



CHIEN KUO CONSTRUCTION CO.,LTD.  
Chien Kuo Construction Co., Ltd.

2026 Annual Shareholders' Meeting

Meeting Agenda Handbook

Meeting Time: 9:00 a.m. May 29, 2026 (Friday)

Meeting Location: B1F., No. 85, Sec. 4, Roosevelt Rd., Taipei City 106  
(GIS NTU Covention Center/Locke Hall)

Convening Method: Physical meeting assisted by visual communication network  
(hybrid)

Visual Meeting Platform:

Depository company <https://www.stockservices.tdcc.com.tw/evote/index.html>

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## **Chapter 1. Meeting Agenda**

### **Chien Kuo Construction Co., Ltd. 2026 Annual Shareholders' Meeting Agenda**

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Method: Physical meeting assisted by visual communication network (hybrid)

Visual meeting platform: Depository company:

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#### **Meeting Procedures:**

##### **I. Report the Attending Shares**

##### **II. Call Meeting to Order**

##### **III. Chairman's Address**

##### **IV. Report Items**

1. The Company's 2025 Business Report.
2. Audit Committee's review report on the 2025 annual financial statements.
3. Report on the distribution of remuneration for employees and directors in 2025.
4. Report on the payment of directors' remuneration for 2025.

##### **V. Ratified Items and Discussion Items**

1. To adopt the Company's 2025 Annual Business Report, Standalone Financial Statements, and Consolidated Financial Statements.
2. The Company's 2025 earnings distribution proposal.
3. Proposal to revise the Company's "Procedures for Acquisition or Disposal of Assets."

##### **VI. Extempore Motion**

##### **VII. Adjournment**

## **Chapter 2. Report Items**

### **Report Item NO.1.**

Subject: The Company's 2025 Business Report

Explanation:

#### **The Company's 2025 Business Report**

##### **I. Business Strategy**

We uphold the core values of “Integrity, Optimization, Wellbeing and Harmony”, and are committed to operating with honesty and integrity. We cultivate a learning organization through a growth mindset, and continuously strives to keep pace with developments and pursue excellence in its areas of professional expertise. We have brought together a team of like-minded professionals to realize our corporate vision of “Intelligent Construction” and a “Sustainable Future” through structural innovation and long-term value creation. Leveraging our technological strengths, we drive improvements in quality and efficiency, while implementing sustainability principles through low-carbon and energy-saving technologies. Together, we embrace our corporate social responsibility, striving for harmony with the environment, and have built a new-generation construction team: Powered by technology, embracing social purpose and a humanistic aesthetic.

##### **II. Business Overview**

In 2025, the Company recorded consolidated revenue of NT\$7,095,608 thousand, representing a 16% increase from 2024. Net income after tax was NT\$903,642 million, up 33% year over year, with earnings per share of NT\$4.48. The following is a summary report of the Company's 2025 consolidated business results:

###### **(I) Operational Highlight**

Unit: NT\$ Thousands

Item	2025	2024	Variance between the Two Periods	Growth
Operating revenue	7,095,608	6,120,883	974,725	16%
Operating costs	5,914,298	5,327,156	587,142	11%
Gross profit	1,181,310	793,727	387,583	49%
Operating expenses	450,864	401,773	49,091	12%
Net operating income	730,446	391,954	338,492	86%
Net non-operating Income and expense	371,339	419,025	(47,686)	-11%
Net profit before tax	1,101,785	810,979	290,806	36%
Net income	903,642	681,757	221,885	33%

- ✓ Operating revenue and gross profit in 2025 increased compared to 2024, primarily due to certain design-build projects with higher gross margins during the year
- ✓ The increase was also attributable to the large-scale construction phase of social housing and commercial building projects, along with the expected rise in project completion margins.

## (II) Cash Flows and Profitability Analysis

### 1. Cash Flows

Unit: NT\$ Thousands

Item	2025
Net cash inflow from operating activities	2,653,424
Net cash outflows from investing activities	(518,625)
Net cash generated from financing activities	(599,833)
Effect of exchange rate changes on cash and cash equivalents	3,849
Cash increase in the current period	1,538,815
Cash amount - beginning of the year	810,986
Cash amount - end of the year	2,349,801

- ✓ Net cash inflow from the operating activities was mainly driven by this period's profitability.
- ✓ Net cash outflow from investment activities is primarily attributed to the increase in financial assets measured at fair value through profit or loss.
- ✓ Net cash flows used in financing activities were mainly due to repayment of long-term loans and cash dividends.

### 2. Profitability Analysis

Item		2025	2024
Return on assets		9.0%	8.0%
Return on equity		17.7%	13.9%
Ratio of paid-in capital	Operating income	36.2%	19.4%
	Income before tax	54.7%	40.2%
Net profit margin		12.7%	11.1%
Earnings per share (NT\$)		4.48	2.91

- ✓ The increase in key financial ratios compared to the previous year was primarily attributable to improved profitability.

## III. Technology and R&D

The Company continues to differentiate itself to create value for customers through technology, with a three-direction R&D roadmap: refinement of construction techniques, automation of construction management, and emphasis on low-carbon and energy-efficient buildings. This comprehensive approach aims to enhance the Company's competitiveness within the construction industry.

In terms of construction process optimization: We developed new high-strength reinforced concrete methods. Certified by the National Land Management Agency, the Company now holds the SD550W and SD690 construction method certifications. The SD550W method has been fully applied in our social housing construction projects, while SD690 will bring significant benefits to super high-rise

buildings. In addition, our innovative rebar planning technology has resulted in over 10 domestic and international patents. For example, our patented systematic beam-column rebar layout resolves conflict issues in structural joints, and our new seismic-resistant stirrup design has not only gained patent approval but also been certified as a new construction method, proving more reliable than traditional methods. Recently, we have been developing a patented prefabrication method for beam reinforcement cages, which requires the use of specially designed outer stirrups. Physical testing has been completed, and we will continue our efforts toward applying for patent protection and promoting this new construction method.

In terms of automation in construction management: We have introduced information and communication technologies (ICT) to digitalize and cloud-enable on-site self-inspection operations. In addition, by leveraging BIM automation technologies, we continue to expand the depth and breadth of BIM applications in engineering practice. For example, a newly developed automated program for 3D fire protection piping assembly drawings can convert MEP BIM models into assembly drawings that are easier for migrant workers to read and follow.

In terms of low-carbon and energy-efficient buildings: We have promoted the use of the system aluminum formwork method and obtained certification for a low-carbon construction method. During the design-build design phase, aluminum formwork factors are incorporated to enhance the rate of reuse. We also provide low-carbon building assessments and building energy efficiency evaluations for clients, and have developed digital tools to shorten the time required for low-carbon assessments. For example, carbon emission data are embedded into BIM models, which, together with our self-developed plug-in program, enables carbon emission reassessments to be performed at any time in response to design changes.

The Company continues to deepen its differentiation strategy in technological R&D and has steadily accumulated intellectual property. As of the end of 2025, the Company held a total of 51 patents, including 30 patents in Taiwan and 21 international patents.

#### IV. Outlook

In 2025, global inflation continued to moderate, while the vigorous development of emerging technology applications, such as artificial intelligence (AI), supported continued global economic growth. Domestically, demand for public infrastructure projects and the construction of large-scale commercial office and industrial facilities continues to be released, and Taiwan's construction industry is expected to maintain a steady growth momentum. In 2025, Taiwan's construction cost index recorded a slight year-on-year increase. Meanwhile, the persistent labor shortage resulting from demographic imbalance has kept construction costs at elevated levels. In addition, potential risks such as green inflation arising from the domestic implementation of carbon fees remain major challenges that the construction industry must address with prudence. At the same time, the government's policy execution regarding the target number of social housing units to be built will have a direct impact on the volume of social housing projects available for the Company to undertake. Furthermore, the combined effects of the central bank's credit controls and high mortgage interest rate policies have continued to suppress real estate investment demand. High housing prices have also led consumers to

adopt a wait-and-see attitude, prompting developers to become more conservative in the pace of launching private residential projects. In addition, the international political and economic landscape remains subject to numerous uncertainties. In light of these circumstances, the Company has carefully assessed the situation and, with respect to the outlook for the construction industry in 2026, will continue to uphold a prudent and steady approach, progressing step by step while actively identifying and overcoming risks and challenges, and prudently planning the growth drivers for the Company's operations.

The Company has been committed to implementing and further deepening ESG initiatives. In 2025, the Company was honored with a Top 5% ranking in the NT\$5 billion to NT\$10 billion market capitalization category in the 11th Corporate Governance Evaluation, as well as the Silver Award in Category 1 – Real Estate and Construction Industry of the 2025 TCSA Sustainability Report Awards. In addition, the Zuoying Chongshi Social Housing Project undertaken by the Company received the Excellence Award in the 2025 Engineering Sustainability and Environmental Aesthetics Awards presented by the Chinese Institute of Civil and Hydraulic Engineering.

Looking ahead to 2026, we will continue to maintain diversified business sources across public infrastructure projects, commercial office buildings, and residential developments. In addition to strengthening the Company's long-term competitive advantages through technological and automation-driven initiatives, including the development of low-carbon construction methods and patented technologies, the adoption of AI and big data to manage construction risks, and the continued use of technology-driven R&D, we will further promote a systematic management framework to comprehensively enhance architectural aesthetics and construction quality. Step by step, through continuous and progressive improvement, we will move steadily toward realizing our corporate vision of "Intelligent Construction, Sustainable Future."

Chairman: Chang-shiou WU

Manager: Mao-sheng KAN

Accounting Supervisor: Feng-Yung  
Tsung

## **Report Item NO.2.**

Subject: Audit Committee's Audit Report on the 2025 Final Accounting Books.

Explanation:

- I. The Board of Directors has prepared the 2025 Financial Statements in accordance with Article 228 of the Company Act. Such Financial Statements have been audited and certified by Deloitte & Touche Taiwan. The Financial Statements, along with the Business Report and Earnings Distribution Proposal, have been submitted to and audited by the Audit Committee.
- II. Request members of the Audit Committee to read out the Audit Report.

### **Chien Kuo Construction Co., Ltd. Audit Committee Review Report**

Both the 2025 Standalone Financial Statements and the 2025 Consolidated Financial Statements prepared and submitted by the Board of Directors have been audited by CPA Li-chun CHANG and CPA Wen-Chi KUO of Deloitte & Touche Taiwan, and the CPAs have issued an unqualified opinion for the said financial statements. Such two Financial Statements, the Business Report, and the Earnings Distribution Proposals have been reviewed by the Audit Committee, who, after the review, does not believe that there are any non-conformities. Therefore, pursuant to relevant requirements of the Securities and Exchange Act and the Company Act, we hereby submit this report.

To

The 2026 Annual Shareholders' Meeting of the Company

Chien Kuo Construction Co., Ltd.

Convener of the Audit Committee: Chin-Pao Tsai

March 11, 2026

### **Report Item NO.3.**

Subject: Report on the distribution of compensation to employees and remuneration to directors for 2025.

Explanation:

- I. Pursuant to Article 23 of the Company's Articles of Incorporation, 0.1% to 3% of the profit for the year, after deducting the pre-tax profit and the amounts allocated for directors' and employees' compensation, shall be appropriated as employees' compensation, and not more than 3% shall be appropriated as directors' compensation.
- II. It is proposed to appropriate 3% of the profit for FY 2025, after deducting the pre-tax profit and the amounts allocated for directors' and employees' compensation, in the amount of NT\$33,957 thousand, as employees' compensation, to be distributed in fixed cash amounts based on the Company's annual individual performance criteria for employees, of which the allocation ratio to base-level employees shall be no less than 15%.
- III. It is proposed to appropriate 3% of the profit for FY 2025, after deducting the pre-tax profit and the amounts allocated for directors' and employees' compensation, in the amount of NT\$33,957 thousand, as directors' compensation. The basis of calculation takes into consideration each director's level of participation and contribution to the execution of ESG sustainability-related operations, and such compensation shall be calculated and paid in cash in accordance with the Company's "Regulations Governing Allocation and Payment of Remuneration to Directors."

### **Report Item NO.4.**

Subject: Report on the status of directors' remuneration for 2025.

Explanation:

- I. Standards for directors' compensation
  1. Pursuant to Article 23 of the Company's Articles of Incorporation, the amount of directors' compensation shall not exceed 3% of the profit for the fiscal year after deduction of the pre-tax profit and the amounts allocated for directors' and employees' compensation.
  2. The Company's directors' compensation includes fixed remuneration and compensation. In addition to being determined with reference to the prevailing market levels of peer companies, it is also assessed based on each director's degree of participation in the Company's operations, the results of performance evaluations, and the Company's operating performance. The corresponding compensation allocation shall be determined in proportion to each director's period of service during the relevant year.

## II. Performance evaluation

The payment of the Company's directors' compensation shall be handled in accordance with the "Regulations Governing Allocation and Payment of Remuneration to Directors", and shall be determined with due consideration to each director's level of participation in the Company's management and the value of his or her contribution.

1. Operating performance: Income before income tax for FY 2025 increased by 36% compared to the previous year, reflecting a significant improvement in operating performance.

2. Sustainable operations:

In 2025, the Company ranked within the Top 5% in the NT\$5 billion to NT\$10 billion market capitalization category in the 11th Corporate Governance Evaluation. The Company also implemented initiatives such as low-carbon construction methods, intelligent management, and green procurement, successfully developing low-carbon, low-energy-consumption social housing projects and obtaining relevant certifications.

