



Stock Code: 6277

ATEN International Co., LTD.

**Handbook for the 2025 Annual Meeting of
Shareholders**

【Translation】

Meeting Date: May 28, 2025

Venue: 4F., No.125, Sec. 2, Datong Rd. Sijhih District., New
Taipei City, Taiwan

Meeting Type: Physical Shareholders' Meeting

(This document is prepared in accordance with the Chinese version and is for reference only. In the event of any inconsistency between the English version and the Chinese version, the Chinese version shall prevail.)



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ATEN International Co., LTD.

Procedure for the 2025 Annual Meeting of Shareholders

1. Call the Meeting to Order
2. Chairman Remarks
3. Report Items
4. Adoption Matters
5. Discussion
6. Questions and Motions
7. Adjournment



ATEN International Co., LTD.
Year 2025
Agenda of Annual Meeting of Shareholders

Time: May 28, 2025 (Wednesday) at 9 a.m.

Place: ATEN Headquarter (4F., No.125, Sec. 2, Datong Rd. Sijhih District., New Taipei City, Taiwan)

1. Report Items

- (1).2024 Business Report
- (2).2024 Audit Committee's Review Report
- (3).2024 Employees' Compensation and Directors' Remuneration Report
- (4).2024 Distribution of Cash Dividends from Profits Report
- (5).2024 Related Party Transactions Report

2. Adoption Matters

- (1). Adoption of the Fiscal 2024 Business Report and Financial Statements
- (2). Adoption of the Proposal for Distribution of 2024 Profits

3. Discussion

- (1). Amendments to Articles of Incorporation
- (2). Amendments to Procedures of Acquisition or Disposal of Assets

4. Questions and Motions

5. Adjournment

Report Items

Item No. 1

2024 Business Reports

Explanation:

The 2024 Business Report is attached as page 5-6

ATEN International Co., LTD.

2024 Business Report

In 2024, The semiconductor market begin to recover, but China's domestic demand remains weak, Europe's economy is stagnant, and political risks stemming from the U.S. presidential election are putting pressure on the market, leading most businesses to adopt a wait-and-see attitude. ATEN's consolidated net sales revenue in FY2024 amounted to NT\$4,993 million, down 3% from the same period in the previous year. Meanwhile, the consolidated gross profit amounted to NT\$2,983million; the consolidated gross profit margin amounted to 60%; the net profit after tax amounted to NT\$502 million; and the earnings per share amount to NT\$4.14.

For products and research and development, the Company continues to promote key development directions including digital, information security, intelligence and sound processing. In terms of digitalization, the wave of artificial intelligence is sweeping the globe, driving strong growth in demand for AI servers. ATEN's fully digital IP KVM remote data center management solution creates a fully digital server room, achieving high scalability and stability. It enhances the efficiency of AI server management, becoming a core enabler for AI applications and digital transformation. Additionally, paired with an intelligent three-phase power solution, it optimizes data center energy by providing high-performance power transmission and distribution. Furthermore, in response to the rapid growth of the AI server market, ATEN focuses on energy-saving and heat dissipation needs for AI servers, actively expanding the market for the ORV3 cabinet products. By integrating various accessories to optimize heat dissipation and configuration management, operational efficiency is enhanced. As the semiconductor market begins to recover this year, RCM (Remote Control & Monitoring) remote intelligent monitoring solution facilitates spatial translation in high-tech production lines. Whether it's real-time production status monitoring or abnormal handling, tasks can be easily performed remotely, significantly reducing the need to enter cleanrooms.

In terms of cybersecurity, ATEN has developed the Secure KVM multi-computer switch, a device specially designed for units with strict data security requirements, such as government, defense, healthcare, and financial sectors. It complies with the latest PSD PP v4.0 (Protection Profile for Peripheral Sharing Device, Version 4.0) cybersecurity standards. Key security mechanisms include: operational data isolation and unidirectional data flow, filtering and restricting peripheral devices that can be connected, user data protection, and adjustable peripheral device filtering mechanisms. These features ensure the security of sensitive data during multi-computer operations, providing robust security protection and user-friendly design to quickly establish a secure environment.

Regarding intelligent products, ATEN offers efficient and diverse audio-visual solutions for environments such as meeting rooms, classrooms, and control rooms. The company has fully deployed HDMI over IP products equipped with True 4K resolution and smart technologies to enhance collaboration efficiency and optimize the meeting experience. ATEN introduces "AI Voice," The Text-to-Speech (TTS) service integrates AI deep learning and acoustics technology to provide natural, warm Taiwanese-accented AI voice synthesis. In addition to existing Mandarin and English options, Taiwanese is also available, offering a perfect audio-visual experience for users.

In terms of sales strategy, ATEN strengthens value-based project sales and vigorously expands the sales of fast-growing products. By combining diverse sales channels and precise marketing strategies, the company deeply explores market demand, builds an efficient sales ecosystem, continues to expand market share, and achieves stable and comprehensive market development. In management, a lean management approach is adopted to focus on maximizing resources and improving efficiency, aiming for stable and sustainable business growth.

2024 is a fruitful year for ATEN in terms of product research and development. ATEN's product designs have received international recognition, with its flagship video wall processor series (VW3620) winning the 2024 German iF Design Award, the Red Dot Design Award, and Japan's 2023 Good Design Award—making it the only video wall processor globally to receive all three prestigious design awards. Additionally, the network-based audio-visual extender series was honored with Japan's Good Design Award, one of the most prestigious recognitions in the design world. This marks the fourth consecutive year that ATEN has received the Good Design Award, underscoring the company's continued excellence in design innovation. In corporate governance, ATEN continues to strengthen its implementation, and has won the excellent results by emerging as one of the top 5% of all listed companies in the small and medium-sized market capitalization group with a market value between TWD5 to 10 billion and the top 6%-20% of all listed companies of the tenth Corporate Governance. ATEN was recognized for the seventh time as one of the "Best Potential Taiwanese International Brands" and received several accolades including the Common Wealth Sustainable Citizen Award, four major employer honors from HR Asia, the Bronze Award for Talent Development Quality Management System from the Ministry of Labor, the Work-Life Balance Award, and the Happy Workplace Model Award. In the future, ATEN will continue to uphold our corporate sustainability vision and implement the core values of ATEN, with the goal of giving back to the environment and society and moving toward a better life.

ATEN International Co., LTD.

Chairman : Sun-Chung Chen

President : Sun-Chung Chen

Chief Accountant : Wayne Tyan

Item No. 2

Audit Committee's Review Report on the 2024 Financial Statements

Explanation:

- (1). The 2024 Financial Statements were audited by CPA and approved by the Audit Committee.
- (2). The 2024 Audit Committee's Review Report is attached as page 8.
- (3). CPA Audit Report is attached as page 9-16.

ATEN International Co., LTD.

Audit Committee's Review Report

The Board of Directors has prepared the Company's 2024 Business Report, Financial Statements, and Earnings Distribution Proposal. ATEN International Financial Statements have been audited and certified by Po-Shu Huang, CPA, and Chung-Shun Wu, CPA, of KPMG and an audit report relating to the Financial Statements has been issued. The Business Report, Financial Statements and Earnings Distribution Proposal have been reviewed and determined to be correct and accurate by the Audit Committee members of ATEN International. According to Article 14-4 of Securities and Exchange Act and Article 219 of the Company act, we hereby submit this report.

The 2025 General Shareholders Meeting of ATEN International Co., LTD.

ATEN International Co., LTD.

Chairman of the Audit Committee : Wei-Jen Chu

February 25, 2025

Independent Auditors' Report

To the Board of Directors of ATEN INTERNATIONAL CO., LTD.:

Opinion

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

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

Basis for Opinion

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

Key Audit Matters

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

1. Revenue recognition

Please refer to notes 4(m) and 6(q) for disclosure related to revenue recognition.

Description of key audit matter:

Revenue is the key indicator used by investors and management while evaluating the Company's financial or operating performance. The accuracy of the timing and amount of revenue recognized has significant impact on the financial statements, for which assumptions and judgment of revenue recognition relying on subjective judgment of management. Hence, we consider it as a key audit matter.

How the matter was addressed in our audit:

The key audit procedures performed included testing the effectiveness of the design and implementing the internal control (both manual and system control) of sales and collecting cycle; reviewing significant sales contracts to determine whether the key judgments and assumptions of revenue recognition are reasonable; analyzing the changes in top 10 customers from the most recent period and last year, and the changes in the price and quantity of each category of product line to determine whether if there are any significant misstatements; selecting sales transactions from a period of time before and after the balance sheet date, and verifying them with the vouchers to determine the accuracy of the timing and amounts of revenue recognized; understanding whether if there is a significant subsequent sales return or discount; and reviewing whether the disclosure of revenue made by the management is appropriate.

2. Inventory measurement

Please refer to notes 4(g), 5, and 6(f) for disclosure related to inventory measurement.

Description of key audit matter:

The inventory is measured at the lower of cost and net realizable value. Due to the update of technology, the inventory might be out of date or no longer meets the requirement of the market, which may result in a decline on the price of the product resulting in the cost of the inventory to be higher than the net realizable value. The measurement of inventory depends on the evaluation of the management based on several evidences. Therefore, we consider it as a key audit matter.

How the matter was addressed in our audit:

The key audit procedures performed is to understand the management's accounting policy of inventory measurement and determine whether it is reasonable and is being implement. The procedures include inspecting the method of inventory valuation assumption is consistently and evaluating whether the assumption is needed to be adjusted due to the operating and economic condition change. Obtaining the inventory valuation table, understanding the net realizable values by management and the variation of the prices, in the period after the reporting date, to ensure the appropriateness of the valuation price. Reviewing the reason and verifying the accuracy on past three years and current year's allowance of inventory. Assessing whether the disclosure of provision for inventory valuation is appropriate.

