

Stock Code: 3515



ASRock Incorporation

2026 Annual General Shareholders' Meeting

Procedure Handbook

05/27/2026

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(Translation – In case of any discrepancy between the Chinese and English versions, the Chinese version shall prevail.)

I. Opening Procedure

ASRock Incorporation
Opening of the Regular Session of Shareholders
Meeting 2026

- I. Announcement for the Session
- II. Opening Address of the Presiding Officer
- III. Report Items
- IV. Proposals Items
- V. Extemporaneous Motions
- VI. Adjournment of the meeting

II. Agenda of the meeting

ASRock Incorporation

Agenda of the 2026 Shareholders Meeting

- I. Convening method: Regular meeting of entity shareholders
- II. Date and time: 05/27/2026 (Wednesday) 9:00 am
- III. Venue: Conference Room 202, Mellow Fields Hotel, Tienmu
(No. 127, Section 7, ZhongShan North Road, Shilin District, Taipei)
- IV. Opening Address of the Presiding Officer
- V. Report Items
 1. 2025 Business Report
 2. Auditing Committee's Review Report on the 2025 Financial Statements
 3. 2025 Employees' and Directors' Remuneration Report
 4. 2025 Earnings Distribution Report for Cash Dividend
- VI. Proposals Items
 1. Adoption of the 2025 Financial Statements (Proposed by the Board)
 2. Adoption of the Proposal for Distribution of 2025 Earnings (Proposed by the Board)
- VII. Extemporaneous Motions
- VIII. Adjournment of Meeting

[Report Items]

1. 2025 Business Report

ASRock Incorporation
2025 Business Report

Dear shareholders, it is indeed a great pleasure to have your presence in this regular session of the 2026 Shareholders Meeting. Amid U.S. tariff challenges, the Windows 10 end-of-service upgrade cycle, and potential memory shortages, the global PC market saw volatile growth, leading distributors to increase inventory levels. According to a research report by IDC, global PC shipments are projected to grow by 8.1% in 2025, which has driven significant growth in the company's consumer graphics card and motherboard business. Driven by the sustained Artificial Intelligence (AI) race and rebounding corporate spending, commercial demand for servers and industrial PCs has seen robust expansion.

Driven by strong growth across all segments, with consumer and commercial lines significantly outpacing market averages, the Company delivered substantial increases in both revenue and profitability for 2025.

Financial and Business Performance

The Company's consolidated revenue of NT\$47.84 billion in 2025, which was an increase of 86.5% from NT\$25.65 billion in the same period of 2024. However, impacted by changes in the product mix, the gross margin for 2025 declined to 13.5%, representing a 5.5 percentage point decrease compared to 19.0% in 2024. Due to a growth in scale, in 2025, the consolidated net income after tax was NT\$1.89 billion, an increase of 46.5% from NT\$1.29 billion in 2024. The Consolidated Financial Information is shown in the table below:

Unit: NT\$ 100 million

Item	2025 (consolidated)		2024 (consolidated)	
	Amount	Amount	Amount	%
Revenue	478.4	100.0%	256.5	100.0%
Gross profit	64.8	13.5%	48.7	19.0%
Operating expenses	37.4	7.8%	32.0	12.5%
Operating income	27.4	5.7%	16.7	6.5%
Pre-tax profit	28.3	5.9%	19.3	7.5%
Net income (Owner of the parent company)	18.9	4.0%	12.9	5.0%
Earnings per share after taxation (NT\$)	15.28		10.54	

Note: No financial forecast was disclosed in 2025. Budget attainment is not applicable here.

Gravity of technological development and operation

AI technology continues to evolve from large-scale training toward large-scale inference and real-world applications, emerging as a key pillar of global IT development. Intensifying investment by manufacturers is accelerating the rollout of new hardware and applications, driving expansion in cloud and edge computing. These advances are set to improve user efficiency across multiple use cases, and the Company will capitalize on these trends by delivering innovative application products.

Focusing on e-sports consumer products, the Company continues to launch innovative products to create a comprehensive ASRock product lineup. Meanwhile, to support green manufacturing and sustainable competitiveness, we are developing integrated hardware and software solutions to improve energy efficiency, while optimizing product packaging in line with global carbon reduction initiatives.

The prospect

The diversified development on products, brands, and markets is the focus of the Company's long-term operation and development and it looks to further develop commercial and consumer products with steady growth, thereby reducing operational fluctuations caused by specific product lines. Despite ongoing negative impacts such as geopolitical risks and supply chain challenges in 2026, the Company maintains a positive outlook for our overall operations. Bolstered by strong demand in the commercial sector, the Company is committed to driving continuous growth and maximizing shareholder returns.

May I wish you all

Good health and good luck

ASRock Incorporation

Chairman Hsu-Tien, Tung

President Lung-Lun, Hsu

Accounting Officer Hui-Ju, Li

Independent Auditor's Report

To ASRock Incorporation:

Opinion

We have audited the accompanying balance sheets of ASRock Incorporation (the "Company") as of December 31, 2025 and 2024, and the related statements of comprehensive income, changes in equity and cash flows for the years ended December 31, 2025 and 2024, and notes to the parent company only financial statements, including the summary of significant accounting policies (collectively "the parent company only financial statements").

In our opinion, based on our audits and the reports of other auditors (please refer to the Other Matter paragraph), the parent company only financial statements referred to above present fairly, in all material respects, the financial position of the Company as of December 31, 2025 and 2024, and its financial performance and cash flows for the years ended December 31, 2025 and 2024, in conformity with the requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the "Auditors' Responsibilities for the Audit of the Financial Statements" section. We are independent of the Company in accordance with the Norm of Professional Ethics for Certified Public Accountant of Republic of China and we have fulfilled our other ethical responsibilities in accordance with these requirements. Based on our audit results and the audit reports of other accountants, we are convinced that we have acquired sufficient and appropriate audit evidence to serve as the basis of audit opinion.

Key Audit Matter

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, 2025. Those matters are addressed in the context of our audit of the parent company only financial statements as a whole and in the forming of our opinion. We do not provide a separate opinion on those matters.

Investments accounted for using equity method - Inventory of Subsidiary

Investments accounted for using the equity method - Inventory of Subsidiary was significant to the parent company only financial statements. The Group's main business, the sale of motherboard products, are affected by market demand and changes. The management measured allowance for inventory obsolescence valuation losses based on market demands. The valuation involved management's significant judgment, we have therefore determined valuation on inventory a key audit matter. The audit procedures we performed regarding inventories valuation included but not limited to, understanding the program of estimating the allowance for inventory valuation, testing the effectiveness of relevant control. For the raw material and products, we selected samples and checked related certificates, to confirm the correctness of net realizable value that management used. In addition, we obtained and reviewed the full-year purchase and sales details of raw materials and products. For raw materials that are not frequently used and products with low sales volume, we referred to industry information and management to discuss the reasonableness of allowance for inventory valuation and obsolescence losses. We also considered the appropriateness of disclosure of inventories in Notes V and VI of the Company's consolidated financial statements.

Revenue recognition

The main source of revenue was from the sales of motherboard. Due to diversified pricing strategy, the orders and implied item in contracts usually included quantity discount and warranty, therefore the Company should determine the performance obligation and the timing of revenue recognition. Consequently, we considered that revenue recognition from contracts with customers is key audit matter. For revenue recognition, we have conducted audit procedures including but not limited to evaluating the design and operating effectiveness of internal controls with respect to the revenue cycle, selecting representative samples to conduct test of transactions by inspecting contracts approved by both parties, identifying the performance obligation, evaluating whether the transaction price were appropriately allocated to all the performance obligations in the contract in proportion to the stand-alone selling prices of each performance obligation, and confirming the correctness of timing when a performance obligation is satisfied. We also considered the appropriation of operating revenue disclosure in Notes IV, V and VI of parent company only financial statements.

Other Matter - Making Reference to the Audits of Component Auditors

Included in the 2025 parent company only financial statements of ASRock Inc., the financial statements of certain investees prepared in accordance with U.S. Generally Accepted Accounting Principles (U.S. GAAP) were not audited by us, but were audited by other independent auditors in accordance with U.S. Generally Accepted Auditing Standards (U.S. GAAS). The adjustments required to convert the financial statements of investees into conformity with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the IFRS, IAS, IFRIC, and SIC endorsed by the FSC have been subjected to the necessary audit procedures performed by us. Therefore, in our opinion on the aforementioned parent company only financial statements, the amounts reported for these investees prior to adjustments are based on the audit reports issued by other independent auditors. This includes the results of additional procedures executed by them to satisfy the requirements of the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the Standards on Auditing of the Republic of China. As of December 31, 2025, the investments in these investees accounted for using the equity method represented 8.92% of the total assets. For the year ended December 31, 2025, the share of profit or loss of subsidiaries, associates, and joint ventures accounted for using the equity method represented 3.62% of the profit before tax.