3. Independent directors also serve as members of functional committees, including the Audit Committee and the Remuneration Committee, and are therefore responsible for participating in related discussions and resolutions. Accordingly, their fixed remuneration is slightly higher than that of general directors.

4. General directors are assigned different weighting factors based on the responsibilities associated with their positions (with the Chairman and Vice Chairman assigned relatively higher weights), and such weights serve as the basis for calculating individual allocation ratios.

5. Service period weighting:

Each director's compensation allocation ratio is weighted based on the proportion of his or her period of service during the fiscal year.

Based on the above assessment, as the Company's operating performance in 2025 improved compared to the previous year, and the results of the directors' self-evaluation for 2025 were also higher than those of the prior year, the directors' compensation has been increased accordingly.

III. Please refer to pages 12-13 of this Board of Directors' Manual for a detailed breakdown of directors' remuneration (Attachment I).

### **Chapter 3. Ratified Items and Discussion Items**

#### **Proposal NO.1. Proposed by the Board of Directors**

Subject: To adopt the Company's 2025 Annual Business Report, Standalone Financial Statements, and Consolidated Financial Statements.

Explanation:

- I. The Company's 2025 Annual Business Report, Standalone Financial Statements, and Consolidated Financial Statements have been prepared; for the Standalone Financial Statements and Consolidated Financial Statements with the seals affixed by the Chairman, managers, and chief auditors, please see Attachment II on pages 14 to 33 of the Meeting Agenda Handbook.
- II. The aforementioned Financial Statements have been audited by CPA Li-chun CHANG and CPA Wen-Chi KUO of Deloitte & Touche Taiwan, who have then issued an audit report with an unqualified opinion.
- III. The various final accounting books are submitted to the Audit Committee for review, and it is considered that there is no discrepancy.
- IV. We hereby submit the above statements, reports and books for adoption.
- V. For the Annual Business Report, please refer to pages 2 to 5 of the Meeting Agenda Handbook.

Resolution:

#### **Proposal NO.2. Proposed by the Board of Directors**

Subject: To adopt the Company's 2025 Earnings Distribution Proposal.

Explanation:

- I. The Financial Statements of the Company for 2025 have been audited by Deloitte & Touche Taiwan. The beginning balance of undistributed earnings was NT\$1,160,173,921; the after-tax net income for the year was NT\$903,642,005, and the remeasurement of the defined benefit plan for the current year recognized under retained earnings amounted NT\$1,709,937. The amount of net profit after tax for the period plus items other than net profit after tax for the period included in the undistributed earnings of the year totaled NT\$905,351,942. The provision of legal reserve in the amount of was NT\$90,535,194 and the distributable earnings for the year in the amount of NT\$1,974,990,669 is to be distributed in accordance with the requirements of the Articles of Incorporation.
- II. The 2025 Earnings Distribution Proposal is to distribute to shareholders the cash dividends in the amount of NT\$665,280,277, or, NT\$3.30 per share (priority of distribution is given to the earnings of the most recent year, rounded down to NT\$1; Any fractional amount below NT\$1 is recognized as the Company's other revenue).

III. The Company's 2025 Earnings Distribution Proposal is presented in the following table:

Chien Kuo Construction Co., Ltd.

2025 Earnings Distribution Table

Unit: NT\$

Item	Amount
Undistributed earnings - beginning	1,160,173,921
Profit after tax for the year	903,642,005
Remeasurement of defined benefit plans recognized under retained earnings	1,709,937
Amount of net profit after tax for the period plus items other than net profit after tax for the period included in the undistributed earnings of the year	905,351,942
Reversal of special reserve in accordance with the law (10%)	(90,535,194)
Distributable earnings - ending	1,974,990,669
Distribution items	
Cash dividends to shareholders at NT\$3.30 per share	(665,280,277)
Undistributed earnings - ending	1,309,710,392

Chairman: Chang-shiou WU      Manager: Mao-sheng KAN      Accounting Supervisor: Feng-Yung Tsung

IV. It is proposed that the Shareholders' Meeting delegates full discretionary power to the chairperson in case a change in the dividend distribution rate for all outstanding shares incurs on the Company's dividend distribution date as a result of either repurchase back of the Company's shares, transfer or retirement of treasury shares, conversion of convertible corporate bonds, exercise of employee stock option certificates, or any other reasons.

V. After the adoption of the proposal by the Shareholders' Meeting, the chairman is authorized to set a separate ex-dividend date, distribution date, and other related matters.

VI. We hereby submit for adoption.

Resolution:

### **Proposal NO.3. Proposed by the Board of Directors**

Subject: To discuss the amendment to the Company's "Regulations Governing the Acquisition and Disposal of Assets"

Explanation:

- I. In accordance with the official correspondence from the competent authority and practical operational needs, certain provisions of the Company's "Regulations Governing the Acquisition and Disposal of Assets" are proposed to be amended accordingly. For the comparison table of the amended provisions, please refer to pages 34 – 39 (Attachment III) of this Meeting Agenda Handbook.
- II. Please discuss.

Resolution:

## **Chapter 4. Extempore Motion**

## **Chapter 5. Adjournment**

## **Chapter 6. Attachments**

## (Attachment I)

## (I) Remuneration Paid to General Directors and Independent Directors

Unit: NT\$ Thousands

Title	Name (Note 1)	Remuneration to Directors								(A+B+C+D) as a % of Net Income (Note 10)		Relevant Remuneration Received by a Director Who is Also an Employee of the Company						Proportion of the Sum of A, B, C, D, E, F and G to Net Profit after Tax (Note 10)		Compensation Paid to Directors from an Invested Company Other than the Company's Subsidiary or the Parent Company (Note 11)		
		Remuneration (A) (Note 2)		Pension (B)		Remuneration to Director (C) (Note 3)		Business Execution Expenses (D) (Note 4)				Salary, bonus, and special allowance (E) (Note 5)		Severance pay (F)		Employee's compensation (G) (Note 6)						
		The Company	From companies in the consolidated financial statements (Note 7)	The Company	From companies in the consolidated financial statements (Note 7)	The Company	From companies in the consolidated financial statements (Note 7)	The Company	From companies in the consolidated financial statements (Note 7)	The Company	From companies in the consolidated financial statements (Note 7)	The Company	From companies in the consolidated financial statements (Note 7)	The Company	From companies in the consolidated financial statements (Note 7)	The Company		From companies in the consolidated financial statements (Note 7)			The Company	From companies in the consolidated financial statements
																Amount in cash	Amount in stock	Amount in cash	Amount in stock			
Chairman	Representative of Chien Hui Investment Co., Ltd.: Chang-Shiou WU	600	600	-	-	9,055	9,055	20	20	9,675 1.07%	9,675 1.07%	17,401	17,401	-	-	16	-	16	-	27,092 3.00%	27,092 3.00%	-
Vice Chairman	Chi-te CHEN	0	0	-	-	6,790	6,790	20	32	6,810 0.75%	6,822 0.75%	-	-	-	-	-	-	-	-	6,810 0.75%	6,822 0.75%	-
Directors	Chung CHENG	240	240	-	-	4,528	4,528	14	14	4,782 0.53%	4,782 0.53%	-	-	-	-	-	-	-	-	4,782 0.53%	4,782 0.53%	-
Directors	Chu-hsin LEE	240	240	-	-	4,528	4,528	14	26	4,782 0.53%	4,794 0.53%	-	-	-	-	-	-	-	-	4,782 0.53%	4,794 0.53%	-
Directors	Chi-hsin CHEN	240	240	-	-	4,528	4,528	14	14	4,782 0.53%	4,782 0.53%	-	-	-	-	-	-	-	-	4,782 0.53%	4,782 0.53%	-
Directors	Chen-ching CHEN	240	240	-	-	4,528	4,528	22	29	4,790 0.53%	4,797 0.53%	-	1,867	-	-	-	-	16	-	4,790 0.53%	6,680 0.74%	-
Independent Director	Chin-pao TSAI	960	960	-	-	-	-	36	36	996 0.11%	996 0.11%	-	-	-	-	-	-	-	-	996 0.11%	996 0.11%	-
Independent Director	Li-hsing I	960	960	-	-	-	-	30	30	990 0.11%	990 0.11%	-	-	-	-	-	-	-	-	990 0.11%	990 0.11%	-
Independent Director	Tai-Sheng Yen	960	960	-	-	-	-	28	28	988 0.11%	988 0.11%	-	-	-	-	-	-	-	-	988 0.11%	988 0.11%	-

1. Please state the policies, systems, standards, and structure of independent directors' remuneration payment, and describe the relevance to the amount of remuneration according to their responsibilities, risks, and time of investment:  
The Regulations Governing Allocation and Payment of Remuneration to Directors was the basis for evaluation.
2. Except as disclosed in the above chart, the remuneration to directors received due to the services provided (such as acting as consultants to non-employees of the parent company/all companies in the financial reporting/transferring businesses, etc.) in the most recent year: None

- Note1: The name of directors shall be listed separately (for corporate shareholders, the names of such corporate shareholders and their representatives shall be listed separately), with their titles (Director or Independent Director) being listed separately, and the various payments shall be disclosed in aggregate.
- Note2: Referred to the remuneration paid to directors in 2025 (including their salaries, duty allowance, severance payments, bonuses, and performance rewards).
- Note3: On March 11, 2026, the Board of Directors approved the directors' remuneration for 2025 in the amount of NT\$33,957 thousand. The amount was calculated in accordance with the Company's "Regulations Governing Allocation and Payment of Remuneration to Directors". Among the total, the amount to be received by corporate directors (Chien Hwei Investment Co., Ltd. and not paid to their respective representatives) totals NT\$9,055 thousand.
- Note4: Business expenses paid out to directors in 2025 (including transport, special expenses, various allowances, accommodation, vehicles, and provision of physical goods such as cars). In the case of the provision of housing, motor vehicles and other means of transport or exclusive individual expenses, the nature and cost of the assets provided, the actual lease payment or lease payment measured at fair market value, oil and other payments shall be disclosed. Excluding the company car and driver provided by the Company totaled NT\$2,288 thousand.
- Note5: Referred to the remuneration paid to directors in 2025 who simultaneously held another position in the Company (as a General Manager, Vice General Manager, manager, or an employee), including salaries, duty allowances, severance payments, bonuses, performance rewards, transport fees, special expenses, various allowances, accommodation, and provision of physical items such as a car. In the case of the provision of housing, motor vehicles and other means of transport or exclusive individual expenses, the nature and cost of the assets provided, the actual lease payment or lease payment measured at fair market value, oil and other payments shall be disclosed. Excluding the company car and driver provided by the Company totaled NT\$1,559 thousand. The salary expenses recognized in accordance with IFRS 2 "Share-based Payment", including acquisition of employee stock option certificates and restricted stock awards (RSA), and participation in subscription of new shares in a capital increase by cash, shall also be accounted for as remuneration.
- Note6: Referred to the employee compensation (including cash and stock) received by a director who simultaneously held another position in the Company (as a general manager, vice general manager, manager, and an employee) for 2025, disclose the amount of remuneration distributed to employees after being approved by the Board for the past year. For amounts that are unable to estimate, propose the distribution amount for the year based on the actual distribution made last year.
- Note7: Total remuneration in various items paid out to the Company's directors by all companies (including the Company) listed in the consolidated statements shall be disclosed.
- Note8: For the total remuneration in various items paid out to the Company's directors, the name of each director shall be disclosed in the corresponding range of the remuneration.
- Note9: It is required to disclose the various remuneration in the aggregate paid by the Company and all consolidated entities to each director, whose name is also required to be disclosed in the range of remuneration to which they belong.
- Note10: The Company's net income for 2025 was NT\$903,642 thousand; for those who have adopted IFRS, the term "net income" denotes the net income as stated on the standalone/individual financial statements for the most recent annual period.
- Note11: a. Compensations received by the directors from other non-subsidiary companies invested by the Company or the parent company shall be disclosed in this column.  
b. Where a director has received compensation from an investee other than the Company's subsidiaries or the parent company, such remuneration shall be consolidated into column I of the Table of Remuneration Range, which column shall then be changed to the title of "Parent Company and All Reinvestment."  
c. Remuneration denotes the rewards, compensation (including compensation for an employee, a director and a supervisor) and related remuneration in connection with business expenses that are paid to one of the Company's directors who serves as a director, supervisor or manager for an investee other than the Company's subsidiaries or the parent company.

\* Since the contents of the remuneration disclosed in this table are different from the concept of income used in the Income Tax Act, the purpose of this table is for disclosure, not for taxation use.

## **Independent Auditors' Report**

To: The Board of Directors and shareholders of Chien Kuo Construction Co., Ltd.

### **Audit Opinions**

We have audited the consolidated balance sheets of Chien Kuo Construction Co., Ltd. and its subsidiaries as of December 31, 2025 and 2024, the consolidated statements of comprehensive income, consolidated statements of changes in equity, consolidated statements of cash flows, and notes to the consolidated financial statements (including the summary of significant accounting policies), for the periods from January 1 to December 31, 2025 and 2024.

