股票代號：2465

LEADTEK

麗臺科技股份有限公司

2026 Annual General Meeting Handbook

Date: June 3, 2026
Venue: B2, No. 726,Zhongzheng Rd.,Zhonghe Dist., New Taipei City
(Block 2, Far Eastern New Century Park)

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Leadtek Research Inc.
Procedure of 2026 Annual General Meeting

Time: 09:00, Friday, June 3, 2026

Venue: B2, No.726, Zhongzheng Rd., Zhonghe Dist., New Taipei City (B2, Building A, Far Eastern New Century Park)

Type of Meeting: Physical Meeting

I. Calling the Meeting to Order (report on the shares held by shareholders present)

II. Chairman Remarks

III. Report Items

(I) 2025 Business Report

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I. Report Items

(I) 2025 Business Report

1. Operation Highlight

The company's consolidated operating revenue for fiscal year 2025 totaled NT$4.436 billion, a 5.41% increase from NT$4.208 billion in fiscal year 2024. Gross profit was NT$436 million, with a gross profit margin rising to 9.81%. Net operating profit for the year was NT$86.52 million. Non-operating expenses, including interest expenses and losses from investments, totaled NT$13.97 million. Excluding income tax expenses and losses from closed operations, net profit attributable to the parent company for fiscal year 2025 was NT$36.45 million, with earnings per share of NT$0.43.

In 2025, the company conducted a cash capital increase, issuing 10 million shares at NT$45 per share, raising a total of NT$450 million, primarily used to repay bank loans. By the end of fiscal year 2025, the company's liability ratio had decreased from 80.32% to 27.52%, resulting in a significant improvement in its financial structure.

The relevant financial income and expenditure and profitability analysis are as follows:

Items		Year 2025	Year 2024
Financial Position(%)	Debt to assets ratio	27.52	80.32
	Long-term capital to property, plants and equipment	579.86	369.41
Solvency(%)	Current Ratio	321.72	116.48
	Quick Ratio	193.40	37.24
Profiability(%)	Return on assets	2.82	-14.97
	Return on equity	5.70	-55.15
	Net profit margin	1.07	-10.24

2025 was a pivotal year in the history of the graphics card industry. As generative AI moved from "cloud training" to "edge inference," the role of graphics cards (GPUs) underwent a remarkable transformation from graphics processors to "enterprise AI engines." In 2025, NVIDIA's Professional Visualization division achieved record-breaking revenue, with quarterly growth exceeding 50%, demonstrating that

enterprises' procurement of high-end workstation graphics cards has shifted from "optional" to "strategic standard." The overall market exhibited a clear polarization: on one hand, there was the massive computing power of data centers (Blackwell architecture); on the other hand, there were high-end RTX professional workstations for enterprise local use, together forming a complete computing ecosystem.

With the official mass production of the new generation of Blackwell architecture professional graphics cards in 2025, their memory bandwidth and AI computing performance showed significant improvements compared to the previous generation Ada Lovelace architecture. Especially when processing large language models with over 100 billion parameters, the new generation of graphics cards demonstrated unparalleled local inference performance, driving large-scale upgrade demand in the financial, medical, and research sectors.

Starting in 2025, to protect core data privacy, enterprises have been moving AI applications from the cloud back to local storage. This has led to a structural shortage in the market for professional cards with 48GB or more of graphics memory (such as the RTX 6000 series). Even with rising prices, enterprise purchasing intentions remain strong, which has also driven up the average selling price (ASP) for distributors.

During the global shortage caused by the tight production capacity of HBM4 memory and advanced packaging in 2025, our company, through stable partnerships with manufacturers and scientific inventory forecasting models, ensured a continuous supply of NVIDIA workstation graphics cards, strengthening our market share. Facing the technical hurdles of building AI systems, our workstation computers and server systems, combined with our self-developed AIDMS (AI Development Management System), provide applications for large language models. In Taiwan, manufacturing, financial services, government, and academic institutions have already adopted these systems, and the trend of enterprises building their own AI systems is becoming increasingly apparent. We look forward to expanding into the international market in the future. Our distribution of NVIDIA's Deep Learning DLI and Omniverse software is also steadily progressing in the Asia-Pacific market and China, and we anticipate strong

software sales in the future, helping customers shorten the deployment cycle of AI workstations.

2. 2026 annual business plan, development strategy, impact of external competitive environment, regulatory environment and overall business environment

   Regional wars, the US-China trade war restricting high-tech exports to China, the shift towards protectionism in global free trade, and the US-Israel attack on Iran driving up oil prices have created uncertainty in industrial layout and market demand. However, the booming development of the AI industry continues to drive demand for graphics cards, workstations, and servers.

   In October 2023, Leadtek Technology received strategic investments from Ablecom Technology and Compuware Technology through private equity, gaining strong support in server product chassis, cooling or water cooling systems, power supplies, and motherboards. Leadtek's gaming graphics cards, its distribution of NVIDIA workstation graphics cards, and even its AI software, NVIDIA AI, or Ominiverse software, constitute excellent overall AI workstation solutions for users. Leadtek is expected to gain some market share in the hottest AI computing server market. From now on, GPU graphics cards, workstations, and server integration will be Leadtek's main revenue streams, promising long-term stable growth.

Leadtek Research Inc.

Lu, Kun-Shan Lu, Chairman

Liang, Chuan-Chieh, President

Chang, Shen, Chief Accounting Officer

(II) 2025 Audit Report of Audit Committee

Leadtek Research Inc.
Audit Report of Audit Committee

This is to certify that

After completing the audit of the Company's individual financial statements and consolidated financial statements for 2025 submitted by the Board of Directors and audited by independent auditors Chien Szu-Chuan and Kuo Kuan-Ying of KPMG, the business report, and the loss compensation proposal, this Committee found no noncompliance and thus issued this audit report in accordance with Article 14-4 of the *Securities and Exchange Act* and Article 219 of the *Company Act*.

To

The 2026 Annual General Meeting of Leadtek Research Inc.

Ho Yao-Hung, Convener of the Audit Committee

Date: March 9, 2026

(III) Improvement Plan for Overdue Lending

1. From April to June 2017, the company loaned NT$35,000,000 to our subsidiary, Leadhope International Inc.("Leadhope" for short). Leadhope loaned the entire amount to Blueside Inc., a Korean company, mainly for the marketing expenses of the online game "Kingdom Under Fire II" for Taiwan, Hong Kong and Macau during its launch.
2. Korean company Blueside Inc. repaid NT$7,960,486 from 2017 to 2018 and NT$444,018 from 2019 to 2020. As of the end of 2021, the balance of our company's loan to Leadhope was NT$26,595,496. On September 30, 2024, the board of directors resolved to remove the total amount of NT$26,595,496 of this loan from the uncollected receivables of the accounting books.
3. Leadhope also passed the dissolution and liquidation case at the shareholders' extraordinary meeting on October 23, 2024. In December 2024, the Company applied to the competent authority for a one-year extension of the loan and repayment plan, and planned to complete the dissolution and liquidation of Leadhope within one year. The competent authority agreed to the case handling in its letter of Jinguan Zhengshen No. 1130151829 on December 19, 2024. Our company completed the dissolution and liquidation of Leadhope International Inc. on June 2025, and received a court document for record-keeping on July 11, 2025, confirming that the overdue loan to others for improvement projects has been completed.

(IV) 2025 Execution of the Operation Improvement Plan Following Cash Capital Increase

1. In 2025, the Company conducted a cash capital increase of 10,000,000 shares, which was declared effective by Financial Supervisory Commission on September 19, 2025, and the capital increase issuance was completed on November 12, 2025. The issue price per share was NT$45, raising a total of NT$450,000,000.
2. The implementation status of the operation strengthening plan for cash capital increase for the 2025 must be reported to the board of directors quarterly and submitted to the shareholders' meeting.

3. The company's operating plan projected revenue of NT$4,172,205 thousand for fiscal year 2025, and the actual revenue for this year was NT$4,435,960 thousand. The projected net profit for the current period was NT$57,990 thousand, and the actual net profit was NT$36,453 thousand. Overall, the company's performance was in line with expectations.

II. Ratification

(Proposal 1 made by the Board)

Financial statements and business report for 2025.

Explanation:

1. The individual financial statements and consolidated financial statements for 2025 (including the Statement of Financial Position, Statement of Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flow) have been audited and certified by KMPG Taiwan. These statements, alongside the business report, have also been audited by the Audit Committee without any non-compliance.
2. The 2025 Business Report, CPA Audit Report, and the above financial statements (please refer to Annexes 1 and 2 in pages 17~pages 24 and pages 25~pages 32 of this Handbook).

Resolution:

(Proposal 2 made by the Board)

Proposal for making up losses in 2025

Explanation: The proposal for making up losses in 2025 is as follows:

Leadtek Research Inc.
Loss Make-up Table
2025

Unit: NTD

Item	Amount	
	Subtotal	Total
Accumulated Deficit (Beginning of Period)		**(257,902,332)**
Add: Remeasurement of defined benefit plans	3,011,200	
Net loss after tax in 2025	36,452,987	
Total accumulated deficit		**(218,438,145)**
Item of cover accumulated deficits		
Capital reserve - Common stock premium	211,297,962	
Capital reserve -Recognization of changes in ownership and equity of subsidiaries	6,638,124	
Capital reserve - Employee stock options	502,059	
Total cover accumulated deficits		**218,438,145**
End of accumulated deficit		**0**

Chairman CEO: CAO:

Resolution:

III. Discussion

(Proposal 1 made by the Board)

Proposal to Amend the Articles of Incorporation.

Explanation:

(I) Article 18 of the Company's Articles of Incorporation. stipulates that the Company shall appoint a number of managerial officers, whose appointment, dismissal and remuneration shall be handled in accordance with the provisions of the Company Law.

(II) Article 29 of the Company Law stipulates that a company may appoint a managerial officer in accordance with its articles of Incorporation. The appointment, dismissal and remuneration of the managerial officers of a joint-stock limited company shall be carried out by the board of directors with the consent of more than half of the directors' present.

(III) The company plans to amend Article 18 of its Articles of Incorporation, adding a definition of managerial officers and the procedures for their appointment and removal.

(IV) For a comparison table of the Articles of Incorporation of the Company before and after the revision, please refer to Annex 3 in page 33 of this Handbook.

Resolution:

(Proposal 2 made by the Board)

Private Placement Cash Capital Increase

Explanation:

(I) To replenish working capital, repay bank loans, fund investments, or meet other long-term operational and development funding needs, the Company intends to conduct a private placement of cash to increase its common stock by no more than 10,000,000 shares at an appropriate time, depending on market conditions, with a par value of NT$10 per share. The Company requests authorization from the shareholders' meeting for the Board of Directors to conduct this process once or twice within one year from the date of the shareholders' resolution.

(II) According to Article 43-6 of the Securities and Exchange Act, the following matters should be explained when conducting private placements:

1. Pricing basis of private placement and its reasonableness:
   (1) The price of common shares in this private placement will

be set 1, 3 or 5 days before the pricing date. Choose one business day to calculate the simple arithmetic average of the closing price of common stocks, deduct free allotment, ex-rights and dividends, and add back the capital reduction reaction The stock price after ex-rights, or the simple arithmetic average of the closing prices of common stocks in the 30 business days before the pricing date minus free allotment and ex-rights and dividend distribution, and add back the stock price after capital reduction and ex-rights. The higher of the two calculated prices is the reference price.

(2) The actual private placement price and the actual pricing date will be determined by the Board of Directors based on the circumstances of future negotiations with specific parties and market conditions, subject to authorization from the Shareholders' Meeting. However, the actual private placement price shall not be lower than 80% of the reference price.

(3) The pricing of the private placement was determined with reference to the company's operating performance, future outlook, and recent share price; and taking into account the restriction on the transfer of the privately placed securities within three years from the date of delivery, which is reasonable.

(4) In response to market changes and for considerations of the company's sound operation and financial structure security, this private placement of common stock may necessitate an issuance price below par value. If the price per share falls below par value, the expected impact on shareholders' equity will be a loss arising from the difference between the actual issuance price and the par value, which will be offset in accordance with legal procedures. Furthermore, after the benefits of the capital increase become apparent, the company's financial structure will improve, which will be conducive to the company's stable long-term development and will positively contribute to shareholders' equity; therefore, it will not have a negative impact on shareholders' equity.

2. Methods of selection for specific individuals: The targets of this private placement must comply with Article 43-6 of the Securities and Exchange Act Special persons specified in the

Financial Supervisory Commission's Sep 12, 2023 (112) Taiwan Finance Order No. 1120383220 Limited.

(1) If the applicant is an insider or related person of the company:

A. Selection method and purpose: Choosing someone with a certain understanding of the company's operations is beneficial to the company's future operational development.