We did not audit the parent company only financial statements of certain invested associates accounted for using the equity method by the Company, which were audited by other independent auditors. Those financial statements were audited by other auditors, whose reports thereon have been furnished to us, and our opinions expressed herein are based solely on the audit reports of the other auditors. As of December 31, 2024, The investments accounted for using the equity method in these investee companies was \$1,811,804 thousand, accounting for 13.08% of the total assets. For the years ended December 31, 2024, the shares of profits and losses of subsidiaries, associates and joint ventures recognized using the equity method was \$9,528 thousand, accounting for 0.68% of the profit before tax.

Responsibilities of Management and Those in Charge with Governance of the Financial Statements

Management is responsible for the preparation and fair presentation of the parent company only financial statements in accordance with the requirements of the 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 ability to continue as a going concern of the Company, 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 audit committee, are responsible for overseeing the financial reporting process of the Company.

Auditors' Responsibilities for auditing the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement due to fraud or error, and to issue an auditors' report that summarizes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that the auditing conducted in accordance with generally accepted auditing standards will always detect material misstatements. Misstatements can arise from fraud or error. Misstatements are considered material, whether individually or aggregately, if they can reasonably be expected to influence the economic decisions of financial statement users.

As part of an audit in accordance with the accounting principles generally accepted in the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also perform the following works:

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 internal control of the Company.
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 ability to continue as a going concern of the Company. If we conclude that material uncertainties or conditions exist, in the auditors' report we are required to draw the users' attention to note the related disclosures in the financial statements, or modify our opinion if such disclosures are inappropriate. Our conclusions are based on the audit evidence obtained up to the date of the auditor's 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 contents of the financial statements including any related disclosures, and whether the financial statements have represented related transactions and events in an appropriate manner.
6. Obtained sufficient and appropriate audit evidence concerning the financial information of entities within the Group, to express an opinion on the parent company only 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 related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of 2025 parent company only financial statements are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communications.

The engagement partners on the review resulting in this independent auditors' report are Chien-Ju, Yu and Hsuan-Hsuan, Wang.

Ernst & Young, Taiwan

February 26, 2026

Notice to Readers

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

Accordingly, the accompanying parent company only financial statements and report of independent accountants are not intended for use by those who are not informed about the accounting principles or Standards on Auditing of the Republic of China, and their applications in practice. As the parent company only financial statements are the responsibility of the management, Ernst & Young cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

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ASROCK INCORPORATION
PARENT COMPANY ONLY BALANCE SHEETS
December 31, 2025 and 2024

Unit: thousands of NTD

Assets			December 31, 2025		December 31, 2024	
Code	Accounting items	Note	Amount	%	Amount	%
	Current assets					
1100	Cash and cash equivalents	IV and VI(I)	\$1,040,732	7	\$1,700,242	12
1136	Financial assets measured at amortized cost - current	IV, VI(III) and VI(XIV)	634,000	4	545,000	4
1170	Accounts receivable, net	IV, V, VI(IV) and VI(XIV)	1,033,687	7	721,139	5
1180	Accounts receivable - related parties, net	IV, V, VI(IV), VI(XIV) and VII	2,879,492	18	2,016,352	15
130x	Inventories, net	IV, V and VI(V)	1,646,475	10	1,265,318	10
1410	Prepayments		38,671	-	31,950	-
1470	Other current assets	VII	26,854	-	181,163	1
11xx	Total current assets		<u>7,299,911</u>	<u>46</u>	<u>6,461,164</u>	<u>47</u>
	Non-current assets					
1517	Financial asset measured at fair value through other comprehensive income - non-current	IV and VI(II)	20,000	-	20,000	-
1550	Investments accounted for using equity method	IV and VI(VI)	8,651,805	54	7,085,666	51
1600	Property, plant and equipment	IV and VI(VII)	34,160	-	106,310	1
1755	Right-of-use assets	IV and VI(XV)	12,476	-	29,404	-
1780	Intangible assets	IV and VI(VIII)	19,643	-	10,422	-
1840	Deferred tax assets	IV, V and VI(XIX)	72,318	-	109,337	1
1920	Guarantee deposits paid		14,292	-	17,115	-
1990	Other non-current assets		1,539	-	7,705	-
15xx	Total non-current assets		<u>8,826,233</u>	<u>54</u>	<u>7,385,959</u>	<u>53</u>
1xxx	Total assets		<u>\$16,126,144</u>	<u>100</u>	<u>\$13,847,123</u>	<u>100</u>

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

ASROCK INCORPORATION
PARENT COMPANY ONLY BALANCE SHEETS (CONTINUED)
December 31, 2025 and 2024

Unit: thousands of NTD

Liabilities and equity			December 31, 2025		December 31, 2024	
Code	Accounting items	Note	Amount	%	Amount	%
	Current liabilities					
2130	Contract liabilities - current		\$74,261	-	\$129,913	1
2170	Accounts payable		197,885	1	170,386	1
2180	Accounts payable - related parties	VII	2,694,044	17	3,259,051	24
2200	Other payables	VI(IX) and VII	674,512	4	602,176	5
2230	Current tax liabilities	IV, V and VI(XIX)	190,519	1	67,666	-
2280	Lease liabilities - current	IV, VI(XV) and VI(XVII)	12,826	-	16,606	-
2300	Other current liabilities	VII	245,207	2	254,524	2
21xx	Total current liabilities		<u>4,089,254</u>	<u>25</u>	<u>4,500,322</u>	<u>33</u>
	Non-current liabilities					
2570	Deferred tax liabilities	IV, V and VI(XIX)	5,351	-	-	-
2580	Lease liabilities - non-current	IV, VI(XV) and VI(XVII)	-	-	13,325	-
2640	Net defined benefit liabilities - non-current	IV, V and VI(X)	17,805	-	17,353	-
2670	Other non-current liabilities- others		24,425	-	16,127	-
25xx	Total non-current liabilities		<u>47,581</u>	<u>-</u>	<u>46,805</u>	<u>-</u>
2xxx	Total liabilities		<u>4,136,835</u>	<u>25</u>	<u>4,547,127</u>	<u>33</u>
	Share capital					
3100	Ordinary share	VI(XI)	1,235,465	8	1,235,870	9
3170	Share capital awaiting retirement		(15)	-	(70)	-
	Total share capital		<u>1,235,450</u>	<u>8</u>	<u>1,235,800</u>	<u>9</u>
3200	Capital surplus	VI(XI) and VI(XII)	<u>5,331,349</u>	<u>33</u>	<u>3,718,255</u>	<u>27</u>
3300	Retained earnings					
3310	Legal reserve	VI(XI)	1,914,401	12	1,784,271	13
3320	Special reserve	VI(XI)	-	-	166,285	1
3350	Unappropriated retained earnings	VI(XI) and VI(XII)	3,666,379	23	2,397,053	17
	Total retained earnings		<u>5,580,780</u>	<u>35</u>	<u>4,347,609</u>	<u>31</u>
3400	Other equity interest	IV and VI(XII)	(158,270)	(1)	(1,668)	-
3xxx	Total equity		<u>11,989,309</u>	<u>75</u>	<u>9,299,996</u>	<u>67</u>
	Total liabilities and equity		<u>\$16,126,144</u>	<u>100</u>	<u>\$13,847,123</u>	<u>100</u>

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

ASROCK INCORPORATION
PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
For the years ended December 31, 2025 and 2024

Unit: thousands of NTD

Code	Accounting items	Note	For the years ended December 31			
			2025		2024	
			Amount	%	Amount	%
4000	Operating revenues	IV, V, VI(XIII) and VII	\$20,912,619	100	\$14,314,080	100
5000	Operating costs	VI(V) and VII	(17,972,535)	(86)	(12,314,892)	(86)
5900	Gross profit		2,940,084	14	1,999,188	14
5910	Unrealized sales profit		(303,497)	(1)	(237,604)	(2)
5920	Realized sales profit		237,604	1	298,998	2
5950	Net operating income		2,874,191	14	2,060,582	14
6000	Operating expenses	VI(VIII), VI(X), VI(XII), VI(XV), VI(XVI) and VII				
6100	Sales and marketing expenses		(422,129)	(2)	(507,385)	(4)
6200	General and administrative expenses		(352,422)	(2)	(263,433)	(1)
6300	Research and development expenses		(700,257)	(3)	(528,842)	(4)
6450	Expected credit losses	VI(XIV)	(3,166)	-	(1,495)	-
	Total operating expenses		(1,477,974)	(7)	(1,301,155)	(9)
6900	Net operating income		1,396,217	7	759,427	5
7000	Non-operating income and expenses	VI(XVII) and VII				
7100	Interest income		64,582	-	54,721	-
7010	Other income		29,147	-	14,211	-
7020	Other gains and losses		(37,412)	-	18,158	-
7050	Finance costs		(361)	-	(651)	-
7070	Share of profit or loss of subsidiaries, associates and joint ventures accounted for using equity method	IV and VI(VI)	717,964	3	547,854	4
	Total non-operating income and expenses		773,920	3	634,293	4
7900	Profit before tax		2,170,137	10	1,393,720	9
7950	Income tax expenses	IV, V and VI(XIX)	(282,449)	(1)	(104,945)	-
8000	Profit from continuing operations		1,887,688	9	1,288,775	9
8200	Net profit		1,887,688	9	1,288,775	9
8300	Other comprehensive income	IV, VI(IX) and VI(XVIII)				
8310	Items that will not be reclassified subsequently to profit or loss:					
8311	Remeasurements of defined benefit plans		458	-	4,050	-
8349	Income tax related to components of other comprehensive income that will not be reclassified to profit or loss		(92)	-	(810)	-
8360	Items that may be reclassified subsequently to profit or loss					
8380	Share of other comprehensive income of subsidiaries, associates and joint ventures accounted for using equity method, components of other comprehensive income that will not be reclassified to profit or loss		(254,025)	(1)	324,820	2
	Other comprehensive income (after tax)		(253,659)	(1)	328,060	2
8500	Total comprehensive income		\$1,634,029	8	\$1,616,835	11
	Earnings per share (NTS)	VI(XX)				
9750	Basic earnings per share					
9710	Profit from continuing operations		\$15.28		\$10.54	
9850	Diluted earnings per share	VI(XX)				
9810	Profit from continuing operations		\$15.18		\$10.49	