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

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

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

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

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

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

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

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

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

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

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

The engagement partners on the audit resulting in this independent auditors' report are Huang, Po-Shu and Wu, Chung-Shun.

KPMG

Taipei, Taiwan (Republic of China)

February 25, 2025

Notes to Readers

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

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

Independent Auditors' Report

To the Board of Directors of ATEN INTERNATIONAL CO., LTD.:

Opinion

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

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of ATEN INTERNATIONAL CO., LTD. and its subsidiaries as of December 31, 2024 and 2023, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the International Financial Reporting Standards ("IFRSs"), International Accounting Standards ("IASs"), interpretation developed by the International Financial Reporting Interpretations Committee ("IFRIC") or the former Standing Interpretations Committee ("SIC") endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

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

Key Audit Matters

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

1. Revenue recognition

Please refer to notes 4(n) and 6(r) for disclosure related to revenue recognition.

Description of key audit matter:

Revenue is the key indicator used by investors and management while evaluating ATEN INTERNATIONAL CO., LTD. and its subsidiaries' financial or operating performance. The accuracy of the timing and amount of revenue recognized have significant impact on the financial statements, for which the assumptions and judgments of revenue recognition rely on subjective judgment of the management. Hence, we consider it as the key audit matter.

How the matter was addressed in our audit:

The key audit procedures performed included testing the effectiveness of the design and implementing the internal control (both manual and system control) of sales and collecting cycle; reviewing significant sales contract to determine whether the key judgments and assumptions of revenue recognition are reasonable; analyzing the changes in top 10 customers from the most recent period and last year, and the changes in the price and quantity of each category of product line to determine whether if there are any significant misstatements; selecting sales transactions from a period of time before and after the balance sheet date, and verifying them with the vouchers to determine the accuracy of the timing and amounts of revenue recognized; understanding whether if there is a significant subsequent sales return or discount; and reviewing whether the disclosure of revenue made by the management is appropriate.

2. Inventory measurement

Please refer to notes 4(h), 5, and 6(g) for disclosure related to inventory measurement.

Description of key audit matter:

The inventory is measured at the lower of cost and net realizable value. Due to the update of technology, the inventory might be out of date or no longer meets the requirement of the market, which may result in a decline on the price of the product resulting in the cost of the inventory to be higher than the net realizable value. The measurement of inventory depends on the evaluation of the management based on several evidences. Therefore, we consider it as a key audit matter.

How the matter was addressed in our audit:

The key audit procedures performed is to understand the management's accounting policy of inventory measurement and determine whether it is reasonable and is being implement. The procedures include inspecting the method of inventory valuation assumption is consistently and evaluating whether the assumption is needed to be adjusted due to the operating and economic condition change. Obtaining the inventory valuation table, understanding the net realizable values by management and the variation of the prices, in the period after the reporting date, to ensure the appropriateness of the valuation price. Reviewing the reason and verifying the accuracy on past three years and current year's allowance of inventory. Assessing whether the disclosure of provision for inventory valuation is appropriate.

Other Matter

ATEN INTERNATIONAL CO., LTD. has prepared its parent company only financial statements as of and for the years ended December 31, 2024 and 2023, on which we have issued an unmodified opinion.

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

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

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

Those charged with governance (including the Audit Committee) are responsible for overseeing ATEN INTERNATIONAL CO., LTD. and its subsidiaries' financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

1. Identify and assess the risks of material misstatement of the consolidated financial statements whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of ATEN INTERNATIONAL CO., LTD. and its subsidiaries' internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on ATEN INTERNATIONAL CO., LTD. and its subsidiaries' ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause ATEN INTERNATIONAL 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 appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the group financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

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

The engagement partners on the audit resulting in this independent auditors' report are Huang, Po-Shu and Wu, Chung-Shun.

KPMG

Taipei, Taiwan (Republic of China)

February 25, 2025

Notes to Readers

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

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

Item No. 3

2024 Employees' Compensation and Directors' Remuneration Report

Explanation:

- (1). According to Article 24 of the Article of Incorporation, the Company's net income before tax before deducting remuneration to employees and directors and after making up for aggregated losses should be applied to pay remuneration to employees for an amount of 10-16% of the balance, and to directors for an amount not more than 2% of the balance.
- (2). Board of directors resolved to approve 2024 employees' compensation totaling NT\$ 104,183,872 and directors' remuneration totaling NT\$ 8,334,710. The amount is both distributed in cash.

Item No. 4

Distribution of Cash Dividends from Profits in 2024

Explanation:

According to Article 23 of the Article of Incorporation, the Board of Directors is authorized to approve quarterly cash dividends after the close of each quarter. The amounts and payment dates of 2024 quarterly cash dividends approved by the Board of Directors are demonstrated in the table below:

2024	Approval Date (year/month/date)	Payment Date (year/month/date)	Cash Dividends Per Share (NT\$)	Total Amount (NT\$)
First Quarter	2024/04/26		0.0	0
Second Quarter	2024/08/08	2025/01/08	1.7	203,100,982
Third Quarter	2024/11/06		0.0	0
Fourth Quarter	2025/02/25		2.1	250,889,449
Total			3.8	453,990,431

Item No. 5

Related Party Transactions in 2024

Explanation:

In accordance with the “Procedures for Affiliated Company and Related Party Transactions” of the Company, material related party transactions should be reported to the shareholders at the most recent shareholders’ meeting. The following is a summary of the Company’s related party transactions in 2024:

Transaction Matter	Transaction Price	Terms Payment
The disposal of the right-of-use assets to the subsidiary ATECH PERIPHERALS INC.	Total monthly rent (including tax):NT\$73,765 Total transaction price (including tax):NT\$7,081,440	Monthly payment; Payment period: 2023/01/01~2030/12/31
The disposal of the right-of-use assets to the subsidiary RCM FULLY AUTOMATION CO., LTD.	Total monthly rent (including tax):NT\$18,909 Total transaction price (including tax):NT\$2,269,080	Monthly payment; Payment period: 2023/08/01~2033/07/31
The acquisition of the right-of-use assets from the subsidiary VISIONTOP CO., LTD.	Total monthly rent (including tax):NT\$42,000 Total transaction price (including tax):NT\$1,512,000	Monthly payment; Payment period: 2024/01/01~2026/12/31

Adoption Matters

1.

Proposed by the Board

Proposal:

Adoption of the 2024 Business Report and Financial Statements

Explanation:

- (1). The Company's Financial Statements, including the balance sheet, statement of comprehensive income, statement of changes in equity, and statement of cash flows, were audited by independent auditors, Po-Shu Huang and Chung-Shun Wu of KPMG Firm. Also Business Report and Financial Statements have been approved by the Board on February 25, 2025.
- (2). The 2024 Business Report, independent auditors' audit report, and Financial Statements are attached as page 5-6, page 9-16 and page 21-28, respectively.

Resolution:

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

ATEN INTERNATIONAL CO., LTD.

Balance Sheets

December 31, 2024 and 2023

(Expressed in Thousands of New Taiwan Dollars)

Assets		December 31, 2024		December 31, 2023		Liabilities and Equity		December 31, 2024		December 31, 2023	
		Amount	%	Amount	%			Amount	%	Amount	%
11xx	Current assets:					21xx	Current liabilities:				
1100	Cash and cash equivalents (note 6(a))	\$ 473,902	7	521,506	9	2100	Short-term borrowings (note 6(j))	\$ 89,998	2	45,481	1
1110	Financial assets at fair value through profit or loss – current (note 6(c))	274,733	5	314,608	5	2120	Financial liabilities at fair value through profit or loss – current (note 6(c))	5,940	-	950	-
1137	Current financial assets at amortised cost (note 6(b))	14,246	-	14,246	-	2150	Notes payable	77	-	51	-
1170	Accounts receivable, net (note 6(e))	148,608	2	146,435	2	2170	Accounts payable	195,573	3	151,550	2
1180	Accounts receivable – related parties, net (notes 6(e) and 7)	690,426	11	491,216	8	2180	Accounts payable – related parties (note 7)	129,940	2	104,617	2
130x	Inventories (note 6(f))	754,597	12	715,901	12	2216	Dividends Payable (note 6(o))	203,101	3	250,889	4
1410	Prepayments	17,912	-	11,423	-	2200	Other payables (notes 6(h), (m), (r) and 8)	350,611	6	385,680	6
1470	Other current assets	21,978	1	13,545	-	2220	Other payables – related parties (note 7)	196,594	3	195,665	3
	Total current assets	<u>2,396,402</u>	<u>38</u>	<u>2,228,880</u>	<u>36</u>	2230	Current tax liabilities	87,019	2	39,814	2
15xx	Non-current assets:					2250	Provisions – current (note 6(k))	24,205	-	22,810	-
1517	Financial assets at fair value through other comprehensive income – non-current (note 6(d))	12,080	-	27,246	-	2280	Current lease liabilities (note 6(l))	867	-	1,566	-
1535	Non-current financial assets at amortised cost, net (note 6(b))	80,000	1	-	-	2399	Other current liabilities	24,486	-	15,093	-
1550	Investments accounted for under equity method (note 6(g))	1,387,956	22	1,591,236	26		Total current liabilities	<u>1,308,411</u>	<u>21</u>	<u>1,214,166</u>	<u>20</u>
1600	Property, plant and equipment (notes 6(h), 7, 8 and 9)	2,209,170	35	2,108,301	34	25xx	Non-Current liabilities:				
1755	Right-of-use assets (note 6(i))	1,895	-	2,521	-	2570	Deferred income tax liabilities (note 6(n))	102,334	2	128,692	2
1840	Deferred income tax assets (note 6(n))	140,782	2	105,746	2	2580	Non-current lease liabilities (note 6(l))	1,093	-	1,116	-
1920	Refundable deposits	8,109	-	568	-	2640	Net defined benefit liabilities – non-current (note 6(m))	58,941	1	69,165	1
1980	Other financial assets – non-current (notes 8 and 9)	84,242	2	105,607	2	2645	Deposits received	1,014	-	764	-
	Total non-current assets	<u>3,924,234</u>	<u>62</u>	<u>3,941,225</u>	<u>64</u>	2650	Credit in investments accounted for under equity method (note 6(g))	23,338	-	-	-
						2670	Other non-current liabilities	14,184	-	16,191	-
							Total non-current liabilities	<u>200,904</u>	<u>3</u>	<u>215,928</u>	<u>3</u>
						2xxx	Total liabilities	<u>1,509,315</u>	<u>24</u>	<u>1,430,094</u>	<u>23</u>
							Equity (notes 6(d), (n) and (o)):				
						3110	Common stock	1,194,711	19	1,194,711	20
						3200	Capital surplus:				
						3210	Additional paid-in capital	316,913	5	316,913	5
						3250	Donated assets received	50	-	50	-
								<u>316,963</u>	<u>5</u>	<u>316,963</u>	<u>5</u>
						3300	Retained earnings:				
						3310	Legal reserve	1,623,232	26	1,566,677	25
						3320	Special reserve	178,017	3	203,711	3
						3350	Unappropriated retained earnings	1,650,188	26	1,655,497	27
								<u>3,451,437</u>	<u>55</u>	<u>3,425,885</u>	<u>55</u>
						3400	Other equity interest:				
						3410	Financial statements translation differences for foreign operations	(150,870)	(3)	(175,518)	(3)
						3420	Unrealized gain (loss) on financial assets at fair value through other comprehensive income	(920)	-	(22,030)	-
								<u>(151,790)</u>	<u>(3)</u>	<u>(197,548)</u>	<u>(3)</u>
						3xxx	Total equity	<u>4,811,321</u>	<u>76</u>	<u>4,740,011</u>	<u>77</u>
						2-3xxx	Total liabilities and equity	<u>\$ 6,320,636</u>	<u>100</u>	<u>\$ 6,170,105</u>	<u>100</u>
	Total assets	<u>\$ 6,320,636</u>	<u>100</u>	<u>6,170,105</u>	<u>100</u>						

