | 6,767              | -            |
| 7010 | Other revenue  | 6(20)          | 7,000             | -                | 7,839              | 1            |
| 7020 | Other gains (losses)   | 6(21)          | 6,347             | -                | 12,970             | 1            |
| 7050 | Financial cost   | 6(22)          | ( 38,028)         | ( 1)             | ( 37,168)          | ( 2)         |
| 7000 | Total non-operating revenues and expenses                                      |                | <u>( 16,955)</u>  | <u>( 1)</u>      | <u>( 9,592)</u>    | <u>-</u>     |
| 7900 | <b>Net profit (loss) before tax</b>  |                | <u>48,614</u>     | <u>2</u>         | <u>( 41,037)</u>   | <u>( 2)</u>  |
| 7950 | Income tax (expenses) benefits   | 6(24)          | ( 18,702)         | ( 1)             | 7,235              | 1            |
| 8200 | <b>Net profit (loss) for the period</b>  |                | <u>\$ 29,912</u>  | <u>1</u>         | <u>(\$ 33,802)</u> | <u>( 1)</u>  |
|      | <b>Other comprehensive income (net amount)</b>                                 |                |                   |                  |                    |              |
|      | <b>Titles not reclassified as profit or loss</b>                               |                |                   |                  |                    |              |
| 8311 | Re-measurement of defined benefit plan   | 6(13)          | \$ 1,576          | -                | \$ 2,870           | -            |
| 8349 | Income tax related to items not subject to reclassification                    | 6(24)          | ( 315)            | -                | ( 574)             | -            |
| 8310 | Total items not reclassified as profit or loss                                 |                | <u>1,261</u>      | <u>-</u>         | <u>2,296</u>       | <u>-</u>     |
|      | <b>Titles potentially reclassified as profit or loss subsequently</b>          |                |                   |                  |                    |              |
| 8361 | Exchange differences from translation of foreign financial statements          |                | 27,875            | 1                | 479                | -            |
| 8399 | Income tax related to titles potentially being reclassified                    | 6(24)          | ( 5,575)          | -                | ( 96)              | -            |
| 8360 | Total amount of titles potentially reclassified as profit or loss subsequently |                | <u>22,300</u>     | <u>1</u>         | <u>383</u>         | <u>-</u>     |
| 8300 | <b>Other comprehensive income (net amount)</b>                                 |                | <u>\$ 23,561</u>  | <u>1</u>         | <u>\$ 2,679</u>    | <u>-</u>     |
| 8500 | <b>Total comprehensive income for the period</b>                               |                | <u>\$ 53,473</u>  | <u>2</u>         | <u>(\$ 31,123)</u> | <u>( 1)</u>  |
|      | Net income attributable to:  |                |                   |                  |                    |              |
| 8610 | Owners of the parent company   |                | <u>\$ 29,912</u>  | <u>1</u>         | <u>(\$ 33,802)</u> | <u>( 1)</u>  |
|      | Total comprehensive income attributable to:                                    |                |                   |                  |                    |              |
| 8710 | Owners of the parent company   |                | <u>\$ 53,473</u>  | <u>2</u>         | <u>(\$ 31,123)</u> | <u>( 1)</u>  |
|      | Earnings (losses) Per Share (NT\$)   | 6(25)          |                   |                  |                    |              |
| 9750 | Basic  |                | <u>\$ 0.37</u>    | <u>(\$ 0.47)</u> |                    |              |
| 9850 | Diluted  |                | <u>\$ 0.37</u>    | <u>(\$ 0.47)</u> |                    |              |

The enclosed notes to the consolidated financial statements are an integral part of this consolidated financial statement. Please refer to the enclosed notes.

Chairman: LIU, YEN-TI

Manager: LIU, YEN-TI

Accounting Supervisor: HSU, NAI-LUNG

Cryomax Cooling System Corp. and Subsidiaries  
Consolidated Statements of Changes in Equity  
January 1 to December 31, 2025 and 2024