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

ASROCK INCORPORATION
PARENT COMPANY ONLY STATEMENTS OF CHANGE IN STOCKHOLDERS' EQUITY
For the years ended December 31, 2025 and 2024

Unit: thousands of NTD

Code	Item	Share capital			Retained earnings			Other equity interest		Total equity
		Ordinary share	Share capital awaiting retirement	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Exchange differences on translation of foreign financial statements	Deferred compensation cost	
		3100	3170	3200	3310	3320	3350	3410	3491	3XXX
A1	Balance as of January 1, 2024	\$1,216,408	\$(51)	\$3,187,635	\$1,691,849	\$165,345	\$2,028,400	\$(166,285)	\$(397)	\$8,122,904
	Appropriation and distribution of 2023 retained earnings									
B1	Legal reserve appropriated	-	-	-	92,422	-	(92,422)	-	-	-
B3	Special reserve appropriated	-	-	-	-	940	(940)	-	-	-
B5	Cash dividends of ordinary share	-	-	-	-	-	(839,286)	-	-	(839,286)
D1	Net income for 2024	-	-	-	-	-	1,288,775	-	-	1,288,775
D3	Other comprehensive income for 2024	-	-	-	-	-	3,240	324,820	-	328,060
D5	Total comprehensive income for 2024	-	-	-	-	-	1,292,015	324,820	-	1,616,835
M5	Difference between consideration and carrying amount of subsidiaries acquired or disposed	-	-	321,475	-	-	-	-	-	321,475
M7	Changes in subsidiaries' ownership	-	-	(33,815)	-	-	-	-	-	(33,815)
N1	Expiration of restricted shares of stock issued to employees	(3,471)	(19)	157	-	-	205	-	-	(3,128)
N1	Share-based payment transaction	22,933	-	242,803	-	-	9,081	-	(159,806)	115,011
Z1	Balance as of December 31, 2024	\$1,235,870	\$(70)	\$3,718,255	\$1,784,271	\$166,285	\$2,397,053	\$158,535	\$(160,203)	\$9,299,996
A1	Balance as of January 1, 2025	\$1,235,870	\$(70)	\$3,718,255	\$1,784,271	\$166,285	\$2,397,053	\$158,535	\$(160,203)	\$9,299,996
	Appropriation and distribution of 2024 retained earnings									
B1	Legal reserve appropriated	-	-	-	130,130	-	(130,130)	-	-	-
B5	Cash dividends of ordinary share	-	-	-	-	-	(654,943)	-	-	(654,943)
B17	Special reserve reversed	-	-	-	-	(166,285)	166,285	-	-	-
D1	Net income for 2025	-	-	-	-	-	1,887,688	-	-	1,887,688
D3	Other comprehensive income for 2025	-	-	-	-	-	366	(254,025)	-	(253,659)
D5	Total comprehensive income for 2025	-	-	-	-	-	1,888,054	(254,025)	-	1,634,029
M5	Difference between consideration and carrying amount of subsidiaries acquired or disposed	-	-	253,094	-	-	-	-	-	253,094
M7	Changes in subsidiaries' ownership	-	-	1,247,715	-	-	-	-	-	1,247,715
N1	Expiration of restricted shares of stock issued to employees	(405)	55	350	-	-	60	-	-	60
N1	Share-based payment transaction	-	-	111,935	-	-	-	-	97,423	209,358
Z1	Balance as of December 31, 2025	\$1,235,465	\$(15)	\$5,331,349	\$1,914,401	\$-	\$3,666,379	\$(95,490)	\$(62,780)	\$11,989,309

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

ASROCK INCORPORATION
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
For the years ended December 31, 2025 and 2024

Unit: thousands of NTD

Code	Item	For the years ended December 31	
		2025	2024
AAAA	Cash flows from operating activities:		
A10000	Profit before tax	\$2,170,137	\$1,393,720
A20000	Adjustments:		
A20010	Adjustments to reconcile profit (loss):		
A20100	Depreciation expense	80,897	103,254
A20200	Amortization expense	6,445	5,398
A20300	Expected credit losses	3,166	1,495
A20900	Interest expenses	361	651
A21200	Interest income	(64,582)	(54,721)
A21900	Compensation cost arising from employee stock options	209,358	115,011
A22400	Share of profit of subsidiaries, associates and joint ventures accounted	(717,964)	(547,854)
A22500	Gains on disposal of property, plant and equipment	(1,771)	-
A22600	Property, plant and equipment reclassified to expenses	12	-
A23200	Gains on disposal of investments accounted for using equity method	(1,079)	-
A23900	Unrealized sales profit	303,497	237,604
A24000	Realized sales profit	(237,604)	(298,998)
A30000	Changes in operating assets and liabilities:		
A31150	Increase in accounts receivable	(315,714)	(144,806)
A31160	Increase in accounts receivable - related parties	(863,140)	(75,790)
A31200	Increase in inventories	(381,157)	124,326
A31230	Increase in prepayments	(6,721)	(1,603)
A31240	Decrease (increase) in other current assets	154,615	(149,761)
A32125	Increase (decrease) in contract liabilities	(55,652)	58,197
A32150	Increase in accounts payable	27,499	105,742
A32160	Increase (decrease) in account payables-related parties	(565,007)	333,244
A32180	Increase in other payables	72,336	145,797
A32230	Increase (decrease) in other current liabilities	(9,317)	47,809
A32240	Increase in net defined benefit liabilities	910	797
A33000	Cash (outflows) inflows from operations	(190,475)	1,399,512
A33500	Income taxes paid	(117,318)	(280,095)
AAAA	Net cash flow from operation activities	(307,793)	1,119,417
BBBB	Cash flows from investing activities:		
B00040	Acquisition of financial assets measured at amortized cost	(89,000)	-
B00050	Proceed from disposal of financial assets measured at amortized cost	-	425,000
B01800	Investments accounted for using equity method	(185,960)	(1,149,120)
B01900	Disposal of investments accounted for using equity method	277,265	351,229
B02700	Acquisition of property, plant and equipment	(6,476)	(24,947)
B02800	Disposal of property, plant and equipment	15,622	-
B03800	Decrease in guarantee deposits paid	2,823	40
B04500	Acquisition of intangible assets	(15,666)	(3,790)
B06700	Decrease (increase) in other non-current assets	6,166	(3,725)
B07500	Interest received	64,276	57,364
B07600	Dividends received	242,490	97,268
BBBB	Net cash inflow (outflow) from investing activities	311,540	(250,681)
CCCC	Cash flows from financing activities:		
C03000	Increase in guarantee deposits received	8,298	16,127
C04020	Repayment of lease principal	(16,672)	(20,047)
C04500	Cash dividends paid out	(654,943)	(839,286)
C09900	Others	60	(3,128)
CCCC	Net cash used in financing activities	(663,257)	(846,334)
EEEE	Net (decrease) increase in cash and cash equivalents	(659,510)	22,402
E00100	Cash and cash equivalents, beginning of the period	1,700,242	1,677,840
E00200	Cash and cash equivalents, end of the period	\$1,040,732	\$1,700,242

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

Representation letter

The entities that are required to be included in the combined financial statements ASRock Inc. as of and for the year ended December 31, 2025 under the Criteria Governing the Preparation of Affiliation Reports, Consolidated Business Reports, and Consolidated Financial Statements of Affiliated Enterprises are the same as those included in the consolidated financial statements prepared in conformity with International Financial Reporting Standards No.10. In addition, the information required to be disclosed in the combined financial statements is included in the consolidated financial statements. Consequently, ASRock Inc. and its Subsidiaries do not prepare a separate set of combined financial statements.

It is hereby certified that the information disclosed herein is true and correct.