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

ATEN INTERNATIONAL CO., LTD.

Statements of Comprehensive Income

For the years ended December 31, 2024 and 2023

(Expressed in Thousands of New Taiwan Dollars , Except for Earnings Per Common Share)

	2024		2023	
	Amount	%	Amount	%
4000 Operating revenue (notes 6(q) and 7)	\$ 3,505,834	100	3,362,745	100
5000 Operating costs (notes 6(f), (h), (i), (k), (l), (m), (r) and 7)	1,609,657	46	1,564,223	47
5900 Gross profit from operations	1,896,177	54	1,798,522	53
5920 Add: Changes in unrealized profit	(90,765)	(3)	114,086	3
5900 Gross profit	1,805,412	51	1,912,608	56
6000 Operating expenses (notes 6(h), (i), (l), (m), (r) and 7):				
6100 Selling expenses	431,586	12	417,087	12
6200 Administrative expenses	312,431	9	310,316	9
6300 Research and development expenses	523,816	15	533,569	16
Total operating expenses	1,267,833	36	1,260,972	37
6900 Operating profit	537,579	15	651,636	19
7000 Non-operating income and expenses (notes 6(l), (s) and 7):				
7100 Interest income	8,127	-	3,484	-
7010 Other income	56,550	2	49,884	1
7020 Other gains and losses	(28,284)	(1)	(31,405)	(1)
7050 Finance costs	(2,415)	-	(1,385)	-
7375 Share of profit of subsidiaries and associates accounted for under equity method	10,484	-	19,781	1
Total non-operating income and expenses	44,462	1	40,359	1
7900 Profit from continuing operations before tax	582,041	16	691,995	20
7950 Less: Income tax expenses (note 6(n))	87,431	2	126,454	3
Net income	494,610	14	565,541	17
8300 Other comprehensive income (notes 6(n) and (o)):				
8310 Components of other comprehensive income (loss) that will not be reclassified to profit or loss				
8311 Gains (losses) on remeasurements of defined benefit plans	7,483	-	3,125	-
8316 Unrealized gains (losses) from investments in equity instruments measured at fair value through other comprehensive income	12,320	-	(70)	-
8349 Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	2,001	-	3,346	-
Components of other comprehensive income that will not be reclassified to profit or loss	17,802	-	(291)	-
8360 Components of other comprehensive income (loss) that will be reclassified to profit or loss				
8361 Exchange differences on translation of foreign financial statements	24,648	1	(4,345)	-
8380 Share of other comprehensive income of subsidiaries and associates accounted for using equity method	188	-	57	-
8399 Income tax related to components of other comprehensive income that will be reclassified to profit or loss	-	-	-	-
Components of other comprehensive income that will be reclassified to profit or loss	24,836	1	(4,288)	-
8300 Other comprehensive income	42,638	1	(4,579)	-
8500 Total comprehensive income	\$ 537,248	15	560,962	17
9750 Basic earnings per share (in New Taiwan dollars) (note 6(p))	\$ 4.14		4.73	
9850 Diluted earnings per share (in New Taiwan dollars) (note 6(p))	\$ 4.08		4.66	

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

ATEN INTERNATIONAL CO., LTD.

Statements of Changes in Equity

For the years ended December 31, 2024 and 2023

(Expressed in Thousands of New Taiwan Dollars)

		Share capital		Retained earnings				Financial statements translation differences for foreign operations	Total other equity interest		Total equity
		Ordinary shares	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Total		Unrealized gain (loss) on financial assets measured at fair value through other comprehensive income	Total	
Balance at January 1, 2023	A1 \$	1,194,711	316,963	1,493,727	228,910	1,780,024	3,502,661	(171,173)	(18,334)	(189,507)	4,824,828
Appropriation and distribution of retained earnings:											
Legal reserve appropriated	B1	-	-	72,950	-	(72,950)	-	-	-	-	-
Special reserve reversed	B3	-	-	-	(25,199)	25,199	-	-	-	-	-
Cash dividends of ordinary share	B5	-	-	-	-	(645,144)	(645,144)	-	-	-	(645,144)
Net income	D1	-	-	-	-	565,541	565,541	-	-	-	565,541
Other comprehensive income	D3	-	-	-	-	2,464	2,464	(4,345)	(2,698)	(7,043)	(4,579)
Total comprehensive income	D5	-	-	-	-	568,005	568,005	(4,345)	(2,698)	(7,043)	560,962
Difference between consideration and carrying amount of subsidiaries acquired	M5	-	-	-	-	(635)	(635)	-	-	-	(635)
Disposal of investments in equity instruments designated at fair value through other comprehensive income	Q1	-	-	-	-	998	998	-	(998)	(998)	-
Balance at December 31, 2023	Z1	1,194,711	316,963	1,566,677	203,711	1,655,497	3,425,885	(175,518)	(22,030)	(197,548)	4,740,011
Appropriation and distribution of retained earnings:											
Legal reserve appropriated	B1	-	-	56,555	-	(56,555)	-	-	-	-	-
Special reserve reversed	B3	-	-	-	(25,694)	25,694	-	-	-	-	-
Cash dividends of ordinary share	B5	-	-	-	-	(465,938)	(465,938)	-	-	-	(465,938)
Net income	D1	-	-	-	-	494,610	494,610	-	-	-	494,610
Other comprehensive income	D3	-	-	-	-	6,174	6,174	24,648	11,816	36,464	42,638
Total comprehensive income	D5	-	-	-	-	500,784	500,784	24,648	11,816	36,464	537,248
Disposal of investments in equity instruments designated at fair value through other comprehensive income	Q1	-	-	-	-	(9,294)	(9,294)	-	9,294	9,294	-
Balance at December 31, 2024	Z1 \$	1,194,711	316,963	1,623,232	178,017	1,650,188	3,451,437	(150,870)	(920)	(151,790)	4,811,321

ATEN INTERNATIONAL CO., LTD.

Statements of Cash Flows

For the years ended December 31, 2024 and 2023

(Expressed in Thousands of New Taiwan Dollars)