B. List of potential insiders or related parties among the applicants for private placement of ordinary shares and their relationship to the company:

Possible Applicant	Relationship to the company
ABLECOM TECHNOLOGY INC.	The major shareholder and directors of our company's institutional shareholder

C. If the applicant is a legal entity, the following matters should be disclosed: Name of the top ten shareholders about ABLECOM TECHNOLOGY INC. and relationship with our company:

No.	Name of shareholders	Shareholding ratio	Relationship with our company
1	Globelight International Technology Inc.	11.99%	None
2	Liao, Chun-Mei	11.72%	None
3	Wei Cheng International Investment Co., Ltd.	11.13%	None
4	Yi Zhan Investment Co., Ltd.	8.94%	Company legal representative
5	Liang, Jian-Fa	7.97%	Company legal representative
6	Liang, Jian-Kuo	6.52%	Liang, Jian-Fa's brother
7	Liu Chiu-Chu	5.59%	Liang, Jian-Fa's sister-in-law
8	Liang, Jian-Hou	4.87%	Liang,Jian-Fa's brother
9	Top Investment Inc.	4.32%	None
10	Chang Jian-Tsun	4.16%	Liang, Jian-Fa's wife
Total		77.21%	

(2) If the applicant is a strategic investor:

A. The selection method and purpose: Select individuals or entities that can help the company improve its technology, develop products, reduce costs, expand its market, or strengthen customer relationships. Leverage their experience, technology, knowledge, or channels

to enhance the company's operational performance and/or profitability.

B. Necessity: This is necessary for strengthening the company's financial structure, expanding its operational scale, and ensuring the company's long-term development.

C. Estimated benefits: Private placement cash capital increase is expected to improve the company's financial structure, enhance operating performance, and strengthen its competitiveness.

3. Necessary reasons for private placement:

(1) Reason for conducting non-public offering: Considering the quick and easy nature of private placements, which facilitates the introduction of investors, and by authorizing the board of directors to conduct private placements based on the company's actual operational needs, the company's fundraising flexibility and agility will be effectively improved.

(2) Credit limit of private placement: The issuance shares do not exceed 10,000,000 shares s, which shall be processed in installments once or twice within one year from the date of resolution of the shareholders' regular meeting.

(3) Purpose of Funds and benefits

Expected number of processing times	Use of the funds raised in this private placement	Estimated benefits
First time	Expand working capital, repay bank loans, make investments, or other long-term development funds for the company.	To improve the company's financial structure, enhance operating performance, and strengthen its competitiveness.
Second time		

4. According to the "Precautions for Directions for Public Companies Conducting Private Placements of Securities," if a significant change in management occurs within one year prior to a board resolution to conduct a private placement, or if the introduction of strategic investors through a private placement will result in a significant change in management, the board should request an assessment of the necessity and rationality of conducting the private placement from the securities underwriter. As required, an assessment of the

necessity and rationality of conducting a private placement should be obtained from Taishin Securities Co., Ltd. Please refer to Appendix 4 on pages 34 to 41 .

(III) The rights and obligations of the ordinary shares in this private placement are the same as the ordinary shares issued by the company, but in accordance with the provisions of Article 43-8 of the Securities and Exchange Act, unless certain circumstances are met, it can only be obtained after three years from the date of delivery or transfer. Freely transferable, and three years after the delivery date of the private equity common shares, a supplementary issuance and listing application shall be made in accordance with relevant laws and regulations trade.

(IV) The main contents of this private placement plan, apart from the private placement pricing ratio, include the actual number of shares issued, the issue price, the issuance conditions, the planned projects and expected benefits, as well as other matters not covered herein, or matters that may be amended in the future due to changes in laws or regulations, instructions from the competent authorities, or other needs required by this case. Within the scope and principles of this proposal, it is proposed to request the shareholders' meeting to authorize the board of directors to adjust, formulate, and handle these matters according to market conditions. Furthermore, it is proposed to request the shareholders' meeting to authorize the chairman to sign all contracts and documents related to the private placement of ordinary shares on behalf of the company, and to handle all matters related to the private placement of ordinary shares for the company.

Resolution:

IV.Election

(Proposal 1 made by the Board)

Election of Directors

Explanation:

(I) The current directors of the company will have their termsexpire on June 8, 2026 and we plan to hold an election o of the 14th Board of Directors together with this shareholders' meeting.

(II) According to Article 14 of the Company's Articles ofAssociation, seven directors (including four independent directors) shall be elected, and the directors shall be nominated by the shareholders from the list of director candidates.

(III) The newly appointed directors will serve a three-yearterm, from June 3, 2026 to June 2, 2029. The term of office for the existing directors will end upon the completion of this shareholders' meeting.

(IV) The list of director candidates was approved by theBoard of Directors of the Company on April 13, 2026. Please refer to Annex 5 on pages 42 to 43 of the Handbook.

Election results:

V. Others

(Proposal 1 made by the Board)

Proposal of Lifting the Non-Compete Restrictions for Directors.

Explanation:

(I) In accordance with Article 209 of the *Company Act*: “A director who does anything for himself or on behalf of another person that is within the scope of the company’s business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval.”

(II) If new directors of the company have invested in other companies having a scope of services *identical* or similar to that of the company, with the premise of not harming the company’s interest, the AGM is asked to lift the non-compete restrictions on these directors.

(III) Please refer to Annex 6 Details of Non-Compete Restrictions for Directors in page 44 of the Handbook.

Resolution:

VI. Special Motion

VII. Adjournment

Annex 1

Independent Auditors' Report

To the Board of Directors, Leadtek Research Inc.:

Audit opinion

We have audited the Statement of Balance Sheets of Leadtek Research Inc. as of December 31, 2025 and 2024, and the statement of comprehensive income, statement of changes in equity and statement of cash flow from January 1 to December 31, 2025 and 2024, and the notes to parent company only financial statements (including the summary of significant accounting policies).

In our opinion, the said parent company only financial statements were prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and thus presented fairly, in all material aspects, the financial position of Leadtek Research Inc. as of December 31, 2025 and 2024 as well as the financial performance and cash flow from January 1 to December 31, 2025 and 2024.

Basis of audit opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the generally accepted auditing standards. Our responsibilities under such standards are further described in the “CPA’s responsibility for the audit of the parent company only financial statements” section in this report. We were independent of Leadtek Research Inc. in accordance with the Norms of Professional Ethics for Certified Public Accountants and fulfilled all other responsibilities thereunder. We believe that we acquired sufficient and appropriate audit evidence to base our audit opinions.

Key audit matters

Key audit matters refer to, based on our professional judgment, the most important matters for auditing the 2025 parent company only financial statements of Leadtek Research Inc. These matters were addressed in the content of our audit of the parent company only financial statements as a whole, and in forming our opinion thereon, and we do not provide separate opinions on those matters. The key audit matters determined by us to be communicated on the auditor’s report are as follows:

I. Revenue recognition

For the accounting policy on revenue recognition, please refer to Note 4(15), Recognition of Revenue, of the parent company only financial statements. For the explanation of revenue, please refer to Note 6(20), Income, of the parent company only financial statements.

Description of key audit matters:

Operating income is an important item in the parent company only financial statements and affects the users on their understanding of the overall financial statements. Therefore, the test of revenue recognition is an important assessment item for the independent auditors in the audit financial statements of Leadtek Research Inc.

Corresponding audit procedures:

The main audit procedures for the aforementioned key audit items include testing relevant controls sales and collection cycle, executing the confirmation procedure for accounts receivable, and conducting spot-check of relevant documents from the operating revenue statements to make sure that the obligation to fulfill sales agreements has been completed. Whether the timing of revenue recognition of Leadtek Research Inc. complies with relevant standards is also assessed.

II. Inventory valuation

For the accounting policy of inventory valuation, please refer to Note 4(7), Inventory, of the parent company only financial statements; for the estimate uncertainty of inventory valuation, please refer to Note 5 of the parent company only financial statements; for the description of inventory and related expenses, please refer to Note 6(4) of the parent company only financial statements.

Description of key audit matters:

The inventory in the parent company only financial statements is measured based on the lower of the cost or net realizable value. Due to product technology updates, existing products become obsolete or are no longer meet market demands, and this may result in a lower book value of the inventories than the net realizable value. And, estimation is involved in the valuation of the inventory's net realized value , so inventory valuation is one of the important estimation matters for us to perform the audit of the consolidated financial statements.

Corresponding audit procedures:

The major audit procedures we adopted for this key audit matter include understanding the appropriation policy of Leadtek Research Inc. for the loss on inventory write-down and obsolescence, and assessing whether they have been appropriated in accordance with the accounting policy. In addition, the inventory age report was reviewed to analyze its changes in each period. Testing was conducted based on the interval classification in the inventory age report and the calculation table with respect to the lower of the cost or net realizable value, in order to assess the reasonableness of the inventory net realizable value.

III. Investment under equity method and share of recognized profit (loss) in subsidiaries

For the accounting policy of investment under equity method, please refer to Note 4(9), Investment in Subsidiaries, of the parent company only financial statements; for the revenue recognition and the estimate uncertainty of inventory valuation, please refer to Note 5 of the parent company only financial statements; for the description of investment under equity method, please refer to Note 6(5), Investment under Equity Method, of the parent company only financial statements.

(I)Revenue recognition of subsidiaries

Leadtek (SHANGHAI) Research Inc., recognized by Leadtek Research Inc. under equity method, is mainly engaged in the sale and purchase of communication equipment, computers, communications, telecommunications and their peripheral equipment. Operating income is an important item in the financial statements and affects the users on their understanding of the overall financial statements. Therefore, the test of revenue recognition is an important assessment item for the independent auditors in the audit financial statements of Leadtek Research Inc.

Corresponding audit procedures:

The main audit procedures for the aforementioned key audit items include testing relevant controls sales and collection cycle, executing the confirmation procedure for accounts receivable, and conducting spot-check of relevant documents from the operating revenue statements to make sure that the obligation to fulfill sales agreements has been completed. Whether the timing of revenue recognition of the subsidies complies with relevant standards is also assessed.

(II) Inventory valuation of subsidiaries

Leadtek (SHANGHAI) Research Inc., the subsidiary recognized by Leadtek Research Inc. under equity method, is mainly engaged in trading of communication devices, computers, communications, telecommunications and peripheral equipment. Inventories are measured at the lower of cost or net realizable value. Due to product technology updates, existing products become obsolete or are no longer meet market demands, and this may result in a lower book value of the inventories than the net realizable value. And, estimation is involved in the valuation of the inventory's net realized value, so the inventory valuation of the subsidiary is one of the important estimation matters for us to perform the audit of the consolidated financial statements.

Corresponding audit procedures:

The major audit procedures we adopted for this key audit matter include understanding the appropriation policy of the subsidiary for the loss on inventory write-down and obsolescence, and assessing whether they have been appropriated in accordance with the accounting policy. In addition, the inventory age report was reviewed to analyze its changes in each period. Testing was conducted based on the interval classification in the inventory age report and the calculation table with respect to the lower of the cost or net realizable value, in order to assess the reasonableness of the inventory net realizable value.

Responsibility of the management and governance unit for the parent company only financial statements

The management was responsible for preparation of the parent company only financial statements with fair presentation in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and maintaining the necessary internal control related to preparation of the financial statements to ensure that the consolidated financial statements were free of material misstatement due to fraud or errors.

During preparation of the parent company only financial statements, the management was also responsible for evaluating the ability of going concern of Leadtek Research Inc., disclosure of relevant matters and application of the going concern basis of accounting unless the management intended to make Leadtek Research Inc. enter into liquidation or terminate its operations, or there was no other actual and feasible solutions other than liquidation or termination of its operations.

Those charged with governance (including the Auditing Committee) are responsible for overseeing the financial reporting process of Leadtek Research Inc.

CPA's responsibility for the audit of the parent company only financial statements

We audited the parent company only financial statements for the purpose of obtaining reasonable assurance about whether the parent company only financial statements were free of material misstatement due to fraud or errors and issuing an auditor's report. Reasonable assurance refers to a high level of assurance; however, we could not guarantee to detect all material misstatements in the parent company only financial statements through the audit conducted based on the generally accepted auditing standards. Misstatements may arise from fraud or error. If an individual or total amount misstated is reasonably expected to have a impact on the economic decision-making of users of the parent company only financial statements, the misstatements is deemed material.

As part of an audit in accordance with auditing standards, we exercise professional judgment and skepticism throughout the audit. We also performed the following tasks:

1. We identified and evaluated the risk of any misstatements in the parent company only financial statements due to fraud or errors, designed and implemented applicable response measures for the evaluated risks, and acquired sufficient and appropriate audit evidence to base our audit opinions. Since fraud may involve collusion, forgery, omission on purpose, fraudulent statements or violation of internal control, we did not find that the risk of misstatements due to fraud was higher than the same due to errors.
2. We understood the internal control related to the audit to an extent necessary to design audit procedures applicable to the current circumstance; however, the purpose of such work was not to express opinions towards the internal control effectiveness of Leadtek Research Inc.
3. We evaluated the appropriateness of the accounting policies adopted by the management and the rationality of the accounting estimates and relevant disclosures made by the management.