Company name: ASRock Incorporation

Chairman: Hsu-Tien, Tung

February 26, 2026

Independent Auditor's Report

To ASRock Incorporation:

Opinion

We have audited the accompanying consolidated balance sheets of ASRock Incorporation (the "Company") and its subsidiaries (collectively the "Group") as of December 31, 2025 and 2024, the related consolidated statements of comprehensive income, consolidated statements of changes in stockholders' equity and consolidated statements of cash flows for the years ended December 31, 2025 and 2024, and notes to the consolidated financial statements, including the summary of significant accounting policies.

In our opinion, based on our audits and the reports of other auditors (please refer to the Other Matter), the consolidated financial statements referred to above present fairly, in all material respects, the financial position of the Company as of December 31, 2025 and 2024, and its financial performance and cash flows for the years ended December 31, 2025 and 2024, in conformity with the requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards, International Accounting Standards, Interpretations developed by the International Financial Reporting Interpretations Committee or the former Standing Interpretations Committee as endorsed by Financial Supervisory Commission of the Republic of China.

Basis for Opinion

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

Key Audit Matter

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2025. 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.

Inventory valuation

The net carrying value of inventory as of December 31, 2025 for ASRock Incorporation and its subsidiaries amounted to \$13,227,326 thousand, which accounted for 49% of total assets and was significant to the consolidated financial statements. The Group's main business, the sale of motherboard products, are affected by market demand and changes. The management measured allowance for inventory obsolescence valuation losses based on market demands. The valuation involved management's significant judgment, we have therefore determined valuation on inventory a key audit matter. The audit procedures we performed regarding inventories valuation included but not limited to, understanding the program of estimating the allowance for inventory valuation, testing the effectiveness of relevant control. For the raw material and products, we selected samples and checked related certificates, to confirm the correctness of net realizable value that management used. In addition, we obtained and reviewed the full-year purchase and sales details of raw materials and products. For raw materials that are not frequently used and products with low sales volume, we referred to industry information and management to discuss the reasonableness of allowance for inventory valuation and obsolescence losses. We also considered the appropriateness of disclosure of inventories in Notes V and VI of the Group's consolidated financial statements.

Revenue recognition

The main source of revenue was from the sales of motherboard. Due to diversified pricing strategy, the orders and implied item in contracts usually included quantity discount and warranty, therefore the Group should determine the performance obligation and the timing of revenue recognition. Consequently, we considered that revenue recognition from contracts with customers is key audit matter. For revenue recognition, we have conducted audit procedures including but not limited to evaluating the design and operating effectiveness of internal controls with respect to the revenue cycle, selecting representative samples to conduct test of transactions by inspecting contracts approved by both parties, identifying the performance obligation, evaluating whether the transaction price were appropriately allocated to all the performance obligations in the contract in proportion to the stand-alone selling prices of each performance obligation, and confirming the correctness of timing when a performance obligation is satisfied. We also considered the appropriation of operating revenue disclosure in Notes IV, V and VI of consolidated financial statements.

Other Matter - Making Reference to the Audits of Component Auditors

Included in the 2025 consolidated financial statements of ASRock Inc. and its subsidiaries, the financial statements of certain subsidiaries prepared in accordance with U.S. Generally Accepted Accounting Principles (U.S. GAAP) were not audited by us, but were audited by other independent auditors in accordance with U.S. Generally Accepted Auditing Standards (U.S. GAAS). The adjustments required to convert the financial statements of said subsidiaries into conformity with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the IFRS, IAS, IFRIC, and SIC endorsed by the FSC have been subjected to the necessary audit procedures performed by us. Therefore, in our opinion on the aforementioned consolidated financial statements, the amounts reported for these subsidiaries prior to adjustments are based on the audit reports issued by other independent auditors. This includes the results of additional procedures executed by them to satisfy the requirements of the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the Standards on Auditing of the Republic of China. As of December 31, 2025, the total assets of these subsidiaries accounted for 15.84% of the consolidated total assets, and their operating revenues accounted for 17.41% of the consolidated operating revenues for the period from January 1 to December 31, 2025.

We did not audit the financial statements of invested associates accounted for using the equity method by the Group, which were audited by other independent auditors. Those financial statements were audited by other auditors, whose reports thereon have been furnished to us, and our opinions expressed herein are based solely on the audit reports of the other auditors. As of December 31, 2024, The investments accounted for using the equity method in these investee companies was \$2,316,435 thousand, accounting for 11.80% of the consolidated total assets. For the years ended December 31, 2024, the shares of profits and losses of subsidiaries, associates and joint ventures recognized using the equity method was \$4,440,627 thousand, accounting for 17.15% of the consolidated operating revenues.

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards, International Accounting Standards, Interpretations developed by the International Financial Reporting Interpretations Committee or the former Standing Interpretations Committee as endorsed by Financial Supervisory Commission of the Republic of China and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance, including audit committee, are responsible for overseeing the financial reporting process of the Company and its subsidiaries.

Auditors' Responsibilities for the Audit of the Financial Statements

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

As part of an audit in accordance with the accounting principles generally accepted in the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also perform the following works:

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control of the Company and its subsidiaries.
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 ability to continue as a going concern of the Company and its subsidiaries. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the 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 and its subsidiaries to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence concerning the financial information of entities within the Group, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group's audit. We remain solely responsible for our audit opinion.

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 related safeguards.

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

Others

We have audited and expressed an unqualified opinion including Other Matter Paragraph on the parent company only financial statements of the Company for the years ended December 31, 2025 and 2024.

The engagement partners on the review resulting in this independent auditors' report are Chien-Ju, Yu and Hsuan-Hsuan, Wang.

Ernst & Young, Taiwan

February 26, 2026

Notice to Readers

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

Accordingly, the accompanying consolidated financial statements and report of independent accountants are not intended for use by those who are not informed about the accounting principles or Standards on Auditing of the Republic of China, and their applications in practice. As the financial statements are the responsibility of the management, Ernst & Young cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

ASROCK INCORPORATION AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
December 31, 2025 and 2024

Unit: thousands of NTD

Assets			December 31, 2025		December 31, 2024	
Code	Accounting items	Note	Amount	%	Amount	%
	Current assets					
1100	Cash and cash equivalents	IV and VI(I)	\$6,104,360	23	\$3,581,001	18
1136	Financial assets measured at amortized cost - current	IV, VI(III) and VI(XIV)	1,620,657	6	1,175,000	6
1170	Accounts receivable, net	IV, V, VI(IV) and VI(XIV)	3,046,448	11	2,470,240	13
1180	Accounts receivable - related parties, net	IV, V, VI(IV), VI(XIV) and VII	286,887	1	6,620	-
130x	Inventories, net	IV, V and VI(V)	13,227,326	49	9,989,461	51
1470	Other current assets	VII	834,415	3	452,174	2
11xx	Total current assets		<u>25,120,093</u>	<u>93</u>	<u>17,674,496</u>	<u>90</u>
1517	Financial asset measured at fair value through other comprehensive income - non-current	IV and VI(II)	20,000	-	20,000	-
1535	Financial assets measured at amortized cost - non-current	IV, VI(III), VI(XIV) and VIII	16,902	-	3,955	-
1600	Property, plant and equipment	IV and VI(VI)	1,441,643	6	1,476,595	8
1755	Right-of-use assets	IV and VI(XV)	60,802	-	113,766	1
1780	Intangible assets	IV and VI(VII)	60,453	-	30,440	-
1840	Deferred tax assets	IV, V and VI(XIX)	355,079	1	235,228	1
1920	Guarantee deposits paid		28,563	-	28,460	-
1990	Other non-current assets		26,537	-	54,445	-
15xx	Total non-current assets		<u>2,009,979</u>	<u>7</u>	<u>1,962,889</u>	<u>10</u>
1xxx	Total assets		<u>\$27,130,072</u>	<u>100</u>	<u>\$19,637,385</u>	<u>100</u>

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

ASROCK INCORPORATION AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS (CONTINUED)
December 31, 2025 and 2024