	2024	2023
AAAA Cash flows from operating activities:		
A10000 Net income before tax	\$ 582,041	691,995
A20000 Adjustments:		
A20010 Adjustments to reconcile profit and loss		
A20100 Depreciation expense	60,058	58,325
A20900 Interest expense	2,415	1,385
A21200 Interest income	(8,127)	(3,484)
A21300 Dividend income	(4,584)	(375)
A22400 Share of profit of associates accounted for under equity method	(10,484)	(19,781)
A22500 Gains on disposal of property, plant and equipment	(95)	(331)
A22600 Property, plant and equipment transferred to expenses	133	100
A23900 Unrealized gains (losses) from sales	90,765	(114,086)
A2990-1 Gains on lease modification	(146)	-
A2990-2 Others	(210)	(207)
A20010 Total adjustments to reconcile profit and loss	129,725	(78,454)
A30000 Changes in assets / liabilities relating to operating activities:		
A31000 Net changes in operating assets:		
A31115 Financial assets at fair value through profit or loss	39,875	294,082
A31150 Accounts receivable	(2,173)	(50,273)
A31160 Accounts receivable—related parties	(199,210)	186,708
A31200 Inventories	(38,960)	26,802
A31230 Prepayments	(6,489)	627
A31240 Other current assets	(5,193)	10,719
A31000 Total changes in operating assets, net	(212,150)	468,665
A32000 Net changes in operating liabilities:		
A32110 Financial liabilities held for trading	4,990	(8,247)
A32130 Notes payable	26	(41)
A32150 Accounts payable	44,023	(126,918)
A32160 Accounts payable—related parties	30,616	28,738
A32180 Other payable	(35,069)	2,989
A32190 Other payable—related parties	929	(26)
A32200 Provisions	1,395	(4,242)
A32230 Other current liabilities	9,393	(3,268)
A32240 Net defined benefit liabilities	(2,741)	(5,802)
A32990 Other non-current liabilities	(2,007)	2,702
A32000 Total changes in operating liabilities, net	51,555	(114,115)
A30000 Total changes in operating assets / liabilities, net	(160,595)	354,550
A20000 Total adjustments	(30,870)	276,096
A33000 Cash provided by operating activities	551,171	968,091
A33200 Dividends received	156,867	59,937
A33500 Payment of income tax	(103,621)	(225,401)
AAAA Net cash provided by operating activities	604,417	802,627
BBBB Cash flows from investing activities:		
B00020 Proceeds from disposal of financial assets at fair value through other comprehensive income	24,987	6,672
B00040 Acquisition of financial assets at amortised cost	(80,000)	-
B01800 Acquisition of investments accounted for using equity method	(22,503)	(182,097)
B01900 Proceeds from disposal of investments accounted for using equity method	68	-
B02400 Proceeds from capital reduction of investments accounted for using equity method	35,138	-
B02700 Acquisition of property, plant and equipment	(159,539)	(193,966)
B02800 Proceeds from disposal of property, plant and equipment	455	692
B03700 Decrease (increase) in refundable deposits	(7,541)	366
B06500 Decrease (increase) in other financial assets—non-current	21,365	(20)
B07500 Interest received	5,798	3,484
BBBB Net cash used in investing activities	(181,772)	(364,869)
CCCC Cash flows from financing activities:		
C00100 Increase (decrease) in short-term borrowings	43,952	(19,022)
C03000 Increase (decrease) in deposits received	250	(141)
C04020 Payment of lease liabilities	(1,567)	(2,025)
C04500 Cash dividends paid	(513,726)	(394,255)
C05600 Interest paid	(2,415)	(1,385)
CCCC Net cash used in financing activities	(473,506)	(416,828)
DDDD Effect of exchange rate changes on cash and cash equivalents	3,257	(1,305)
EEEE Net increase (decrease) in cash and cash equivalents	(47,604)	19,625
E00100 Cash and cash equivalents at beginning of period	521,506	501,881
E00200 Cash and cash equivalents at end of period	\$ 473,902	521,506

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

ATEN INTERNATIONAL CO., LTD. AND SUBSIDIARIES

Consolidated Balance Sheets

December 31, 2024 and 2023

(Expressed in Thousands of New Taiwan Dollars)

Assets		December 31, 2024		December 31, 2023		Liabilities and Equity		December 31, 2024		December 31, 2023	
		Amount	%	Amount	%			Amount	%	Amount	%
11xx	Current assets:					21xx	Current liabilities:				
1100	Cash and cash equivalents (note 6(a))	\$ 1,128,293	16	1,193,987	17	2100	Short-term borrowings (notes 6(k) and 8)	\$ 366,758	5	404,297	6
1110	Financial assets at fair value through profit or loss — current (note 6(c))	276,048	4	397,240	6	2120	Financial liabilities at fair value through profit or loss — current (note 6(c))	5,942	-	1,258	-
1136	Current financial assets at amortized cost, net (note 6(b))	138,088	2	90,449	1	2150	Notes payable	1,342	-	1,681	-
1140	Contract assets — current (note 6(r))	4,393	-	7,884	-	2170	Accounts payable	383,383	5	287,156	4
1150	Notes receivable, net (notes 6(e) and (r))	4,441	-	6,722	-	2216	Dividends Payable (note 6(p))	203,101	3	250,889	4
1170	Accounts receivable, net (notes 6(e) and (r))	717,330	10	714,916	10	2219	Other payable (notes 6(h), (n), (s) and 8)	544,969	8	550,638	8
1200	Other receivables (note 6(f))	6,859	-	14,354	-	2230	Current tax liabilities	130,686	2	84,696	1
130x	Inventories (note 6(g))	1,325,349	19	1,266,264	18	2250	Provisions — current (note 6(l))	24,205	-	22,810	-
1410	Prepayments	70,176	1	61,102	1	2280	Current lease liabilities (note 6(m))	65,019	1	101,486	1
1470	Other current assets	22,648	-	10,254	-	2399	Other current liabilities	82,736	1	74,582	1
	Total current assets	3,693,625	52	3,763,172	53		Total current liabilities	1,808,141	25	1,779,493	25
15xx	Non-current assets:					25xx	Non-Current liabilities:				
1517	Financial assets at fair value through other comprehensive income — non-current (note 6(d))	12,080	-	27,246	-	2570	Deferred income tax liabilities (note 6(o))	154,443	2	181,700	2
1535	Non-current financial assets at amortized cost, net (note 6(b))	80,000	1	-	-	2580	Non-current lease liabilities (note 6(m))	166,044	3	194,750	3
1600	Property, plant and equipment (notes 6(h), 7, 8 and 9)	2,800,976	39	2,703,716	38	2640	Net defined benefit liabilities — non-current (note 6(n))	60,926	1	70,857	1
1755	Right-of-use assets (note 6(i))	217,423	3	289,963	4	2645	Deposits received	1,014	-	764	-
1780	Intangible assets (note 6(j))	3,151	-	4,336	-	2670	Other non-current liabilities	58,039	1	57,648	1
1840	Deferred income tax assets (note 6(o))	177,348	2	143,557	2		Total non-current liabilities	440,466	7	505,719	7
1915	Prepayments for equipment	34	-	5,266	-	2xxx	Total liabilities	2,248,607	32	2,285,212	32
1920	Refundable deposits	42,206	1	35,049	1		Equity attributable to shareholders of the company (notes 6(d), (o) and (p)):	1,194,711	17	1,194,711	17
1980	Other financial assets — non-current (notes 8 and 9)	95,439	2	116,133	2	3110	Common stock				
1990	Other non-current assets	1,316	-	1,535	-	3200	Capital surplus:				
	Total non-current assets	3,429,973	48	3,326,801	47	3210	Additional paid-in capital	316,913	4	316,913	4
						3250	Donated assets received	50	-	50	-
								316,963	4	316,963	4
						3300	Retained earnings:				
						3310	Legal reserve	1,623,232	23	1,566,677	22
						3320	Special reserve	178,017	2	203,711	3
						3350	Unappropriated retained earnings	1,650,188	23	1,655,497	23
								3,451,437	48	3,425,885	48
						3400	Other equity interest:				
						3410	Financial statements translation differences for foreign operations	(150,870)	(2)	(175,518)	(2)
						3420	Unrealized gain (loss) on financial assets at fair value through other comprehensive income	(920)	-	(22,030)	-
								(151,790)	(2)	(197,548)	(2)
							Total equity attributable to shareholders of the company	4,811,321	67	4,740,011	67
						36xx	Non-controlling interests	63,670	1	64,750	1
						3xxx	Total equity	4,874,991	68	4,804,761	68
1xxx	Total assets	\$ 7,123,598	100	7,089,973	100	2-3xxx	Total liabilities and equity	\$ 7,123,598	100	7,089,973	100

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

ATEN INTERNATIONAL CO., LTD. AND SUBSIDIARIES

Consolidated Statements of Comprehensive Income

For the years ended December 31, 2024 and 2023

(Expressed in Thousands of New Taiwan Dollars , Except for Earnings Per Common Share)

	2024		2023	
	Amount	%	Amount	%
4000 Operating revenue (note 6(r))	\$ 4,993,174	100	5,156,242	100
5000 Operating costs (notes 6(g), (h), (i), (m), (n) and (s))	2,009,762	40	2,065,366	40
5900 Gross profit	2,983,412	60	3,090,876	60
6000 Operating expenses (notes 6(e), (h), (i), (j), (m), (n), (s) and 7):				
6100 Selling expenses	1,254,716	25	1,263,680	25
6200 Administrative expenses	540,928	11	511,930	10
6300 Research and development expenses	518,951	11	527,431	10
6450 Impairment loss (reversal of impairment loss) determined in accordance with IFRS 9	308	-	(185)	-
Total operating expenses	2,314,903	47	2,302,856	45
6900 Operating profit	668,509	13	788,020	15
7000 Non-operating income and expenses (notes 6(m) and (t)):				
7100 Interest income	18,919	-	10,975	-
7010 Other income	28,020	1	26,848	1
7020 Other gains and losses	(27,028)	-	(31,437)	-
7050 Finance costs	(34,955)	(1)	(41,287)	(1)
Total non-operating income and expenses	(15,044)	-	(34,901)	-
7900 Profit from continuing operations before tax	653,465	13	753,119	15
7950 Less: Income tax expenses (note 6(o))	151,884	3	180,698	4
Net income	501,581	10	572,421	11
8300 Other comprehensive income (notes 6(o) and (p)):				
8310 Components of other comprehensive income (loss) that will not be reclassified to profit or loss				
8311 Gains (losses) on remeasurements of defined benefit plans	7,798	-	3,221	-
8316 Unrealized gains (losses) from investments in equity instruments measured at fair value through other comprehensive income	12,320	-	(70)	-
8349 Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	2,001	-	3,346	-
Components of other comprehensive income that will not be reclassified to profit or loss	18,117	-	(195)	-
8360 Components of other comprehensive income (loss) that will be reclassified to profit or loss				
8361 Exchange differences on translation of foreign financial statements	23,336	-	(4,791)	-
8399 Income tax related to components of other comprehensive income that will be reclassified to profit or loss	-	-	-	-
Components of other comprehensive income that will be reclassified to profit or loss	23,336	-	(4,791)	-
8300 Other comprehensive income	41,453	-	(4,986)	-
8500 Total comprehensive income	\$ 543,034	10	567,435	11
8600 Net income attributable to:				
8610 Shareholders of the parent	\$ 494,610	10	565,541	11
8620 Non-controlling interests	6,971	-	6,880	-
	\$ 501,581	10	572,421	11
8700 Total comprehensive income attributable to:				
8710 Shareholders of the parent	\$ 537,248	10	560,962	11
8720 Non-controlling interests	5,786	-	6,473	-
	\$ 543,034	10	567,435	11
Basic earnings per share(in New Taiwan dollars) (note 6(q))				
9750 Basic earnings per share	\$ 4.14		4.73	
9850 Diluted earnings per share	\$ 4.08		4.66	