4. We drew a conclusion about the appropriateness in the adoption of the going concern basis of accounting by the management and whether the event or circumstance which might cause major doubts about the ability of going concern of Leadtek Research Inc. had a material uncertainty. If any material uncertainty was considered to exist in such event or circumstance, we must provide a reminder in the auditor's report for the users of the parent company only financial statements to pay attention to the relevant disclosure therein, or amend our audit opinions when such disclosure was inappropriate. Our conclusion was drawn based on the audit evidence acquired as of the date of this auditor's report. However, future events or circumstances might result in a situation where Leadtek Research Inc. would and the subsidiaries no longer have the ability of going concern.
5. We evaluated the overall presentation, structure, and contents of the parent company only financial statements (including relevant notes) and whether the parent company only financial statements presented relevant transactions and events fairly.
6. We acquired sufficient and appropriate audit evidence with respect to the financial information of the investees under equity method to provide opinions regarding the parent company only financial statements. We were responsible for instruction, supervision and conduct of the audit cases, as well as the expression of the audit opinions for the Leadtek Research Inc.

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

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

We determined the key audit matters to be audited in the 2025 parent company only financial statements of Leadtek Research Inc. based on the matters communicated with the governance unit. Unless public disclosure of certain matters were prohibited by related laws or regulations or if, in very exceptional circumstances, we determined not to cover such matters in the auditor's report, as we could reasonably expect that the negative impact of the coverage was greater than the public interest brought thereby, we specified such matters in the auditor's report.

The engagement partners on the audit resulting in this independent auditors' report are Szu-Chuan Chien and Kaun-Ying Kuo.

KPMG Taiwan

Taipei, Taiwan (Republic of China)
March 9, 2026

Leadtek Research Inc.

Balance Sheets

December 31, 2025 and 2024

Unit: NTD thousand

		December 31, 2025		December 31, 2024	
	Assets	**Amount**	**%**	**Amount**	**%**
	Current assets:				
1100	Cash and cash equivalents (Note 6(1))	$ 212,877	16	99,213	7
1170	Net accounts receivable (Note 6(2))	168,307	13	202,576	14
1180	Accounts receivable - related parties, net (Note 6(2) and 7)	31,338	2	126,953	9
1200	Other receivables (Notes 6(3) and 7)	-	-	19,654	1
130x	Inventory (Note 6(4))	247,870	19	215,211	15
1421	Prepayment for purchases	-	-	635	-
1476	Other financial assets - current (Note 8)	1,000	-	33,768	3
1470	Other current assets	15,689	1	11,474	1
		677,081	51	709,484	50
	Non-current assets				
1550	Investment under equity method (Note 6(5))	421,263	32	433,428	30
1600	Property, plant and equipment (Notes 6(7) and 8)	187,938	14	197,963	14
1755	Right-of-use assets (Note 6(8))	3,678	-	34,522	3
1780	Intangible assets (Note 6(9))	3,159	-	4,341	-
1975	Net defined benefit assets - non-current (Note 6(15))	23,472	2	19,591	1
1990	Other non-current assets (Note 8)	14,344	1	25,358	2
		653,854	49	715,203	50
	Total assets	**$ 1,330,935**	**100**	1,424,687	100

		December 31, 2025		December 31, 2024	
	Liabilities and equity	**Amount**	**%**	**Amount**	**%**
	Current liabilities:				
2100	Short-term borrowings (Notes 6(10), 7 and 8)	$ -	-	410,450	29
2170	Accounts payable	106,952	9	90,302	6
2200	Other payables (Note 7)	41,232	3	168,693	12
2130	Contract liabilities - current (Note 6(20))	52,199	4	9,663	1
2250	Provision for liabilities - current (Note 6(12))	12,914	1	10,960	1
2280	Lease liabilities - current (Note 6(13))	3,181	-	16,396	1
2300	Other current liabilities	708	-	2,909	-
2320	Long-term borrowings due within one year or operating cycle (Notes 6(11), 7 and 8)	19,367	1	59,725	4
		236,553	18	769,098	54
	Non-current liabilities:				
2540	Long-term borrowings (Notes 6(11), 7 and 8)	-	-	41,853	3
2645	Deposit received	1,704	-	874	-
2570	Deferred income tax liabilities (Note 6(16))	5,402	-	4,614	-
2580	Lease liabilities - non-current (Note 6(13))	674	-	19,469	1
2650	Credit balance of investments accounted for under equity method (Note 6(5))	-	-	4,623	1
		7,780	-	71,433	5
	Total liabilities	244,333	18	840,531	59
	Equity:				
3100	Share capital (Note 6(17))	939,460	71	839,460	59
3200	Capital reserve (Note 6(17))	363,622	27	187,192	13
3350	Accumulated profit and loss (Note 6(17))	(218,438)	(16)	(445,094)	(31)
3400	Other equities	1,958	-	2,598	-
	Total equity	1,086,602	82	584,156	41
	Significant contingent liabilities and unrecognized contractual commitments (Note 9)				
	Total liabilities and equity	**$ 1,330,935**	**100**	1,424,687	100

(Please refer to the attached notes to the parent company only financial statements)

Chairman: Lu Kun-Shan **Managerial Officer: Liang Chuan-Chieh** **Accounting Officer: Chang Shen**

Leadtek Research Inc.

Statements of Comprehensive Income

January 1 to December 31, 2025 and 2024

Unit: NTD thousand

		2025		2024	
		Amount	%	Amount	%
4000	**Operating revenue** (Notes 6(20) and 7)	$ 2,729,701	100	2,525,010	100
5000	**Operating cost** (Notes 6(4), 6(12), 7, and 12)	2,411,622	88	2,336,950	93
		318,079	12	188,060	7
5910	Less: Unrealized sales profit or loss	27,816	1	4,044	-
5900	**Gross profit**	290,263	11	184,016	7
6000	**Operating expenses** (Notes 6(2), 6(3), 6(13), 6(15), 7 and 12)**:**				
6100	Marketing expense	94,613	3	235,965	9
6200	Administrative expense	75,378	3	87,680	3
6300	Research and development expense	41,703	2	191,906	8
6450	Expected credit impairment loss	14,847	1	24,426	1
		226,541	9	539,977	21
6900	**Net operating profit (loss)**	63,722	2	(355,961)	(14)
7000	**Non-operating revenues and expenses**				
7010	Other income and expenses (Note 6(14) and 7)	14,273	1	4,393	-
7100	Interest income	1,708	-	8,379	-
7225	Gain on disposal of investments (Note 6(6))	31,467	1	-	-
7230	Net foreign exchange gain (loss)	(1,843)	-	15,414	-
7050	Financial cost	(18,594)	(1)	(24,021)	-
7775	Share of loss in affiliates and joint ventures recognized under equity method (Note 6(5))	(54,280)	(2)	(84,533)	(3)
		(27,269)	(1)	(80,368)	(3)
7900	**Net income (loss) before tax**	36,453	1	(436,329)	(17)
7950	**Less: Income tax expense** (Note 6(16))	-	-	4,882	-
	Net income (loss) for the period	36,453	1	(441,211)	(17)
8300	**Other comprehensive income:**				
8310	**Items not reclassified into profit or loss**				
8311	Remeasurement of defined benefit plan (Note 6(15))	3,764	-	4,565	-
8316	Unrealized gains or losses on investment in equity instruments measured at fair value through other comprehensive income	-	-	(3,163)	-
8349	Less: Income tax related to items not subject to reclassification (Note 6(16))	753	-	913	-
	Total of items not reclassified into profit or loss	3,011	-	489	-
8360	**Items that may be subsequently reclassified to profit or loss**				
8361	Exchange differences arising from the translation of financial statements of foreign operations	(145)	-	17,235	-
8380	Share of other comprehensive income in subsidiaries, affiliates and joint ventures recognized under equity method	(460)	-	3	-
8399	Less: Income tax related to items that may be reclassified (Note 6(16))	35	-	3,447	-
	Total items that may be subsequently reclassified to profit or loss	(640)	-	13,791	-
8300	**Other comprehensive income for the period**	2,371	-	14,280	-
8500	**Total comprehensive income for the period**	**$ 38,824**	**1**	**(426,931)**	**(17)**
	Basic and diluted earnings (loss) per share (in dollars) (Note 6(19))				
9750	**Basic earnings (loss) per share (in dollars)**	**$**	**0.43**		**(5.26)**
9850	**Diluted earnings (loss) per share (in dollars)**	**$**	**0.43**		**(5.26)**

(Please refer to the attached notes to the parent company only financial statements)

Chairman: Lu Kun-Shan **Managerial Officer: Liang Chuan-Chieh** **Accounting Officer: Chang Shen**

Leadtek Research Inc.

Statements of Changes in Equity

January 1 to December 31, 2025 and 2024

Unit: NTD thousand

				Other equities		
	Share capital	**Capital reserve**	**Accumulated profit and loss**	**Exchange differences arising from the translation of financial statements of foreign operations**	**Unrealized gain or loss on financial assets measured at fair value through other comprehensive income**	**Total equity**
Balance as of January 1, 2024	$ 839,460	419,475	(232,283)	307	(15,872)	1,011,087
Net loss for the period	-	-	(441,211)	-	-	(441,211)
Other comprehensive (loss) income for the period	-	-	3,652	13,791	(3,163)	14,280
Total comprehensive (loss) income for the period	-	-	(437,559)	13,791	(3,163)	(426,931)
Other changes in capital reserve:						
Capital reserve to make up loss	-	(232,283)	232,283	-	-	-
Disposal of equity instruments measured at fair value through other comprehensive income	-	-	(7,535)	-	7,535	-
Balance as of December 31, 2024	**839,460**	**187,192**	**(445,094)**	**14,098**	**(11,500)**	**584,156**
Net income for the period	-	-	36,453	-	-	36,453
Other comprehensive (loss) income for the period	-	-	3,011	(640)	-	2,371
Total comprehensive (loss) income for the period	-	-	39,464	(640)	-	38,824
Other changes in capital reserve:						
Capital reserve to make up loss	-	(187,192)	187,192	-	-	-
Capital increase in cash	100,000	350,000	-	-	-	450,000
Changes in ownership interests in subsidiaries	-	6,638	-	-	-	6,638
Share-based payment transactions	-	6,984	-	-	-	6,984
Balance as of December 31, 2025	**$ 939,460**	**363,622**	**(218,438)**	**13,458**	**(11,500)**	**1,086,602**

(Please refer to the attached notes to the parent company only financial statements)

Chairman: Lu Kun-Shan **Managerial Officer: Liang Chuan-Chieh** **Accounting Officer: Chang Shen**

Leadtek Research Inc.

Statements of Cash Flows

January 1 to December 31, 2025 and 2024

Unit: NTD thousand

	2025	2024
Cash flow from operating activities:		
Net income (loss) before tax for the period	$ 36,453	(436,329)
Adjustment:		
Income and expense		
Depreciation expense	30,773	38,479
Amortization expense	4,922	6,793
Expected credit impairment loss	14,847	24,426
Interest expense	18,594	24,021
Interest income	(1,708)	(8,379)
Share-based payment expense	6,984	-
Share of loss in subsidiaries, affiliates and joint ventures recognized under equity method	54,280	84,533
Gain on disposal of property, plant and equipment	(137)	(212)
Gain on disposal of investments	(31,467)	-
Unrealized sales profit or loss	27,816	4,044
Others	(2,670)	(2,747)
Total income and expense	122,234	170,958
Net changes in assets related to operating activities:		
Decrease (increase) in accounts receivable	116,413	(11,438)
Decrease in other receivables	18,278	-
(Increase) decrease in inventory	(32,659)	86,767
Decrease in prepayments for purchases	635	27,779
(Increase) decrease in other current assets	(4,215)	10,043
Others	(118)	2
Total net changes in assets related to operating activities	98,334	113,153
Net changes in liabilities related to operating activities:		
Increase (decrease) in contract liabilities	42,536	(11,576)
Increase in accounts payable	16,650	17,755
(Decrease) increase in other payables and other current liabilities	(128,413)	22,993
Increase in provision for liabilities	1,954	2,133
Total net changes in liabilities related to operating activities	(67,273)	31,305
Total net changes in assets and liabilities related to operating activities	31,061	144,458
Total adjustment	153,295	315,416
Cash inflow (outflow) from operations	189,748	(120,913)
Interest received	1,708	1,918
Interest paid	(19,844)	(23,109)
Net cash inflow (outflow) from operating activities	171,612	(142,104)
Cash flow from investing activities:		
Disposal of financial assets measured at fair value through other comprehensive income	-	1,155
Acquisition of investments accounted for under equity method	(100,000)	-
Disposal of investments accounted for under equity method	64,727	-
Acquisition of property, plant, and equipment	(13,700)	(21,717)
Disposal of property, plant, and equipment	5,788	3,391
Decrease (increase) in refundable deposits	11,014	(3,135)
Acquisition of intangible assets	(3,990)	(6,554)
Disposal of intangible assets	250	-
Decrease in restricted assets	32,768	38,572
Net cash (outflow) inflow from investing activities	(3,143)	11,712
Cash flow from financing activities:		
(Decrease) increase in short-term borrowings	(410,450)	150,653
Borrowing of long-term loans	-	100,000
Repayment of long-term borrowings	(82,211)	(117,230)
Increase (decrease) in deposit received	830	(516)
Repayment of lease principal	(12,974)	(15,805)
Capital increase in cash	450,000	-
Net cash (outflows) inflows from financing activities	(54,805)	117,102
Increase (decrease) in cash and cash equivalents for the period	113,664	(13,290)
Opening balance of cash and cash equivalents	99,213	112,503
Closing balance of cash and cash equivalents	**$ 212,877**	**99,213**

(Please refer to the attached notes to the parent company only financial statements)

Chairman: Lu Kun-Shan **Managerial Officer: Liang Chuan-Chieh** **Accounting Officer: Chang Shen**

Independent Auditors' Report

To the Board of Directors, Leadtek Research Inc.:

Audit opinion

We have audited the consolidated Statement of Balance Sheets of Leadtek Research Inc. and its subsidiaries as of December 31, 2025 and 2024, and the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flow from January 1 to December 31, 2025 and 2024, and the notes to consolidated financial statements (including the summary of significant accounting policies).