Unit: NTD thousand

|   | Equity attributable to owners of the parent company |                 |                           |                        |           |                       |                 |                         |   |                |              |              |
|---|---|-----------------|---------------------------|------------------------|-----------|-----------------------|-----------------|-------------------------|---|----------------|--------------|--------------|
|   | Notes   | Capital reserve |                           |                        |           | Retained earnings     |                 |                         | Exchange differences from translation of foreign financial statements | Treasury stock | Total equity |              |
| Common Share Capital                              |   | Common shares   | Trading of treasury stock | Employee stock options | Others    | Legal Capital Reserve | Special reserve | Unappropriated earnings |   |                |              |              |
| <u>2024</u>                                       |   |                 |                           |                        |           |                       |                 |                         |   |                |              |              |
| Balance as of January 1, 2024                     |   | \$ 686,244      | \$ 353,570                | \$ 4,790               | \$ -      | \$ 17,718             | \$ 133,847      | \$ 50,296               | \$ 176,011  | (\$ 50,470 )   | \$ -         | \$ 1,372,006 |
| Net loss for the period                           |   | -               | -                         | -                      | -         | -                     | -               | -                       | ( 33,802 )  | -              | -            | ( 33,802 )   |
| Other comprehensive income for the period         |   | -               | -                         | -                      | -         | -                     | -               | -                       | 2,296   | 383            | -            | 2,679        |
| Total comprehensive income for the period         |   | -               | -                         | -                      | -         | -                     | -               | -                       | ( 31,506 )  | 383            | -            | ( 31,123 )   |
| 2023 Appropriations and Distribution of Earnings: | 6(17)   |                 |                           |                        |           |                       |                 |                         |   |                |              |              |
| Legal Capital Reserve                             |   | -               | -                         | -                      | -         | -                     | 4,137           | -                       | ( 4,137 )   | -              | -            | -            |
| Special reserve                                   |   | -               | -                         | -                      | -         | -                     | -               | 174                     | ( 174 )   | -              | -            | -            |
| Cash dividend                                     |   | -               | -                         | -                      | -         | -                     | -               | -                       | ( 34,312 )  | -              | -            | ( 34,312 )   |
| Stock dividends                                   |   | 34,312          | -                         | -                      | -         | -                     | -               | -                       | ( 34,312 )  | -              | -            | -            |
| Share-based payment for remuneration cost         | 6(14)   | -               | -                         | -                      | 12,641    | -                     | -               | -                       | -   | -              | -            | 12,641       |
| Repurchase of treasury stock                      | 6(15)   | -               | -                         | -                      | -         | -                     | -               | -                       | -   | -              | ( 6,179 )    | ( 6,179 )    |
| Transfer of treasury stock to employees           | 6(14)(15)(16)                                       | -               | -                         | 5,653                  | ( 5,653 ) | -                     | -               | -                       | -   | -              | 6,179        | 6,179        |
| Capital increase in cash                          | 6(15)   | 80,000          | 165,238                   | -                      | ( 6,988 ) | -                     | -               | -                       | -   | -              | -            | 238,250      |
| Balance as of December 31, 2024                   |   | \$ 800,556      | \$ 518,808                | \$ 10,443              | \$ -      | \$ 17,718             | \$ 137,984      | \$ 50,470               | \$ 71,570   | (\$ 50,087 )   | \$ -         | \$ 1,557,462 |
| <u>2025</u>                                       |   |                 |                           |                        |           |                       |                 |                         |   |                |              |              |
| Balance as of January 1, 2025                     |   | \$ 800,556      | \$ 518,808                | \$ 10,443              | \$ -      | \$ 17,718             | \$ 137,984      | \$ 50,470               | \$ 71,570   | (\$ 50,087 )   | \$ -         | \$ 1,557,462 |
| Net income for the period                         |   | -               | -                         | -                      | -         | -                     | -               | -                       | 29,912  | -              | -            | 29,912       |
| Other comprehensive income for the period         |   | -               | -                         | -                      | -         | -                     | -               | -                       | 1,261   | 22,300         | -            | 23,561       |
| Total comprehensive income for the period         |   | -               | -                         | -                      | -         | -                     | -               | -                       | 31,173  | 22,300         | -            | 53,473       |
| 2024 Appropriations and Distribution of Earnings: | 6(17)   |                 |                           |                        |           |                       |                 |                         |   |                |              |              |
| Reversal of special reserve                       |   | -               | -                         | -                      | -         | -                     | -               | ( 383 )                 | 383   | -              | -            | -            |
| Cash dividend                                     |   | -               | -                         | -                      | -         | -                     | -               | -                       | ( 40,027 )  | -              | -            | ( 40,027 )   |
| Balance as of December 31, 2025                   |   | \$ 800,556      | \$ 518,808                | \$ 10,443              | \$ -      | \$ 17,718             | \$ 137,984      | \$ 50,087               | \$ 63,099   | (\$ 27,787 )   | \$ -         | \$ 1,570,908 |

The enclosed notes to the consolidated financial statements are an integral part of this consolidated financial statement. Please refer to the enclosed notes.

Chairman: LIU, YEN-TI

Manager: LIU, YEN-TI

Accounting Supervisor: HSU, NAI-LUNG

Cryomax Cooling System Corp. and Subsidiaries  
Consolidated Statements of Cash Flows  
January 1 to December 31, 2025 and 2024