In our opinion, the aforementioned consolidated financial statements present fairly, in all material respects, the consolidated financial position of Chien Kuo Construction Co., Ltd. and its subsidiaries as of December 31, 2025 and 2024, and its consolidated financial performance and consolidated cash flows for the periods ended December 31, 2025 and 2024 in conformity with the "Regulations Governing the Preparation of Financial Reports by Securities Issuers," as well as International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and effected by the Financial Supervisory Commission.

### **Basis for Audit Opinion**

We conducted our audit of the financial statements in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under the above mentioned regulations are further explained in the Auditor's Responsibilities in Auditing the consolidated financial statements section of the report. We have stayed independent from Chien Kuo Construction Co., Ltd. as required by The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled other responsibilities as stipulated by the Norm. We believe that we have obtained sufficient and appropriate audit evidence to serve as 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 2025 consolidated financial statements of Chien Kuo Construction Co., Ltd. and its subsidiaries. These matters were addressed in the context of our audit of the consolidated financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matters for the consolidated financial statements of Chien Kuo Construction Co., Ltd. and its subsidiaries for 2025 are stated as follows:

#### **Construction contracts**

The operating revenue of Chien Kuo Construction Co. Ltd. is primarily derived from construction revenue, which is recognized in cost-based input method by the management in accordance with IFRS

15 "Revenue from Contracts with Customers." Since the percentage of completion is calculated as the ratio of costs input to the total estimated contract costs, the total estimated construction contract costs are a key factor in calculating the percentage of cost input. The estimated total cost is determined by management based on various factors such as the nature of different projects, the expected contract amount, duration, construction execution, and construction methods. Given the extended duration of construction contracts, the estimation of total costs is influenced by fluctuations in raw material and labor prices, as well as additions or reductions in project scope. If any significant changes occur in the estimates, the revenue recognized based on the percentage of completion may contain errors or have a material impact on the accurate representation of revenue in the financial statements. Therefore, the estimation of total costs for construction contracts is deemed as a key audit matter.

The auditors performed the following key audit procedures regarding the aforementioned matters.

1. Understand the process of estimating the total cost of long-term construction contracts at management level.
2. Examine the supporting documents the management used as evidence for estimating the total costs of construction contracts in order to assess comprehensively the completeness and reasonableness of the estimates of total costs of long-term construction contracts.
3. Review whether there were significant adjustments to the estimated total cost of construction contracts incurred subsequently;
4. Analyze changes in revenue, costs and gross profit of each project.

For information about construction contracts, please refer to Note 23.

### **Other Matters**

We have audited the parent company only financial statements of Chien Kuo Construction Co., Ltd. as of and for the years ended December 31, 2025 and 2024, on which we have issued an unqualified audit opinion..

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

It is the management's responsibilities to fairly present the consolidated financial statements in conformity with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, as well as International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, and to maintain internal control which is necessary for the preparation of the consolidated financial statements that are free from material misstatements due to fraud or errors therein.

In preparing the consolidated financial statements, the responsibilities of management includes assessing the ability of Chien Kuo Construction Co., Ltd. and its subsidiaries to continue as a going concerns, disclosing related matters, as well as adopting the going concern basis of accounting, unless the management intends to liquidate Chien Kuo Construction Co., Ltd. and its subsidiaries or cease operations, or has no realistic alternative but to do so.

Those charged with the governance of Chien Kuo Construction Co., Ltd. and its subsidiaries, including the Audit Committee, are responsible for overseeing the financial statements.

### **Auditor's Responsibilities in Auditing the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. "Reasonable assurance" refers to high level of assurance. Nevertheless, our audit, which was carried out in accordance with the auditing standards, does not guarantee that a material misstatement will be detected in the consolidated financial statements. Misstatements may result from fraud or errors. and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the consolidated financial statements.

We have utilized our professional judgment and maintained professional skepticism when exercising auditing work in accordance with auditing standards. We also:

1. Identify and assess the risks of a material misstatement due to fraud or errors in the consolidated financial statements, designed and carried out appropriate countermeasures against the assessed risks, and obtained sufficient and appropriate audit evidence to provide the basis for audit opinion. As fraud may involve collusion, forgery, deliberate omissions, false statements, or override of internal control, the risk of an undetected material misstatement due to fraud is higher than that due to errors.
2. Obtain an understanding of internal control pertaining to the audit in order to design audit procedures appropriate under the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control of Chien Kuo Construction Co., Ltd. and its subsidiaries.
3. Evaluate the appropriateness of the accounting policies adopted by the management, as well as the reasonableness of accounting estimates and relevant disclosures.
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 might cast significant doubt on the ability of Chien Kuo Construction Co., Ltd. and its subsidiaries to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusion are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause Chien Kuo Construction Co., Ltd. and its subsidiaries to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within Chien Kuo Construction Co., Ltd. and its subsidiaries to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determined the key audit matters of the consolidated financial statements of Chien Kuo Construction Co., Ltd. and its subsidiaries of 2025. We describe these matters in our auditor's report unless law or regulation precludes public disclosures 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.

CPA: Li-Chun Chang

CPA: Wen-Chi Kuo

Deloitte&Touche  
Taipei, Taiwan  
Republic of China

March 11, 2026

### **Notes to Readers**

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

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

Chien Kuo Construction Co., Ltd. and Subsidiaries  
Consolidated Balance Sheets  
December 31, 2025 and 2024

Unit: NT\$ Thousands

Code	Assets	December 31, 2025		December 31, 2024	
		Amount	%	Amount	%
	<b>Current assets</b>				
1100	Cash and cash equivalents (Note 6)	\$ 2,349,801	21	\$ 810,986	9
1110	Financial assets measured at fair value through profit or loss (Note 7)	3,859,344	35	3,031,795	33
1120	Financial assets at fair value through other comprehensive income (Note 8)	15,858	-	19,325	-
1136	Financial assets measured at amortized cost (Note 9)	56,918	1	147,546	2
1140	Contract assets (Note 23)	1,052,032	10	989,010	11
1150	Notes receivable (Note 10 and 23)	-	-	13,650	-
1170	Accounts receivable (Notes 10 and 23)	534,735	5	734,572	8
1200	Other accounts receivable	23,967	-	28,456	-
1220	Current tax assets	132,786	1	138,396	2
1323	Inventories (for construction business) (Notes 11)	12,956	-	8,099	-
1410	Prepayments (Note 12)	203,313	2	183,060	2
1460	Non-current assets classified as held for sale (Note 17)	465,926	4	-	-
1470	Other current assets	14,208	-	57,449	1
11XX	Total current assets	<u>8,721,844</u>	<u>79</u>	<u>6,162,344</u>	<u>68</u>
	<b>Non-current assets</b>				
1510	Financial assets measured at fair value through profit or loss (Note 7)	471,187	4	378,823	4
1517	Financial assets at fair value through other comprehensive income (Notes 8 and 30)	156,938	2	191,251	2
1535	Financial assets at amortized cost (Notes 9 and 30)	1,248,389	11	1,428,077	16
1550	Investments accounted for using equity method (Note 14)	99,107	1	73,440	1
1600	Property, plant and equipment (Note 15)	87,424	1	141,333	2
1755	Right-of-use assets (Note 16)	60,435	1	69,759	1
1760	Investment property (Notes 17 and 30)	98,543	1	565,432	6
1780	Intangible assets (Note 18)	25,944	-	19,080	-
1840	Deferred tax assets (Note 25)	32,698	-	29,486	-
1990	Other non-current assets (Note 21)	21,098	-	12,966	-
15XX	Total non-current assets	<u>2,301,763</u>	<u>21</u>	<u>2,909,647</u>	<u>32</u>
1XXX	Total assets	<u>\$ 11,023,607</u>	<u>100</u>	<u>\$ 9,071,991</u>	<u>100</u>
	<b>Liabilities and Equity</b>				
	<b>Current liabilities</b>				
2100	Short-term loans (Note 19)	\$ 100,000	1	\$ 200,000	2
2130	Contract liabilities (Note 23)	2,506,796	23	927,441	10
2170	Accounts payable (Note 20)	1,630,317	15	1,654,048	18
2200	Other payables	421,724	4	245,834	3
2230	Current tax liabilities	153,958	1	101,040	1
2250	Current provisions (Note 23)	114,291	1	102,262	1
2280	Lease liabilities - current (Note 16)	20,781	-	18,398	-
2399	Other current liabilities (Note 17)	121,800	1	122,033	2
21XX	Total current liabilities	<u>5,069,667</u>	<u>46</u>	<u>3,371,056</u>	<u>37</u>
	<b>Non-current liabilities</b>				
2570	Deferred tax liabilities (Note 24)	588,460	5	594,737	7
2580	Lease liabilities - non-current (Note 16)	39,186	-	52,106	1
2600	Other non-current liabilities	73,679	1	118,483	1
25XX	Total non-current liabilities	<u>701,325</u>	<u>6</u>	<u>765,326</u>	<u>9</u>
2XXX	Total liabilities	<u>5,770,992</u>	<u>52</u>	<u>4,136,382</u>	<u>46</u>
	<b>Equity (Note 22)</b>				
	<b>Capital</b>				
3110	Common stock	2,016,001	18	2,016,001	22
3200	Additional paid-in capital	187,308	2	187,308	2
	<b>Retained earnings</b>				
3310	Legal reserve	856,085	8	778,147	9
3320	Special reserve	11,397	-	11,397	-
3350	Unappropriated earnings	2,065,527	19	1,671,553	18
3300	Total retained earnings	<u>2,933,009</u>	<u>27</u>	<u>2,461,097</u>	<u>27</u>
3400	Other equity	116,297	1	271,203	3
3XXX	Total equity	<u>5,252,615</u>	<u>48</u>	<u>4,935,609</u>	<u>54</u>
	Total liabilities and equity	<u>\$ 11,023,607</u>	<u>100</u>	<u>\$ 9,071,991</u>	<u>100</u>

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

Chien Kuo Construction Co., Ltd. and Subsidiaries  
Consolidated Statements of Comprehensive Income  
January 1 to December 31, 2025 and 2024

Unit: NT\$ Thousands, except for earnings per share (in Dollars)

Code		2025		2024	
		Amount	%	Amount	%
4000	Operating revenue (Note 23)	\$ 7,095,608	100	\$ 6,120,883	100
5000	Operating costs (Notes 24 and 29)	<u>5,914,298</u>	<u>83</u>	<u>5,327,156</u>	<u>87</u>
5900	Gross profit	<u>1,181,310</u>	<u>17</u>	<u>793,727</u>	<u>13</u>
	Operating expenses (Notes 24 and 29)				
6200	General and administrative expenses	450,864	6	396,921	7
6450	Expected credit losses	<u>-</u>	<u>-</u>	<u>4,852</u>	<u>-</u>
6000	Total operating expenses	<u>450,864</u>	<u>6</u>	<u>401,773</u>	<u>7</u>
6900	Net operating income	<u>730,446</u>	<u>11</u>	<u>391,954</u>	<u>6</u>
	Non-operating income and expenses (Notes 14, 24 and 29)				
7100	Interest revenue	85,338	1	123,649	2
7010	Other revenue	21,957	-	30,570	1
7020	Other gains and losses	266,500	4	267,736	4
7050	Finance costs	( 3,623 )	-	( 3,228 )	-
7060	Shares of profits or loss of associates accounted for using equity method	<u>1,167</u>	<u>-</u>	<u>298</u>	<u>-</u>
7000	Total non-operating income and expenses	<u>371,339</u>	<u>5</u>	<u>419,025</u>	<u>7</u>
7900	Income before income tax	1,101,785	16	810,979	13
7950	Income tax expense (Note 25)	<u>198,143</u>	<u>3</u>	<u>129,222</u>	<u>2</u>
8200	Net income	<u>903,642</u>	<u>13</u>	<u>681,757</u>	<u>11</u>

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Code		2025		2024	
		Amount	%	Amount	%
	Other comprehensive income				
8310	Items that will not be reclassified subsequently to profit or loss:				
8311	Remeasurement of defined benefit plans (Note 21)	\$ 2,138	-	\$ 3,160	-
8316	Unrealized gain (loss) on investments in equity instruments at fair value through other comprehensive income	( 37,780 )	-	( 34,037 )	-
8349	Income tax related to items that will not be reclassified subsequently to profit or loss (Note 25)	( 428 )	-	( 632 )	-
8360	Items that may be reclassified subsequently to profit or loss:				
8361	Exchange differences on translation of financial statements of foreign operations	( 146,403 )	( 2 )	239,508	4
8399	Income tax related to items that will be reclassified subsequently to profit or loss (Note 25)	<u>29,277</u>	<u>-</u>	<u>( 47,901 )</u>	<u>( 1 )</u>
8300	Other comprehensive income, net after tax	<u>( 153,196 )</u>	<u>( 2 )</u>	<u>160,098</u>	<u>3</u>
8500	Total comprehensive income	<u>\$ 750,446</u>	<u>11</u>	<u>\$ 841,855</u>	<u>14</u>
	Earnings per share (Note 26)				
9750	Basic	<u>\$ 4.48</u>		<u>\$ 2.91</u>	
9850	Diluted	<u>\$ 4.46</u>		<u>\$ 2.90</u>	

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

Chien Kuo Construction Co., Ltd. and Subsidiaries  
Consolidated Statements of Changes in Equity  
January 1 to December 31, 2025 and 2024

Unit: NT\$ Thousands, except for Dividends per share (in Dollars)