Unit: thousands of NTD

Liabilities and equity			December 31, 2025		December 31, 2024	
Code	Accounting items	Note	Amount	%	Amount	%
	Current liabilities					
2100	Short-term loans	VI(IX)	\$-	-	\$361,346	2
2130	Contract liabilities - current		956,625	4	377,308	2
2170	Accounts payable		8,104,827	30	6,030,638	31
2200	Other payables	VI(VIII) and VII	2,135,366	8	1,930,366	10
2230	Current tax liabilities	IV, V and VI(XIX)	557,514	2	278,690	2
2280	Lease liabilities - current	IV, VI(XV) and VI(XVII)	52,342	-	61,859	-
2300	Other current liabilities	VII	163,458	1	147,626	1
21xx	Total current liabilities		<u>11,970,132</u>	<u>45</u>	<u>9,187,833</u>	<u>48</u>
	Non-current liabilities					
2570	Deferred tax liabilities	IV, V and VI(XIX)	5,963	-	160	-
2580	Lease liabilities - non-current	IV, VI(XV) and VI(XVII)	10,816	-	54,269	-
2640	Net defined benefit liabilities - non-current	IV, V and VI(X)	17,805	-	17,353	-
2670	Other non-current liabilities- others		25,996	-	16,128	-
25xx	Total non-current liabilities		<u>60,580</u>	<u>-</u>	<u>87,910</u>	<u>-</u>
2xxx	Total liabilities		<u>12,030,712</u>	<u>45</u>	<u>9,275,743</u>	<u>48</u>
31xx	Equity attributable to owners of the parent company					
3100	Share capital					
3110	Ordinary share	VI(XI)	1,235,465	4	1,235,870	6
3170	Share capital awaiting retirement	VI(XI)	(15)	-	(70)	-
	Total share capital		<u>1,235,450</u>	<u>4</u>	<u>1,235,800</u>	<u>6</u>
3200	Capital surplus	VI(XI), VI(XII) and VI(XXI)	5,331,349	20	3,718,255	19
3300	Retained earnings					
3310	Legal reserve	VI(XI)	1,914,401	7	1,784,271	9
3320	Special reserve	VI(XI)	-	-	166,285	1
3350	Unappropriated retained earnings	VI(XI) and VI(XII)	3,666,379	14	2,397,053	12
	Total retained earnings		<u>5,580,780</u>	<u>21</u>	<u>4,347,609</u>	<u>22</u>
3400	Other equity interest	IV and VI(XII)	(158,270)	(1)	(1,668)	-
36xx	Non-controlling interests	VI(XI) and VI(XXI)	3,110,051	11	1,061,646	5
3xxx	Total equity		<u>15,099,360</u>	<u>55</u>	<u>10,361,642</u>	<u>52</u>
	Total liabilities and equity		<u>\$27,130,072</u>	<u>100</u>	<u>\$19,637,385</u>	<u>100</u>

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

ASROCK INCORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
For the years ended December 31, 2025 and 2024

Unit: thousands of NTD

Code	Accounting items	Note	For the years ended December 31			
			2025		2024	
			Amount	%	Amount	%
4000	Operating revenues	IV, V, VI(XIII) and VII	\$47,838,613	100	\$25,653,837	100
5000	Operating costs	VI(V), VI(VI), VI(X), VI(XV), VI(XVI) and VII	(41,357,415)	(86)	(20,781,961)	(81)
5900	Gross profit		<u>6,481,198</u>	<u>14</u>	<u>4,871,876</u>	<u>19</u>
6000	Operating expenses	VI(VI), VI(X), VI(XII), VI(XV), VI(XVI) and VII				
6100	Sales and marketing expenses		(1,106,610)	(2)	(1,031,829)	(4)
6200	General and administrative expenses		(762,753)	(2)	(588,790)	(2)
6300	Research and development expenses		(1,866,808)	(4)	(1,570,897)	(6)
6450	Expected credit losses	VI(XIV)	(226)	-	(8,013)	-
	Total operating expenses		<u>(3,736,397)</u>	<u>(8)</u>	<u>(3,199,529)</u>	<u>(12)</u>
6900	Net operating income		<u>2,744,801</u>	<u>6</u>	<u>1,672,347</u>	<u>7</u>
7000	Non-operating income and expenses	VI(XVII) and VII				
7100	Interest income		135,596	-	146,443	1
7010	Other income		38,540	-	61,507	-
7020	Other gains and losses		(78,142)	-	62,314	-
7050	Finance costs		(14,101)	-	(4,762)	-
	Total non-operating income and expenses		<u>81,893</u>	<u>-</u>	<u>265,502</u>	<u>1</u>
7900	Profit before tax		2,826,694	6	1,937,849	8
7950	Income tax expenses	IV, V and VI(XIX)	(464,131)	(1)	(357,121)	(1)
8200	Net profit		<u>2,362,563</u>	<u>5</u>	<u>1,580,728</u>	<u>7</u>
8300	Other comprehensive income	IV and VI(XVIII)				
8310	Items that will not be reclassified subsequently to profit or loss:					
8311	Remeasurements of defined benefit plans		458	-	4,050	-
8349	Income tax related to components of other comprehensive income that will not be reclassified to profit or loss		(92)	-	(810)	-
8360	Items that may be reclassified subsequently to profit or loss					
8361	Exchange differences on translation of foreign financial statements		(253,899)	(1)	324,914	1
	Other comprehensive income (after tax)		<u>(253,533)</u>	<u>(1)</u>	<u>328,154</u>	<u>1</u>
8500	Total comprehensive income		<u>\$2,109,030</u>	<u>4</u>	<u>\$1,908,882</u>	<u>8</u>
8600	Profit attributable to:					
8610	Owners of the parent company		\$1,887,688		\$1,288,775	
8620	Non-controlling interests		474,875		291,953	
			<u>\$2,362,563</u>		<u>\$1,580,728</u>	
8700	Comprehensive income attributable to:					
8710	Owners of the parent company		\$1,634,029		\$1,616,835	
8720	Non-controlling interests		475,001		292,047	
			<u>\$2,109,030</u>		<u>\$1,908,882</u>	
	Earnings per share (NT\$)	VI(XX)				
9750	Basic earnings per share					
9710	Profit from continuing operations		<u>\$15.28</u>		<u>\$10.54</u>	
9850	Diluted earnings per share					
9810	Profit from continuing operations		<u>\$15.18</u>		<u>\$10.49</u>	

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

ASROCK INCORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGE IN STOCKHOLDERS' EQUITY
For the years ended December 31, 2025 and 2024

Unit: thousands of NTD

Code	Item	Equity attributable to owners of the parent company									Non-controlling interests	Total equity
		Share capital	Share capital awaiting retirement	Capital surplus	Retained earnings			Other equity interest		Total equity attributable to owners of the parent company		
					Legal reserve	Special reserve	Unappropriated retained earnings	Exchange differences on translation of foreign financial statements	Deferred compensation cost			
		3100	3170	3200	3310	3320	3350	3410	3491	31XX	36XX	3XXX
A1	Balance as of January 1, 2024	\$1,216,408	\$(51)	\$3,187,635	\$1,691,849	\$165,345	\$2,028,400	\$(166,285)	\$(397)	\$8,122,904	\$760,220	\$8,883,124
	Appropriation and distribution of 2023 retained earnings											
B1	Legal reserve appropriated	-	-	-	92,422	-	(92,422)	-	-	-	-	-
B3	Special reserve appropriated	-	-	-	-	940	(940)	-	-	-	-	-
B5	Cash dividends of ordinary share	-	-	-	-	-	(839,286)	-	-	(839,286)	-	(839,286)
D1	Net income for 2024	-	-	-	-	-	1,288,775	-	-	1,288,775	291,953	1,580,728
D3	Other comprehensive income for 2024	-	-	-	-	-	3,240	324,820	-	328,060	94	328,154
D5	Total comprehensive income for 2024	-	-	-	-	-	1,292,015	324,820	-	1,616,835	292,047	1,908,882
M5	Difference between consideration and carrying amount of subsidiaries acquired or disposed	-	-	321,475	-	-	-	-	-	321,475	-	321,475
M7	Changes in subsidiaries' ownership	-	-	(33,815)	-	-	-	-	-	(33,815)	33,815	-
N1	Expiration of restricted shares of stock issued to employees	(3,471)	(19)	157	-	-	205	-	-	(3,128)	-	(3,128)
N1	Share-based payment transaction	22,933	-	242,803	-	-	9,081	-	(159,806)	115,011	10,713	125,724
O1	Changes in non-controlling interests	-	-	-	-	-	-	-	-	-	(35,149)	(35,149)
Z1	Balance as of December 31, 2024	<u>\$1,235,870</u>	<u>\$(70)</u>	<u>\$3,718,255</u>	<u>\$1,784,271</u>	<u>\$166,285</u>	<u>\$2,397,053</u>	<u>\$158,535</u>	<u>\$(160,203)</u>	<u>\$9,299,996</u>	<u>\$1,061,646</u>	<u>\$10,361,642</u>
A1	Balance as of January 1, 2025	\$1,235,870	\$(70)	\$3,718,255	\$1,784,271	\$166,285	\$2,397,053	\$158,535	\$(160,203)	\$9,299,996	\$1,061,646	\$10,361,642
	Appropriation and distribution of 2024 retained earnings											
B1	Legal reserve appropriated	-	-	-	130,130	-	(130,130)	-	-	-	-	-
B5	Cash dividends of ordinary share	-	-	-	-	-	(654,943)	-	-	(654,943)	-	(654,943)
B17	Special reserve reversed	-	-	-	-	(166,285)	166,285	-	-	-	-	-
D1	Net income for 2025	-	-	-	-	-	1,887,688	-	-	1,887,688	474,875	2,362,563
D3	Other comprehensive income for 2025	-	-	-	-	-	366	(254,025)	-	(253,659)	126	(253,533)
D5	Total comprehensive income for 2025	-	-	-	-	-	1,888,054	(254,025)	-	1,634,029	475,001	2,109,030
M5	Difference between consideration and carrying amount of subsidiaries acquired or disposed	-	-	253,094	-	-	-	-	-	253,094	-	253,094
M7	Changes in subsidiaries' ownership	-	-	1,247,715	-	-	-	-	-	1,247,715	(1,247,715)	-
N1	Expiration of restricted shares of stock issued to employees	(405)	55	350	-	-	60	-	-	60	-	60
N1	Share-based payment transaction	-	-	111,935	-	-	-	-	97,423	209,358	41,946	251,304
O1	Changes in non-controlling interests	-	-	-	-	-	-	-	-	-	2,779,173	2,779,173
Z1	Balance as of December 31, 2025	<u>\$1,235,465</u>	<u>\$(15)</u>	<u>\$5,331,349</u>	<u>\$1,914,401</u>	<u>\$-</u>	<u>\$3,666,379</u>	<u>\$(95,490)</u>	<u>\$(62,780)</u>	<u>\$11,989,309</u>	<u>\$3,110,051</u>	<u>\$15,099,360</u>