Unit: NTD thousand

|  | Notes    | January 1 to<br>December 31, 2025 | January 1 to<br>December 31, 2024 |
|--|----------|-----------------------------------|-----------------------------------|
| <u>Cash flow from operating activities</u>                                 |          |                                   |                                   |
| Net profit (loss) before tax for the period                                |          | \$ 48,614                         | (\$ 41,037)                       |
| Adjustments  |          |                                   |                                   |
| Income and expenses  |          |                                   |                                   |
| Depreciation expense   | 6(6)(23) | 119,291                           | 131,752                           |
| Depreciation expenses - right-of-use assets                                | 6(7)(23) | 42,865                            | 44,110                            |
| Amortization expense   | 6(23)    | 323                               | 491                               |
| Expected credit impairment gain  | 12(2)    | ( 7 )                             | -                                 |
| Net loss (gain) from financial assets at fair value through loss           | 6(2)(21) | 2,509                             | ( 4,737 )                         |
| Interest expense   | 6(22)    | 34,606                            | 31,996                            |
| Interest expense - lease liabilities                                       | 6(7)(22) | 3,422                             | 5,172                             |
| Interest income  | 6(19)    | ( 7,726 )                         | ( 6,767 )                         |
| Dividend income  | 6(20)    | ( 600 )                           | ( 496 )                           |
| Profit from disposal of property, plant, and equipment                     | 6(21)    | ( 2,054 )                         | ( 733 )                           |
| Unrealized(profit) loss from translation of foreign currencies             |          | ( 2,565 )                         | ( 5,745 )                         |
| Share-based payment for remuneration cost                                  | 6(14)    | -                                 | 12,641                            |
| Changes in operating assets/ liabilities                                   |          |                                   |                                   |
| Net changes in assets related to operating activities                      |          |                                   |                                   |
| Financial assets mandatorily measured at fair value through profit or loss |          | ( 5,711 )                         | -                                 |
| Notes receivable   |          | 2,689                             | 3,160                             |
| Accounts receivable  |          | ( 193,181 )                       | ( 164,750 )                       |
| Accounts receivable – related parties                                      |          | ( 17,816 )                        | ( 5,065 )                         |
| Inventory  |          | ( 129,187 )                       | ( 40,806 )                        |
| Other current assets   |          | ( 9,989 )                         | ( 29,152 )                        |
| Other non-current assets   |          | ( 4,159 )                         | ( 2,862 )                         |
| Net changes in liabilities related to operating activities                 |          |                                   |                                   |
| Contractual liabilities  |          | 19,469                            | 4,523                             |
| Notes payable  |          | 130                               | ( 120 )                           |
| Accounts payable   |          | 145,320                           | 71,013                            |
| Accounts payable – related parties   |          | -                                 | ( 451 )                           |
| Other payables   |          | 13,448                            | ( 2,611 )                         |
| Other account payables – related parties                                   |          | ( 527 )                           | ( 4,537 )                         |
| Other current liabilities  |          | 6,029                             | 18,100                            |
| to other non-current liabilities   |          | -                                 | ( 1,780 )                         |
| Cash inflows from operations   |          | 65,193                            | 11,309                            |
| Interest received  |          | 7,726                             | 6,767                             |
| Dividend received  |          | 600                               | 496                               |
| Interest paid  |          | ( 36,720 )                        | ( 38,544 )                        |
| Income tax paid  |          | ( 19,124 )                        | ( 15,751 )                        |
| Net cash inflow (outflow) from operation activities                        |          | 17,675                            | ( 35,723 )                        |

(continued)

Cryomax Cooling System Corp. and Subsidiaries  
Consolidated Statements of Cash Flows  
January 1 to December 31, 2025 and 2024

Unit: NTD thousand

|   | Notes    | January 1 to<br>December 31, 2025 | January 1 to<br>December 31, 2024 |
|---|----------|-----------------------------------|-----------------------------------|
| <u>Cash flow from investing activities</u>                  |          |                                   |                                   |
| Acquisition of property, plant, and equipment               | 6(26)    | (\$ 98,973 )                      | (\$ 122,637 )                     |
| Disposal of property, plant, and equipment                  |          | 14,013                            | 9,368                             |
| Increase in guarantee deposits paid                         |          | ( 647 )                           | ( 1,489 )                         |
| Decrease in guarantee deposits paid                         |          | 962                               | 487                               |
| Net cash outflow from investing activities                  |          | ( 84,645 )                        | ( 114,271 )                       |
| <u>Cash flow from financing activities</u>                  |          |                                   |                                   |
| Increase in short-term loans                                | 6(27)    | 526,357                           | 628,941                           |
| Decrease in short-term loans                                | 6(27)    | ( 309,774 )                       | ( 660,686 )                       |
| Increase in short-term notes payable                        | 6(27)    | 60,000                            | -                                 |
| Decrease in short-term notes payable                        | 6(27)    | -                                 | ( 60,000 )                        |
| Repayment of long-term loans                                | 6(27)    | ( 94,925 )                        | ( 58,700 )                        |
| Repayment of lease liabilities                              | 6(7)(27) | ( 43,535 )                        | ( 42,077 )                        |
| Distribution of cash dividends                              | 6(17)    |                                   |                                   |
|   | (27)     | ( 40,027 )                        | ( 34,312 )                        |
| Capital increase in cash                                    | 6(15)    | -                                 | 238,250                           |
| Cost of repurchasing treasury stock                         | 6(15)    | -                                 | ( 6,179 )                         |
| Consideration for transfer of treasury stock to employees   | 6(15)    | -                                 | 6,180                             |
| Net cash inflow from financing activities                   |          | 98,096                            | 11,417                            |
| Impact of exchange rate                                     |          | ( 42,079 )                        | 38,089                            |
| Decrease in cash and cash equivalents in the current period |          | ( 10,953 )                        | ( 100,488 )                       |
| Opening balance of cash and cash equivalents                | 6(1)     | 453,401                           | 553,889                           |
| Closing balance of cash and cash equivalents                | 6(1)     | \$ 442,448                        | \$ 453,401                        |

The enclosed notes to the consolidated financial statements are an integral part of this consolidated financial statement.  
Please refer to the enclosed notes.