Code		Capital	Additional paid-in capital	Retained earnings			Other equity		Total	Total equity
				Legal reserve	Special reserve	Unappropriated earnings	Exchange differences on translation of financial statements of foreign operations	Unrealized gains (losses) from financial assets measured at fair value through other comprehensive income		
A1	Balance as of January 1, 2024	\$ 2,520,001	\$ 187,308	\$ 744,264	\$ 11,397	\$ 1,178,059	\$ 65,648	\$ 143,077	\$ 208,725	\$ 4,849,754
	Appropriation and distribution of retained earnings for 2023									
B1	Provision of legal reserve	-	-	33,883	-	( 33,883 )	-	-	-	-
B5	Cash dividends appropriated to shareholders - NT\$1.00 per share	-	-	-	-	( 252,000 )	-	-	-	( 252,000 )
E3	Capital reduction	( 504,000 )	-	-	-	-	-	-	-	( 504,000 )
D1	Net income for 2024	-	-	-	-	681,757	-	-	-	681,757
D3	Other comprehensive income, net of tax, for 2024	-	-	-	-	2,528	191,607	( 34,037 )	157,570	160,098
D5	Total comprehensive income in 2024	-	-	-	-	684,285	191,607	( 34,037 )	157,570	841,855
Q1	Disposal of equity instrument investments measured at fair value through other comprehensive income	-	-	-	-	95,092	-	( 95,092 )	( 95,092 )	-
Z1	Balance as of December 31, 2024	2,016,001	187,308	778,147	11,397	1,671,553	257,255	13,948	271,203	4,935,609
	Appropriation and distribution of retained earnings for 2024									
B1	Provision of legal reserve	-	-	77,938	-	( 77,938 )	-	-	-	-
B5	Cash dividends appropriated to shareholders - NT\$2.15 per share	-	-	-	-	( 433,440 )	-	-	-	( 433,440 )
D1	Net income for 2025	-	-	-	-	903,642	-	-	-	903,642
D3	Other comprehensive income (net of tax) for 2025	-	-	-	-	1,710	( 117,126 )	( 37,780 )	( 154,906 )	( 153,196 )
D5	Total comprehensive income in 2025	-	-	-	-	905,352	( 117,126 )	( 37,780 )	( 154,906 )	750,446
Z1	Balance as of December 31, 2025	\$ 2,016,001	\$ 187,308	\$ 856,085	\$ 11,397	\$ 2,065,527	\$ 140,129	( \$ 23,832 )	\$ 116,297	\$ 5,252,615

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

Chien Kuo Construction Co., Ltd. and Subsidiaries

Consolidated Statements of Cash Flow

January 1 to December 31, 2025 and 2024

Unit: NT\$ Thousands

Code		2025	2024
	Cash flows from operating activities		
A10000	Income before income tax for the current period	\$ 1,101,785	\$ 810,979
A20010	Adjustments to reconcile income (loss)		
A20100	Depreciation expense	84,566	70,577
A20200	Amortization expenses	8,128	6,142
A20300	Expected credit loss (reversed gain)	( 4,033 )	24,666
A20400	Net gain on financial assets at fair value through profit or loss	( 289,124 )	( 279,307 )
A20900	Finance costs	3,623	3,228
A21000	Net loss (gain) on derecognition of financial assets measured at amortized cost	500	( 1,612 )
A21200	Interest revenue	( 85,338 )	( 123,649 )
A21300	Dividend income	( 19,528 )	( 28,014 )
A22300	Shares of profits or loss of associates accounted for using equity method	( 1,167 )	( 298 )
A22500	Loss (Gain) on disposal of property, plant and equipment	53	( 18 )
A29900	Profit from lease modification	-	( 7 )
A30000	Changes in operating assets and liabilities, net		
A31125	Contract assets	( 63,022 )	( 50,304 )
A31130	Notes receivable	13,650	( 13,494 )
A31150	Accounts receivable	199,837	( 447,622 )
A31180	Other accounts receivable	( 2,169 )	16,354
A31200	Inventories	( 4,857 )	( 5,597 )
A31230	Prepayments	( 20,253 )	( 53,123 )
A31240	Other current assets	43,241	( 52,598 )
A32125	Contract liability	1,579,355	125,524
A32150	Accounts payable	( 23,731 )	411,510
A32180	Other payables	166,870	41,178
A32200	Provision for liabilities	13,430	( 32,955 )
A32230	Other current liabilities	( 233 )	1,264
A33000	Cash inflow generated from operations	2,701,583	422,824
A33100	Interest received	81,499	152,749
A33300	Interest paid	( 3,679 )	( 3,028 )
A33500	Income taxes paid	( 125,979 )	( 56,343 )
AAAA	Net cash inflow from operating activities	\$ 2,653,424	\$ 516,202

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Code		2025	2024
	Cash flows from investment activities		
B00010	Acquisition of financial assets at fair value through other comprehensive income	\$ -	( \$ 76,433 )
B00020	Proceeds from disposal of financial assets at fair value through other comprehensive	-	223,953
B00040	Acquisition of financial assets measured at amortized cost	( 17,431 )	( 1,396,574 )
B00050	Disposal of financial assets at amortized cost	235,934	1,591,709
B00100	Acquisition of financial assets at fair value through profit or loss	( 4,251,774 )	( 5,244,160 )
B00200	Proceeds from disposal of financial assets at fair value through profit or loss	3,540,763	4,220,734
B01800	Acquisition of investments accounted for using equity method	( 24,500 )	( 24,500 )
B02000	Increase in prepayments for investments	( 3,893 )	-
B02700	Acquisition of property, plant and equipment	( 7,891 )	( 94,961 )
B02800	Proceeds from disposal of property, plant, and equipment	171	114
B03700	Increase in refundable deposits	( 1,248 )	( 85 )
B04500	Acquisition of intangible assets	( 5,452 )	( 6,020 )
B05350	Acquisition of right-of-use assets	( 2,867 )	-
B07100	Increase in prepayment for equipment	( 1,545 )	( 1,781 )
B07600	Dividend received	<u>21,108</u>	<u>26,433</u>
BBBB	Net cash outflows from investing activities	( <u>518,625</u> )	( <u>781,571</u> )
	Cash flows from financing activities:		
C00100	Increase (decrease) in short-term loans	( 100,000 )	200,000
C03000	Increase (decrease) in guarantee deposits received	( 46,250 )	6,864
C04020	Repayment of lease principal	( 20,143 )	( 18,859 )
C04500	Cash dividends distributed	( 433,440 )	( 252,000 )
C04700	Capital reduction	<u>-</u>	( <u>504,000</u> )
CCCC	Net cash generated from financing activities	( <u>599,833</u> )	( <u>567,995</u> )
DDDD	Effect of exchange rate changes on cash and cash equivalents	<u>3,849</u>	<u>10,055</u>
EEEE	Net increase (decrease) in cash and cash equivalents	1,538,815	( 823,309 )
E00100	Cash and cash equivalents at the beginning of year	<u>810,986</u>	<u>1,634,295</u>
E00200	Cash and cash equivalents at the end of period	<u>\$ 2,349,801</u>	<u>\$ 810,986</u>

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

## Independent Auditors' Report

The Board of Directors and Shareholders of Chien Kuo Construction Co., Ltd.

### Audit Opinions

We have audited the balance sheets of Chien Kuo Construction Co., Ltd. as of December 31, 2025 and 2024, the statements of comprehensive income, statements of changes in equity, statements of cash flows, and notes to financial statements, including summary of significant accounting policies, for the periods from January 1 to December 31, 2025 and 2024.

In our opinion, the aforementioned parent company only financial statements present fairly, in all material respects, the financial position of Chien Kuo Construction Co., Ltd. as of December 31, 2025 and 2024, and its financial performance and cash flows for the periods ended December 31, 2025 and 2024 in conformity with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

### Basis for Audit Opinion

We conducted our audit of the financial statements in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under the above mentioned regulations are further explained in the Auditor's Responsibilities in Auditing of the parent company only financial statements section of the report. We are independent of Chien Kuo Construction Co., Ltd. as required by The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled other responsibilities as stipulated by the Norm. We believe that we have obtained sufficient and appropriate audit evidence to serve as 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 2025 financial statements of Chien Kuo Construction Co., Ltd.. These matters were addressed in the context of our audit of the parent company only financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matters for the financial statements of Chien Kuo Construction Co., Ltd. for 2025 are stated as follows:

#### Construction contracts

The operating revenue of Chien Kuo Construction Co. Ltd. is primarily derived from construction revenue, which is recognized in cost-based input method by the management in accordance with IFRS 15 "Revenue from Contracts with Customers." Since the percentage of completion is calculated as the ratio of costs input to the total estimated contract costs, the total estimated construction contract costs

are a key factor in calculating the percentage of cost input. The estimated total cost is determined by management based on various factors such as the nature of different projects, the expected contract amount, duration, construction execution, and construction methods. Given the extended duration of construction contracts, the estimation of total costs is influenced by fluctuations in raw material and labor prices, as well as additions or reductions in project scope. If any significant changes occur in the estimates, the revenue recognized based on the percentage of completion may contain errors or have a material impact on the accurate representation of revenue in the financial statements. Therefore, the estimation of total costs for construction contracts is deemed as a key audit matter.

The auditors performed the following key audit procedures regarding the aforementioned matters.

1. Understand the process of estimating the total cost of long-term construction contracts at management level.
2. Examine the supporting documents the management used as evidence for estimating the total costs of construction contracts in order to assess comprehensively the completeness and reasonableness of the estimates of total costs of long-term construction contracts.
3. Review whether there were significant adjustments to the estimated total cost of construction contracts incurred subsequently;
4. Analyze changes in revenue, costs and gross profit of each project.

For information about construction contracts, please refer to Note 20.

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

It is management's responsibilities to fairly present the parent company only financial statements in conformity with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and to maintain internal controls which are necessary for the preparation of the parent company only financial statements to avoid material misstatements due to fraud or errors.

In preparing the financial statements, the responsibilities of management includes assessing the ability of Chien Kuo Construction Co., Ltd. to continue as a going concern, disclosing related matters, as well as adopting the going concern basis of accounting, unless the management intends to liquidate Chien Kuo Construction Co., Ltd. or to cease operations, or has no realistic alternative but to do so.

The governing bodies of Chien Kuo Construction Co., Ltd. (including the Audit Committee) have the responsibility to oversee the process by which the financial statements are prepared.

### **Auditors' Responsibilities in Auditing the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance refers to high level of assurance. Nevertheless, our audit, which was carried out in accordance with the auditing standards, does not guarantee that a material misstatement will be detected in the financial statements. Misstatements may result from fraud or

errors. The misstated amounts are material if they could, individually or collectively, be reasonably anticipated to influence the economic decisions of users taken on the basis of the financial statements.

We have utilized our professional judgment and maintained professional skepticism when exercising auditing work in accordance with auditing standards. We also:

1. Identify and assess the risks of a material misstatement due to fraud or errors in the financial statements, designed and carried out appropriate countermeasures against the assessed risks, and obtained sufficient and appropriate audit evidence to provide the basis for audit opinion. As fraud may involve collusion, forgery, deliberate omissions, false statements, or override of internal control, the risk of an undetected material misstatement due to fraud is higher than that due to errors.
2. Obtain an understanding of internal control pertaining to the audit in order to design audit procedures appropriate under the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control of Chien Kuo Construction Co., Ltd..
3. Evaluate the appropriateness of the accounting policies adopted by the management, as well as the reasonableness of accounting estimates and relevant disclosures.
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 might cast significant doubt on the ability of Chien Kuo Construction Co., Ltd. and its subsidiaries to continue as a going concern. If we believe there are events or conditions indicating the existence of a material uncertainty, we are required to remind the users of the Financial Statements in our audit report of the relevant disclosures therein, or to amend our audit opinion when any inappropriate disclosure was found. Our conclusion are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause Chien Kuo Construction Co., Ltd. to cease to continue as a going concern.
5. Assess the overall presentation, structure and content of the parent company only financial statements, including the disclosures, and determine whether the parent company only financial statements present fairly the related transactions and events.
6. Acquired sufficient and appropriate audit evidence regarding financial information of entities within Chien Kuo Construction Co., Ltd. in order to express an opinion on the Financial Statements. We are responsible for the direction, supervision and performance of the audit. We remain solely responsible for our audit opinion on Chien Kuo Construction Co., Ltd.

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

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

From the matters communicated with those charged with governance, we determined the key audit matters of the financial statements of Chien Kuo Construction Co., Ltd. of 2025. We describe these matters in our auditor's report unless law or regulation precludes public disclosures 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.