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

ASROCK INCORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
For the years ended December 31, 2025 and 2024

Unit: thousands of NTD

Code	Item	For the years ended December 31	
		2025	2024
AAAA	Cash flows from operating activities:		
A10000	Profit before tax	\$2,826,694	\$1,937,849
A20000	Adjustments:		
A20010	Adjustments to reconcile profit (loss):		
A20100	Depreciation expense	183,557	180,321
A20200	Amortization expense	20,559	14,287
A20300	Expected credit losses	226	8,013
A20900	Interest expenses	14,101	4,762
A21200	Interest income	(135,596)	(146,443)
A21900	Compensation cost arising from employee stock options	251,304	125,724
A22500	Gains on disposal of property, plant and equipment	(1,771)	(220)
A22600	Property, plant and equipment reclassified to expenses	26	-
A30000	Changes in operating assets and liabilities:		
A31150	Increase in accounts receivable	(572,203)	(554,070)
A31160	(Increase) decrease in accounts receivable - related parties	(283,165)	17,556
A31200	Increase in inventories	(3,237,865)	(3,613,336)
A31240	Increase in other current assets	(351,460)	(170,635)
A32125	Increase in contract liabilities	579,317	163,931
A32150	Increase in accounts payable	2,074,189	2,815,665
A32160	Decrease in accounts receivable - related parties	-	(348)
A32180	Increase in other payables	205,000	521,758
A32230	Increase in other current liabilities	15,832	7,434
A32240	Increase in net defined benefit liabilities	910	797
A32250	Increase in other non-current liabilities	-	(1,379)
A33000	Cash inflows from operations	<u>1,589,655</u>	<u>1,311,666</u>
A33500	Income taxes paid	<u>(316,777)</u>	<u>(405,364)</u>
AAAA	Net cash inflow from operation activities	<u>1,272,878</u>	<u>906,302</u>
BBBB	Cash flows from investing activities:		
B00040	Acquisition of financial assets measured at amortized cost	(458,665)	-
B00050	Proceed from disposal of financial assets measured at amortized cost	-	700,022
B02700	Acquisition of property, plant and equipment	(152,818)	(1,197,388)
B02800	Disposal of property, plant and equipment	15,622	911
B03700	Increase in guarantee deposits paid	(103)	(1,499)
B04500	Acquisition of intangible assets	(50,572)	(19,797)
B06700	Decrease (increase) in other non-current assets	27,908	(38,698)
B07500	Interest received	119,569	149,824
BBBB	Net cash flows from investing activities	<u>(499,059)</u>	<u>(406,625)</u>
CCCC	Cash flows from financing activities:		
C00100	Increase in short-term loans	2,866,275	361,346
C00200	Decrease in short-term loans	(3,227,621)	-
C03000	Increase in guarantee deposits received	9,844	16,128
C04020	Repayment of lease principal	(67,005)	(68,234)
C04500	Cash dividends paid out	(850,943)	(904,190)
C05500	Disposal of subsidiary shares (without losing control)	253,094	321,475
C05600	Interest paid	(12,100)	(1,797)
C05800	Changes in non-controlling interests	2,975,173	29,755
C09900	Others	60	(3,128)
CCCC	Net cash used in financing activities	<u>1,946,777</u>	<u>(248,645)</u>
DDDD	Effect of exchange rate fluctuations on cash and cash equivalents	<u>(197,237)</u>	<u>283,699</u>
EEEE	Net increase in cash and cash equivalents	2,523,359	534,731
E00100	Cash and cash equivalents, beginning of the period	<u>3,581,001</u>	<u>3,046,270</u>
E00200	Cash and cash equivalents, end of the period	<u>\$6,104,360</u>	<u>\$3,581,001</u>

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

2. Auditing Committee's Review Report on the 2025 Financial Statements

ASRock Incorporation
Auditing Committee Review Report

This is to approve

The Board has prepared the Business Reports, Financial Statements and other related documents. The Financial Statements have been audited by Ernst & Young, Certified Public Accountants, who have completed their audit and issued an audit report. These documents have been reviewed by the Audit Committee, which found no discrepancies. We hereby present this report pursuant to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act.

To

ASRock General Meeting of Shareholders

Convener of Auditing Committee: Yen-Hsuen, Su

Frb. 26, 2026

3. 2025 Employees' and Directors' Remuneration Report

- Description:
1. According to Article 24 of the Articles of Incorporation of ASRock, the Company shall appropriate for covering loss carried forward from its earnings of the year (the EBT before deduction of remuneration to the employees and the Directors), followed by the appropriation of at least 5% as remuneration to the employees, of which no less than 1% shall be allocated for the distribution of remuneration to grassroots employees and no more than 1% as remuneration to the Directors from the remainder, if there is still a balance.
 2. The remuneration to the employees and the Directors in 2025 under the Articles of Incorporation of ASRock is shown below:
 - (1) Remuneration to employees: NT\$188,538,017
 - (2) Remuneration to Directors: NT\$18,853,802
 - (3) The aforementioned amount will be paid in cash in whole, which is relevant with the amount of expense presented for recognition in 2025.

4. 2025 Earnings Distribution Report for Cash Dividend

- Description:
1. According to Article 24-1 of the Articles of Incorporation of ASRock, the Board is authorized to pay cash dividends to the shareholders amounting to NT\$1,358,984,539 at NT\$11/share.
 2. The dividend will be paid in cash in the proportion of shareholding rounded to the nearest NT Dollar. The fraction falling below NT\$1 will be recognized as other incomes of the Company. The Board shall set the dividend day and handle related matters.
 3. In the event of a change in the quantity of the outstanding shares of the Company in the future, to the effect that the ratio of dividend payment to the shareholders shall be subject to adjustment, the Board is expected to have full discretion in adjusting within the aforementioned amount for dividend payment.

[Proposals Items]

Motion no. 1: (Proposed by the Board)

Cause of motion: The 2025 financial statements of ASRock presented for recognition.

Description: The 2025 financial statements and consolidated financial statements have been audited by Yu, Chien-Ju and Wang, Hsuan-Hsuan, CPAs of Ernst & Young, which have been referred to the Auditing Committee together with the 2025 Business Report for review. The Business Report, Auditor's Report, and the aforementioned financial statements were presented for your reference. The detail is exhibited on page 7 to 29.

Resolution:

Motion no. 2: (Proposed by the Board)

Cause of motion: The 2025 distribution of earnings of ASRock presented for recognition.

Description:

1. The Company had a net income of NT\$1,887,687,824 in 2025 and plans to pay out to shareholders in accordance with the Articles of Incorporation.
2. The proposal for distribution of earnings in 2025. (Please refer to page 35 of Appendix I of This Handbook)

Resolution:

[Extemporany Motions]

III. Appendix

Appendix I: Proposal for Distribution of Earnings 2025

ASRock Incorporation
Proposal for Distribution of Earnings
2025

Unit: NT\$

Title	Amount	Remark
Undistributed earnings at the beginning of the period (1998-2024)	1,778,264,077	
Enrings in 2025 available for distribution :		
Net income in 2025	1,887,687,824	
Add (less) : Changes in the remeasurement of the defined benefit plan	366,114	
Labor cost of employee restricted shares	59,678	
Items for recognition :		
Appropriation of legal reserve	(188,811,362)	
Appropriation of special reserve	(95,489,090)	
Subtotal of earnings in 2025 available for distribution	1,603,813,164	
Total of earnings available for distribution	3,382,077,241	
Items for distribution:		
Shareholder dividend - cash	(1,358,984,539)	NT\$11/share
Undistributed earnings at the end of the period	2,023,092,702	

Note: the earnings in 2025 available for distribution will be allocated for distribution of shareholder dividend in the first place (the balance of the appropriation of net income for legal reserve, a reversal of special reserve and adjustment of undistributed earnings of the year), the undistributed earnings at the beginning of the period will be allocated to cover the amount short, where applicable.