Chairman: LIU, YEN-TI

Manager: LIU, YEN-TI

Accounting Supervisor: HSU, NAI-LUNG

**Cryomax Cooling System Corp.**  
**Table for Distribution of Surplus Earnings**  
**FY2025**

Unit: NT\$

|   |                      |
|---|----------------------|
| Undistributed surplus earnings at the beginning         | \$ 31,925,907        |
| Adjustment for 2025 retained earnings                   | 1,261,058            |
| Adjusted undistributed surplus earnings                 | 33,186,965           |
| Add: net loss for the year                              | 29,911,467           |
| Less: Provision of legal reserve                        | (3,117,253)          |
| Less: Reversed of special reserve                       | <u>22,301,437</u>    |
| Surplus earnings for distribution                       | <u>\$ 82,282,616</u> |
| Items for Distribution:                                 |                      |
| Shareholder Bonus:                                      |                      |
| Cash Dividend (NT\$0 per share)                         | (0)                  |
| Stock Dividend (NT\$0 per share)                        | (0)                  |
|   | <u>0</u>             |
| Undistributed surplus earnings at the end of the period | <u>\$ 82,282,616</u> |

Notes;

1. Pension actuarial expenses.

Chairman: LIU, YEN-TI    Manager: LIU, YEN-TI    Accounting Chief:  
 HSU, NAI-LUNG

## **C r y o m a x C o o l i n g S y s t e m C o r p .**

### **Rules of Procedure for Shareholders Meetings**

I. Purpose: These procedures for the shareholders meetings of the Company shall be governed by these Rules, unless otherwise stipulated by laws or regulations.

II. Contents:

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

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

Shareholders shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification. After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to the Company two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

In the event of a virtual shareholders meeting, shareholders wishing to attend the meeting online shall register with the Company two days before the meeting date.

In the event of a virtual shareholders meeting, the Company shall upload the meeting handbook, annual report and other meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

The Company shall furnish the attending shareholders with an attendance book to sign, or attending shareholders or proxy may hand in a sign-in card in lieu of signing in. The number of shares in attendance shall be calculated according to the and sign-in cards handed in, and the shares checked in on the virtual meeting platform.

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

meeting.

The Company shall furnish attending shareholders with the meeting handbook, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors or supervisors, pre-printed ballots shall also be furnished.

If the Company adopts the system that shareholders can exercise their voting rights in written or electronic means, the number of attending shares shall be added to the number of shares that exercise the voting rights in written or electronic means in accordance with regulations.

The Company shall prepare the shareholders meeting handbook and supplemental meeting materials for the current shareholders' meeting within the specified time and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby. When convening a video-assisted shareholders' meeting, it shall be distributed at the site of the shareholders' meeting and sent to the video conference platform as an electronic file. When convening a video conference, the electronic file shall be sent to the video conference platform. For hybrid shareholders meetings, the materials shall be distributed on-site at the meeting and shared on the virtual meeting platform. For virtual-only shareholders meetings, the electronic files shall be shared on the virtual meeting platform.

To convene a virtual shareholders meeting, the Company shall include the following 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:
  - (1) 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.
  - (2) Shareholders not having registered to attend the affected virtual shareholders meeting shall not attend the postponed or resumed session.
  - (3) 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 of that shareholders meeting.

(4) Actions to be taken if the outcome of all proposals has 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.
2. Attendance at shareholders meetings shall be calculated based on numbers of shares.
3. Changes to how the Company convenes its shareholders meeting shall be resolved by the board of directors, and shall be made no later than mailing of the shareholders meeting notice. The venue for a shareholders meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a shareholders meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m.

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

4. If a shareholders meeting is convened by the board of directors, the meeting shall be chaired by the chairperson of the board. When the chairperson of the board is on leave or for any reason unable to exercise the powers of the chairperson, the vice chairperson shall act in place of the chairperson; if there is no vice chairperson or the vice chairperson also is for any reason unable to exercise the powers of the vice chairperson, the chairperson shall appoint one of the directors to act as chair. Where the chairperson does not make such a designation, the directors shall select from among themselves one person to serve as chair. If a shareholders meeting is convened by a party with the power to convene but other than the board of directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves.

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

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

The convening of a general meeting of shareholders shall be notified to all shareholders in accordance with the Articles of Incorporation and relevant laws and regulations.

Election or dismissal of directors or supervisors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the company by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new shares, the dissolution, merger, or demerger of the corporation, or any matter under

Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities Exchange Act, Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders meeting. None of the above matters may be raised by an extraordinary motion.

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

A shareholder holding one percent or more of the total number of issued shares may submit to the Company a proposal for discussion at a regular shareholders meeting. The number of items so proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. When the circumstances of any subparagraph of Article 172-1, paragraph 4 of the Company Act apply to a proposal put forward by a shareholder, the board of directors may exclude it from the agenda.

A shareholder may propose a recommendation for urging the corporation to promote public interests or fulfill its social responsibilities, provided procedurally the number of items so proposed is limited only to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item will be included in the meeting agenda.

5. The Company may appoint its attorneys, certified public accountants, or related persons retained by it to attend a shareholders meeting in a non-voting capacity.
6. The company, beginning from the time it accepts shareholder attendance registrations, shall make an uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders meeting, and the voting and vote counting procedures. The recorded materials shall be retained for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

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

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

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

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

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

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

However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than one hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one-third of the total number of issued shares, the chair shall reach a tentative resolution of the meeting based on Article 175, Paragraph 1 of the Company Act. In the event of a virtual shareholders meeting, the Company shall also reach a tentative resolution of the meeting based on Article 1. When, prior to the conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders meeting pursuant to Article 174 of the Company Act.