CPA: Li-Chun Chang

CPA: Wen-Chi Kuo

Deloitte&Touche  
Taipei, Taiwan  
Republic of China

March 11, 2026

### **Notes to Readers**

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

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

## Chien Kuo Construction Co., Ltd.

## Balance Sheets

December 31, 2025 and 2024

Unit: NT\$ Thousands

Code	Assets	December 31, 2025		December 31, 2024	
		Amount	%	Amount	%
	<b>Current assets</b>				
1100	Cash (Note 6)	\$ 2,110,165	19	\$ 554,802	6
1110	Financial assets measured at fair value through profit or loss (Note 7)	1,372,670	13	793,296	9
1120	Financial assets at fair value through other comprehensive income (Note 8)	15,858	-	19,325	-
1136	Financial assets measured at amortized cost (Note 9)	38,934	-	125,249	1
1140	Contractual Assets (Note 20)	1,030,024	9	979,744	11
1150	Notes receivable (Note 10 and 20)	-	-	13,650	-
1170	Accounts receivable (Notes 10 and 20)	534,634	5	722,081	8
1200	Other accounts receivable	4,058	-	5,326	-
1410	Prepayments	203,755	2	192,282	2
1460	Non-current assets classified as held for sale (Note 17 and 29)	465,926	4	-	-
1470	Other current assets	14,207	-	57,443	1
11XX	Total current assets	<u>5,790,231</u>	<u>52</u>	<u>3,463,198</u>	<u>38</u>
	<b>Non-current assets</b>				
1510	Financial assets measured at fair value through profit or loss (Note 7)	125,344	1	126,542	1
1520	Financial assets at fair value through other comprehensive income (Notes 8 and 27)	156,938	2	191,251	2
1535	Financial assets at amortized cost (Notes 9 and 27)	-	-	70,050	1
1550	Investments accounted for using equity method (Note 11)	4,687,139	42	4,426,403	49
1600	Property, plant and equipment (Note 12)	87,424	1	141,333	2
1755	Right-of-use assets (Note 13)	60,435	1	69,759	1
1760	Investment properties (Notes 14 and 27)	73,855	1	540,706	6
1780	Intangible assets (Note 15)	25,944	-	19,080	-
1840	Deferred tax assets (Note 22)	31,756	-	28,066	-
1990	Other non-current assets (Note 18)	17,183	-	12,966	-
15XX	Total non-current assets	<u>5,266,018</u>	<u>48</u>	<u>5,626,156</u>	<u>62</u>
1XXX	Total assets	<u>\$ 11,056,249</u>	<u>100</u>	<u>\$ 9,089,354</u>	<u>100</u>
	<b>Liabilities and Equity</b>				
	<b>Current liabilities</b>				
2100	Short-term loans (Note 16)	\$ 100,000	1	\$ 273,000	3
2130	Contract liabilities (Note 20)	2,505,320	23	918,230	10
2170	Accounts payable (Note 17 and 26)	1,745,219	16	1,657,626	18
2200	Other payables	383,562	3	217,453	3
2230	Current tax liabilities	117,138	1	86,593	1
2250	Provision for liabilities (Note 20)	109,990	1	97,283	1
2280	Lease liabilities - current (Note 16)	20,781	-	18,398	-
2399	Other current liabilities (Note 14)	122,095	1	122,401	1
21XX	Total current liabilities	<u>5,104,105</u>	<u>46</u>	<u>3,390,984</u>	<u>37</u>
	<b>Non-current liabilities</b>				
2570	Deferred tax liabilities (Note 22)	588,460	5	594,737	7
2580	Lease liabilities - non-current (Note 13)	39,186	-	52,106	1
2600	Guarantee deposits received	71,883	1	115,918	1
25XX	Total non-current liabilities	<u>699,529</u>	<u>6</u>	<u>762,761</u>	<u>9</u>
2XXX	Total liabilities	<u>5,803,634</u>	<u>52</u>	<u>4,153,745</u>	<u>46</u>
	<b>Equity (Note 19)</b>				
	<b>Capital</b>				
3110	Common stock	2,016,001	18	2,016,001	22
3200	Additional paid-in capital	187,308	2	187,308	2
	<b>Retained earnings</b>				
3310	Legal reserve	856,085	8	778,147	9
3320	Special reserve	11,397	-	11,397	-
3350	Unappropriated earnings	2,065,527	19	1,671,553	18
3300	Total retained earnings	<u>2,933,009</u>	<u>27</u>	<u>2,461,097</u>	<u>27</u>
3400	Other equity	116,297	1	271,203	3
3XXX	Total equity	<u>5,252,615</u>	<u>48</u>	<u>4,935,609</u>	<u>54</u>
	Total liabilities and equity	<u>\$ 11,056,249</u>	<u>100</u>	<u>\$ 9,089,354</u>	<u>100</u>

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

Chien Kuo Construction Co., Ltd.

Statements of Comprehensive Income

January 1 to December 31, 2025 and 2024

Unit: 1,000 Thousands, except for earnings per share (in Dollars)

Code		2025		2024	
		Amount	%	Amount	%
4000	Operating revenue (Note 20)	\$ 7,074,193	100	\$ 6,108,576	100
5000	Operating costs (Notes 21 and 26)	<u>6,001,491</u>	<u>85</u>	<u>5,357,416</u>	<u>88</u>
5900	Gross profit	<u>1,072,702</u>	<u>15</u>	<u>751,160</u>	<u>12</u>
	Operating expenses (Notes 21 and 26)				
6200	General and administrative expenses	<u>384,852</u>	<u>5</u>	<u>331,083</u>	<u>5</u>
6900	Net operating income	<u>687,850</u>	<u>10</u>	<u>420,077</u>	<u>7</u>
	Non-operating income and expenses (Notes 21 and 26)				
7100	Interest revenue	11,437	-	24,089	-
7010	Other revenue	24,717	-	27,358	-
7020	Other gains and losses	( 102,204)	( 1)	30,674	1
7050	Finance costs	( 4,606)	-	( 4,580)	-
7060	Shares of profits or loss of associates accounted for using equity method	<u>446,818</u>	<u>6</u>	<u>297,285</u>	<u>5</u>
7000	Total non-operating income and expenses	<u>376,162</u>	<u>5</u>	<u>374,826</u>	<u>6</u>
7900	Income before income tax	1,064,012	15	794,903	13
7950	Income tax expense (Note 22)	<u>160,370</u>	<u>2</u>	<u>113,146</u>	<u>2</u>
8200	Net income	<u>903,642</u>	<u>13</u>	<u>681,757</u>	<u>11</u>

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Code		2025		2024	
		Amount	%	Amount	%
	Other comprehensive income				
8310	Items that will not be reclassified subsequently to profit or loss:				
8311	Remeasurement of defined benefit plans (Note 18)	\$ 2,138	-	\$ 3,160	-
8316	Unrealized loss on investments in equity instruments at fair value through other comprehensive income	( 37,780)	-	( 34,037)	( 1)
8349	Income tax related to items that will not be reclassified subsequently to profit or loss (Note 22)	( 428)	-	( 632)	-
8360	Items that may be reclassified subsequently to profit or loss:				
8361	Exchange differences on translation of financial statements of foreign operations	( 146,403)	( 2)	239,508	5
8399	Income tax related to items that may be reclassified subsequently to profit or loss (Note 22)	<u>29,277</u>	<u>-</u>	<u>( 47,901)</u>	<u>( 1)</u>
8300	Other comprehensive income (net value after tax) for the period	<u>( 153,196)</u>	<u>( 2)</u>	<u>160,098</u>	<u>3</u>
8500	Total comprehensive income	<u>\$ 750,446</u>	<u>11</u>	<u>\$ 841,855</u>	<u>14</u>
	Earnings per share (Note 23)				
9750	Basic	<u>\$ 4.48</u>		<u>\$ 2.91</u>	
9850	Diluted	<u>\$ 4.46</u>		<u>\$ 2.90</u>	

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

Chien Kuo Construction Co., Ltd.  
Statements of Changes in Equity  
January 1 to December 31, 2025 and 2024

Unit: NT\$ Thousands, except for Dividends per share (in Dollars)

Code		Capital	Additional paid-in capital	Retained earnings			Other equity		Total	Total equity
				Legal reserve	Special reserve	Unappropriated earnings	Exchange differences on translation of financial statements of foreign operations	Unrealized gains (losses) from financial assets measured at fair value through other comprehensive income		
A1	Balance as of January 1, 2024	\$ 2,520,001	\$ 187,308	\$ 744,264	\$ 11,397	\$ 1,178,059	\$ 65,648	\$ 143,077	\$ 208,725	\$ 4,849,754
	Appropriation and distribution of retained earnings for 2023									
B1	Provision of legal reserve	-	-	33,883	-	( 33,883 )	-	-	-	-
B5	Cash dividends appropriated to shareholders - NT\$1.00 per share	-	-	-	-	( 252,000 )	-	-	-	( 252,000 )
E3	Capital reduction	( 504,000 )	-	-	-	-	-	-	-	( 504,000 )
D1	Net income for 2024	-	-	-	-	681,757	-	-	-	681,757
D3	Other comprehensive income, net of tax, for 2024	-	-	-	-	2,528	191,607	( 34,037 )	157,570	160,098
D5	Total comprehensive income in 2024	-	-	-	-	684,285	191,607	( 34,037 )	157,570	841,855
Q1	Disposal of equity instrument investments measured at fair value through other comprehensive income	-	-	-	-	95,092	-	( 95,092 )	( 95,092 )	-
Z1	Balance as of December 31, 2024	2,016,001	187,308	778,147	11,397	1,671,553	257,255	13,948	271,203	4,935,609
	Appropriation and distribution of retained earnings for 2024									
B1	Provision of legal reserve	-	-	77,938	-	( 77,938 )	-	-	-	-
B5	Cash dividends appropriated to shareholders - NT\$2.15 per share	-	-	-	-	( 433,440 )	-	-	-	( 433,440 )
D1	Net income for 2025	-	-	-	-	903,642	-	-	-	903,642
D3	Other comprehensive income (net of tax) for 2025	-	-	-	-	1,710	( 117,126 )	( 37,780 )	( 154,906 )	( 153,196 )
D5	Total comprehensive income in 2025	-	-	-	-	905,352	( 117,126 )	( 37,780 )	( 154,906 )	750,446
Z1	Balance as of December 31, 2025	\$ 2,016,001	\$ 187,308	\$ 856,085	\$ 11,397	\$ 2,065,527	\$ 140,129	( \$ 23,832 )	\$ 116,297	\$ 5,252,615

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

Chien Kuo Construction Co., Ltd.

Statements of Cash Flows

January 1 to December 31, 2025 and 2024

Unit: NT\$ Thousands

Code		2025	2024
	Cash flows from operating activities		
A10000	Income before income tax for the current period	\$ 1,064,012	\$ 794,903
A20010	Adjustments to reconcile income (loss):		
A20100	Depreciation expense	84,528	70,518
A20200	Amortization expenses	8,128	6,142
A20400	Net loss (gain) on financial assets at fair value through profit or loss	76,552	( 19,060)
A20900	Finance costs	4,606	4,580
A21200	Interest revenue	( 11,437)	( 24,089)
A21300	Dividend income	( 11,304)	( 20,728)
A22300	Shares of profits or loss of associates accounted for using equity method	( 446,818)	( 297,285)
A22500	Loss (Gain) on disposal of property, plant and equipment	53	( 18)
A29900	Profit from lease modification	-	( 1)
A30000	Changes in operating assets and liabilities, net		
A31125	Contract assets	( 50,280)	( 41,038)
A31130	Notes receivable	13,650	( 13,494)
A31150	Accounts receivable	187,447	( 435,131)
A31180	Other accounts receivable	( 2,671)	16,354
A31230	Prepayments	( 11,473)	( 65,265)
A31240	Other current assets	43,236	( 52,599)
A32125	Contract liability	1,587,090	116,313
A32150	Accounts payable	87,593	386,428
A32180	Other payables	157,525	23,107
A32200	Provision for liabilities	12,707	( 32,637)
A32230	Other current liabilities	( 306)	806
A33000	Cash inflow generated from operations	2,792,838	417,806
A33100	Interest received	13,796	25,541
A33300	Interest paid	( 5,100)	( 4,415)
A33500	Income taxes paid	( 110,943)	( 55,805)
AAAA	Net cash inflow from operating activities	<u>2,690,591</u>	<u>383,127</u>

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Code		2025	2024
	Cash flows from investment activities		
B00010	Acquisition of financial assets at fair value through other comprehensive income	\$ -	(\$ 76,433)
B00020	Proceeds from disposal of financial assets at fair value through other comprehensive	-	223,953
B00050	Disposal of financial assets at amortized cost	150,378	94,167
B00100	Acquisition of financial assets at fair value through profit or loss	( 2,427,284)	( 2,030,323)
B00200	Proceeds from disposal of financial assets at fair value through profit or loss	1,772,556	1,204,760
B02700	Acquisition of property, plant and equipment	( 7,891)	( 94,961)
B02800	Proceeds from disposal of property, plant, and equipment	171	114
B03700	Increase in refundable deposits	( 1,226)	( 85)
B04500	Acquisition of intangible assets	( 5,452)	( 6,020)
B05350	Acquisition of right-of-use assets	( 2,867)	-
B07100	Increase in prepayment for equipment	( 1,545)	( 1,781)
B07600	Dividend received	<u>52,563</u>	<u>248,189</u>
BBBB	Net cash outflows from investing activities	( <u>470,597</u> )	( <u>438,420</u> )
	Cash flows from financing activities:		
C00200	Increase (decrease) in short-term loans	( 173,000)	196,000
C05400	Increase in investments in subsidiaries	-	( 15,000)
C03000	Increase (decrease) in guarantee deposits received	( 44,035)	6,431
C04020	Repayment of lease principal	( 20,143)	( 18,840)
C04500	Cash dividends distributed	( 433,440)	( 252,000)
C04700	Capital reduction	-	( 504,000)
C09900	Capital reduction of subsidiaries	<u>-</u>	<u>458,779</u>
CCCC	Net cash generated from financing activities	( <u>670,618</u> )	( <u>128,630</u> )
D00000	Effect of exchange rate changes on cash	<u>5,987</u>	( <u>11,115</u> )
E00000	Net increase (decrease) in cash	1,555,363	( 195,038)
E00100	Cash at the beginning of year	<u>554,802</u>	<u>749,840</u>
E00200	Cash at the end of year	<u>\$ 2,110,165</u>	<u>\$ 554,802</u>