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

ATEN INTERNATIONAL CO., LTD. AND SUBSIDIARIES

Consolidated Statements of Changes in Equity

For the years ended December 31, 2024 and 2023

(Expressed in Thousands of New Taiwan Dollars)

	Equity attributable to owners of parent						Total other equity interest			Total equity attributable to owners of parent	Non-controlling interests	Total equity	
	Share capital		Retained earnings				Financial statements translation differences for foreign operations	Unrealized gain (loss) on financial assets measured at fair value through other comprehensive income	Total				
	Ordinary shares	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Total							
Balance at January 1, 2023	A1 \$	1,194,711	316,963	1,493,727	228,910	1,780,024	3,502,661	(171,173)	(18,334)	(189,507)	4,824,828	60,354	4,885,182
Appropriation and distribution of retained earnings:													
Legal reserve appropriated	B1	-	-	72,950	-	(72,950)	-	-	-	-	-	-	-
Special reserve reversed	B3	-	-	-	(25,199)	25,199	-	-	-	-	-	-	-
Cash dividends of ordinary share	B5	-	-	-	-	(645,144)	(645,144)	-	-	-	(645,144)	(2,712)	(647,856)
Net income	D1	-	-	-	-	565,541	565,541	-	-	-	565,541	6,880	572,421
Other comprehensive income	D3	-	-	-	-	2,464	2,464	(4,345)	(2,698)	(7,043)	(4,579)	(407)	(4,986)
Total comprehensive income	D5	-	-	-	-	568,005	568,005	(4,345)	(2,698)	(7,043)	560,962	6,473	567,435
Difference between consideration and carrying amount of subsidiaries acquired	M5	-	-	-	-	(635)	(635)	-	-	-	(635)	635	-
Disposal of investments in equity instruments designated at fair value through other comprehensive income	Q1	-	-	-	-	998	998	-	(998)	(998)	-	-	-
Balance at December 31, 2023	Z1	1,194,711	316,963	1,566,677	203,711	1,655,497	3,425,885	(175,518)	(22,030)	(197,548)	4,740,011	64,750	4,804,761
Appropriation and distribution of retained earnings:													
Legal reserve appropriated	B1	-	-	56,555	-	(56,555)	-	-	-	-	-	-	-
Special reserve reversed	B3	-	-	-	(25,694)	25,694	-	-	-	-	-	-	-
Cash dividends of ordinary share	B5	-	-	-	-	(465,938)	(465,938)	-	-	-	(465,938)	(3,380)	(469,318)
Net income	D1	-	-	-	-	494,610	494,610	-	-	-	494,610	6,971	501,581
Other comprehensive income	D3	-	-	-	-	6,174	6,174	24,648	11,816	36,464	42,638	(1,185)	41,453
Total comprehensive income	D5	-	-	-	-	500,784	500,784	24,648	11,816	36,464	537,248	5,786	543,034
Changes in non-controlling interests	O1	-	-	-	-	-	-	-	-	-	-	(3,486)	(3,486)
Disposal of investments in equity instruments designated at fair value through other comprehensive income	Q1	-	-	-	-	(9,294)	(9,294)	-	9,294	9,294	-	-	-
Balance at December 31, 2024	Z1 \$	1,194,711	316,963	1,623,232	178,017	1,650,188	3,451,437	(150,870)	(920)	(151,790)	4,811,321	63,670	4,874,991

ATEN INTERNATIONAL CO., LTD. AND SUBSIDIARIES

Consolidated Statements of Cash Flows

For the years ended December 31, 2024 and 2023

(Expressed in Thousands of New Taiwan Dollars)

	2024	2023
AAAA Cash flows from operating activities:		
A10000 Net income before tax	\$ 653,465	753,119
A20000 Adjustments:		
A20010 Adjustments to reconcile profit and loss		
A20100 Depreciation expense	230,608	225,663
A20200 Amortization expense	1,185	2,052
A20300 Impairment loss (reversal of impairment loss) determined in accordance with IFRS9	308	(185)
A20900 Interest expense	34,955	41,287
A21200 Interest income	(18,919)	(10,975)
A21300 Dividend income	(4,584)	(375)
A22500 Gains on disposal of property, plant and equipment	(656)	(1,112)
A22600 Property, plant and equipment transferred to expenses	133	511
A22800 Losses on disposal of intangible assets	-	561
A2990-2 Prepayments for equipment transferred to expenses	-	138
A2990-3 Gains on lease modification	(258)	(39)
A20010 Total adjustments to reconcile profit and loss	242,772	257,526
A30000 Changes in assets / liabilities relating to operating activities:		
A31000 Net changes in operating assets:		
A31115 Financial assets at fair value through profit or loss	121,192	303,729
A31125 Contract assets	3,491	(1,894)
A31130 Notes receivable	2,281	414
A31150 Accounts receivable	(2,106)	18,896
A31180 Other receivable	7,495	6,488
A31200 Inventories	(63,040)	230,083
A31230 Prepayments	(9,074)	25,695
A31240 Other current assets	(10,065)	3,850
A31000 Total changes in operating assets, net	50,174	587,261
A32000 Net changes in operating liabilities:		
A32110 Financial liabilities held for trading	4,684	(9,611)
A32130 Notes payable	(339)	315
A32150 Accounts payable	96,227	(179,393)
A32180 Other payable	(5,669)	(36,255)
A32200 Provisions	1,395	(4,242)
A32230 Other current liabilities	8,154	(27,105)
A32240 Net defined benefit liabilities	(2,133)	(5,802)
A32990 Other non-current liabilities	391	4,361
A32000 Total changes in operating liabilities, net	102,710	(257,732)
A30000 Total changes in operating assets / liabilities, net	152,884	329,529
A20000 Total adjustments	395,656	587,055
A33000 Cash provided by operating activities	1,049,121	1,340,174
A33200 Dividends received	4,584	375
A33500 Payment of income tax	(168,372)	(277,491)
AAAA Net cash provided by operating activities	885,333	1,063,058
BBBB Cash flows from investing activities:		
B00020 Proceeds from disposal of financial assets at fair value through other comprehensive income	24,987	6,672
B00040 Acquisition of financial assets at amortised cost	(47,639)	12,912
B00200 Acquisition of financial assets at amortised cost — non-current	(80,000)	-
B02700 Acquisition of property, plant and equipment	(192,878)	(224,653)
B02800 Proceeds from disposal of property, plant and equipment	1,153	1,951
B03700 Increase in refundable deposits	(7,157)	(4,044)
B06500 Decrease (increase) in other financial assets — non-current	20,694	(10,546)
B06700 Decrease in other non-current assets	219	626
B07100 Increase in prepayments for equipment	(34)	(6,107)
B07500 Interest received	16,590	10,975
BBBB Net cash used in investing activities	(264,065)	(212,214)
CCCC Cash flows from financing activities:		
C00100 Decrease in short-term borrowings	(38,104)	(216,587)
C01700 Repayment of long-term borrowings	-	(5,397)
C03000 Increase (decrease) in deposits received	250	(141)
C04020 Payment of lease liabilities	(112,936)	(115,072)
C04500 Cash dividends paid	(517,106)	(396,967)
C05600 Interest paid	(34,955)	(41,287)
C05800 Changes in non-controlling interests	(3,486)	-
CCCC Net cash used in financing activities	(706,337)	(775,451)
DDDD Effect of exchange rate changes on cash and cash equivalents	19,375	(3,704)
EEEE Net increase (decrease) in cash and cash equivalents for the period	(65,694)	71,689
E00100 Cash and cash equivalents at beginning of period	1,193,987	1,122,298
E00200 Cash and cash equivalents at end of period	\$ 1,128,293	1,193,987

2.

Proposed by the Board

Proposal:

Adoption of the Proposal for Distribution of 2024 Profits

Explanation:

- (1). The Board has adopted a Proposal for Distribution of 2024 Profits in accordance with the Articles of Incorporation. Beginning retained earnings is NT\$ 1,342,268,637. After adding net profit after tax of NT\$ 494,609,678, adding the special reserve of NT\$ 45,757,405, and subtracting other adjustment items of NT\$ 3,119,120, the retained earnings available for distribution is NT\$ 1,879,516,600 and the proposed cash dividend to shareholders is NT\$ 453,990,431.
- (2). Profit Distribution Table is attached as page 30.