8. If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. Votes shall be cast on each separate proposal in the agenda (including extraordinary motions and amendments to the original proposals set out in the agenda). The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting. When a meeting is in progress, the chair may announce a break based on time considerations. If a force majeure event occurs, the chair may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.
9. Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number, and account name. The order in which shareholders speak will be set by the chair. A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail. When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation.
10. Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.
11. When a juristic person shareholder appoints two or more representatives to attend a shareholders meeting, only one of the representatives so appointed may speak on the same proposal.

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 declared the meeting adjourned.

No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. The regulations in paragraphs 8 and 9 do not apply.

As long as questions so raised in accordance with the preceding paragraph are not in violation of the regulations or beyond the scope of a proposal, it is advisable the questions be disclosed to the public at the virtual meeting platform.

12. After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.
13. When the chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed, call for a vote, and schedule sufficient time for voting.

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

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

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

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

14. Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of the Company. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes
15. Except as otherwise provided in the Company Act and the Company's articles of incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.

Except for the proposals listed in the agenda, other proposals proposed by shareholders or amendments or substitutions to the original proposal shall be seconded by other shareholders, and the shareholding of the proposer and the

representative of the seconder shall reach at least 1% of the total number of voting rights of the issued shares or one hundred thousand shares.

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

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

16. 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 it 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.
17. The chair may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor."
18. In the event of force majeure during the meeting, the chair may announce the suspension of the meeting or choose another date for convening the meeting.
19. The election of directors or supervisors at a shareholders meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names of those elected as directors and supervisors and the numbers of votes with which they were elected, and the names of directors and supervisors not elected and number of votes they received.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

20. Matters relating to the resolutions of a shareholders meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder based on relevant laws. The meeting minutes may be produced and distributed in electronic form.

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

Where a virtual shareholders meeting is convened, in addition to the particulars to be included in the meeting minutes as described in the preceding paragraph, the start time and end time of the shareholders meeting, how the meeting is convened, the chair's and secretary's name, and actions to be taken in the event of disruption to the

virtual meeting platform or participation in the meeting online due to natural disasters, accidents or other force majeure events, and how issues are dealt with shall also be included in the minutes.

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

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

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

For a meeting to be postponed or resumed as described in the preceding paragraph, shareholders who have not registered to participate in the affected shareholders meeting online shall not attend the postponed or resumed session.

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

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

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

Under the circumstances where a meeting should continue as in the preceding

paragraph, the shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, provided these shareholders shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders meeting.

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

For dates or period set forth under Article 12, second half, and Article 13, paragraph 3 of Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, and Article 44-5, paragraph 2, Article 44-15, and Article 44-17, paragraph 1 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall handle the matter based on the date of the shareholders meeting that is postponed or resumed under the second paragraph.

22. When convening a virtual-only shareholders meeting, the Company shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders meeting online.
23. These Rules shall take effect after having been submitted to and approved by a shareholders meeting. Subsequent amendments thereto shall be effected in the same manner.

### III. Implementation and Amendment:

1. These Rules shall come into force after being passed by the shareholders' meeting, and the same applies when they are amended.
2. Formulated on June 29, 2004.
  - 1<sup>st</sup> amendment on June 23, 2009.
  - 2<sup>nd</sup> amendment on May 30, 2014.
  - 3<sup>rd</sup> amendment on June 3, 2016.
  - 4<sup>th</sup> amendment on April 18, 2017.
  - 5<sup>th</sup> amendment on May 28, 2020.
  - 6<sup>th</sup> amendment on July 15, 2021.
  - 7<sup>th</sup> amendment on May 27, 2022.

(CRYOMAX COOLING SYSTEM CORP. seal affixed)  
(LIU, YEN-TI, Chairman of the Board, seal affixed)

**CRYOMAX COOLING SYSTEM CORP.**  
**Articles of Incorporation**

Chapter I. General Provisions

Article 1 The name of the Company is 吉茂精密股份有限公司 in Chinese (CRYOMAX COOLING SYSTEM CORP. in English), and is incorporated in accordance with the provisions governing a company limited by shares of Company Act of the Republic of China (Taiwan).

Article 2 Range of business operation of the Company:

1. CC01030 Electrical appliances and audiovisual electronic products manufacturing.
2. CC01990 Manufacture of other electrical engineering and electronic machinery equipment
3. CD01030 Manufacture of automobiles and relative parts.
4. CE01030 Manufacture of optical instruments.
5. CE01990 Manufacture of other optical and precision instruments.
6. F113010 Wholesale of machinery.
7. F113020 Wholesale of electrical appliances.
8. F113990 Wholesale of other machinery and tools.
9. F114030 Wholesale of the parts and equipment for automobiles and motorcycles.
10. F199990 Other wholesale trade.
11. JA02990 Other repair.
12. F401010 International trade.
13. CQ01010 Mold and die manufacturing.
14. CB01010 Mechanical equipment manufacturing.
15. CB01990 Other machinery manufacturing.
16. CC01080 Electronic component manufacturing.
17. ZZ99999 All the business items that are not prohibited or restricted by law except those that are subject to special approval.

Article 3 The Company has the head office situated in Changhua County, Taiwan, and is permitted to establish branches or offices in the domestic and/or foreign territories as necessary on the basis of the resolutions made by the board of directors and in conformity with the laws.

Article 4 The Company may, in response to business needs, act as a guarantor for other companies in compliance with the “Procedures of Endorsement for Guarantee” formulated by the Company.