In our opinion, the said consolidated financial statements were prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and the International Financial Reporting Standards, International Accounting Standards, and interpretations approved and released by the Financial Supervisory Commission, and thus presented fairly, in all material aspects, the consolidated financial position of Leadtek Research Inc. and its subsidiaries as of December 31, 2025 and 2024 as well as their consolidated financial performance and consolidated cash flow from January 1 to December 31, 2025 and 2024.

Basis of audit opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the generally accepted auditing standards. Our responsibilities under such standards are further described in the “CPA’s responsibility for the audit of the consolidated financial statements” section in this report. We were independent of Leadtek Research Inc. and its subsidiaries in accordance with the Norms of Professional Ethics for Certified Public Accountants and fulfilled all other responsibilities thereunder. We believe that we acquired sufficient and appropriate audit evidence to base our audit opinions.

Key audit matters

Key audit matters refer to, based on our professional judgment, the most important matters for auditing the 2025 consolidated financial statements of Leadtek Research Inc. and its subsidiaries. These matters were addressed in the content of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide separate opinions on those matters. The key audit matters determined by us to be communicated on the auditor’s report are as follows:

I. Inventory valuation

For the accounting policy of inventory valuation, please refer to Note 4(9), Inventory, of the consolidated financial statements; for the estimate uncertainty of inventory valuation, please refer to Note 5 of the consolidated financial statements; for the description of inventory and related expenses, please refer to Note 6(4) of the consolidated financial statements.

Description of key audit matters:

The inventory in the consolidated financial statements is measured based on the lower of the cost or net realizable value. Due to product technology updates, existing products become obsolete or are no longer meet market demands, and this may result in a lower book value of the inventories than the net realizable value. And, estimation is involved in the valuation of the inventory's net realized value, so inventory valuation is one of the important estimation matters for us to perform the audit of the consolidated financial statements.

Corresponding audit procedures:

The major audit procedures we adopted for this key audit matter include understanding the appropriation policy of Leadtek Research Inc. and its subsidiaries for the loss on inventory write-down and obsolescence, and assessing whether they have been appropriated in accordance with the accounting policy. In addition, the inventory age report was reviewed to analyze its changes in each period. Testing was conducted based on the interval classification in the inventory age report and the calculation table with respect to the lower of the cost or net realizable value, in order to assess the reasonableness of the inventory net realizable value.

II. Recognition of revenue

For the accounting policy on revenue recognition, please refer to Note 4(16), Recognition of Revenue, of the consolidated financial statements. For the explanation of revenue, please refer to Note 6(20), Income, of the consolidated financial statements.

Description of key audit matters:

Leadtek Research Inc. and its subsidiaries are mainly engaged in the sale and purchase of communication equipment, computers, communications, telecommunications and their peripheral equipment. Operating income is an important item in the consolidated financial statements and affects the users on their understanding of the overall financial statements. Therefore, the test of revenue recognition is an important assessment item for the independent auditors in the audit of the consolidated financial statements of Leadtek Research Inc. and its subsidiaries.

Corresponding audit procedures:

The main audit procedures for the aforementioned key audit items include testing relevant controls of the sales and collection cycle, executing the confirmation procedure for accounts receivable, and conducting spot-check of relevant documents from the operating revenue statements to make sure that the obligation to fulfill sales agreements has been completed. Whether the timing of revenue recognition of Leadtek Research Inc. and its subsidiaries complies with relevant standards is also assessed.

Other matters

For the parent company only financial statements prepared by Leadtek Research Inc. for 2025 and 2024, we issued an independent auditors' report with unqualified opinions for reference.

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

The management was responsible for preparation of the consolidated financial statements with a fair presentation in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, and interpretations approved and released by the Financial Supervisory Commission and maintaining the necessary internal control related to the preparation of the consolidated financial statements to ensure that the consolidated financial statements were free of material misstatement due to fraud or errors.

During preparation of the consolidated financial statements, the management was also responsible for evaluating the ability of going concern of Leadtek Research Inc. and its subsidiaries, disclosure of relevant matters

and application of the going concern basis of accounting unless the management intended to make Leadtek Research Inc. and its subsidiaries enter into liquidation or terminate its operations, or there was no other actual and feasible solutions other than liquidation or termination of its operations.

Those charged with governance (including the Auditing Committee) are responsible for overseeing the financial reporting process of Leadtek Research Inc. and its subsidiaries.

CPA's responsibility for the audit of the consolidated financial statements

We audited the consolidated financial statements for the purpose of obtaining reasonable assurance about whether the consolidated financial statements were free of material misstatement due to fraud or errors and issuing an auditor's report. Reasonable assurance refers to a high level of assurance; however, we could not guarantee to detect all material misstatements in the consolidated financial statements through the audit conducted based on the generally accepted auditing standards. Misstatements may arise from fraud or error. If an individual or total amount misstated is reasonably expected to have a impact on the economic decision-making of users of the consolidated financial statements, the misstatements is deemed material.

As part of an audit in accordance with auditing standards, we exercise professional judgment and skepticism throughout the audit. We also performed the following tasks:

1. We identified and evaluated the risk of any misstatements in the consolidated financial statements due to fraud or errors, designed and implemented applicable response measures for the evaluated risks, and acquired sufficient and appropriate audit evidence to base our audit opinions. Since fraud may involve collusion, forgery, omission on purpose, fraudulent statements or violation of internal control, we did not find that the risk of misstatements due to fraud was higher than the same due to errors.
2. We understood the internal control related to the audit to an extent necessary to design audit procedures applicable to the current circumstance; however, the purpose of such work was not to express opinions towards the internal control effectiveness of Leadtek Research Inc. and its subsidiaries.
3. We evaluated the appropriateness of the accounting policies adopted by the management and the rationality of the accounting estimates and relevant disclosures made by the management.
4. We drew a conclusion about the appropriateness in the adoption of the going concern basis of accounting by the management and whether the event or circumstance which might cause major doubts about the ability of going concern of Leadtek Research Inc. and its subsidiaries had a material uncertainty. If any material uncertainty was considered to exist in such event or circumstance, we must provide a reminder in the auditor's report for the users of the consolidated financial statements to pay attention to the relevant disclosure therein, or amend our audit opinions when such disclosure was inappropriate. Our conclusion was drawn based on the audit evidence acquired as of the date of this auditor's report. However, future events or circumstances might result in a situation where Leadtek Research Inc. and its subsidiaries would and the subsidiaries no longer have the ability of going concern.
5. We evaluated the overall presentation, structure, and contents of the consolidated financial statements (including relevant notes) and whether the consolidated financial statements presented relevant transactions and events fairly.
6. We acquired sufficient and appropriate audit evidence with respect to the financial information of the entities comprising the Group to provide opinions regarding the consolidated financial statements. We were responsible for instruction, supervision and conduct of the Group's audit cases, as well as the expression of the audit opinions for the Group.

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

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

We determined the key audit matters to be audited in the 2025 consolidated financial statements of Leadtek Research Inc. and its subsidiaries based on the matters communicated with the governance unit. Unless public disclosure of certain matters were prohibited by related laws or regulations or if, in very exceptional circumstances, we determined not to cover such matters in the auditor's report, as we could reasonably expect that the negative impact of the coverage was greater than the public interest brought thereby, we specified such matters in the auditor's report.

The engagement partners on the audit resulting in this independent auditors' report are Szu-Chuan Chien and Kaun-Ying Kuo.

KPMG Taiwan

Taipei, Taiwan (Republic of China)
March 9, 2026

Leadtek Research Inc. and Subsidiaries

Consolidated Statement of Balance Sheets

December 31, 2025 and 2024

Unit: NTD thousand

	Assets	December 31, 2025 Amount	%	December 31, 2024 Amount	%
	Current assets:				
1100	Cash and cash equivalents (Note 6(1))	$ 459,735	31	433,028	15
1150	Notes receivable (Note 6(2))	1,861	-	10,937	-
1170	Net accounts receivable (Note 6(2) and 7)	210,923	14	321,997	11
1200	Other receivables (Notes 6(3) and 7)	4	-	23,102	1
130X	Inventory (Note 6(4))	391,954	26	1,727,170	58
1421	Prepayment for purchases (Note 7)	54,599	4	11,963	-
1476	Other financial assets - current (Note 8)	1,000	-	33,768	1
1479	Other current assets	28,029	2	34,454	1
		1,148,105	77	2,596,419	87
	Non-current assets				
1550	Investment under equity method (Note 6(5))	43,662	3	4,191	-
1600	Property, plant and equipment (Notes 6(7) and 8)	197,012	13	200,219	7
1755	Right-of-use assets (Note 6(8))	14,988	1	57,596	2
1780	Intangible assets (Note 6(9))	3,159	-	4,341	-
1975	Net defined benefit assets - non-current (Note 6(15))	23,472	2	19,591	1
1840	Deferred income tax assets (Note 6(16))	51,351	3	56,958	2
1990	Other non-current assets (Note 8)	17,513	1	29,299	1
		351,157	23	372,195	13
	Total assets	**$ 1,499,262**	**100**	**2,968,614**	**100**

	Liabilities and equity	December 31, 2025 Amount	%	December 31, 2024 Amount	%
	Current liabilities:				
2100	Short-term borrowings (Notes 6(10), 7 and 8)	$ -	-	410,450	14
2171	Accounts payable	113,015	8	109,486	4
2200	Other payables (Note 7)	87,563	6	293,825	10
2130	Contract liabilities - current (Notes 6(20) and 7)	107,818	7	1,312,150	44
2250	Provision for liabilities - current (Note 6(12))	12,914	1	10,960	-
2280	Lease liabilities - current (Note 6(13))	15,274	1	28,783	1
2399	Other current liabilities	914	-	3,604	-
2320	Long-term borrowings due within one year or operating cycle (Notes 6(11), 7 and 8)	19,367	1	59,725	2
		356,865	24	2,228,983	75
	Non-current liabilities:				
2540	Long-term borrowings (Notes 6(11), 7 and 8)	-	-	41,853	1
2527	Contract liabilities - non-current (Note 6(20))	16,165	1	43,699	2
2645	Deposit received	32,608	3	32,540	1
2570	Deferred income tax liabilities (Note 6(16))	5,402	-	4,614	-
2580	Lease liabilities - non-current (Note 6(13))	1,620	-	32,746	1
		55,795	4	155,452	5
	Total liabilities	412,660	28	2,384,435	80
	Equity:				
	Equity attributable to parent company shareholders				
3100	Share capital (Note 6(17))	939,460	63	839,460	29
3200	Capital reserve (Note 6(17))	363,622	24	187,192	6
3350	Accumulated profit and loss (Note 6(17))	(218,438)	(15)	(445,094)	(15)
3400	Other equities	1,958	-	2,598	-
	Total equity attributable to parent company shareholders	1,086,602	72	584,156	20
36XX	**Non-controlling interests**	-	-	23	-
	Total equity	1,086,602	72	584,179	20
	Significant contingent liabilities and unrecognized contractual commitments (Note 9)				
	Total liabilities and equity	**$ 1,499,262**	**100**	**2,968,614**	**100**

(Please refer to the attached notes to the consolidated financial statements)

Chairman: Lu Kun-Shan **Managerial Officer: Liang Chuan-Chieh** **Accounting Officer: Chang Shen**