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

Comparison Table for the Company's "Regulations Governing the Acquisition and Disposal of Assets"

Paragraph/ Article	Provisions after Revision	Current Provisions	Explanation
5.1.4	<p>Procedures for investment in marketable securities</p> <p>2) Procedure for determining transaction conditions</p> <p>(1) When acquiring or disposing of marketable securities, the responsible unit shall evaluate and make decisions based on factors such as market price, net asset value per share, profitability, and future growth potential. For a single transaction amounting to NT\$100 million or more, prior approval from the Board of Directors is required before execution. For a single transaction below NT\$100 million, execution may be carried out by the Chief Investment Officer (CIO) authorized by the Board; if the CIO has delegated authority to others, such transactions shall be executed in accordance with the delegated authority. <u>The above transaction amounts shall be calculated based on the original investment cost.</u></p>	<p>Procedures for investment in marketable securities</p> <p>2) Procedure for determining transaction conditions</p> <p>(1) When acquiring or disposing of marketable securities, the responsible unit shall evaluate and make decisions based on factors such as market price, net asset value per share, profitability, and future growth potential. For a single transaction amounting to NT\$100 million or more, prior approval from the Board of Directors is required before execution. For a single transaction below NT\$100 million, execution may be carried out by the Chief Investment Officer (CIO) authorized by the Board; if the CIO has delegated authority to others, such transactions shall be executed in accordance with the delegated authority.</p>	<p>Definition of standards for determining transaction amounts</p>
5.1.5	<p>Disclosure requirements:</p> <p>1) The Company shall, within two days from the occurrence of the relevant event, disclose and report information in the prescribed format when acquiring or disposing of assets under any of the following circumstances, depending on their nature:</p> <p>(1) Acquiring or disposing of real estate or the right to use real estate from or with a related party, or acquiring or disposing of other assets from or with a related party where the transaction amount reaches 20% of the Company's paid-in capital, 10% of total assets, or NT\$300 million or</p>	<p>Disclosure requirements:</p> <p>1) The Company shall, within two days from the occurrence of the relevant event, disclose and report information in the prescribed format when acquiring or disposing of assets under any of the following circumstances, depending on their nature:</p> <p>(1) Acquiring or disposing of real estate or the right to use real estate from or with a related party, or acquiring or disposing of other assets from or with a related party where the transaction amount reaches 20% of the Company's paid-in capital, 10% of total assets, or NT\$300 million or</p>	<p>In accordance with amendments to Articles 31 and 35 of the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" issued by the competent authority, the Company has revised its "Regulations Governing the</p>

Paragraph/ Article	Provisions after Revision	Current Provisions	Explanation
	<p>more. However, the following transactions are excluded from this requirement: the purchase or sale of domestic government bonds, bonds under repurchase or resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.</p> <p>(2) Engaging in a merger, demerger, acquisition, or share transfer.</p> <p>(3) Engaging in derivative transactions where losses reach the upper limit specified under the Company's procedures for handling such transactions, whether for individual contracts or in aggregate.</p> <p>(4) When the assets acquired or disposed of are equipment or the right to use equipment for business operations, and the counterparty is not a related party, disclosure is required if the transaction amount reaches any of the following thresholds:</p> <p>(a) For publicly listed companies with paid-in capital less than NT\$10 billion, a transaction amount of NT\$500 million or more.</p> <p>(b) For publicly listed companies with paid-in capital of NT\$10 billion or more but <u>less than NT\$50 billion</u>, a transaction amount of NT\$1 billion or more.</p> <p><u>(c) For publicly listed companies with paid-in capital of NT\$50 billion or more, a transaction amount equal to or exceeding 5% of the Company's paid-in capital.</u></p> <p>(5) For publicly listed companies engaged in construction operations, the acquisition or disposal of real estate or the right to use real estate for construction purposes, where the transaction counterparty is not a related party, requires disclosure if the transaction amount reaches</p>	<p>more. However, the following transactions are excluded from this requirement: the purchase or sale of domestic government bonds, bonds under repurchase or resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.</p> <p>(2) Engaging in a merger, demerger, acquisition, or share transfer.</p> <p>(3) Engaging in derivative transactions where losses reach the upper limit specified under the Company's procedures for handling such transactions, whether for individual contracts or in aggregate.</p> <p>(4) When the assets acquired or disposed of are equipment or the right to use equipment for business operations, and the counterparty is not a related party, disclosure is required if the transaction amount reaches any of the following thresholds:</p> <p>(a) For publicly listed companies with paid-in capital less than NT\$10 billion, a transaction amount of NT\$500 million or more.</p> <p>(b) For publicly listed companies with paid-in capital of NT\$10 billion or more, disclosure is required if the transaction amount reaches NT\$1 billion or more.</p> <p>(5) For publicly listed companies engaged in construction operations, the acquisition or disposal of real estate or the right to use real estate for construction purposes, where the transaction counterparty is not a related party, requires disclosure if the transaction amount reaches</p>	<p>Acquisition and Disposal of Assets"</p>

Paragraph/ Article	Provisions after Revision	Current Provisions	Explanation
	<p>NT\$500 million or more. For companies with paid-in capital of NT\$10 billion or more, the disposal of self-developed and completed real estate projects to a transaction counterparty that is not a related party requires disclosure if the transaction amount reaches NT\$1 billion or more.</p> <p>(6) For real estate acquired through self-developed construction on owned land, construction on leased land, joint development with unit allocation, joint development with profit sharing, or joint development for sale, where the transaction counterparty is not a related party, disclosure is required if the Company anticipates a transaction amount of NT\$500 million or more.</p> <p>(7) <u>For publicly listed companies with paid-in capital of NT\$50 billion or more, the purchase or sale of government bonds, general corporate bonds, and general financial bonds that do not involve equity (excluding subordinated bonds) on a securities exchange or at the business offices of a securities firm, which are not covered by the exceptions under Item 8, requires disclosure if the transaction counterparty is not a related party and the transaction amount reaches 5% or more of the Company's paid-in capital.</u></p> <p>(8) For asset transactions not covered by the preceding <u>seven</u> items, or for the disposal of claims by financial institutions or investments in Mainland China, disclosure is required if the transaction amount reaches 20% of the Company's paid-in capital or NT\$300 million or more. The following circumstances are excluded from the above disclosure requirements:</p>	<p>NT\$500 million or more. For companies with paid-in capital of NT\$10 billion or more, the disposal of self-developed and completed real estate projects to a transaction counterparty that is not a related party requires disclosure if the transaction amount reaches NT\$1 billion or more.</p> <p>(6) For real estate acquired through self-developed construction on owned land, construction on leased land, joint development with unit allocation, joint development with profit sharing, or joint development for sale, where the transaction counterparty is not a related party, disclosure is required if the Company anticipates a transaction amount of NT\$500 million or more.</p> <p>(7) For asset transactions not covered by the preceding <u>six</u> items, or for the disposal of claims by financial institutions or investments in Mainland China, disclosure is required if the transaction amount reaches 20% of the Company's paid-in capital or NT\$300 million or more. The following circumstances are excluded from the above disclosure requirements:</p>	

Paragraph/ Article	Provisions after Revision	Current Provisions	Explanation
	<p>(a) The purchase or sale of domestic government bonds or foreign government bonds with a credit rating not lower than Taiwan's sovereign rating.</p> <p>(b) Securities transactions conducted professionally for investment purposes at a securities exchange or at the business offices of a securities firm; or subscription in the primary market of foreign government bonds, newly issued general corporate bonds, or general financial bonds that do not involve equity (excluding subordinated bonds); or subscription or redemption of securities investment trust funds or futures trust funds; or subscription or repurchase of index-linked securities; or the subscription of securities by a securities firm as required for underwriting business, or by a securities firm acting as a sponsor or recommending broker for emerging stock companies in accordance with the regulations of the Taipei Exchange.</p> <p>(c) Transactions involving bonds under repurchase or resale agreements, or the subscription or redemption of money market funds issued by domestic securities investment trust enterprises.</p> <p><u>(9)</u> Transaction amounts under the preceding provisions shall be calculated as follows:</p> <p>(a) The amount of each individual transaction.</p> <p>(b) The cumulative amount within one year of acquiring or disposing of assets of the same nature with the same counterparty.</p> <p>(c) The cumulative amount within one year of acquiring or disposing of real estate or the right to use real estate under the same development project (accumulated separately for acquisitions and disposals).</p>	<p>(a) The purchase or sale of domestic government bonds or foreign government bonds with a credit rating not lower than Taiwan's sovereign rating.</p> <p>(b) Securities transactions conducted professionally for investment purposes at a securities exchange or at the business offices of a securities firm; or subscription in the primary market of foreign government bonds, newly issued general corporate bonds, or general financial bonds that do not involve equity (excluding subordinated bonds); or subscription or redemption of securities investment trust funds or futures trust funds; or subscription or repurchase of index-linked securities; or the subscription of securities by a securities firm as required for underwriting business, or by a securities firm acting as a sponsor or recommending broker for emerging stock companies in accordance with the regulations of the Taipei Exchange.</p> <p>(c) Transactions involving bonds under repurchase or resale agreements, or the subscription or redemption of money market funds issued by domestic securities investment trust enterprises.</p> <p><u>(8)</u> Transaction amounts under the preceding provisions shall be calculated as follows:</p> <p>(a) The amount of each individual transaction.</p> <p>(b) The cumulative amount within one year of acquiring or disposing of assets of the same nature with the same counterparty.</p> <p>(c) The cumulative amount within one year of acquiring or disposing of real estate or the right to use real estate under the same development project (accumulated separately for acquisitions and disposals).</p>	

Paragraph/ Article	Provisions after Revision	Current Provisions	Explanation
	<p>(d) The cumulative amount within one year of acquiring or disposing of the same marketable securities (accumulated separately for acquisitions and disposals).</p> <p>(e) The term “within one year” shall be calculated retroactively from the date the transaction occurs. Amounts already disclosed in accordance with these regulations shall not be included again. For the calculation of transaction amounts under Articles 5.1.4.(3), 5.1.4.(4), and 5.1.7, the above rules shall apply. In addition, amounts for which professional appraisals, accountant opinions, or valuation reports have already been obtained in accordance with these regulations shall not be included again, and the one-year period shall still be calculated retroactively from the transaction date.</p> <p>(f) By the 10th of each month, the Company shall report the status of derivative transactions conducted by the Company and its subsidiaries up to the end of the previous month to the designated information submission website, in the prescribed format.</p> <p>(g) If any disclosure item contains errors or omissions at the time of disclosure and requires correction, the Company shall re-disclose all items within two days of becoming aware of the error or omission.</p> <p>(h) Relevant contracts, minutes, reference books, appraisal reports, accountant opinions, legal opinions, or underwriter reports shall be retained by the Company for at least five years, unless otherwise required by law.</p>	<p>(d) The cumulative amount within one year of acquiring or disposing of the same marketable securities (accumulated separately for acquisitions and disposals).</p> <p>(e) The term “within one year” shall be calculated retroactively from the date the transaction occurs. Amounts already disclosed in accordance with these regulations shall not be included again. For the calculation of transaction amounts under Articles 5.1.4.(3), 5.1.4.(4), and 5.1.7, the above rules shall apply. In addition, amounts for which professional appraisals, accountant opinions, or valuation reports have already been obtained in accordance with these regulations shall not be included again, and the one-year period shall still be calculated retroactively from the transaction date.</p> <p>(f) By the 10th of each month, the Company shall report the status of derivative transactions conducted by the Company and its subsidiaries up to the end of the previous month to the designated information submission website, in the prescribed format.</p> <p>(g) If any disclosure item contains errors or omissions at the time of disclosure and requires correction, the Company shall re-disclose all items within two days of becoming aware of the error or omission.</p> <p>(h) Relevant contracts, minutes, reference books, appraisal reports, accountant opinions, legal opinions, or underwriter reports shall be retained by the Company for at least five years, unless otherwise required by law.</p>	