Article 4-1 The Company may, under the resolution adopted by the board of directors, make investment in other companies, and the provision of Company Act Article 13 stipulating that the total amount of the investments made by a company in other companies shall not exceed forty percent of its own paid-in amount of capital stock shall not apply to the Company.

Article 4-2 The announcements of the Company shall be published at the MOPS by means of internet information system.

## Chapter II. Shares

Article 5 The authorized capital stock of the Company is two billion Taiwan dollars (TWD2,000,000,000) that is divided into 200,000,000 shares with a par value of ten Taiwan dollars (TWD10) per share and that shall be issued in installments by the board of directors as authorized depending on actual needs. An amount of thirty million Taiwan dollars (TWD30,000,000) shall be reserved from the authorized capital stock referred to in the preceding paragraph, and shall be divided into 3,000,000 shares with a par value of ten Taiwan dollars (TWD10) per share of which the share subscription warrants shall be issued to the employees of the Company in installments by the board of directors as authorized in accordance with Company Act and other applicable laws. .

Article 6 The Company shall only issue registered share certificates to which signature or personal seal of the Director representing the company shall be affixed and which shall be certified by the competent authority or a certifying agency authorized by the competent authority before issuance thereof. The Company is, pursuant to laws, eligible for delivery of the shares through book-entry transfer instead of physically printing share certificates, and the same shall apply to issuance of other securities.

Article 7 The Company shall handle the share affairs in compliance with the provisions of “Regulations Governing the Administration of Shareholder Services of Public Companies” in addition to other applicable laws.

## Chapter III. Shareholders’ Meeting

- Article 8 There are two types of shareholders' meetings in the Company including regular meeting and special meeting. The regular shareholders' meeting shall be held once every year within six months after close of each fiscal year, and the notice to convene the meeting shall be given by the board of directors to each shareholder no later than 30 days prior to the scheduled meeting date. A special shareholders' meeting may be convened pursuant to law from time to time as necessary, and the notice to convene the meeting shall be given by the board of directors to each shareholder no later than 15 days prior to the scheduled meeting date..  
When the Company's shareholders' meeting is convened, it may be held by virtual meeting or other means announced by the central competent authority.
- Article 9 The Company shall fully comply with the share transfer prohibition period fixed in Company Act and prescribed by other relating laws.
- Article 10 The shareholder who fails to attend the shareholders' meeting in person may appoint a proxy to attend the meeting on his/her behalf by executing a written "Power of Attorney" in compliance with the provisions of "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies" Under the circumstance that the power of attorney has been served on the Company and that the shareholder executing the said power of attorney intends to attend the shareholders' meeting in person or to exercise his/her voting power in writing or by way of electronic transmission, a proxy rescission notice shall be filed with the Company two days prior to the scheduled meeting date so as to rescind the proxy at issue, otherwise, the voting power exercised by the authorized proxy at the meeting shall prevail.
- Article 11 Chairman of the board of directors shall preside the shareholders' meetings. In the case that Chairman of the board is on leave or can not exercise his/her power and authority for any causes, a deputy may be designated pursuant to the provisions of Article 208, Company Act. As for a shareholders' meeting convened by any other person having the convening right, he/she shall act as the chairman of that meeting. If there are two or more persons having the convening right, the chairman of the meeting shall be elected from among themselves.
- Article 12 Each shareholder of the Company shall have one voting power in respect of each share in his/her possession except for those shares that have no voting power as specified in Paragraph 2 of Article 179, Company Act and other applicable laws. The Company shall adopt electronic transmission as one of the methods by which a shareholder may exercise his/her voting power. In other words, a

shareholder may exercise his/her voting power in writing or by way of electronic transmission. The shareholder electronically exercising his/her voting power shall be deemed to be present in person, and the relating affairs shall be handled in accordance with the laws.

Article 13 Resolutions made at a shareholders' meeting shall, unless otherwise provided for in Company Act, be adopted by a majority vote of the shareholders present who represent one-half or more of the total number of outstanding shares of the Company.

Article 14 Resolutions adopted at a shareholders' meeting shall be recorded in the minutes of the meeting and handled in compliance with Article 183 of Company Act. In the event that the Company intends to cease the public issuance of the shares, a resolution of ceasing the public issuance made and adopted at the shareholders' meeting shall be required.

#### Chapter IV. Directors

Article 15 The Company shall have five to eleven directors (including the independent directors) who shall be elected under a candidate nomination system. The shareholders shall elect the directors from among the nominees listed in the roster of candidates. The election shall be conducted by way of registered cumulative voting. The number of votes exercisable in respect of one share shall be the same as the number of directors to be elected, and the total number of votes per share may be consolidated for election of one candidate or may be split for election of several candidates. A candidate to whom the ballots cast represent a prevailing number of votes shall be deemed a director elected. The term of office of the directors shall be three years, and they may be eligible for re-election. Nominal holdings of the shares of all the directors shall have to fully comply with the requirements of the competent authority.

In case no election of new directors is effected after expiration of the term of office of the existing directors, the term of office of out-going directors shall be extended until the time new directors have been elected and assumed their office.

The Company may, through a resolution made by the board of directors, purchase liability insurance for the directors with respect to their liability for indemnity in terms of the scope of the business to be conducted by them during the term of office.