The year of cash dividend payment:

Year of earnings	Amount
2025	1,358,984,539
1998 - 2024	-
Total	<u>1,358,984,539</u>

Chairman: Hsu-Tien, Tung

President: Lung-Lun, Hsu

Accounting Officer: Hui-Ju, Li

Appendix II: Articles of Incorporation

ASRock Incorporation

Articles of Incorporation

Chapter I General Provision

- Article 1: The Company is duly incorporated in accordance with the Company Act and bears the title of ASROCK Incorporation.
- Article 2: The Company is engaged in the following business:
- (1) CC01110 Computer and Peripheral Equipment Manufacturing
 - (2) F113050 Wholesale of Computers and Clerical Machinery Equipment
 - (3) F118010 Wholesale of Computer Software
 - (4) F213030 Retail Sale of Computers and Clerical Machinery Equipment
 - (5) F401021 Restrained Telecom Radio Frequency Equipments and Materials Import
 - (6) I301010 Information Software Services
 - (7) ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.
- Article 3: The Company may act as guarantor for a third party as dictated by business.
- Article 4: The Company may make a direct investment in excess of 40% of the paid-in capital to be executed by the Board under authorization.
- Article 5: The Company is headquartered in Taipei and may establish branches at appropriate locations at home and overseas at the resolution of the Board where necessary.
- Article 6: The Company shall make announcements in accordance with Article 28 of the Company Act.

Chapter II Equity Shares

- Article 7: The Company has stated capital of NT\$1,500,000,000 equally split into 150,000,000 shares at NT\$10/shares. The Board is authorized to offer the shares in tranches of which NT\$40,000,000 equally split into 4,000,000 shares at NT\$10/share will be reserved for the issuance of Employee Stock Options (ESO).
- Article 8: The Company shall issue stocks pursuant to Article 161-1 of the Company Act.
- Article 9: Transfer of shares shall be prohibited in the period of 60 days prior to a scheduled date of the General Meeting of Shareholders and in the period of 30 days prior to the scheduled date of a special session of the Shareholders Meeting, or the period of 5 days prior to the dividend day or any other day of benefit payment. The aforementioned period shall start from the date of the session or the standard day in retrospect.
- Article 9-1: The Company issues registered shares. Each share certificate shall be affixed with the authorized signatures/seals of at least 3 Directors and subject to certification before offering under law. After the Company has become a public company, the shares may be offered not in the form of physical share certificate and offered through the system of TDCC.

Chapter III Shareholders Meeting

- Article 10: The shareholders may convene in regular session (General Meeting of Shareholders) and special session. The General Meeting of Shareholders will be held once annually

within 6 months after the end of the fiscal year. The shareholders may convene in special sessions at any time where necessary.

The Shareholders Meeting as mentioned shall be called by the Board unless the Company Act specified otherwise.

- Article 10-1: The shareholders' meeting of the Company can be held by means of visual communication network or other methods promulgated by MOEA.
- Article 11: If a specific shareholder cannot attend a session of the Shareholders Meeting, such shareholder may appoint a proxy to attend by using a power of attorney prepared by the Company and specify the scope of authorization. For the commissioning of legitimate proxies to attend Shareholders Meeting, the attendance of proxies to the meeting shall be governed by Article 177 of the Company Act.
- Article 12: The shareholders are entitled to one voting right for the holding of each share except restricted shares or shares bearing no voting rights under the Company Act.
- Article 13: Resolutions of the Shareholders Meeting shall be made by a session with shareholders representing more than half of the voting rights and a simple majority of the shareholders in session unless the Company Act specified otherwise.
- Article 14: The Presiding Officer of the session of Shareholders Meeting shall be governed by Article 182 -1 and Paragraph 3 of Article 208 of the Company Act.
- Article 15: If the Company has only 1 institutional shareholder as the shareholder, the Board shall perform the function of the Shareholders Meeting where the regulations governing Shareholders Meeting in this context will not be applicable.
- Article 15-1: If the Company has a motion for revocation of a public offering of its shares, it shall be referred to resolution by the Shareholders Meeting. Accordingly, the Company shall not alter this provision in the duration of trading at the Emerging Stock Market or listing at TWSE (TPEX).

Chapter IV The Board and Audit Committee

- Article 16: The Company shall establish 7 seats of Directors and each shall have tenure of 3 years. The Directors shall be elected under the candidate nomination system from a list of prospective candidates by the Shareholders Meeting. Directors may assume a second term of office if reelected.
- Article 16-1: As required by Article 183 of the Securities and Exchange Act, the Company shall reserve at least 3 of the aforementioned seats for Independent Directors. The Independent Directors shall be elected under the candidate nomination system from the list of candidates to the seats of Independent Director by the Shareholders Meeting. The tenure, professional qualification, quantity of shareholding, restriction of holding additional posts, the method of nomination and election, and other particulars to be observed are governed by the rules and regulations of the competent authority of securities.
- Article 16-2: The Company shall establish the Auditing Committee under law, which shall be staffed with all Independent Directors of whom 1 shall act as the convener and at least 1 shall be specialized in accounting or finance. The functions, organization code, authority of the Auditing Committee and other particulars to be observed shall be conforming to the requirements of the competent authority.
- Article 17: The Directors shall be organized into a Board of Directors (The Board). A chairman shall be elected among the Directors in a session with at least 2/3 of the Directors and a simple majority of the Directors in session for consent. The Chairman shall act on behalf of and in the name of the Company externally.
- Article 17-1: The Board shall convene with 7 days in advance of notice to the Directors specifying the reasons for the session and may convene at any time in case of emergency. The

notice of the Board meeting may be sent by E-mail or by fax in lieu of correspondence.

Article 18: The Chairman of the Company shall preside over all meetings of the Board. In the absence of the Chairman due to leave or for whatever reasons, the proxy of the Chairman shall be governed by Article 208 of the Company.

Article 19: Directors may authorize another Director in writing to attend the meeting of the Board by specifying the scope of authorization in a power of attorney. A Director may only act as the proxy of one other Director.

Article 20: The remuneration to the Directors shall be determined by the Board under authorization in commensuration with the level of participation in the operation of the Company and the contribution value to the Company.

Article 20-1: The Company shall take liability insurance for the protection of the Directors for the duties they performed within their term of office.

Chapter V Managers

Article 22: The Company may establish the position of managers and the appointment, dismissal and remuneration of whom shall be governed by Article 29 of the Company Act.

Chapter VI Accounting

Article 23: At the end of the fiscal year, the Board of the Company shall prepare (1) Business Report; (2) Financial Statements; and (3) Proposal for Distribution of Earnings or Covering loss carried forward, and present to the Audit Committee 30 days prior to the scheduled day of General Meeting of Shareholders, and present to the General Meeting of Shareholders for recognition.

Article 24: If the Company has earnings of the year after account settlement, appropriate for the remuneration to the employees and the Directors specified as follows. If there is loss carried forward, the Company shall appropriate its earnings for covering loss carried forward. I At least 5% as remuneration to the employees in cash or stock, of which no less than 1% shall be allocated for the distribution of remuneration to grassroots employees. If payment is made in stock, employees of subsidiaries meeting specific conditions shall also be entitled to the payment. The Board shall set forth the condition for entitlement. II. No more than 1% as remuneration to the Directors. Earnings as previously mentioned, shall be the earnings before taxation and deduction of remuneration to the employees and the Directors. The remuneration to the employees and the Directors shall be reported to the General Meeting of Shareholders.

The employees of the Company entitled to the remuneration to the employees, the issuance of restricted shares, the issuance of ESO, and subscription of new shares and takeover the assigned shares shall also include the employees of the controlled entities or subsidiaries of the Company meeting the conditions set forth by the Board.

Article 24-1: If the Company has a net income of the year after account settlement, appropriate for the covering of loss carried forward (including the adjustment of the amount in undistributed earnings), and 10% for legal reserve as required by law. If the amount of legal reserve is equivalent to the total paid-in capital, no further appropriation for legal reserve will be necessary. It will be followed by the appropriation or reversal of special reserve. If there is still a balance, it will be pooled up the undistributed earnings at the beginning of the period (including the adjustment of the amount in undistributed earnings). The Board shall plan for the distribution of earnings. If the stock dividend and bonus are paid in cash in whole or in part, the Board shall be authorized to make a decision in a session attended by more than 2/3 of the Directors and a simple majority of the Directors in session and reported to the General Meeting of Shareholders. If a dividend is paid in stock in part, it will be necessary to present to the General Meeting of Shareholders for resolution.

Article 24- 2: The Company shall pay a stock dividend with reference to the profit status of the year

for dividend stability as the principle. The Company runs its operation in an unpredictable environment and is at the stage of growth of its life span. In consideration of long-term financial planning and meeting the needs of cash inflows of the shareholders, the Company adopts a balanced dividend policy. Thereby, the stock dividend payable to shareholders as stated in Article 24-1 shall not fall below 10% of the distributable income of the year. Cash dividend paid for each year shall not fall below 10% of the total dividend in cash and in stock.