Leadtek Research Inc. and Subsidiaries

Consolidated Statement of Comprehensive Income

January 1 to December 31, 2025 and 2024

Unit: NTD thousand

		2025		2024	
		Amount	%	Amount	%
4100	**Operating revenue** (Notes 6(20) and 7)	$ 4,435,960	100	4,208,020	100
5000	**Operating cost** (Notes 6(4), 6(12), 6(15), 7, and 12)	4,000,364	90	3,870,689	92
5900	**Gross profit**	435,596	10	337,331	8
6000	**Operating expenses** (Notes 6(2), 6(3), 6(13), 6(15), 7 and 12)**:**				
6100	Marketing expense	142,464	3	347,215	8
6200	Administrative expense	111,993	3	100,959	2
6300	Research and development expense	62,091	1	132,307	3
6450	Expected credit impairment loss	32,532	1	31,832	1
		349,080	8	612,313	14
6900	**Net operating profit (loss)**	86,516	2	(274,982)	(6)
7000	**Non-operating revenues and expenses**				
7020	Other gains and losses (Note 6(22))	3,225	-	14,944	-
7100	Interest income	4,359	-	11,154	-
7050	Financial cost (Note 6(13))	(19,384)	-	(20,246)	-
7225	Gain on disposal of investments (Note 6(6))	31,467	1	-	-
7230	Net foreign exchange loss	(11,873)	-	(265)	-
7060	Share of profit (loss) in affiliates and joint ventures recognized under equity method (Note 6(5))	(21,763)	(1)	9	-
		(13,969)	-	5,596	-
7900	**Net income (loss) before tax**	72,547	2	(269,386)	(6)
7950	**Less: Income tax expense** (Note 6(16))	24,959	1	5,344	-
	Net Income (loss) from continuing operations	47,588	1	(274,730)	(6)
	Profit (loss) from discontinued operations:				
8101	Profit (loss) from discontinued operations, net of tax (Note 12(2))	(11,042)	-	(165,179)	(4)
	Net income (loss) for the period	36,546	1	(439,909)	(10)
8300	**Other comprehensive income:**				
8310	**Items not reclassified into profit or loss**				
8311	Remeasurement of defined benefit plan (Note 6(15))	3,764	-	4,565	-
8316	Unrealized gains or losses on investment in equity instruments measured at fair value through other comprehensive income	-	-	(3,163)	-
8349	Less: Income tax related to items not subject to reclassification (Note 6(16))	753	-	913	-
	Total of items not reclassified into profit or loss	3,011	-	489	-
8360	**Items that may be subsequently reclassified to profit or loss**				
8361	Exchange differences arising from the translation of financial statements of foreign operations	(734)	-	17,098	-
8370	Share of other comprehensive income in affiliates and joint ventures recognized under equity method (Note 6(5))	33	-	141	-
8399	Less: Income tax related to items that may be reclassified (Note 6(16))	35	-	3,447	-
	Total items that may be subsequently reclassified to profit or loss	(736)	-	13,792	-
8300	**Other comprehensive income for the period**	2,275	-	14,281	-
	Total comprehensive income for the period	**$ 38,821**	**1**	**(425,628)**	**(10)**
	Net income (loss) for the period attributable to:				
	Owner of the parent company				
	Net income (loss) from continuing operations for the period	$ 47,495	1	(276,032)	(6)
	Net loss from discontinued operations for the period	(11,042)	-	(165,179)	-
8610	Net income (loss) attributable to parent company shareholders for the period	**$ 36,453**	**1**	**(441,211)**	**(6)**
	Non-controlling interests				
	Net income from continuing operations for the period	$ 93	-	1,302	-
	Net income (loss) from discontinued operations for the period	-	-	-	-
8620	Net income attributable to non-controlling interests for the period	**$ 93**	**-**	**1,302**	**-**
	Total comprehensive income attributable to:				
	Owner of the parent company				
	Comprehensive income (loss) from continuing operations for the period	$ 49,896	1	(261,937)	(6)
	Comprehensive income (loss) from discontinued operations for the period	(11,072)	-	(164,994)	(4)
8710	Comprehensive income (loss) attributable to parent company shareholders for the period	**$ 38,824**	**1**	**(426,931)**	**(10)**
	Non-controlling interests				
	Comprehensive income (loss) from continuing operations for the period	$ (3)	-	1,303	-
	Comprehensive income (loss) from discontinued operations for the period	-	-	-	-
8720	Comprehensive income (loss) attributable to non-controlling interests for the period	**$ (3)**	**-**	**1,303**	**-**
	Basic and diluted earnings (loss) per share (in dollars) (Note 6(19))				
9750	**Basic earnings (loss) per share (in dollars)**				
	Net income (loss) from continuing operations	$ 0.56		(3.29)	
	Net loss from discontinued operations	(0.13)		(1.97)	
	Net income (loss) for the period	**$ 0.43**		**(5.26)**	
9850	**Diluted earnings (loss) per share (in dollars)**				
	Net income (loss) from continuing operations	$ 0.56		(3.29)	
	Net loss from discontinued operations	(0.13)		(1.97)	
	Net income (loss) for the period	**$ 0.43**		**(5.26)**	

(Please refer to the attached notes to the consolidated financial statements)

Chairman: Lu Kun-Shan **Managerial Officer: Liang Chuan-Chieh** **Accounting Officer: Chang Shen**

Leadtek Research Inc. and Subsidiaries

Consolidated Statement of Changes in Equity

January 1 to December 31, 2025 and 2024

Unit: NTD thousand

	Equity attributable to parent company shareholders							
				Other equities				
	Share capital	Capital reserve	Accumulated profit and loss	Exchange differences arising from the translation of financial statements of foreign operations	Unrealized gain or loss on financial assets measured at fair value through other comprehensive income	Total	Non-controlling interests	Total equity
Balance as of January 1, 2024	$ 839,460	419,475	(232,283)	307	(15,872)	1,011,087	(1,280)	1,009,807
Net income (loss) for the period	-	-	(441,211)	-	-	(441,211)	1,302	(439,909)
Other comprehensive (loss) income for the period	-	-	3,652	13,791	(3,163)	14,280	1	14,281
Total comprehensive (loss) income for the period	-	-	(437,559)	13,791	(3,163)	(426,931)	1,303	(425,628)
Other changes in capital reserve:								
Capital reserve to make up loss	-	(232,283)	232,283	-	-	-	-	-
Disposal of equity instruments measured at fair value through other comprehensive income	-	-	(7,535)	-	7,535	-	-	-
Balance as of December 31, 2024	**839,460**	**187,192**	**(445,094)**	**14,098**	**(11,500)**	**584,156**	**23**	**584,179**
Net income for the period	-	-	36,453	-	-	36,453	93	36,546
Other comprehensive (loss) income for the period	-	-	3,011	(640)	-	2,371	(96)	2,275
Total comprehensive (loss) income for the period	-	-	39,464	(640)	-	38,824	(3)	38,821
Other changes in capital reserve:								
Capital reserve to make up loss	-	(187,192)	187,192	-	-	-	-	-
Capital increase in cash	100,000	350,000	-	-	-	450,000	-	450,000
Changes in ownership interests in subsidiaries	-	6,638	-	-	-	6,638	-	6,638
Share-based payment transactions	-	6,984	-	-	-	6,984	-	6,984
Changes in non-controlling interests	-	-	-	-	-	-	93,342	93,342
Decrease in non-controlling interests due to loss of control over subsidiaries	-	-	-	-	-	-	(93,362)	(93,362)
Balance as of December 31, 2025	**$ 939,460**	**363,622**	**(218,438)**	**13,458**	**(11,500)**	**1,086,602**	**-**	**1,086,602**

(Please refer to the attached notes to the consolidated financial statements)

Chairman: Lu Kun-Shan **Managerial Officer: Liang Chuan-Chieh** **Accounting Officer: Chang Shen**

Leadtek Research Inc. and Subsidiaries

Consolidated Statement of Cash Flow

January 1 to December 31, 2025 and 2024

Unit: NTD thousand

	2025	2024
Cash flow from operating activities:		
Net income (loss) before tax from continuing operations	$ 72,547	(269,386)
Net loss before tax from discontinued operations	(11,042)	(163,842)
Net income (loss) before tax for the period	61,505	(433,228)
Adjustment:		
Income and expense		
Depreciation expense	45,934	51,408
Amortization expense	5,023	6,793
Expected credit impairment loss	32,532	31,832
Interest expense	19,478	28,139
Interest income	(4,361)	(11,164)
Share-based payment expense	6,984	-
Share of loss (profit) in affiliates and joint ventures recognized under equity method	21,763	(9)
Gain on disposal of property, plant and equipment	(89)	(197)
Gain on disposal of investments	(31,467)	-
Others	(514)	(2,747)
Total income and expense	95,283	104,055
Net changes in assets related to operating activities:		
Decrease (increase) in notes receivable	9,076	(10,937)
Decrease in accounts receivable	80,330	26,493
Decrease (increase) of other receivables	14,262	(2,851)
Decrease (increase) of inventory	1,266,714	(341,464)
Increase in prepayments for purchases	(54,158)	(3,461)
(Increase) decrease in other current assets	(9,028)	20,430
Others	(118)	2
Total net changes in assets related to operating activities	1,307,078	(311,788)
Net changes in liabilities related to operating activities:		
(Decrease) increase in contractual liabilities	(1,229,897)	652,265
Increase (decrease) in accounts payable	52,742	(6,044)
Decrease in other payables and other current liabilities	(183,417)	(34,681)
Increase in provision for liabilities	1,954	2,133
Total net changes in liabilities related to operating activities	(1,358,618)	613,673
Total net changes in assets and liabilities related to operating activities	(51,540)	301,885
Total adjustment	43,743	405,940
Cash inflow (outflow) from operations	105,248	(27,288)
Interest received	4,361	4,704
Interest paid	(20,728)	(27,228)
Income taxes (paid) refunded	(35,424)	9,673
Net cash inflow (outflow) from operating activities	53,457	(40,139)
Cash flow from investing activities:		
Disposal of financial assets measured at fair value through other comprehensive income	-	1,155
Net cash flow from disposal of subsidiaries	(72,092)	-
Acquisition of property, plant, and equipment	(29,507)	(23,232)
Disposal of property, plant, and equipment	5,788	3,391
Decrease (increase) in refundable deposits	8,323	(2,736)
Acquisition of intangible assets	(4,327)	(6,554)
Disposal of intangible assets	250	-
Decrease in restricted assets	32,768	38,572
Net cash (outflow) inflow from investing activities	(58,797)	10,596
Cash flow from financing activities:		
(Decrease) increase in short-term borrowings	(410,450)	150,653
Borrowing of long-term loans	-	100,000
Repayment of long-term borrowings	(82,211)	(117,230)
Increase in deposits received	731	30,499
Repayment of lease principal	(24,669)	(27,959)
Capital increase in cash	450,000	-
Changes in non-controlling interests	100,000	-
Net cash inflow from financing activities	33,401	135,963
Effect of exchange rate changes on cash and cash equivalents	(1,354)	17,258
Increase in cash and cash equivalents for the period	26,707	123,678
Opening balance of cash and cash equivalents	433,028	309,350
Closing balance of cash and cash equivalents	**$ 459,735**	**433,028**

(Please refer to the attached notes to the consolidated financial statements)

Chairman: Lu Kun-Shan **Managerial Officer: Liang Chuan-Chieh** **Accounting Officer: Chang Shen**

Annex 3

Leadtek Research Inc.
Comparison table of the Articles of Incorporation of the Company before and after the revision

Articles before the revision	Articles after the revision	Explanation
Article 18 The Company shall hire a number of managerial officers whose appointment, dismissal, and remuneration shall be subject to the Company Act.	Article 18 This company has one general manager, and one or more deputy general managers or other managerial managers to meet the company's operational or management needs. The general manager is nominated by the chairman and appointed or dismissed with the consent of a majority vote of the board of directors. The remaining managerial officers are nominated by the general manager and appointed or dismissed with the consent of the chairman, and the appointment or dismissal is reported to the board of directors for approval. The general manager, upon the order of the board of directors, handles all business of the company and appoints or dismisses employees who are not managerial officers, in accordance with the Articles of Incorporation.	The definition and appointment method of managerial officers have been revised.
Article 22 （Omitted before） The 27th amendment was made on June 3, 2016. The 28th amendment was made on June 28, 2017. The 29th amendment was made on June 13, 2019. The 30th amendment was made on June 10, 2020. The 31st amendment was made on June 8, 2022. The 32nd amendment was made on May 23, 2025.	Article 22 （Omitted before） The 27th amendment was made on June 3, 2016. The 28th amendment was made on June 28, 2017. The 29th amendment was made on June 13, 2019. The 30th amendment was made on June 10, 2020. The 31st amendment was made on June 8, 2022. The 32nd amendment was made on May 23, 2025. The 33rd amendment was made on June 3, 2026.	Add revision date and number

Annex 4

Leadtek Research Inc.

Necessity and Fairness Opinion for Private Placement

Client: Leadtek Research Inc. Recipient: Leadtek Research Inc.

Designated use of opinion: For Leadtek Research Inc. to engage with private placement in 2026.

Report type: Necessity and Fairness Opinion for Private Placement

Appraiser: Taishin Securities Co., Ltd.

Represented by: Chen, Chun-Hung

(The contents contained in this Opinion are for the reference of making the resolution of private placement at the 2026 Board Meeting and AGM of Leadtek Research Inc. only. They are not intended for other uses. With respect to the financial data provided by Leadtek Research Inc. and the information published on the Market Observation Post System (MOPS), this Opinion is expressed for the future influence on the Company of the changes in the current private placement proposal plan and other matters that may change the contents of this Opinion. This Company hereby declares that no representations or warranties for any legal liabilities shall be made for this Opinion.)