Article 15-1 The Company has established an audit committee in accordance with Article 14-4 of Securities and Exchange Act. The audit committee is composed of the entire

number of independent directors. The provisions prescribed by the Company for the supervisors shall become inapplicable upon establishment of the audit committee. The audit committee or its members shall be responsible for performance of the supervisor's powers and functions stipulated by Company Act, Securities and Exchange Act and other laws.

Article 16 The aforementioned directors of the Company shall include not less than three independent director members, and not less than one-fifth of the director seats shall be held by independent directors.

The professional qualification, shareholdings, method of nomination and election of the independent directors, and the concurrent serving restrictions on them, and other compliance matters shall be subject to the requirements of the competent authority in charge of securities.

Article 17 When the number of vacancies in the board of directors of the Company equals to one third of the total number of directors, the board of directors shall, within 60 days, call a special meeting of shareholders to elect succeeding directors to fill the vacancies for the remaining term of office of such vacancies.

Article 18 The board of directors, upon being duly organized by the directors, shall elect a Chairman of the board from among the directors by a majority vote at a meeting attended by over two-thirds of the directors to conduct all business of the Company in accordance with the laws and ordinances, the Articles of Incorporation and the resolutions adopted at the shareholders' meetings and the meetings of board of directors.

Article 19 Business operation policies and other important affairs of the Company shall be decided and executed fully in compliance with the resolutions adopted by the board of directors, except for those of which the decision shall be made through the resolutions of the shareholders' meeting as required by law. Meetings of the board of directors shall be convened and presided by the Chairman of the board, except for the first meeting of each term of the board of directors which shall be convened in conformity to the provisions of Article 203, Company Act. When Chairman of the board is unable to exercise his/her power and authority, he/she shall designate one of the directors to act on his/her behalf. In the absence of such a designation, the directors shall elect from among themselves an acting chairman of the board of directors. Moreover, in calling a meeting of the board of directors, a notice setting forth therein the subject(s) to be discussed at the meeting shall be given to each director no later than 7 days prior to the scheduled meeting date. Nonetheless, in the case of emergency, the meeting may be convened at any time.

A Notice of the meetings of the board of directors may be given to each director in writing or by means of email or fax.

Article 20 Resolutions made at the meetings of the board of directors shall, unless otherwise provided for in Company Act, shall be adopted by a majority of the directors at a meeting attended by a majority of the directors of the Company. The director who fails to attend the meeting in person for any causes may appoint another director to attend the meeting on his/her behalf by executing and delivering a “power of attorney” expressly stating therein the scope of authority with respect to the subjects to be discussed at the meeting. A director may accept the appointment to act as the proxy referred to herein of one other director only. The director who participates in the meeting of the board of directors by means of visual communication network shall be deemed to have attended the meeting in person.

Article 21 Minutes shall be prepared of the discussions at the meeting of the board of directors and affixed with the signature or seal of the chairman of the meeting, and shall be distributed to all directors of the Company within twenty days after the close of the meeting. Distribution of the minutes may be effected by means of electronic transmission. The particulars of the meeting shall be recorded in the minutes and the attendance list bearing the signatures of shareholders present at the meeting and the powers of attorney of the proxies shall be kept in accordance with the provisions of Article 207, Company Act.

Article 22 Each director of the Company shall be remunerated on the basis of the assessment and determination made by the board of directors as duly authorized by taking into account the extent of the director’s involvement in the business operations of and the value of his/her contribution to the Company and also referring to the remuneration level of other domestic and overseas companies in the same trade.

#### Chapter V. Managerial Officers and Staff

Article 23 The Company may have managerial officers whose appointment, discharge and remuneration shall be determined in compliance with the provisions of Article 29, Company Act.

Article 24 General Manager and Vice General Manager shall preside the business of the Company in accordance with the resolutions made by the board of directors.

#### Chapter VI. Final Account

Article 25 At the close of each fiscal year, the board of directors of the Company shall prepare and submit the following statements and records for ratification at the regular shareholders' meeting:

1. the business report,
2. the financial statements, and
3. the proposals concerning earning distribution or deficit off-setting.

Earning distribution or deficit off-setting of the Company may be effected after the end of each half-year fiscal period.

The proposals of earning distribution or deficit off-setting referred to in the preceding paragraph shall, together with the business report and financial statements, firstly be forwarded to the Audit Committee for audit, and then be submitted to the board of directors for resolutions.

Article 26 Profit of the Company, if any, in the current year shall be set aside by 1% minimum but 5% maximum to be distributed as compensation to the employees, (More than 50% of the amount of employee compensation in this item should be allocated to grassroots employees.) and 5% maximum to be allocated as remuneration for the directors. However, the amount enough to cover the Company's accumulated deficits, if any, shall be reserved prior to the appropriation of the aforesaid employees' compensation and the directors' remuneration.

Such employees' compensation referred to in the preceding paragraph shall be distributed by the issue of shares or in cash. The employees qualified for the compensation distribution may include those of the subsidiaries of the Company who meet certain specific qualification requirements, such as rank, performance and others, decided by the board of directors.

Article 27 As of the final account at the close of each fiscal year, the net earnings of the Company shall be allocated according to the following sequence:

1. paying taxes;
2. covering the accumulated deficits;
3. setting aside 10% of the surplus profits, after being deducted for the above items 1 and 2, as a legal reserve, except for the legal reserve which has already amounted to the total paid-in capital stock;
4. setting aside another amount as special reserve as required by the law or in response to business running needs.
5. With the above item 1 to item 5 being satisfied, the balance combines with the accumulated undistributed earnings to form the amount of bonus distributable to shareholders.