Chapter VII Miscellaneous

Article 25: Anything not mentioned in the Articles of Incorporation shall be governed by the Company Act and other applicable laws.

Article 26: The Articles of Incorporation was instituted on 05/06/2002.

Amended for the 1st instance on 06/05/2003.

Amended for the 2nd instance on 06/30/2004.

Amended for the 3rd instance on 07/12/2004.

Amended for the 4th instance on 06/30/2005.

Amended for the 5th instance on 06/19/2006.

Amended for the 6th instance on 12/20/2006.

Amended for the 7th instance on 06/26/2007.

Amended for the 8th instance on 06/13/2008.

Amended for the 9th instance on 06/16/2009.

Amended for the 10th instance on 06/15/2010.

Amended for the 11th instance on 06/18/2012.

Amended for the 12th instance on 06/06/2016.

Amended for the 13th instance on 06/07/2017.

Amended for the 14th instance on 06/12/2019.

Amended for the 15th instance on 05/29/2020.

Amended for the 16th instance on 05/25/2022.

Amended for the 17th instance on 05/28/2025.

ASRock Incorporation

Chairman Hsu-Tien, Tung

Appendix III: Parliamentary Procedure for the Shareholders Meeting

ASRock Incorporation

Parliamentary Procedure for the Shareholders Meeting

- Article 1: Shareholders Meeting shall be governed by this Regulations unless the law provides otherwise.
- Article 2: A sign-in registry shall be prepared for the shareholders' meeting to sign in for the meeting. Shareholders may also surrender their sign-in cards instead. The number of shares represented by the shareholders shall be counted based on the sign-in record or the sign-in cards surrendered.
- Article 3: The attendance and voting of the Shareholders Meeting shall be based on the quantity of shares represented.
- Article 4: Shareholders Meeting shall be held at the locality where the Company is located, or a place for the convenience of the shareholders and also appropriate for such purpose. The meeting shall be held no earlier than 9:00 am or later than 3:00 pm.
- Article 5: If the Shareholders Meeting is called by the Board, the Chairman shall act as the Presiding Officer. In the absence of the Chairman due to leave or for other reasons, the Vice Chairman shall act as the proxy. If there is no position of a Vice Chairman or also in the absence of the Vice Chairman due to leave or for other reasons, the Chairman shall appoint 1 Executive Director to preside over the meeting. If there is no seat for Executive Director, 1 Director shall be appointed as proxy. If the Chairman has not appointed any person as a proxy, the Directors shall nominate one among themselves to preside over the meeting. If the Shareholders Meeting is called by a third party entitled to call for the meeting other than the Board, such party shall preside over the meeting.
- Article 6: The Company may appoint the commissioned lawyers, certified public accountants or related personnel to attend the meeting as observers. The administrative staff of Shareholders Meeting shall wear proper ID or arm badge for identification.
- Article 7: The Company shall keep track of the entire procedure of the Shareholders Meeting by voice recording or videotaping and keep the record for at least 1 year.
- Article 8: The Presiding Officer shall announce for the session of the Shareholders Meeting when the time is due. However, the Presiding Officer shall announce for the postponement of the meeting if the attendance of shareholders cannot represent more than half of the outstanding shares at that point in time. The Presiding Officer may announce to postpone the meeting twice and the total time lapse shall not be more than 1 hour. If the attendance of shareholders by then can represent more than 1/3 of the outstanding shares, provisional resolution may be made pursuant to Paragraph 1 of Article 175-1 of the Company Act.
- If the attendance of shareholders can represent more than half of the outstanding shares before the adjournment of the meeting, the Presiding Officer may make a provisional resolution and present to the Shareholders Meeting for resolution again pursuant to Article 174 of the Company Act.
- Article 9: If the Shareholders Meeting is held to the call of the Board, the Board shall prepare the agenda, and the meeting shall be unfolded in accordance with the agenda, which cannot be modified without the resolution of the Shareholders Meeting.
- The Shareholders Meeting may be called for by an entitled third party other than the Board and shall be governed by the same rules as stated in the preceding paragraph.
- The meeting shall be continued in accordance with the agenda as stated in the preceding 2 paragraphs (including the extemporary motions). The Presiding Officer

cannot announce the adjournment of the meeting without the resolution of the shareholders.

Shareholders cannot nominate another Presiding Officer to continue the meeting at the same place or in another place after the meeting is adjourned.

Article 10: Shareholders in session may express their opinions but shall put down the summary on the message slip specifying the subject of the speech, shareholder account number (or attendance pass number) and account title in advance. The Presiding Officer shall set the priority for the shareholders to express opinions. Shareholders who just present the message slip without actually taking the floor to express their opinions shall be construed as no expression of opinion. If the content of the speech is irrelevant to the content of the message slip, the latter shall prevail.

If a particular shareholder is giving a speech, other shareholders shall not interfere unless at the consent of the Presiding Officer and the shareholder who is giving the speech or the Presiding Officer shall stop the interference.

Article 11: Each shareholder may express an opinion on a particular motion no more than two times unless at the consent of the Presiding Officer, and no more than 5 minutes would be allowed for each instance of expression of opinion. If the content of opinion expressed by a specific shareholder is in defiance of the aforementioned rules or goes beyond the scope of the topic for discussion, the Presiding Officer shall stop such expression of opinion.

Article 12: Institutions commissioned to attend the Shareholders Meeting may appoint only 1 representative to the meeting. If specific institutional shareholders appoint more than 2 representatives to the meeting, only 1 may express an opinion on the same motion.

Article 13: The Presiding Officer may personally respond to a specific shareholder after expressing an opinion or appoint related personnel to respond.

Article 14: If the discussion on a particular motion is deemed sufficient and should be referred to voting, the Presiding Officer may announce the conclusion of the discussion and proceed to voting.

Article 15: If the Presiding Officer acts in defiance of the procedure by announcing for the adjournment of the meeting, the shareholders in session may nominate 1 person to act as the Presiding Officer with the consent of a simple majority to continue the meeting.

Article 16: The Presiding Officer shall appoint a number of scrutineers and tallying clerks and these personnel must also be shareholders. The voting result shall be announced on the scene and tracked on record.

Article 17: The Presiding Officer may announce a break in the duration of the meeting.

Article 18: Resolution of the motions shall be made by a session attended by shareholders representing more than half of the voting rights and the consent of a simple majority of the shareholders in session unless the Company Act or the Articles of Incorporation provide otherwise.

Article 19: If there is an amendment to or substitute for a particular motion, the Presiding Officer shall combine the amendment and the substitute with the original motion and set the priority for voting. If either the original motion or the amendment /substitute has been passed, it shall be construed as the veto of the others and no further voting will be necessary.

Article 20: The Presiding Officer shall command the prefects (or security guards) to keep the order of the meeting place. The prefects (or security guards) shall wear arm badge marking "Prefect" in performing their duties of keeping the order of the meeting place.

Article 21: The Regulations shall come into force at the resolution of the Shareholders Meeting. The same procedure is applicable to any amendment thereto.

Article 22: The Rules of Procedure of the Board of Directors Meetings has been passed by the Board and became effective on 06/19/2006.

The Rules of Procedure of the Board of Directors Meetings was amended for the 1st instance on 05/29/2024.

Appendix IV: Shareholding by Directors

1. The Company has paid-in capital amounting to NT\$1,235,440,490 and has issued 123,544,049 outstanding shares.
2. According to Article 26 of the Securities and Exchange Act, all Directors shall hold a minimum of 8,000,000 shares in totality.
3. The holding of shares by all Directors in totality and individually as stated in the shareholders roster as of the day of transaction of shares was prohibited prior to the General Meeting of Shareholders:

03/29/2026

Title	Name	Date of election to office	Quantity of shareholding	Proportion of shareholding (%)
Chairman	Hsu-Tien, Tung	05/29/2024	–	–
Director	Asus Investment Inc. Representative: Tzu-Hsien, Tung	05/29/2024	57,217,754	46.31
Director	Asus Investment Inc. Representative: Kuang-Chin, Cheng	05/29/2024	57,217,754	46.31
Director	Asus Investment Inc. Representative: Lung-Lun, Hsu	05/29/2024	57,217,754	46.31
Independent Director	Yang-Ming, Ou	05/29/2024	–	–
Independent Director	Yen-Hsuen, Su	05/29/2024	–	–
Independent Director	Tan-Hsu, Tan	05/29/2024	–	–
Total quantity of shares held by all Directors			57,217,754	46.31

Appendix V: Additional Information

Motions presented to the General Meeting of Shareholders:

1. According to Article 172-1 of the Company Act, shareholders holding more than 1% of the outstanding shares issued by the Company may present a motion to the General Meeting of Shareholders in writing. Still, only 1 motion is allowed for each shareholder and the content shall be limited to 300 words.
2. The period opened for motions for the General Meeting of Shareholders this year starts on 03/20/2026 and ends on 03/30/2026. The content of the motions has been disclosed at MOPS as required by law.
3. The Company did not receive any shareholders' proposal during the aforesaid period.