Date: April 12, 2026

Leadtek Research Inc.

Necessity and Fairness Opinion for Private Placement

I. Foreword

LEADTEK RESEARCH INC. (referred to as Leadtek) is primarily engaged in the manufacturing of computer peripherals, including graphics cards, graphics cards, AI workstations and servers, AI management software, virtual desktop systems, and big data solutions. Its own brands include "WinFast" and "Leadtek". Leadtek plans to conduct a cash capital increase through private placement of marketable securities at its annual shareholders' meeting in 2026. The main uses of the funds will be to replenish working capital, repay bank loans, make investments, or meet other long-term operational and development funding needs, thereby improving its financial structure, enhancing operational performance, and strengthening its competitiveness.

However, according to Article 6 of the " Directions for Public Companies Conducting Private Placements of Securities", if there is a significant change in management rights within one year prior to the board of directors' resolution to conduct a private placement, or if the introduction of strategic investors after the private placement will result in a significant change in management rights, the board should request the securities underwriter to provide an assessment of the necessity and rationality of conducting the private placement.

According to the assessment, within one year prior to the board resolution to conduct private placement (April 13, 2025 to April 12, 2026), the shareholders' meeting on May 23, 2025, resulted in a change of 3/7 of the total number of directors during the same term due to the election of general directors and independent directors. Furthermore, the board of directors of Lita Company announced a change of one-third of the directors in a major announcement. In addition, the term of office of the directors and supervisors of Lita Company expired in 2026 after three years, and a complete re-election of directors will be held at the shareholders' meeting.

In addition, the Board of Directors has resolved to issue up to 10,000,000 private placement shares. If all shares are subscribed by the same private placement applicant, that applicant will hold 9.62% of the Company's equity. Therefore, Taishin Securities Co., Ltd. (referred to as the "Underwriter") will issue an assessment opinion on the necessity and rationality of this private placement of securities in 2026.

The contents of this opinion report are solely for reference regarding the Board resolution of Leadtek dated April 13, 2026, concerning this private placement of common stock, and shall not be used for any other purpose. This opinion report is based on information provided by Leadtek and announcements on public information observation platforms. This opinion report assumes no legal responsibility for any future changes to the contents of this opinion report due to changes in the private placement plan or other circumstances.

II. Contents of this private placement of tradable securities

Leadtek plans to conduct a private placement of common stock with a maximum of 10,000,000 shares, as resolved by the board of directors on April 13, 2026. The main purpose of the funds will be to replenish working capital, repay bank loans, make investments, or meet the company's long-term operating and development capital needs. This will improve the company's financial structure, enhance operating performance, and strengthen the company's competitiveness.

Basis for determining the price of this private placement of common stock the price of common shares in this private placement will be set 1, 3 or 5 days before the pricing date. Choose one business day to calculate the simple arithmetic average of the closing price of common stocks, deduct free allotment, ex-rights and dividends, and add back the capital reduction reaction The stock price after ex-rights, or the simple arithmetic average of the closing prices of common stocks in the 30 business days before the pricing date minus free allotment and ex-rights and dividend distribution, and add back the stock price after capital reduction and ex-rights. The higher of the two calculated prices is the reference price.

III. Necessity and Reasonableness

(I) Necessity

A. Legal assessment:

The company's net profit after tax in 2025 was NT$36,546,000. However, the accumulated losses on its books in 2025 amounted to NT$218,438,000. Therefore, there was no situation where the company should adopt the public offering method to issue securities as required by Article 3 of the " Directions for Public Companies Conducting Private Placements of Securities ".

B. Fundraising timeliness assessment:

According to Article 13 of the " Regulations Governing the Offering and Issuance of Securities by Securities Issuers" cash capital increase applications take twelve working days to become effective, with the specific time depending on the company's circumstances. However, this company recently completed a NT$450 million cash capital increase, with the proceeds used to repay bank loans. If it were to conduct another public capital increase, it would need to reassess the effectiveness of the previous increase and the current capital increase plan. Furthermore, if it chooses a public capital increase, the preparation of necessary documents, regulatory approval, and underwriting after the application becomes effective all require time, making it difficult for the company to raise the necessary funds smoothly in the short term. In comparison, private placements are faster and simpler.

C. Financial assessment:

As of December 31, 2025, the company had cash and cash equivalents of NT$459,735,000, shareholders' equity of NT$1,086,602,000, current liabilities of NT$356,865,000, and a debt ratio of 27.52%. Overall, the company currently has ample cash reserves.

However, if future funding needs are to be met through bank loans, given the company's current financial situation, it will be difficult to obtain favorable loan terms, and this would increase the company's financial burden. A private placement of common stock would provide stable long-term funding and maintain financial flexibility. Considering the speed and timeliness of fundraising, the company's financial and business conditions, and its current relationships with banks, the company's decision to conduct this cash capital increase through a private placement of common stock is therefore necessary.

D. Summary:

The company's decision to raise funds through private placement is necessary.

(II) Reasonableness assessment of private placement:

Leadtek plans to conduct a private placement of 10,000,000 ordinary shares. The underwriters have assessed the reasonableness of this private placement of securities in the following three aspects:

A. Private Placement Decision-Making Procedures:

Based on the underwriter's assessment, the content of the board resolution and the pricing method comply with legal regulations and there are no significant abnormalities. Once the board resolution is passed by the shareholders' meeting in accordance with the law, the private placement can proceed according to the resolution.

B. Legal feasibility:

Considering the effectiveness of publicly raising funds to introduce specific individuals and the timing of the funds' arrival, obtaining funds through private placement is reasonable.

C. Operation capital requirements:

Considering the company's current financial situation and future business development, it is reasonable to use private placement as one of the channels for obtaining funds for sustainable operation.

(III) Assessment of the impact of privately placed securities on changes in the company's management.

A. Impact on the company's business, finances, and shareholders' equity:

1. Board resolution to review significant changes in management within one year prior to private placement

   Within one year prior to the board resolution to conduct a private placement (April 13, 2025 to April 12, 2026), the shareholders' meeting on May 23, 2025, elected additional general directors and independent directors, resulting in a change of 3/7 of the total number of directors during the same term. The board also issued a material notice regarding the change of one-third of the directors. Therefore, this falls under Article 4, Item 3 of the " Directions for Public Companies Conducting Private Placements of Securities " concerning significant changes in management within one year prior to the board resolution to conduct a private placement.

2. The process of introducing specific individuals into a private equity fund cannot yet determine whether it will result in a significant change in management control.

   The company has not yet identified any subscribers. Therefore, it remains uncertain whether specific investors introduced through the private placement of common stock will obtain a certain number of board seats to participate in the company's operations, thereby causing a significant change in management. However, considering that the company currently has 93,946,000 issued shares, and that on April 13, 2026, the board of directors resolved to conduct a private placement of common stock within 10,000,000 shares, which, if all shares are issued and subscribed by a single subscriber, would represent 9.62% of the company's post-private placement share capital of 103,946,000 shares, the company will disclose any changes in board seats or management in accordance with relevant regulations to protect shareholder rights.

3. Assessment of the impact on the company's business, finances, and shareholders' equity should a significant change in management occur following this private placement.

A. Impact on the company's business:

Leadtek primarily manufactures computer peripherals, including graphics cards, graphics cards, AI workstations and servers, AI management software, virtual desktop systems, and big data solutions. Its own brands include "WinFast" and "Leadtek." Considering its current operational status and industry prospects, and to ensure the company's sustainable operation, Leadtek aims to introduce investors through this private placement who can directly or indirectly benefit the company's future operations. This will ensure a long-term partnership between the company and its investment partners, and leverage these investors' resources to expand the company's business and increase profitability, resulting in positive business benefits.

B. Impact on company finances:

The company plans to issue 10,000,000 ordinary shares through a private placement. The pricing of the ordinary shares will be determined based on the following: a simple arithmetic average of the closing prices of the ordinary shares over one, three, or five business days prior to the pricing date, minus any ex-rights and dividends from any rights issue, and adding back the ex-rights price after a capital reduction; or a simple arithmetic average of the closing prices of the ordinary shares over thirty business days prior to the pricing date, minus any ex-rights and dividends from any rights issue, and adding back the ex-rights price after a capital reduction. The higher of the two benchmarks will be used as a reference price. The actual private placement price and the actual pricing date will be determined by the Board of Directors, subject to authorization from the Shareholders' Meeting, based on future negotiations with specific parties and market conditions. However, the actual private placement price shall not be lower than 80% of the reference price. The funds raised from this private placement will be used to replenish working capital, repay bank loans, invest in other projects, or meet the company's long-term operational and development funding needs. This will improve the company's financial structure, enhance operational performance, and strengthen its competitiveness. Therefore, the company should experience positive financial benefits from the immediate and effective injection of funds from the private placement.

C. Impact on the company's shareholders' equity

Considering the company's current operating status and industry prospects, and in order to ensure the company's sustainable operation, the company is introducing individuals or legal entities through this private placement who have a certain understanding of the company's operations and are beneficial to the company's future operation and development, or who can help the company improve its technology, develop products, reduce costs, expand its market, or strengthen customer relationships.

By leveraging the applicant's experience, technology, knowledge, or channels, the company's operational performance and/or profitability will be improved, and by adhering to a prudent and pragmatic operating principle, the company's shareholder equity will be effectively enhanced. Therefore, the company's handling of this private placement should have a positive effect on the company's shareholder equity.

IV. Summary

After considering the company's current operating conditions and the feasibility of raising funds, the company's plan to issue new shares through a private placement of cash capital is necessary and reasonable. Furthermore, after reviewing the company's board proposal materials, the underwriter has found no material violations or unreasonable circumstances in the content and procedures of the

issuance plan. Considering the expected benefits of the private placement, the selection of subscribers, and the impact on the company's business, finances, and shareholders' equity, the company's private placement of common stock is necessary and reasonable.

Declaration of Independence

Our company was entrusted by LEADTEK RESEARCH INC. (referred to as Leadtek) to conduct a private placement of common stock in 2026 and issued an assessment report on the necessity and rationality of the private placement.

Our company, in carrying out the aforementioned business, hereby declares that the following situations do not exist:

1. Our company is not an investee company of Leadtek using the equity method.
2. Our company is not an investment company that has made an equity method investment in Leadtek.
3. The chairman or general manager of our company is not the same person as the chairman or general manager of Leadtek, nor related as spouses or within the second degree of kinship.
4. Our company is not the director or supervisor of Leadtek.
5. Leadtek is not the director or supervisor of our company.
6. Apart from the aforementioned circumstances, our company and Leadtek have no related party relationship as defined in Article 18 of the Financial Reporting Standards for Securities Issuers.

In the assessment of the necessity and rationality of Leadtek's private placement of common stock, our assessment report maintained an independent and impartial spirit.

Appraiser: Taishin Securities Co., Ltd.

Represented by: Chen, Chun-Hung

Date: April 12, 2026

(This opinion is for the exclusive use of the underwriters' assessment of Leadtek Technology Co., Ltd.'s private placement of common stock in 2026.)

Annex 5

Leadtek Research Inc.

List of Directorial Candidates

Title	Name	Education	Experience	Current Position
Director	Ablecom Technology Inc. Representative:Liang, Jian-Fa	National Chia-Yi Industrial Vocational High School	Director of Leadtek Research Inc. Chairperson of Ablecom technology Inc. Chairperson of AblePlus Precision Industry Inc. Director of Compuware Technology Inc. Director of Ablecom Technology SDN BHD Chairperson of Jie Teng Investment Co., Ltd. Chairperson of Yi Zhan Investment Co., Ltd. Chairperson of Jie Xun Precision Industry Co., Ltd. Chairperson of Abletop Precision Industry Inc. Chairperson of Yongxun Technology Co., Ltd. Chairperson of Ableworld Technology Inc Chairperson of Ablepro Technology Inc. Chairperson of Super Micro Management Consulting Co., Ltd.	Director of Leadtek Research Inc. Chairperson of Ablecom technology Inc. Chairperson of AblePlus Precision Industry Inc. Director of Compuware Technology Inc. Director of Ablecom Technology SDN BHD Chairperson of Jie Teng Investment Co., Ltd. Chairperson of Yi Zhan Investment Co., Ltd. Chairperson of Jie Xun Precision Industry Co., Ltd. Chairperson of Abletop Precision Industry Inc. Chairperson of Yongxun Technology Co., Ltd. Chairperson of Ableworld Technology Inc Chairperson of Ablepro Technology Inc. Chairperson of Super Micro Management Consulting Co., Ltd.
Director	Compuware Technology Inc. Representative:Liang, Jian-Da	High school	Director of Leadtek Research Inc. Chairperson of Compuware Technology Inc. Chairperson of Compuware (Dongguan) Technology Inc. Director of Ablecom technology Inc. Director of Compuware Technology SDN BHD Chairperson of Ablestnet Computer Inc.	Director of Leadtek Research Inc. Chairperson of Compuware Technology Inc. Chairperson of Compuware (Dongguan) Technology Inc. Director of Ablecom technology Inc. Director of Compuware Technology SDN BHD Chairperson of Ablestnet Computer Inc.
Director	Chang Jian-Tsun	San Jose City College/Milpitas Extension	Chariperson of Wei Cheng International Investment Co., Ltd. Supervisor of Yi Zhan Investment Co., Ltd. Supervisor of AblePlus Precision Industry Inc. Supervisor of Jie Xun Precision Industry Co., Ltd. Supervisor of Abletop Precision Industry Inc. Supervisor of Yongxun Technology Co., Ltd. Supervisor of Ableworld	Chairperson of Wei Cheng International Investment Co., Ltd. Supervisor of Yi Zhan Investment Co., Ltd. Supervisor of AblePlus Precision Industry Inc. Supervisor of Jie Xun Precision Industry Co., Ltd. Supervisor of Abletop Precision Industry Inc. Supervisor of Yongxun Technology Co., Ltd. Supervisor of Ableworld