Paragraph/ Article	Provisions after Revision	Current Provisions	Explanation
5.1.32	<p>For the purposes of these Guidelines, any reference to paid-in capital or total assets shall be calculated based on the amounts reported in the most recent individual or separate financial statements of the securities issuer prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers. For companies whose shares are no-par value or whose par value per share is not NT\$10, the transaction amount thresholds specified in Articles 5.1.4(3), 5.1.4(4), 5.1.5, 5.1.7, and 5.1.9 of these Guidelines shall be calculated based on equity attributable to the parent company's owners as follows: The transaction amount threshold equivalent to 20% of paid-in capital shall be calculated as 10% of equity attributable to the parent company's owners; the <u>transaction amount threshold equivalent to 5% of paid-in capital shall be calculated as 2.5% of equity attributable to the parent company's owners; the transaction amount threshold equivalent to NT\$10 billion of paid-in capital shall be calculated as NT\$20 billion of equity attributable to the parent company's owners; the transaction amount threshold equivalent to NT\$50 billion of paid-in capital shall be calculated as NT\$100 billion of equity attributable to the parent company's owners.</u></p>	<p>For the purposes of these Guidelines, any reference to paid-in capital or total assets shall be calculated based on the amounts reported in the most recent individual or separate financial statements of the securities issuer prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers. For companies whose shares are no-par value or whose par value per share is not NT\$10, the transaction amount threshold corresponding to 20% of paid-in capital under Articles 5.1.4(3), 5.1.4(4), 5.1.5, 5.1.7, and 5.1.9 of these Guidelines shall be calculated as 10% of equity attributable to owners of the parent; and the transaction amount threshold corresponding to paid-in capital of NT\$10 billion shall be calculated as NT\$20 billion of equity attributable to owners of the parent.</p>	<p>In accordance with amendments to Articles 31 and 35 of the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" issued by the competent authority, the Company has revised its "Regulations Governing the Acquisition and Disposal of Assets"</p>
5.1.33	<p>Any matters not fully addressed in these Regulations Governing the Acquisition and Disposal of Assets shall be handled in accordance with the Regulations Governing the Acquisition and Disposal of Assets by Public Companies, as issued by the Financial Supervisory Commission, Executive Yuan under Document No. Jin-Guan-Zheng-Fa-Zi No. <u>1140383333</u> dated <u>July 24, 2025</u>.</p>	<p>Any matters not fully addressed in these Regulations Governing the Acquisition and Disposal of Assets shall be handled in accordance with the Regulations Governing the Acquisition and Disposal of Assets by Public Companies, as issued by the Financial Supervisory Commission, Executive Yuan under Document No. <u>1110380465</u> dated <u>January 28, 2022</u>.</p>	<p>Reference number of the updated amendment letter</p>

## **Chapter 7. Appendices**

(Appendix 1)

# **Articles of Incorporation of Chien Kuo Construction Co., Ltd.**

## **Chapter 1. General Provisions**

Article 1: The Company shall be incorporated, as a company limited by shares, under the Company Act of the Republic of China, and its name shall be Chien Kuo Construction Co., Ltd.

Article 2: The scope of business of the Company shall be as follows:

- I. E101011 Synthesis Construction
- II. I101080 Industrial and Mining Consultancy
- III. F111090 Wholesale of Building Materials
- IV. F211010 Retail Sale of Building Materials
- V. C901990 Other Non metallic Mineral Products Manufacturing
- VI. B202010 Nonmetallic Mining
- VII. F115020 Wholesale of Mineral
- VIII. F215020 Retail Sale of Mineral
- IX. B601010 On land Clay and Stone Quarrying
- X. F117010 Wholesale of Fire Fighting Equipment
- XI. F217010 Retail Sale of Fire Fighting Equipment
- XII. F113010 Wholesale of Machinery
- XIII. F213080 Retail Sale of Machinery and Equipment
- XIV. E603020 Elevator Construction
- XV. F113030 Wholesale of Precision Instruments
- XVI. F213040 Retail Sale of Precision Instruments
- XVII. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval
- XVIII. F401010 International Trade
- XIX. E602011 Frozen and Air-conditioning Engineering
- XX. E603050 Cybernation Equipment Construction
- XXI. E603040 Fire Fighting Equipment Construction

- XXII. IF01010 Fire Fighting Equipment Overhauling
- XXIII. IG03010 Energy Technical Services
- XXIV. F113100 Wholesale of Pollution Controlling Equipment
- XXV. F213100 Retail Sale of Pollution Controlling Equipment
- XXVI. E502010 Fuel Pipe Construction
- XXVII. E599010 Pipe Lines Construction
- XXVIII. E601020 Electric Appliance Installation
- XXIX. E603010 Cables Construction
- XXX. E603080 Traffic Signals Construction
- XXXI. E604010 Machinery Installation Construction
- XXXII. E501011 Water Pipe Construction
- XXXIII. E601010 Electric Appliance Construction
- XXXIV. E605010 Computing Equipment Installation Construction
- XXXV. H701010 Residence and Buildings Lease Construction and Development
- XXXVI. H701020 Industrial Factory Buildings Lease Construction and Development
- XXXVII. H701050 Public Works Construction and Investment
- XXXVIII. H701060 New County and Community Construction and Investment
- XXXIX. H701080 Reconstruction within the renewal area
- XL. H701090 Renovation, or maintenance within the renewal area
- XLI. H703090 Real Estate Commerce
- XLII. H703100 Real Estate Rental and Leasing

Article 2-1: The Company may provide endorsement and guarantee and act as a guarantor when the business or investment requires.

Article 3: The Company shall have its head office in Taipei City, the Republic of China, and may, pursuant to a resolution adopted at the meeting of the Board of Directors, set up a branch office within or outside the territory of the Republic of China when deemed necessary.

Article 4: Any and all public announcements shall be made by the Company in accordance with Article 28 of the Company Act.

## **Chapter 2. Shareholding**

- Article 5: The total capital stock of the Company shall be in the amount of NT\$5 billion, divided into 500 million shares, at NT\$10 per share, and may be paid-up in installments. A total of 13 million shares among the above total capital stock should be reserved for issuing employee stock options
- Article 6: The Company's shares shall be affixed with the signatures or personal seals of the directors representing the Company, and shall be issued only after being attested by banks competent to serve as attesters for the issuance of share certificates under the laws. The Company may elect not to print out the issued shares but shall register the issued shares with a centralized securities depository enterprise.
- Article 7: Shareholders shall fill in and deposit their shareholder specimen chop with the Company, and they shall do so if any changes in the shareholder specimen chop occur. Shareholders specimen chop shall be the certificate as to receive dividends and bonus, to communicate with the Company in writing, or to exercise any other rights. The establishment, abolition, and update shall be conducted in accordance with the requirements of the competent authority.
- Article 8: The transfer, inheritance, giving, loss, and destruction of shares shall be conducted in accordance with the Company Act and related decrees.
- Article 8-1: The Company's shares purchased under the Company Act may only be transferred to employees of the parent or subsidiaries who meet certain criteria. The Company's employee stock option certificates may only be transferred to employees of the parent or subsidiaries who meet certain criteria.
- The Company's employee stock option certificates may only be transferred to employees of the parent or subsidiaries who meet certain criteria.
- The Company's issuance of new shares may only be subscribed by employees of the parent or subsidiaries who meet certain criteria.
- The Company's restricted stock awards (RSA) may only be issued to employees of the parent or subsidiaries who meet certain criteria.

## **Chapter 3. Shareholders' Meetings**

- Article 9: The Company shall not handle any requests for transfers of shares within sixty (60) days prior to the shareholders meeting, thirty (30) days prior to the special shareholders meeting, or five (5) days prior to the record date for the distribution of dividends, bonuses or other interests.
- Article 10: Shareholders' meetings of the Company are of two kinds:
- (I) Regular shareholders' meeting; and
  - (II) Special shareholders' meeting.

Regular meetings shall be convened within six (6) months after the close of each fiscal year. Special meetings may be convened when the Board of Directors deems necessary, unless the Company Act requires otherwise.

The shareholders' meeting can be held by means of visual communication network or other methods promulgated by the central competent authority. If the Company conducts a virtual shareholders' meeting, it must be resolved by the Board of Directors. The resolution to hold the virtual shareholders' meeting must be agreed upon by more than two-thirds of the directors and a majority of the attending directors.

Written notices specifying the date, place, and reasons for the convening of shareholders' meetings shall be sent to all shareholders, at least thirty (30) days in advance, in case of regular meetings; and at least fifteen (15) days in advance, in case of special meetings.

- Article 11: A shareholder may appoint a proxy to attend a shareholders' meeting on his/her/its behalf by executing a power of attorney printed by the Company five (5) days prior to the convening date of the shareholders' meeting. The number of proxy shall be limited to one person. When a person who acts as the proxy for two or more shareholders, the number of the voting power represented by him/her shall not exceed 3% of the total number of voting shares of the Company, otherwise, the portion of excessive voting power shall not be counted. When a corporate person has more than one proxy, the exercise of voting rights is calculated at their combined shareholding. Unless otherwise provided by laws and regulations, each share held by the Company's shareholders shall be entitled to one vote.
- Article 12: Resolutions at a shareholders' meeting shall, unless otherwise provided for in the Company Act, be adopted by a majority vote of the shareholders present, who represent more than one-half of the total number of voting shares. When the number of shareholders present does not constitute the quorum prescribed in the preceding article, but those present represent one-third or more of the total number of issued shares, a tentative resolution may be passed by a majority of those present. A notice of such tentative resolution shall be given to each of the shareholders, and reconvene a shareholders' meeting within one month. In the aforesaid meeting of shareholders, if the tentative resolution is again adopted by a majority of those present who represent one-third or more of the total number of issued shares, such tentative resolution shall be deemed to be a resolution under the preceding article.
- Article 13: Resolutions adopted at a shareholders' meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the chairman of the meeting and shall be distributed to all shareholders of the company within twenty (20) days after the close of the meeting. The minutes of the shareholders' meeting shall record the date and place of the meeting, the name of the chairman, the method of adopting resolutions, and a summary of the essential points of the proceedings and the results of the meeting. The minutes, along with the attendance list bearing the signatures of shareholders present at the meeting and the powers of attorney of the proxies, shall be kept by the Company. The distribution of the minutes of shareholders' meeting may be made in the manner of public announcement.

## Chapter 4. Directors

Article 14: The Company shall have 7 - 13 directors, elected using the candidate nomination system in the manner as prescribed by Article 192-1 of the Company Act. They shall be elected by the shareholders' meeting from among the candidate for directors, with the term of three (3) years and eligibility for re-election. The total amount of registered shares held by all members of directors shall be handled in accordance with the requirements of the competent authority. When the number of vacancies in the Board of Directors equals one-third of the total number of directors, the Board of Directors shall convene a special shareholders' meeting for the re-election of directors within sixty (60) days.

Article 14-:1 Among the directors of the Company, there must be at least one director of a different gender and no less than three independent directors, who must account for at least one-third of the total number of directors.

Independent directors' professional qualification, shareholding, restriction on positions occupied, nomination and election, and other compliance matters shall be in accordance with the requirements of the securities competent authority.

Article 14-:2 The Company may obtain directors liability insurance with respect to liabilities resulting from exercising their duties during their terms of directorship for the sake of ensuring shareholders' interest and lowering the Company's operating risks.

Article 15: Board of Directors shall comprise directors, among whom one Chairman and one Vice Chairman shall be elected by the consent from more than one-half of the directors present at a meeting attended by two-thirds of the directors. The Chairman represents internally the chairman of the shareholders' meeting and chairman of the Board of Directors, and externally the Company. When the Chairman is on leave, the Vice Chairman shall act as an acting Chairman.

Article 16: The Chairman of the Board of Directors shall internally preside the Board meeting. In case the Chairman is absent for any cause, the Vice Chairman shall act on his behalf. In case the Vice Chairman is also absent or unable for any cause, the Chairman shall designate one of the directors to act on his behalf. In the absence of such a designation, the managing directors or the directors shall elect from among themselves an acting Chairman of the Board of Directors. Resolutions shall, unless otherwise provided for in the Company Act, be adopted by a majority vote of the directors present, who represent more than one-half of the total number of directors.

In the event that a director is absent for any cause, he/she may delegate a proxy to attend the meeting on his/her behalf, which proxy shall not exceed one person.

In case a meeting of the Board of Directors is proceeded via the visual communication network, then the directors taking part in such a visual communication meeting shall be deemed to have attended the meeting in person.

Article 16-1: In calling a meeting of the Board of Directors, a written notice stating the cause for the meeting shall be given to each director no later than seven (7) days prior to the scheduled meeting date, except in emergency, in which case the meeting of the Board of Directors may be convened at any time.

The convening of meeting as mentioned in the preceding paragraph may be made by a notice in the form of writing, fax or email.

Article 17: Resolutions adopted at a Board meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the chairman of the meeting and shall be distributed to all directors of the Company within twenty (20) days after the close of the meeting. Such meeting minutes shall, together with the attendance list for the Board meeting, be kept by the Company according to law.

Article 18: The Board of Directors shall comprise directors who conduct the business operations in accordance with laws and regulations, the Articles of Incorporation, and all resolutions adopted by the shareholders' meeting.

Article 18-:1 The Board of Directors is authorized to determine the salary for the directors, taking into account the extent of the services provided for the management of the Company and the payment standards of the industry.

Article 19: The Company may set up committees by function.

The Company may set up an Audit Committee composed of all members of independent directors, whose exercise of duties and other compliance matters shall be handled in accordance with the Company Act, the Securities and Exchange Act, and other relevant decrees.

The Company may set up a Compensation Committee composed of one or all seats of independent directors and one seat of independent personnel, which seats in total shall be no less than three. Their exercise of duties and other compliance matters shall be handled in accordance with the Company Act, the Securities and Exchange Act, and other relevant decrees.

## **Chapter 5. Manager**

Article 20: The Company shall have one President and a few Vice Presidents. The President shall be responsible for managing all business operations of the Company by adhering to the resolved strategies by the Board of Directors, with the assistance of the Vice Presidents. The appointment, discharge and remuneration of the President shall be made in accordance with Article 29 of the Company Act.