Article 28 The Company adopts the dividend strategy under the principles of steadiness, moderation and balance. After consideration of the practical condition of earning profits, financial structure and the future development of the Company, at least ten percent shall be set aside from the total dividend amount distributable in the current financial year and shall be allocated as cash dividend. The board of directors may make adjustments to the percentage of the cash dividend depending on the overall business operation condition in the current year, and such adjustments shall be subject to the resolutions adopted at the shareholders' meeting.

The Company authorizes the board of directors to allocate in cash the dividend and the bonus in whole or in part on the basis of a resolution adopted by a majority of the directors present at the board's meeting and representing at least two thirds of the total number of the directors.

#### Chapter VII. Functional Committee

Article 29 The board of directors of the Company may set up a compensation committee or other functional committees in response to business operation needs.

#### Chapter VIII. Supplementary Provision

Article 30 The organization regulations and bylaws of these Articles of Incorporation shall be otherwise formulated by the board of directors.

Article 31 The matters not specified in these Articles of Incorporation shall be governed by Company Act and other applicable laws.

Article 32 These Articles of Incorporation initially came into effect on July 24, 1984.

The first amendment was ratified on January 18, 1986.

The second amendment was ratified on January 10, 1988.

The third amendment was ratified on December 7, 1989.

The fourth amendment was ratified on April 24, 1993.

The fifth amendment was ratified on September 8, 1997.

The sixth amendment was ratified on October 4, 1997.

The seventh amendment was ratified on September 5, 1999.

The eighth amendment was ratified on September 20, 2001.

The ninth amendment was ratified on June 28, 2002.

The tenth amendment was ratified on June 29, 2004.

The eleventh amendment was ratified on November 12, 2004.

The twelfth amendment was ratified on May 10, 2006.  
The thirteenth amendment was ratified on June 25, 2008.  
The fourteenth amendment was ratified on June 18, 2010.  
The fifteenth amendment was ratified on June 18, 2010.  
The sixteenth amendment was ratified on June 16, 2011.  
The seventeenth amendment was ratified on October 18, 2011.  
The eighteenth amendment was ratified on May 31, 2012.  
The nineteenth amendment was ratified on June 5, 2015.  
The twentieth amendment was ratified on June 3, 2016.  
The twenty-first amendment was ratified on April 18, 2017  
The twenty-second amendment was ratified on May 28, 2020.  
The twenty-third amendment was ratified on July 15, 2021.  
The twenty-fourth amendment was ratified on May 27, 2022.  
The twenty-fifth amendment was ratified on June 4, 2025.

## **C r y o m a x C o o l i n g S y s t e m C o r p .**

### **Reports on Distribution of Dividends, Employees Remuneration, Directors Remuneration and Proposals to Shareholders' Meeting**

1. The impact of the dividends distribution on the Company's operating performance, earnings per share and shareholders' return on investment:

The Company did not issue dividends distribution in this year, so it is not applicable.

2. Employees and Directors Remuneration

The amount of directors and employees remuneration proposed by the Company at the board meeting on March 10, 2026 is as follows. The above will be handled in accordance with relevant regulations after the resolution of the shareholders' meeting on June 4, 2026.

1. Employees remuneration to be distributed: NT\$985,089.
2. Directors remuneration to be distributed: NT\$985,089.
3. There is no difference between the above-mentioned proposed distribution amount and the estimated employees remuneration of NT\$985,089 and directors remuneration of NT\$985,089.

3. Report on Proposals of the Shareholders' Meeting

According to Article 172-1 of the Company Act, when the board of directors convenes a shareholders meeting, shareholders are entitled to submit proposals. The period for accepting proposals at the 2026 general shareholders' meeting of the Company is from March 27 to April 7, and has been published on MOPS based on legal requirements, and after the expiry of the period, no shareholder has proposed any proposal.

**Shareholding of Directors**

1. The Company's paid-in capital is NT\$800,556,720, and the number of issued shares is 80,055,672 shares.
2. Basis: Article 26 of the Securities and Exchange Act and the Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies:
  - (1) The minimum number of shares held by all directors is 6,404,453 shares.
3. The number of shares held by the directors of the Company as recorded in the register of shareholders as of the closing date of the general meeting of shareholders (April 6, 2026) is as follows:

| Type                 | Account No./ID Number | Name   | Shareholding |
|----------------------|-----------------------|--|--------------|
| Director             | 1426                  | Siyuan Investment Co., Ltd.<br>Representative: LIU, YEN-TI     | 2,614,955    |
| Director             | 322                   | DENSO CORPORATION<br>Representative: HUANG,CHIANG-LUNG         | 14,857,012   |
| Director             | 46                    | Daman Investment Co., Ltd.<br>Representative: TSOU, YUNG-CHENG | 2,666,176    |
| Director             | 213                   | LIU, CHIEH-YU  | 570,106      |
| Independent Director | N12214XXXX            | CHANG, KUO-HUA   | 0            |
| Independent Director | E12090XXXX            | WANG, CHI-CHUAN  | 0            |
| Independent Director | B12079XXXX            | HUANG,SHAIO-YAN  | 0            |
| Independent Director | 341                   | LAI,HENG-SHENG   | 1,860        |
| Total                |                       |  | 20,710,109   |