Title	Name	Education	Experience	Current Position
			Technology Inc Director of Ablepro Technology Inc. Supervisor of Super Micro Management Consulting Co., Ltd. Vice president of Ablecom technology Inc.	Technology Inc Director of Ablepro Technology Inc. Supervisor of Super Micro Management Consulting Co., Ltd. Vice president of Ablecom technology Inc.
Independent Director	Ho Yao-Hung	Master, Industrial and Systems Engineering, Ohio Statement University, USA.	Independent Director of Leadtek Research Inc. Independent Director of Advanced International Multitech Co., Ltd. Independent Director of Tainan Enterprise (Cayman) Co., Limited Supervisor of Taiwan ITRI New Venture Association Sr. VP of PWC Consulting Services Taiwan Co., Ltd. Partner of H&J Consulting Co., Ltd, China President of HBMW Management Consulting Co., Ltd. Partner & EVP of KPMG Advisory Services Co., Ltd Profit Improvement Executive Officer, Deloitte Advisory Services Co., Ltd.	Independent Director of Leadtek Research Inc. Independent Director of Advanced International Multitech Co., Ltd. Independent Director of Tainan Enterprise (Cayman) Co., Limited
Independent Director	Chang Han-Tang	Technology College	Supervisor of Risecom Corporation Director of Risecom Corporation	Independent Director of Leadtek Research Inc. Supervisor of Risecom Corporation
Independent Director	Chen De-Ming	Department of Transportation Engineering and Management, National Chiao Tung University	Senior sales Director of Compal Electronics Inc. General Manager of Europe(Germany) of Lite-on Technology Inc.	Independent Director of Leadtek Research Inc.
Independent Director	Liou Shao-Kai	Department of Electrical and Electronic Engineering	Vice president of Dongguan Daqin New Material Co., Ltd. Director of MASARU International co., LTD. Director of Otori International Co., Ltd. Director of Sing Home Polyfoam Co., Ltd.	Vice president of Dongguan Daqin New Material Co., Ltd. Director of MASARU International co., LTD. Director of Otori International Co., Ltd. Director of Sing Home Polyfoam Co., Ltd.

Annex 6

Leadtek Research Inc.
Details of Non-Compete Restrictions for Directors

Title	Name	Concurrent Position in other companies
Director	Ablecom Technology Inc. Representative:Liang, Jian-Fa	Director of Leadtek Research Inc. Chairperson of Ablecom technology Inc. Chairperson of AblePlus Precision Industry Inc. Director of Compuware Technology Inc. Director of Ablecom Technology SDN BHD Chairperson of Jie Teng Investment Co., Ltd. Chairperson of Yi Zhan Investment Co., Ltd. Chairperson of Jie Xun Precision Industry Co., Ltd. Chairperson of Abletop Precision Industry Inc. Chairperson of Yongxun Technology Co., Ltd. Chairperson of Ableworld Technology Inc Chairperson of Ablepro Technology Inc. Chairperson of Super Micro Management Consulting Co., Ltd.
Director	Compuware Technology Inc. Representative:Liang, Jian-Da	Chairperson of Compuware Technology Inc. Chairperson of Compuware (Dongguan) Technology Inc. Director of Ablecom technology Inc. Director of Compuware Technology SDN BHD Chairperson of Ablestnet Computer Inc.
Director	Chang Jian-Tsun	Chairperson of Wei Cheng International Investment Co., Ltd. Supervisor of Yi Zhan Investment Co., Ltd. Supervisor of AblePlus Precision Industry Inc. Supervisor of Jie Xun Precision Industry Co., Ltd. Supervisor of Abletop Precision Industry Inc. Supervisor of Yongxun Technology Co., Ltd. Supervisor of Ableworld Technology Inc Director of Ablepro Technology Inc. Supervisor of Super Micro Management Consulting Co., Ltd. Vice president of Ablecom technology Inc.
Independent Director	Ho Yao-Hung	Independent Director of Advanced International Multitech Co., Ltd. Independent Director of Tainan Enterprise (Cayman) Co., Limited
Independent Director	Chang Han-Tang	Supervisor of Risecom Corporation
Independent Director	Liou Shao-Kai	Vice president of Dongguan Daqin New Material Co., Ltd. Director of MASARU International co., LTD. Director of Otori International Co., Ltd. Director of Sing Home Polyfoam Co., Ltd.

Appendix 1

Leadtek Research Inc. Articles of Incorporation

Chapter I General Provisions

Article 1 The Company is incorporated in accordance with the Company Act with the name of 麗臺科技股份有限公司 in Traditional Chinese and LEADTEK RESEARCH INC. in English.

Article 2 The Company engages in the following types of business:

1. CC01110 Computer and Peripheral Equipment Manufacturing
2. CH01040 Toys Manufacturing
3. I301010 Information Software Services
4. F401010 International Trade
5. F104110 Wholesale of Cloth, Garments, Shoes, Hats, Umbrellas and Clothing Accessories
6. F204120 Retail Sale of Cloths, Garments, Shoes, Hats, Umbrellas and Clothing Accessories
7. CC01060 Wired Communication Mechanical Equipment Manufacturing
8. CC01070 Wireless Communication Mechanical Equipment Manufacturing
9. CC01101 Controlled Telecommunications Radio-Frequency Devices and Materials Manufacturing
10. F113070 Wholesale of Telecommunication Apparatus
11. F213060 Retail Sale of Telecommunication Apparatus
12. F401021 Restrained Telecom Radio Frequency Equipments and Materials Import
13. CF01011 Medical Devices Manufacturing
14. F108031 Wholesale of Medical Devices
15. F208031 Retail Sale of Medical Apparatus
16. CE01021 Weights and Measuring Instruments Manufacturing
17. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject

to special approval.

Article 2-1 This Company may provide guarantees for others.

Article 3 This Company is headquartered in New Taipei. With the resolution of the board of directors (Board) and the approval of competent authorities, the Company may establish branches or offices at home and abroad.

Chapter II Shares

Article 4 When the Company is a shareholder of other limited companies, the restriction of not more than 40% of the Company's paid-up capital as stipulated in Article 13 of the *Company Act* shall not apply to the total amount of re-investment.

Article 5 The total capital of the Company is Four Billion New Taiwan Dollars (NT$4,000,000,000) divided into four hundred million (400,000,000) shares with a par value of Ten New Taiwan Dollars (NT$10). Six Hundred Million (NT$600,000,000) divided into sixty million (60,000,000) shares with a par value of Ten New Taiwan Dollars (NT$10) will be reserved for bond with attached warrants and exercising the stock option of employee stock option certificates. Seasoned (second) equity offering (SEO) may be issued at a premium. The nominal capital is Four Billion New Taiwan Dollars (NT$4,000,000,000) to be issued by/in installments by law through Board.

Article 5-1 In accordance with Article 56-1 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers and Article 10-1 of the Regulations Governing Share Repurchase by Exchange-Listed and OTC-Listed Companies, the Company may issue employee stock options (ESO) at a price lower than the closing price of the Company's common stock on the issuance date or transfer shares to employees at a price below the average of the actual buy-back price with an approval made by shareholders representing over two-thirds

of the voting shares in a meeting of shareholders attended by shareholders representing over one-half of the total issued shares.

Article 5-2 The Company may transfer the treasury stock purchased in accordance with the *Company Act* to employees of controlled or subordinate companies meeting specific requirements.

Employees qualified for receiving the employee stock options may include employees of controlled or subordinate companies meeting specific requirements.

When the Company issues new shares, employees of controlled or subordinate companies meeting specific requirements are qualified for subscription.

When the Company issues restricted stock awards (RSA), employees of controlled or subordinate companies meeting specific requirements are qualified for subscription.

Article 6 The Company may issue name-bearing shares without printing share certificates. However, the Company shall register such shares on a centralized securities depository enterprise.

When printing stocks, such stocks shall be signed or sealed by the directors representing the Company and issued by banks permitted by law to serve as registrars for issues of stocks or bonds.

Article 7 Registration for transfer of shares shall be suspended within sixty days before the date of the annual general meeting of shareholders and within thirty days before the date of the extraordinary general meeting of shareholders, or within five days before the day on which dividends, bonuses, or other benefits are scheduled to be paid by the Company.

Article 8 When issuing new shares, the Company shall prioritize 15% of the total amount of new shares for employee subscription. However, priority subscription by employees shall not apply

for new shares, convertible corporate bonds, corporate bonds with warrants, employee stock options or stock options converted as shares for a merger or acquisition.

Article 9 When recruiting technical personnel in response to operational needs, with the consent of the Board, directors may yield part of the employee stock options to specific candidates to improve corporate operations.

Chapter III Meeting of Shareholders

Article 10 Meetings of shareholders include the annual general meeting (AGM) of shareholders and extraordinary general meeting (EGM) of shareholders. The Board shall convene an AGM by law each year within six months after the end of a fiscal year. EGM may be convened by law as necessary.

The Company may hold the meeting of shareholders through videoconferencing or by other means as announced by the central competent authorities.

Article 11 Shareholders unable to attend a meeting of shareholders for any reason may assign a proxy to represent them and state the scope of authorization in a signed or sealed power of attorney.

Article 12 Each shareholder of the Company is entitled to one vote per share, except for shareholders restricted from voting or having no voting rights as stipulated in Article 179, paragraph 2, of the *Company Act*.

Article 13 Except the *Company Act* otherwise requires, resolutions of the meetings of shareholders shall be made by shareholders representing over one-half of the voting rights in a meeting of shareholders attended by shareholders representing over one-half of the total issued shares.

Chapter IV Board of Directors and Audit Committee

Article 14 The Board of the Company seats five to seven directors. Each director enjoys an office of three years and is eligible for a

second term.

The Company shall reserve a minimum of two of the above seats or one-fifth of all seats for independent directors. Independent directors and non-independent directors shall be elected at the same time, and the seats elect shall be calculated individually.

The candidate nomination system as stipulated in Article 192-1 of the *Company Act* shall apply to the election of both directors and independent directors.

Independent directors may exercise their powers and comply with the requirements as stipulated in the applicable laws and regulations.

The shares held by all directors shall be regulated in accordance with the applicable laws and regulations of the competent authorities.

The Company establishes the Audit Committee with all independent directors in accordance with Article 14-4 of the *Securities and Exchange Act* to carry out the duties of supervisors as stipulated in the *Company Act*, *Securities and Exchange Act*, and other applicable laws and regulations.

Article 14-1 The Board shall hold at least one board meeting each quarter.

When convening a board meeting, the objectives of the meeting shall be stated in the meeting notice delivered to all directors seven days in advance. When there is an emergency, however, extraordinary meetings may be held at any time.

The board meeting notice as stated in the preceding paragraph may be made in writing, by phone, by fax, or by email.

Article 15 One chairperson shall be elected from among directors with the consent of over one-half of directors in a board meeting attended by over two-thirds of all directors to represent the Company externally. When the chairperson is on leave or unable to exercise his/her powers, the proxy shall be assigned

in accordance with Article 208 of the *Company Act*.

Article 16 Unless the *Company Act* otherwise requires, a board meeting shall be convened by the chairperson, and resolutions shall be made with the consent of over one-half of directors in a board meeting attended by over one-half of all directors. Directors unable to attend a board meeting may assign other directors to represent them, provided that the one-for-one principle shall apply.

Article 16-1 The Company shall purchase the director and officer (D&O) liability insurance for the scope of services of each director during his/her office.

Article 17 The Board is authorized to pay the remuneration for directors in accordance with their involvement in and contribution to corporate operations and with reference to the pay standard in the industry, regardless of operating gains or losses. If there is net profit, rewards shall be distributed in accordance with Article 20.

Chapter V Officers

Article 18 The Company shall hire a number of officers whose appointment, dismissal, and remuneration shall be subject to the Company Act.

Chapter VI Accounting

Article 19 At the end of each fiscal year, the Board shall produce the following documents and submit them to the AGM for ratification in accordance with the legal procedures:

(1) Business report

(2) Financial statements

(3) Proposal for earnings distribution or loss compensation.

Article 20 After deducting the annual remuneration for employees and directors, the Company shall appropriate a minimum of three percent of net income before tax as rewards for employees

and a maximum of five percent as rewards for directors.