Resolution:

ATEN International Co., LTD.
PROFIT DISTRIBUTION TABLE

Year 2024

(Unit: NTD \$)

Items	Amount
Beginning retained earnings	1,342,268,637
Add : 2024 net profit after tax	494,609,678
Add : Reverse Special earnings reserves on reductions to shareholders' equity (Note1)	45,757,405
Less : Disposal of Equity instruments measured at fair value through other comprehensive income	9,293,111
Add : Current change in remeasurements of defined benefit plans	5,986,191
Add : Share of other equity interest accounted for under equity method	187,800
Distributable net profit	1,879,516,600
Distributable items :	
Distributed in first half of 2024 (Note1) -Distributable earnings in 2023: 193,633,358; Distributable earnings in 2024: 9,467,624	203,100,982
To be distributed in the second half of 2024 (Cash dividend NT 2.1 per share)	250,889,449
Unappropriated retained earnings	1,425,526,169

Note1 : In the second quarter of 2024, due to the interim earnings distribution : the special reserve totaling NT 19,530,412 and the resolved cash dividend totaling NT 203,100,982 (NT 1.7 per share).

Discussion

1.

Proposed by the Board

Discussion:

Amendments to Articles of Incorporation. Please proceed to discuss.

Explanation:

- (1). In order to conform to the rule No.1130385442 issued by the Financial Supervisory Commission Bureau and in response to the needs of practical operations and changes in laws and regulations, the company hereby proposes to amend Articles of Incorporation.
- (2). The Comparison Table for the Amendments to the “Articles of Incorporation” is attached as page 32. Please proceed to discuss.

Resolution:

ATEN INTERNATIONAL CO., LTD.

The Comparison Table for the Amendments to the “Articles of Incorporation”

	Original Articles	Amended Articles	Notes
1	<p>Article 24</p> <p>For each year, the Company's net income before tax before deducting remuneration to employees and directors and after making up for aggregated losses should be applied to pay remuneration to employees for an amount of 10-16% of the balance, and to directors for an amount not more than 2% of the balance.</p> <p>The ratio of earnings to be distributed as remuneration to employees and directors as well as the manner in which earnings will be distributed, either in cash or in stocks, shall be determined through a resolution adopted by a majority vote at a meeting of the Board of Directors attended by two-thirds of the total number of directors; and in addition thereto a report of such distribution shall be submitted to the General Shareholders' Meeting. Those receiving employee remuneration in stocks or cash include employees of subordinate companies meeting certain criteria.</p> <p>(The following is omitted.)</p>	<p>Article 24</p> <p>For each year, the Company's net income before tax before deducting remuneration to employees and directors and after making up for aggregated losses should be applied to pay remuneration to employees for an amount of 10-16% of the balance, and to directors for an amount not more than 2% of the balance; <u>furthermore, 15% to 35% of the employee remuneration actually allocated this year as listed above shall be allocated as remuneration for non-executive employees.</u></p> <p>The ratio of earnings to be distributed as remuneration to employees and directors as well as the manner in which earnings will be distributed, either in cash or in stocks, shall be determined through a resolution adopted by a majority vote at a meeting of the Board of Directors attended by two-thirds of the total number of directors; and in addition thereto a report of such distribution shall be submitted to the General Shareholders' Meeting. Those receiving employee remuneration in stocks or cash include employees of subordinate companies meeting certain criteria; <u>however, non-executive employees mentioned in Paragraph 1 are limited to employees of the Company.</u></p> <p>(The following is omitted.)</p>	Amend the article according to the regulation and the needs of practical operations.
2	<p>Article 27</p> <p>(The above is omitted)</p> <p>The twenty-ninth amendment thereto was made on June 17, 2022.</p>	<p>Article 27</p> <p>(The above is omitted)</p> <p>The twenty-ninth amendment thereto was made on June 17, 2022.</p> <p><u>The thirtieth amendment thereto was made on May 28, 2025.</u></p>	The number and date of this amendment are updated.

2.

Proposed by the Board

Discussion:

Amendments to Procedures for Acquisition or Disposal of Assets. Please proceed to discuss.

Explanation:

- (1). In order to ensure sustained design and operating effectiveness of the systems, the company hereby proposes to amend the Procedures for Acquisition or Disposal of Assets.
- (2). The Comparison Table for the Amendments to the “Procedures for Acquisition or Disposal of Assets” is attached as page 34. Please proceed to discuss.

Resolution:

ATEN INTERNATIONAL CO., LTD.

The Comparison Table for the Amendments to the “Procedures for Acquisition or Disposal of Assets”

	Original Articles	Amended Articles	Notes
1	<p>Article 8 Procedures for acquisition or disposal of real property, equipment or right-of-use assets thereof</p> <p>3. Executing Units</p> <p style="padding-left: 20px;">A. Acquisition or disposal of real properties, such as lands and houses etc., or the right-of-use assets thereof: Shall be handled by the <u>Administration Department</u>.</p>	<p>Article 8 Procedures for acquisition or disposal of real property, equipment or right-of-use assets thereof</p> <p>3. Executing Units</p> <p style="padding-left: 20px;">A. Acquisition or disposal of real properties, such as lands and houses etc., or the right-of-use assets thereof: Shall be handled by the <u>General Management Division</u>.</p>	Amend the article according to the operational needs.
2	<p>Article 10 Procedures for acquisition or disposal of assets from or to related party</p> <p>2. Assessment and operating procedures</p> <p style="padding-left: 20px;">With respect to the types of transactions listed below, when to be conducted between the Company and subsidiaries, or between subsidiaries in which the Company directly or indirectly holds 100 percent of the issued shares or authorized capital, the board of directors <u>may</u> delegate the Chairman to decide such matters when the transaction is under NT\$ 300 million and have the decisions subsequently submitted to and ratified by the next board of directors meeting:</p>	<p>Article 10 Procedures for acquisition or disposal of assets from or to related party</p> <p>2. Assessment and operating procedures</p> <p style="padding-left: 20px;">With respect to the types of transactions listed below, when to be conducted between the Company and subsidiaries, or between subsidiaries in which the Company directly or indirectly holds 100 percent of the issued shares or authorized capital, the board of directors <u>delegates</u> the Chairman to decide such matters when the transaction is under NT\$ 300 million and have the decisions subsequently submitted to and ratified by the next board of directors meeting:</p>	Amend the article according to the operational needs.
3	<p>Article 11 Procedures for acquisition or disposal of intangible assets or right-of-use assets thereof or memberships</p> <p>3. Executing Units</p> <p style="padding-left: 20px;">When the Company acquires or disposes intangible assets or right-of-use assets thereof or memberships, it is necessary to proceed with the report for approval according to the delegation of authority described in the preceding paragraph, followed which the use unit and the <u>Administration Department</u> shall be responsible for the execution thereof.</p>	<p>Article 11 Procedures for acquisition or disposal of intangible assets or right-of-use assets thereof or memberships</p> <p>3. Executing Units</p> <p style="padding-left: 20px;">When the Company acquires or disposes intangible assets or right-of-use assets thereof or memberships, it is necessary to proceed with the report for approval according to the delegation of authority described in the preceding paragraph, followed which the use unit and the <u>General Affairs Management Center</u> shall be responsible for the execution thereof.</p>	Amend the article according to the current status of the organization.

Questions and Motions

Adjournment

Appendix 1 : Articles of Incorporation (Before the amendment)

Chapter 1 General Provisions

- Article 1 The Company is incorporated according to the Company Act and is named ATEN International Co., LTD.
- Article 2 The business scope of the Company is as follows:
- I. Computers and Peripheral Equipment Manufacturing, Processing, and Sale
 - II. CC01060 Wired Communication Mechanical Equipment Manufacturing
 - III. CC01070 Wireless Communication Mechanical Equipment Manufacturing
 - IV. CC01080 Electronics Components Manufacturing
 - V. CB01020 Affairs Machine Manufacturing
 - VI. F113070 Wholesale of Telecommunication Apparatus
 - VII. F113050 Wholesale of Clerical Machinery Equipment
 - VIII. F118010 Wholesale of Computer Software
 - IX. F119010 Wholesale of Electronic Materials
 - X. F213060 Retail Sale of Telecommunication Apparatus
 - XI. F218010 Retail Sale of Computer Software
 - XII. F219010 Retail Sale of Electronic Materials
 - XIII. F213030 Retail Sale of Clerical Machinery Equipment
 - XIV. F401021 Import of Controlled Telecommunications Radio-Frequency Devices and Materials
 - XV. F601010 Intellectual Property Rights
 - XVI. I301010 Information Software Services
 - XVII. I301020 Data Processing Services
 - XVIII. I301030 Electronic Information Supply Services
 - XIX. I501010 Product Designing
 - XX. C01050 Data Storage Media Units Manufacturing
 - XXI. CC01101 Controlled Telecommunications Radio-Frequency Devices and Materials Manufacturing
 - XXII. All business items that are not prohibited or restricted by law, except those that are subject to special approval.
- Article 3 The Company's investment amount is not subject to the restrictions specified in Article 13 of the Company Act.
- Article 4 The Company's Head Office is in New Taipei City, Taiwan, and may establish domestic or foreign branches subject to the Board of Directors' approval.
- Article 4-1 The Company may provide endorsement and guarantee to other companies. The process shall be handled in accordance with the Company's Operating Procedures of Endorsement/Guarantee.

Chapter 2 Shares

- Article 5 The Company's total authorized capital shall be in the amount of one billion and five hundred million New Taiwan Dollars (NT\$1,500,000,000), divided

into one hundred and fifty million (150,000,000) common shares with a par value of ten New Taiwan Dollars (NT\$10), and may be paid-up in installments if approved by the Board of Directors.

The Company has reserved seventy-five million New Taiwan Dollars (NT\$75,000,000), representing seven million and five hundred thousand (7,500,000) common shares with a par value of NT\$10, from the authorized capital mentioned in the previous paragraph to issue employee stock option certificates. Such certificates, if approved by the Board of Directors, may be issued in installments.