Article 21: Deleted.

## Chapter 6. Accounting

Article 22: Upon the close of each fiscal year, the directors shall prepare various reports and financial statements and shall deliver the same to each of the shareholders for their approval in the manner as prescribed by law.

I. Business report.

II. Financial statements.

III. Proposal for the distribution of earnings or make-up of deficits.

Article 23: If the Company generates a profit for the year, employee remuneration shall be allocated at a rate of 0.1% to 3% of the profit after deducting directors' and employees' remuneration, and directors' remuneration shall not exceed 3% of the profit after such deductions. However, if the Company has accumulated losses, an amount sufficient to cover such losses shall be retained in advance.

Of the employee remuneration referred to in the preceding paragraph, no less than 15% shall be allocated to base-level employees. Employees' compensation shall be distributed in stocks or in cash to employees of subsidiaries who meet certain criteria and control, which are stipulated by the Board of Directors being authorized to do so.

The above-mentioned employees' compensation and directors' remuneration shall be paid pursuant to a resolution adopted by a majority vote of a meeting of the Board of Directors attended by two-thirds or more of all the directors, and reported to the shareholders' meeting.

Article 23-1: In the event that there are any earnings after the annual final accounting, such earnings shall be utilized in the first place to pay for all taxes and duties as required by law and to make up for deficits of prior years. The remaining amount, if any, shall be appropriated in the following order:

I. Provide legal reserve pursuant to laws and regulations.

II. Provide (or reverse) special reserves pursuant to laws and regulations or for operating necessities.

III. The remaining balance, along with unappropriated earnings of prior years, shall be proposed by the Board of Directors for earnings distribution, which shall then be resolved by the shareholders' meeting.

The Company's dividend policy shall take into account the environment and growth of the industry, long-term financial plans and optimization of shareholders' equity. Cash dividends to be appropriated shall not be less than 10% of the total dividends to be appropriated for the year.

Article 23-2: The Company may, upon the resolution adopted by two-thirds of the shareholders present at the Shareholders' Meeting attended by more than one-half of the voting shares, transfer shares to the employees at an average price lower than the actual repurchase price, or issue employee stock options at the subscription price lower than the closing price on the issuance date.

Article 23-3: The Company may, in accordance with the requirements of the Company Act, distribute its reserves in the form of new shares or cash to shareholders in proportion to their shareholding ratio.

Article 24: The Company may invest in other businesses with an amount exceeding 40% of its paid-in capital.

## **Chapter 7. Supplementary Provisions**

Article 25: Matters not provided for herein shall be handled in the manner as required by the Company Act.

Article 26: The organizational regulations, internal regulations and the detailed procedures of business operation shall be separately determined by the Board of Directors.

The Company's Articles of Incorporation was established on October 15, 1960.

Amended for the first time on September 30, 1969

Amended for the second time on December 14, 1971

Amended for the third time on March 17, 1974

Amended for the fourth time on June 16, 1974

Amended for the fifth time on March 20, 1976

Amended for the sixth time on May 2, 1976

Amended for the seventh time on September 10, 1980

Amended for the eighth time on November 25, 1985

Amended for the ninth time on December 1, 1990

Amended for the tenth time on April 15, 1991

Amended for the eleventh time on July 31, 1991

Amended for the twelfth time on November 22, 1991

Amended for the thirteenth time on April 20, 1992

Amended for the fourteenth time on April 16, 1993

Amended for the fifteenth time on May 6, 1994

Amended for the sixteenth time on April 26, 1995  
Amended for the seventeenth time on May 12, 1997  
Amended for the eighteenth time on July 25, 1997  
Amended for the nineteenth time on May 21, 1999  
Amended for the twentieth time on May 20, 2000  
Amended for the twenty-first time on June 14, 2001  
Amended for the twenty-second time on June 14, 2002.  
Amended for the twenty-third time on May 2, 2003.  
Amended for the twenty-fourth time on June 25, 2004.  
Amended for the twenty-fifth time on June 14, 2005.  
Amended for the twenty-sixth time on June 15, 2006.  
Amended for the twenty-seventh time on June 15, 2007.  
Amended for the twenty-eighth time on June 19, 2008.  
Amended for the twenty-ninth time on June 16, 2009.  
Amended for the thirtieth time on June 15, 2010.  
Amended for the thirty-first time on June 9, 2011.  
Amended for the thirty-second time on June 18, 2012.  
Amended for the thirty-third time on June 22, 2015.  
Amended for the thirty-fourth time on June 21, 2016.  
Amended for the thirty-fifth time on June 22, 2017.  
Amended for the thirty-sixth time on June 29, 2018.  
Amended for the thirty-seventh time on June 21, 2019.  
Amended for the thirty-eighth time on July 22, 2021.  
Amended for the thirty-ninth time on June 21, 2022.  
Amended for the fortieth time on June 20, 2023.  
Amended for the forty-first time on June 18, 2024.  
Amended for the forty-second time on June 13, 2025.

Chien Kuo Construction Co., Ltd.

Chairman: Chang-shiou WU

## **Rules and Procedures of Shareholders' Meeting**

Amended and resolved at the annual shareholders' meeting on June 18, 2024

Article 1: A shareholders' meeting of the Company (the "Meeting") shall be conducted in accordance with these Rules and Procedures. Any matter not provided in these Rules and Procedures shall be handled in accordance with relevant laws and regulations.

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

The Company shall specify in its shareholders meeting notices the time during which attendance registrations for shareholders will be accepted, the place to register for attendance, and other matters for attention. To convene a virtual shareholders meeting, this Corporation shall include how shareholders attend the virtual meeting and exercise their rights, 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, as well as the date and other notes to be noted if the meeting has to be postponed or adjourned, in the shareholders meeting notice. During the virtual shareholders' meeting, suitable alternative arrangements shall be made for shareholders who are unable to participate in the meeting via video conference. Except for the circumstances specified in Article 44-9, Paragraph 6 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall provide shareholders with online access equipment and necessary assistance. The Company shall also specify the period during which shareholders can apply to the Company and provide any other relevant information that needs to be noted.

The Company's conducting of a virtual shareholders' meeting, unless otherwise stipulated by the Regulations Governing the Administration of Shareholder Services of Public Companies, shall be determined according to the Articles of Incorporation and resolved by the Board of Directors. The resolution to hold the virtual shareholders' meeting must be agreed upon by more than two-thirds of the directors and a majority of the attending directors.

Article 2: The time during which shareholder attendance registrations will be accepted shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations. For virtual shareholders meetings, shareholders may begin to register on the virtual meeting platform 30 minutes before the meeting starts. Shareholders completing registration will be deemed as attend the shareholders meeting in person. The Company shall upload the number of shares attended in writing or electronically, meeting agenda book, annual report and other meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

Shareholders attending the Meeting shall submit the attendance card for the purpose of signing in. 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.

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

Article 3: Attendance and resolution at shareholders' meetings shall be calculated based on the number of shares. When the Company holds a shareholders' meeting, it shall adopt exercise of voting rights by electronic means and may adopt exercise of voting rights by correspondence. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders' meeting notice. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person,

but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting;

For each shareholders' meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Company and stating the scope of the proxy's authorization. A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders' meeting, and shall deliver the proxy form to the Company five (5) days before the date of the shareholders' meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment unless an explicit statement to revoke the previously written proxy is made in the proxy which comes later.

After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in person or attend the shareholders meeting online or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to the Company two (2) business days before the meeting date. If the cancellation notice is submitted after that time, votes cast by correspondence or electronically shall prevail; if the shareholder exercises voting rights by correspondence or electronically and appoints a proxy to attend the meeting by providing the proxy form, votes cast at the meeting by the proxy shall prevail.

When this Corporation convenes a hybrid shareholders meeting, if shareholders who have registered to attend the meeting online in accordance with Article 2 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.

Article 4: 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.

**Article 5:** 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 chairperson shall appoint another director to be the acting chairperson. In the absence of such appointment, the directors present shall elect from among themselves an acting chairperson.

**Article 6:** If a shareholders' meeting is convened by a party with power to convene but other than the Board of Directors, the convening party shall chair the meeting. When there are two (2) or more such convening parties, they shall mutually select a chair from among themselves.

**Article 7:** 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. Staff handling administrative affairs of a shareholders' meeting shall wear identification cards or armbands.

**Article 8:** The process of the Meeting shall be audio- and video-recorded and these recorded tapes shall be preserved for at least one (1) year. In the event of a lawsuit filed by shareholders in accordance with Article 189 of the Company Act, these recorded tapes shall be archived until the conclusion of the lawsuit.

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 this Corporation, and continuously audio and video record, without interruption, the proceedings of the virtual meeting from beginning to end and shall be properly kept the Company during the entirety of its existence.

**Article 9:** Chairman shall call the Meeting to order at the time scheduled for the Meeting and at the same time announce the relevant information such as the number of non-voting rights and the number of shares present. If the number of shares represented by the shareholders present at the Meeting has not yet constituted the quorum at the time scheduled for the Meeting, the chairman may postpone the time for the Meeting. The postponements shall be limited to two (2) times at the most, and the Meeting shall not be postponed for longer than one hour in aggregate. If the quorum is not met after two postponements, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to paragraph, Article of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within one month. In the event of a virtual shareholders meeting, shareholders intending to attend the meeting online shall re-register to this Corporation in accordance with Article.

If during the process of the Meeting the number of outstanding shares represented by the shareholders present becomes sufficient to constitute the quorum, the Chairman may submit the tentative resolutions to the Meeting for approval in accordance with Article 174 of the Company Act of the Republic of China.

Article 10: If a shareholders' meeting is convened by the Board of Directors, the meeting agenda shall be set by the Board of Directors, and all proposals shall be decided by vote on a case-by-case basis. The Meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders' meeting.

The above provision applies mutatis mutandis to cases where the Meeting is convened by any person, rather than the Board of Directors, entitled to convene such Meeting.

Unless otherwise resolved at the Meeting, the chairman cannot announce adjournment of the Meeting before all the items (including other business and special motions) listed on the agenda as set forth by the preceding two paragraphs are resolved.

The shareholders shall not designate any other person as chairman and continue the Meeting in the same or another place after the Meeting is adjourned.

Article 11: Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders speak shall be set by the chair.

If any shareholder present at the Meeting submits a speech slip but does not speak, no speech should be deemed to have been made by such shareholder. In case the contents of the speech of a shareholder are inconsistent with the contents given on the speech slip, the contents of actual speech shall prevail.

Unless otherwise permitted by the chairman and the shareholder in speaking, no shareholder shall interrupt the speeches of the other shareholders; otherwise, the chairman shall stop such interruption.

Article 12: Except with the consent of the Chairman, a shareholder may not speak more than twice on the same proposal, and a single speech shall not exceed five (5) minutes.

In case the speech of any shareholder violates the above provision or exceeds the scope of the agenda items, the chairman may terminate the speech of such shareholder.

Article 13: When a juristic person is appointed to attend as a proxy, it may designate only one person to represent it in the meeting.

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.

Article 14: After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.

Where a virtual shareholders meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting open until the chair declaring the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words.

Article 15: 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 and call for a vote, and also reserve a period of time sufficient for voting.

Article 16: 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, shall be announced on-site at the Meeting, and a record made of the vote.

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 and immediately disclose them on the video conference platform of the shareholders' meeting.

Matters relating to the resolutions of a shareholders' meeting shall be recorded in the meeting minutes, to which the signature or seal of the chair of the meeting shall be affixed. The meeting minutes shall be distributed to each shareholder within twenty (20) days after the conclusion of the Meeting. The meeting minutes may be produced and distributed in electronic form.

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

The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions are adopted, and a summary of the deliberations and their results (including the number of voting rights). When there is an election of directors, the number of votes for each elected director shall be disclosed. The minutes shall be retained for the duration of the existence of the Company.

Article 17: When a meeting is in progress, the chair may announce a break based on time considerations.

Article 18: Except as otherwise provided in the Company Act and in the Company's Articles of Incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders.

When voting, a vote shall be taken on a proposal-by-proposal basis.

Article 19: When there is an amendment or an alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When anyone among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.

Article 20: 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."

Article 21: The Rules and Procedures, and any amendments thereto, shall be implemented after adoption by the Meeting.

**Shareholdings of All Directors**

Date of Book Closure: March 31, 2026

Name	Name	Date elected	No. of shares documented on the shareholders roster
Chairman	Chien Hwei Investment Co., Ltd. Representative: Chang-Shiou Wu	2024.06.18	37,769,225 shares
Vice Chairman	Chi-te CHEN	2024.06.18	15,075,311 shares
Directors	Chung CHENG	2024.06.18	0 shares
Directors	Chu-hsin LEE	2024.06.18	0 shares
Directors	Chi-hsin CHEN	2024.06.18	1,635,652 shares
Directors	Chen-ching CHEN	2024.06.18	11,428,412 shares
Independent Director	Chin-pao TSAI	2024.06.18	0 shares
Independent Director	Li-hsing I	2024.06.18	0 shares
Independent Director	Tai-sheng YEN	2024.06.18	0 shares
Required minimum shareholding by all directors	12,000,000 shares	Actual shareholding by all directors	65,908,600 shares

Note: The total number of issued shares of the Company as of March 31, 2026 was 201,600,084 shares.