When there are accumulative deficits, however, the amount for compensation shall first be reserved.

No less than 20% of the total employee compensation should be allocated to grassroots employees.

The proposal for distribution of rewards for employees and directors shall be approved by resolution of over one-half of directors attending a board meeting attended by over two-thirds of all directors and reported to AGM. The Board shall make a resolution to determine the distribution of rewards for employees either in stock or in cash.

The Board shall be authorized to determine the specific requirements for the employees of controlled companies or subsidiaries to receive the employee reward. The reward for directors shall be distributed in cash only.

Article 20-1 The net profit after tax, if any, after the account is closed and other entries shall be included in the unappropriated earnings of the year and distributed in the following order:

(1) Compensation for accumulated deficits.

(2) Appropriation of 10% as the legal reserve (except when the accumulated amount of the legal reserve equals the amount of the paid-in capital).

(3) Appropriation or reversion of special reserve by law.

(4) The remaining balance, if any, shall be combined with the accumulated beginning unappropriated earnings for the Board to formulate a proposal for allocation as dividends and submit to the AGM for resolution.

The Company shall authorize the Board to decide on distributing part or all of the dividends and profit sharing in cash using the legal reserve or additional paid-in capital and report to AGM in accordance with Articles 240 and 241 of

the Company Act.

The Company's operations are growing steadily, and earnings are distributed primarily in cash dividends. They can also be distributed in stock dividends. However, the proportion of stock dividend distribution shall not exceed 50% of the total amount of dividends in the year.

Chapter VII Addendum

Article 21 Matters not provided for herein shall be subject to the *Company Act* and the applicable laws and regulations.

Article 22 These Articles of Incorporation were established on October 16, 1986.

The 1st amendment was made on August 30, 1989.

The 2nd amendment was made on June 10, 1990.

The 3rd amendment was made on June 30, 1990.

The 4th amendment was made on May 23, 1991.

The 5th amendment was made on June 10, 1992.

The 6th amendment was made on December 22, 1992.

The 7th amendment was made on July 20, 1993.

The 8th amendment was made on September 2, 1993.

The 9th amendment was made on June 18, 1995.

The 10th amendment was made on October 3, 1995.

The 11th amendment was made on June 30, 1996.

The 12th amendment was made on November 16, 1996.

The 13th amendment was made on April 12, 1997.

The 14th amendment was made on June 6, 1998.

The 15th amendment was made on May 14, 1999.

The 16th amendment was made on April 21, 2000.

The 17th amendment was made on May 25, 2001.

The 18th amendment was made on May 21, 2002.

The 19th amendment was made on June 30, 2004.

The 20th amendment was made on May 18, 2005.

The 21st amendment was made on May 24, 2006.
The 22nd amendment was made on June 15, 2007.
The 23rd amendment was made on June 13, 2008.
The 24th amendment was made on June 16, 2009.
The 25th amendment was made on June 24, 2011.
The 26th amendment was made on June 26, 2014.
The 27th amendment was made on June 3, 2016.
The 28th amendment was made on June 28, 2017.
The 29th amendment was made on June 13, 2019.
The 30th amendment was made on June 10, 2020.
The 31st amendment was made on June 8, 2022.
The 32nd amendment was made on May 23, 2025.

Appendix 2

Leadtek Research Inc.

Rules of Procedure for Meetings of Shareholders

Passed by the AGM on June 10, 2021

Article 1 Except the law and/or regulations otherwise required, meetings of shareholders of the Company shall proceed as provided for in the Rules.

Article 2 "Shareholder" as claimed in the Rules means the shareholder and the proxy he/she delegates to represent him/her in a meeting of shareholders.

Article 3 When attending a meeting of shareholders, the shareholder or his/her proxy shall complete the sign-in procedure with the check-in pass. The number of shares in attendance shall be calculated according to the shares indicated in the recovered sign-in cards, 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 Company may assign the attorneys-at-law, accountants, or relevant personnel it hires to attend the meeting of shareholders as guests. Staff handling administrative affairs of a meeting of shareholders shall wear identification cards or armbands.

Article 4 The chair shall immediately call the meeting to order at the designated meeting time when shareholders representing over one-half of the total issued shares are present. If the quorum is not met, the chair may postpone the meeting for not more than two times with a total of not more than one hour.

If the quorum is still not met after two postponements and the shareholders present in the meeting represent over a third of the total issued shares, the share may make a tentative resolution in accordance with Article 175 of the Company Act.

After making the tentative resolution in accordance with the above procedures, if the number of shareholders present in the meeting holding shares reaching one-half of the total issued shares, the chair may refer the tentative resolution to the meeting of shareholders for voting in accordance with Article 174 of the Company Act.

Article 5 If a meeting of shareholders is convened by the board of directors, the meeting agenda shall be set by the board of directors. Votes shall be cast on each separate proposal in the agenda (including extraordinary motions and amendments to the original proposals set out in the agenda). The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the meeting of shareholders.

The provisions of the preceding paragraph shall apply mutatis mutandis to a meeting of shareholders convened by a party with the power to convene that is not the board of directors.

The chair may not declare the meeting adjourned prior to the completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the meeting of shareholders. If the chair declares the meeting adjourned in violation of the rules of procedure, 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.

Except for the situation as stated above, after the meeting of shareholders is adjourned, shareholders shall not elect another meeting chair to continue the meeting at the original or another venue.

Article 6 When a meeting is in progress, the chair may announce a

break based on time considerations.

The Company shall record the audio or videotape the meeting of shareholders and retain the tapes for at least one year.

Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of Company.

The results of the voting shall be announced on-site at the meeting, and a record made of the vote.

If the meeting cannot be completed all at once, a resolution may be adopted in the meeting of shareholders to defer or resume the meeting within five days without further notice or announcement.

Article 7 Before speaking, a shareholder or proxy present in the meeting shall state in the comment slip the subject of comment, his/her shareholder account number (or attendance card number), and account name. The order of comments will be set by the chair.

A shareholder present in the meeting submitting a comment without making a comment shall be deemed as no comment. If the content of the comment is inconsistent with the subject given in the comment slip, the spoken content shall prevail.

Except with the consent of the chairman and the shareholder speaking, when a shareholder is making a comment, other shareholders shall not disturb the comment. The chair shall stop the disturbance.

Article 8 An amendment to or an alternative for a proposal in the agenda or another proposal made by an extraordinary motion shall be seconded by other shareholders or proxies. The same shall apply to the agenda change and adjournment motion.

Article 9 Except with the consent of the chair, a shareholder or proxy shall not comment on the same proposal more than two times, and a comment shall not exceed five minutes.

The chair may terminate the comment of shareholders making comments against the above rule or in excess of the scope of the proposal.

When a company attends a meeting of shareholders as a proxy, it shall only send one member to the meeting.

When corporate shareholders send two or more representatives to the meeting of shareholders, only one representative shall comment on the same proposal.

Article 10 When the chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed, call for a vote, and schedule sufficient time for voting.

After the comment of a shareholder, the chair may answer the comment in person or designate the relevant personnel to answer the comment.

Article 11 The venue for a meeting of shareholders shall be the premises of the Company or a venue easily accessible by shareholders and suitable for a meeting of shareholders. The meeting shall begin no earlier than 09:00 and no later than 15:00.

Article 12 Unless the Company Act or articles of incorporation otherwise require, a proposal shall be approved by over one-half of shareholders representing over one-half of the voting shares present in the meeting.

Shareholders of the Company shall enjoy one vote for each share held. When the government or a company is a shareholder, it can be represented by more than one person in a meeting of shareholders. However, the voting rights of these representatives shall still be accounted for by the number of shares held.

When there are two or more representatives representing the government or a company as stated in the preceding paragraph, they shall exercise their voting right together.

When there is an amendment to or an alternative to the same proposal, the chair shall determine the order of voting alongside the original proposal. When one of them is passed, the rest of them are deemed as vetoed without the need for further voting.

Article 13 When there is an air raid warning during the meeting, the chair shall immediately adjourn or suspend the meeting and evacuate the attendees. The meeting may be continued one hour after the air raid warning is over.

Article 14 Matters not provided for herein shall be subject to the Company Act and the applicable laws and regulations.

Article 15 A meeting of shareholding convened by the board of directors shall be chaired by the chairperson of the board. When the chairperson is on leave or unable to attend the meeting for any reason, he/she shall appoint a managing director as his/her proxy. If there is no managing director, one director shall be appointed as the proxy. When no proxy is appointed, managing directors or directors shall elect one of them to chair the meeting.

A meeting of shareholders convened by a person with the power to convene other than the board of directors shall chair the meeting convened. When there are more than one convener, they shall elect one of them as the chair.

Article 16 The chair may direct the proctors (or security personnel) to help maintain order at the meeting venue. Proctors maintaining order at the meeting venue shall wear an armband bearing the word “Proctor”.

Article 17 Shareholders (or proxies) shall follow the instructions for order maintenance given by the chair, proctors (or security personnel). The chair may direct proctors (or security personnel) to eliminate persons obstructing the proceeding of the meeting.

Article 18 These Rules shall be implemented after the passage in the meeting of shareholders. The same shall apply to the amendments hereto.

Appendix 3

Leadtek Research Inc.

Regulations for Directorial Election

June 10, 2020

Article 1 Unless the *Company Act*, *Securities and Exchange Act*, and the Company's articles of incorporation otherwise require, the Company's directorial election shall proceed as provided for in the Rules.

Article 2 The cumulative voting method shall be adopted for the directorial election of the Company. Each share shall have voting rights in number equal to the directors or supervisors to be elected, and may be cast for a single candidate or split among multiple candidates.

Article 3 The board of directors shall prepare the ballots, indicate the number of attendance cards, and affix the company seal to them.

Article 4 Before the election begins, the chair shall appoint a number of monitoring and counting personnel to carry out various relevant duties. Monitoring personnel shall also be shareholders.

Article 5 The board of directors shall prepare the ballot box and have it opened for examination in front of attendees before the vote.

Article 6 (deleted)

Article 7 The number of directors shall be subject to the seats as stated in the Company's articles of incorporation. Those receiving ballots representing the highest numbers of voting rights shall be elected sequentially according to their respective numbers of votes. If two or more candidates receive the same number of votes and the number of candidates elect exceeds the of seats as stated in the Company's articles of incorporation, they shall draw lots to determine the winner, with the chair drawing lots on behalf of those with apologies.

Article 8 Over one-half of directors shall not be under any one of the following circumstances:

1. Spouse.
2. Relatives within the second degree of kinship.

Article 9 Directors elect nonconforming to the restrictions in the preceding

article. The one with votes representing lesser voting rights shall be invalidated.

Article 10 A ballot is invalid under any of the following circumstances:

1. The ballot was not prepared by a person with the right to convene.
2. A blank ballot is placed in the ballot box.
3. The writing is unclear and indecipherable or has been altered.
4. The candidate whose name is entered in the ballot does not conform to the director candidate list.
5. Other words or marks are entered in addition to the number of voting rights allotted.

Article 11 The voting rights shall be calculated on-site immediately after the end of the poll, and the results of the calculation shall be announced by the chair on-site.

Article 12 These Rules shall be implemented after the passage in the meeting of shareholders. The same shall apply to the amendments hereto.

Appendix 4

Leadtek Research Inc.
Stake of Shareholders

By the date (April 5, 2026) of the share transfer suspension, the shareholding of individual and all directors as registered in the list of shareholders is as follows:

Job title	Name	Date of elected	Term of office	Number of shares held at the time of elect		Number of shares held registered in the list of shareholders on the date of share transfer suspension	
				Number of shares	Proportion	Number of shares	Proportion
Chairman	Lu Kun-Shan	June 9, 2023	3 years	222,257	0.26%	162,353	0.17%
Director	Ablecom Technology Inc. Rep.:Liang Jian-Fa	Dec. 27, 2023	3 years	16,667,000	19.85%	18,156,081	19.33%
Director	Compuware Technology Inc. Rep.:Liang Jian-Da	Dec. 27, 2023	3 years	8,333,000	9.93%	9,077,496	9.66%
Independent Director	Ho Yao-Hung	June 9, 2023	3 years	0	0.00%	0	0.00%
Independent Director	Chang Han-Tang (Note4)	May 23, 2025	3 years	0	0.00%	0	0.00%
Independent Director	Chen De-Ming (Note4)	May 23, 2025	3 years	0	0.00%	0	0.00%
Total number of shares held by all directors				25,222,257	30.04%	27,395,930	29.16%

Note 1: The Company paid-in capital is NT$939,460,310. A total of 93,946,031 shares have been issued.

Note 2: The minimum number of shares to be held by all directors in accordance with Article 26-6, paragraph 6, of the *Securities and Exchange Act* is as follows:
The minimum number of shares to be held by all directors: 7,515,682 shares.

Note 3: The total number of shares held by all directors meets the statutory requirement.

Note 4: The Company's Directors, Chang Han-Tang, and Chen De-Ming was elected on May 23, 2025.

LEADTEK

麗臺科技股份有限公司

Leadtek Research Inc.

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