- Article 5-1 Where the Company wishes to issue employee stock option certificates with an exercise price lower than the closing price of the Company's common shares on the issuance date, such an issuance shall be approved by two-thirds of the voting rights present at the General Shareholders' Meeting attended by shareholders representing one-half or more of the total number of shares issued. Where the Company wishes to transfer shares to employees at a price lower than the repurchase price, such a transfer shall be approved in advance by two-thirds of the voting rights present at the nearest General Shareholders' Meeting attended by shareholders representing one-half or more of the total number of shares issued.
- Article 6 The Company's share certificates shall be registered ones, which shall be signed or have the seal affixed by directors representing the Company and may be issued only after they have been certified in the manner specified by law. The Company may elect not to print any certificates for the shares issued, provided that such shares shall be delivered to a centralized security depository institution for registration purposes.
- Article 7 Except when the requirements of other laws or securities rules apply, the Company's stock affairs including the transfer, inheritance, endowment, creation of pledge, and reporting of loss of shares, loss or change of specimen chop, and change of address shall be handled in accordance with the Regulations Governing the Administration of Shareholder Services of Public Companies.

Chapter 3 General Shareholders' Meetings

- Article 8 The Company holds two types of shareholders' meetings: General Shareholders' Meetings and Extraordinary Shareholders' Meetings. General Shareholders' Meetings are convened by the Board of Directors once a year within six months after the end of each fiscal year. Extraordinary Shareholders' Meetings may be convened in accordance with relevant regulations whenever necessary.
- When the Company holds a shareholders' meeting, the meeting may be held by means of visual communication network, or other methods announced by the central competent authorities.
- Article 9 Where a shareholder cannot attend the General Shareholders' Meeting for any reason, such a shareholder may appoint a proxy to attend the meeting on their behalf by executing a proxy form printed by the Company stating therein the

scope of power authorized to the proxy. Representation by proxy shall be governed by Article 177 of the Company Act, as well as by the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies" promulgated by the competent authority.

- Article 10 Except in the circumstances set forth in the provisions of Article 179 under the Company Act, a shareholder shall have the right to one vote for each share in their possession.
- Article 11 Unless otherwise stipulated in the relevant regulations, any resolutions in a General Shareholders' Meeting shall be approved by a majority vote at a meeting attended by shareholders representing at least one half of the total number of shares issued.
- Article 12 General Shareholders' Meetings convened by the Chairman shall be chaired by the Chairman. If the Chairman is unable to perform such duties due to a leave of absence or any other reason, the Vice Chairman shall act in this capacity on the Chairman's behalf. If the Vice Chairman is also unable to perform such duties, the Chairman may appoint one of the directors to act on the Chairman's behalf. If the Chairman does not appoint a delegate, one shall be elected among the directors to act on the Chairman's behalf. If the General Shareholders' Meeting is convened by an entity that has the right to convene other than the Board of Directors, that convener shall be the chair. If there are two or more conveners, the chair shall be elected among them.
- Article 13 Resolutions of a General Shareholders' Meeting shall be compiled into minutes, which shall be signed or sealed by the meeting's chair and distributed to all shareholders within 20 days after the meeting. Distribution of the meeting minutes mentioned in the preceding paragraph shall be conducted in accordance with the Company Act.

Chapter 4 Directors and the Audit Committee

- Article 14 The Company shall have seven to ten directors. Among them, at least three shall be independent directors. The election of directors shall adopt the candidate nomination system as specified in Article 192-1 of the Company Act, i.e. directors shall be elected from among a list of candidates at the General Shareholders' Meeting for a tenure of three years, and may be reelected. When electing a director, each share is entitled to the right to a number of votes equal to the number of directors to be elected. Such a number of voting rights may be cast as a whole in favor of the same candidate, or be cast separately in favor of different candidates. Those who win more voting rights shall be the directors. The elections for directors and for independent directors shall be conducted simultaneously, and the number of winners calculated separately. The regulations set forth by the competent authority shall apply to the independent directors with respect to their professional qualifications, shareholdings, restrictions on concurrent posts, nomination, election, and other matters they are required to comply with. The Company shall adhere to the Securities and Exchange Act to establish an audit committee, which shall comprise all independent directors. The audit committee shall exercise its powers and duties in accordance with relevant

laws and regulations as well as the Audit Committee Charter.

- Article 15 The elected directors shall form the Board of Directors, with the Chairman to be appointed from among the directors by approval of more than one-half of directors present at a meeting where more than two-thirds of the directors are present. The Chairman shall represent the Company in all its dealings with outsiders. A Vice Chairman may be appointed from among the directors in the same manner.
- Article 16 If the Chairperson is absent or unable to perform his/her duties, a person shall be selected in accordance with Article 208 of the Company Act to act on his/her behalf.
- Article 17 If a director is unable to attend a meeting of the Board of Directors in person, another director can be appointed to act on behalf of the absent director by producing a proxy form detailing the scope of delegated authority for each item on the agenda. One director can represent the presence of only one other director.
- Article 18 When the number of vacancies in the Board of Directors reaches one third of the total number of directors, or when all independent directors are discharged, the Board of Directors shall call, within sixty days, an Extraordinary Shareholders' Meeting to elect succeeding directors to fill the vacancies; each successor so elected shall hold office for the remaining term of the original director only.
- Article 19 Unless otherwise provided for in the Company Act, resolutions of the Board of Directors shall be passed by a majority vote of the directors present at a board meeting attended by more than one-half of the total number of directors.
- Article 20 When performing duties, the directors shall adhere to laws and regulations, the Articles of Incorporation, and resolutions of the General Shareholders' Meeting. The convention of a Board of Directors meeting shall be notified to the directors at least 7 days before the meeting date. A meeting of the Board of Directors may be called at any time in the event of an emergency. In calling a meeting of the Board of Directors, a notice setting forth therein the subject(s) to be discussed at the meeting shall be given in writing, by email, or by fax.
- Article 21 The Board of Directors is authorized to determine the level of directors' remuneration based on their extent of participation in and contribution to the Company's operations, and by reference to industry peers. The amount of transportation allowance for directors shall be determined through a resolution by the Board of Directors. The compensation shall be granted to directors for their performing their duties, regardless of the Company's profits or losses.

Chapter 5 Managers

- Article 22 The Company may set up a post of president. The appointment, dismissal, and remuneration of the president shall be made in compliance with Article 29 of the Company Act. The president shall be awarded reasonable remuneration in proportion to his/her extent of participation in the Company's operation and his/her contribution to the Company as a result of individual performance.

Chapter 6 Accounting

Article 23 At the end of each fiscal year, the Board of Directors of the Company shall compile the following statements and reports, which shall be submitted to the Audit Committee for examination at least thirty days before the date of the General Shareholders' Meeting. Subsequently, the statements and reports shall be submitted by the Board of Directors, in the manner specified by law, to the General Shareholders' Meeting for acknowledgment.

- I. Business report
- II. Financial statements
- III. Proposals for the distribution of surplus earnings or offsetting of losses

The Company shall propose the surplus earning distribution or loss off-setting proposal at the close of each quarter. The company shall allocate earnings in the following order of priority: 1) estimate and reserve the amount to be paid for employee compensation, taxes and duties; 2) offset previous deficits; 3) set aside 10% of the remainder as a legal reserve until it equals the Company's paid-in capital; 4) provide or reverse special reserves according to law or the competent authority's regulations; and, 5) add the remainder, if any, to the accumulated undistributed earnings for the previous quarter to form the distributable earnings, with which the Board of Directors shall draft an earnings distribution proposal. Where the earnings are to be distributed in the form of new shares, they shall be distributed after being approved by the General Shareholders' Meeting. Where the earnings are to be distributed in the form of cash, they shall be distributed after being approved by the Board of Directors.

Article 24 For each year, the Company's net income before tax before deducting remuneration to employees and directors and after making up for aggregated losses should be applied to pay remuneration to employees for an amount of 10-16% of the balance, and to directors for an amount not more than 2% of the balance.

The ratio of earnings to be distributed as remuneration to employees and directors as well as the manner in which earnings will be distributed, either in cash or in stocks, shall be determined through a resolution adopted by a majority vote at a meeting of the Board of Directors attended by two-thirds of the total number of directors; and in addition thereto a report of such distribution shall be submitted to the General Shareholders' Meeting. Those receiving employee remuneration in stocks or cash include employees of subordinate companies meeting certain criteria.

The Company's annual earnings at the end of the fiscal year shall be first subject to taxation, reimbursement of previous losses, followed by a 10% provision of legal reserve, and a provision or reversal of special reserve as required by law. The Board of Directors shall draft distribution proposals for any remainder and submit such proposals for approval at the General Shareholders' Meeting.

Where the Company is obliged to distribute dividends and bonuses and

required by law to appropriate its legal reserve and part or all of its capital surplus, and the Company intends to distribute them in cash, such distribution may be made only after approval has been obtained by a resolution adopted by a majority vote at a meeting of Board of Directors attended by two-thirds of the total number of directors; and in addition thereto a report of such distribution shall be submitted to the General Shareholders' Meeting.

Article 25 The Company will consider the business environment and stage of growth for the Company, respond to future financing needs and long-term financial planning and satisfy shareholders' needs for cash flow and distribution. The Company will distribute 30% of the distributable surplus as dividends for shareholders, among which, the Company shall distribute no less than 10% of its current dividends in cash. These ratios may be raised in the future where earnings and available capital are higher.

Chapter 7 Supplemental Provisions

Article 26 Matters not specified in these Articles of Incorporation shall be governed by the Company Act.

Article 27 These Articles of Incorporation were established on June 25, 1979.
The first amendment thereto was made on May 6, 1982.
The second amendment thereto was made on January 29, 1983.
The third amendment thereto was made on November 24, 1983.
The fourth amendment thereto was made on June 29, 1984.
The fifth amendment thereto was made on March 18, 1985.
The sixth amendment thereto was made on April 6, 1985.
The seventh amendment thereto was made on July 14, 1987.
The eighth amendment thereto was made on September 12, 1987.
The ninth amendment thereto was made on September 20, 1988.
The tenth amendment thereto was made on May 1, 1990.
The eleventh amendment thereto was made on August 5, 1900.
The twelfth amendment thereto was made on October 15, 1900.
The thirteenth amendment thereto was made on May 15, 1998.
The fourteenth amendment thereto was made on May 7, 1999.
The fifteenth amendment thereto was made on May 15, 2000.
The sixteenth amendment thereto was made on September 2, 2000.
The seventeenth amendment thereto was made on May 17, 2002.
The eighteenth amendment thereto was made on April 29, 2003.
The nineteenth amendment thereto was made on April 29, 2004.
The twentieth amendment thereto was made on June 14, 2006.
The twenty-first amendment thereto was made on June 15, 2007.
The twenty-second amendment thereto was made on June 13, 2008.
The twenty-third amendment thereto was made on June 22, 2012.
The twenty-fourth amendment thereto was made on June 17, 2014.
The twenty-fifth amendment thereto was made on June 15, 2016.
The twenty-sixth amendment thereto was made on June 15, 2017.
The twenty-seventh amendment thereto was made on June 14, 2019.
The twenty-eighth amendment thereto was made on June 16, 2020.
The twenty-ninth amendment thereto was made on June 17, 2022.

Appendix 2 : Rules of Procedure for General Shareholders' Meetings

Article 1 Unless otherwise provided by laws and regulations or the Company's Articles of Incorporation, a General Shareholders' Meeting of the Company shall be conducted in accordance with these Rules.

Article 2 Attendance of the General Shareholders' Meeting shall be calculated by the number of shares represented at the meeting. 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.

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

However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined period of no more than one hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare that the meeting has failed to be convened due to the lack of a quorum. In the event of a virtual shareholders meeting, the Company shall also declare the meeting failed to be convened at the virtual meeting platform.

If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, Paragraph 1 of the Company Act; a notice shall be given to all shareholders to inform them of such a tentative resolution as well as of another General Shareholders' Meeting that 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 the Company two business days before the the date of the General Shareholders' Meeting.

When, prior to the closing of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the General Shareholders' Meeting pursuant to Article 174 of the Company Act.

Article 3 The agenda of General Shareholders' Meetings convened by the Board of Directors shall be set by the Board of Directors. All relevant proposals (including extraordinary motions and amendments to the contents of the original proposals) shall be voted on case-by-case. The meeting shall be conducted in accordance with its agenda, which may not be changed unless resolved during the General Shareholders' Meeting.

The above rule also applies mutatis mutandis if the General Shareholders' Meeting is convened by an entity that has the right to do so other than the Board of Directors.

The chair may not declare the meeting adjourned prior to completion of deliberation on items on the meeting agenda as mentioned in the paragraph

preceding the preceding paragraph (including extraordinary motions), except by a resolution of the General Shareholders' Meeting. If the chair declares the meeting adjourned in violation of the rules of procedure, the other members of the Board of Directors shall promptly assist the attending shareholders in electing a new chair in accordance with statutory procedures, by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting. After the meeting adjourns, shareholders may not elect a chair to resume the meeting at the original location or at any other premises.

Article 4 Shareholders who wish to speak during the meeting must produce statement slips detailing the topics and the shareholders' account numbers (or the attendance pass numbers). The order of shareholders' comments shall be determined by the chair. Shareholders who submit statement slips without actually making statements are considered to have remained silent. If a shareholder's actual statement differs from that recorded on the statement slip, only the actual comments expressed shall be recorded.

Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and may not speak for more than 5 minutes each time.

If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.

While a shareholder is speaking, other shareholders may not speak or interfere in any way, unless agreed to by the chair and the speaking shareholder. Violators shall be stopped by the chair.

Where an institutional shareholder has appointed two or more representatives to attend the General Shareholders' Meeting, only one representative may speak per proposal.

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. The regulations in paragraphs 1 to 6 do not apply.

Article 5 The Company shall furnish the attending shareholders or proxies (collectively referred to as "shareholders" hereinafter) with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in.

The Company shall furnish attending shareholders with a meeting agenda book, an annual report, an attendance card, statement slips, voting slips, and other meeting materials. Where there is an election of directors, pre-printed ballots shall also be furnished.

Shareholders shall present their attendance cards, sign-in cards, or other certificates of attendance to attend the General Shareholders' Meeting. Solicitors soliciting proxy forms shall also bring identification documents for verification.

When the government or an institution is a shareholder, it may be represented by more than one representative at a General Shareholders' Meeting. When an institutional shareholder is appointed to attend the General Shareholders' Meeting as a proxy, it may designate only one person to represent it in the meeting.

Article 6 For each General Shareholders' Meeting, a shareholder may appoint a proxy to

attend the meeting by providing the proxy form issued by the Company, which proxy form shall specify the scope of authority delegated to the proxy.

A shareholder may issue only one proxy form and appoint only one proxy for any given General Shareholders' Meeting, and shall deliver the proxy form to the Company five days before the date of the General Shareholders' Meeting. In case two or more proxy forms are received from the same shareholder, the one received earliest by the Company shall prevail. Exception applies for rescinded proxy forms.

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

Article 7 Voting at a General Shareholders' Meeting shall be calculated based on the number of shares represented at the meeting.

With respect to resolutions of the General Shareholders' Meeting, the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares.

When a shareholder is an interested party in relation to an agenda item, and there is the likelihood that such a relationship would prejudice the interests of the Company, such a shareholder may not vote on that item, and may not exercise voting rights as a proxy for any other shareholder.

The number of shares for which voting rights may not be exercised under the preceding paragraph shall not be calculated as part of the voting rights represented by attending shareholders.

Except for trust enterprises or stock agencies approved by the competent authority in charge of the securities business, when a person concurrently acts as the proxy for two or more shareholders, the number of voting rights represented by him/her shall not exceed 3% of the total number of voting rights represented by the total number of issued shares, otherwise the portion in excess of 3% shall not be counted.

Article 8 A shareholder shall be entitled to one voting right for each share held; exception applies when the shares are restricted shares or are deemed non-voting shares under Article 179, Paragraph 2 of the Company Act.

Article 9 When discussing a proposal, the chair may announce the end of discussion at an appropriate time, and may also announce suspension of the discussion when necessary. After announcing the end or suspension of discussion on a proposal, the chair shall promptly put such a proposal to vote and arrange sufficient time for voting.

Article 10 The monitors and counters for voting on proposals shall be designated by the chair; however, a monitor must be a shareholder of the Company. Vote counting for General Shareholders' Meeting proposals or elections shall be conducted in public at the place of the General Shareholders' Meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote.

Article 11 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. If at the time of voting the chair consults all shareholders present about a proposed resolution and no objection is voiced, such a proposed resolution shall be deemed adopted and equally binding as if it had been adopted through voting. 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. If one of the proposals has been passed, the other proposals are deemed to be rejected and no further voting is required.

Article 12 While the General Shareholders' Meeting is in session, the chair may at his/her discretion allocate and announce time for breaks. If a force majeure event occurs, the chair may rule the meeting temporarily suspended and announce a time, as appropriate, when the meeting will be resumed.

If the meeting venue is no longer available for continued use and not all of the items (including extraordinary motions) on the meeting agenda have been addressed, the General Shareholders' Meeting may adopt a resolution to resume the meeting at another venue.

A resolution may be adopted at a General Shareholders' Meeting to defer or resume the meeting within five days in accordance with Article 182 of the Company Act.

Article 13 In the event of a virtual shareholders meeting, if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events and the obstruction continues for more than 30 minutes, the meeting shall be postponed to or resumed on another date within five days, in which case Article 182 of the Company Act shall not apply.

Article 14 The meeting personnel handling the General Shareholders' Meeting shall bear identification cards or armbands.

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."

At the place of a General Shareholders' Meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by the Company, the chair may prevent the shareholder from so doing.

When a shareholder violates the rules of procedure and defies the chair's correction, obstructing the proceedings, and refusing to heed calls to stop, the chair may direct the proctors or security personnel to escort the shareholder from the meeting.

Article 15 The recorded materials shall be retained for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

Article 16 The venue for a General Shareholders' Meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a General Shareholders' Meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m. Full consideration shall be given to the opinions of the independent directors with respect to the place and time of the meeting.

The restrictions on the place of the meeting shall not apply when the Company

convenes a virtual-only shareholders meeting.

Article 17 These Rules shall take effect after having been submitted to and approved by the General Shareholders' Meeting. Subsequent amendments thereto shall be effected in the same manner.

Appendix 3 : Current Shareholding of Directors

ATEN International Co., LTD.

The (minimum required) combined Shareholding of Directors

1. The minimum required combined shareholding of all directors by law is as follows :
Total issued shares: 119,471,166 shares.
The minimum required combined shareholding of all directors by law: 8,000,000 shares.
2. As of the record date March 30, 2025, the shareholding of directors is below:

Record date: March 30, 2025

Title	Name	Current Shareholding	Percentage
Chairman	Sun-Chung Chen	4,049,087	3.39%
Vice Chairman	Shang-Jen Chen	6,789,342	5.68%
Director	Yung-Da Lin	6,000	0.01%
Director	Se-Se Chen	1,261,416	1.06%
Director	Shiu-Ta Liao	1,812,897	1.52%
Director	Chen-Lin Kuo	0	0.00%
Independent Director	Wei-Jen Chu	0	0.00%
Independent Director	Chung-Jen Chen	0	0.00%
Independent Director	Chun-Chung Chen	0	0.00%
Independent Director	Ching-Jen Chang	0	0.00%
The combined shareholding of all directors on the book closure date		13,918,742	11.65%