Ventec International Group Co., Ltd.
Year 2026 Annual Meeting Minutes of Shareholders

Time: 9:00 a.m. on Thursday, June 18, 2026

Place: 8F, General Meeting Room, No. 350, Songjiang Rd., Zhongshan Dist., Taipei City 104 , Taiwan (R.O.C.)

Total outstanding shares: 71,434,745 shares. Total shares represented by shareholders present in person or by proxy: 42,082,826 shares. The percentage of shares held by shareholders present in person or by proxy: 58.91%.

Directors present: Alpha Victor Limited (Representative: Wang, Yu-Tzu),Chung, Chien- Jen, CT Capital Limited(Representative:Chiu,Yi-Chen), Elite Gain International Limited(Representative:Pai,Yu-Li) ,Hou Yu-Tau,Chen Tsung-His,Sheu, Yuan- Kuo

Attendance: Chiao-Wei Tu CFO, Yi-Ching Liu CPA, Liu-Zi Zheng CPA,Hong-Shao Heng Lawyer

Chairman: Alpha Victor Limited (Representative: Wang, Yu-Tzu)

Recorder: Susan Lee

Chairperson Remarks (omitted)

Reports on Company Affairs:

1.The Company's 2025 Business Report is hereby submitted.

Explanation:Please refer to Attachment 1 for the 2025 Business Report.

2.The Audit Committee Review Report on the Company's 2025 Financial Statements is hereby submitted.

Explanation:Please refer to Attachment 2 for the 2025 Audit Committee Review Report.

3.The Company's 2025 Distribution Proposal of Directors' Remuneration and Employee Bonus is hereby submitted.

Explanation:

The profits shall be distributed in accordance with the provisions in the Articles of Association of this Company and the Company Act, and 9 %, that is, USD1,128,033 shall be set aside as employee remunerations; 2%, that is, USD250,674 shall be set aside as director remunerations; the profits shall be distributed in the form of cash.

4.The Company’s earnings distribution for 2025.

Explanation:

(1) Please refer to Attachment 4the 2025 Earnings DistributionTable.

(2) Cash dividend distribution would be distributed until and rounding to NT dollar, with fractions of thedollar of the cash dividend being eliminated; the odds in total should be calculated intoequity of the Company.

(3) The proposal for the distribution of cash dividends has been approved by the Board of Directors, with the record date for the suspension of conversion of corporate bonds, the ex-dividend date, and the payment date duly established. Should the number of outstanding shares subsequently change due to the conversion of corporate bonds into common shares, the repurchase, transfer, or cancellation of treasury shares, or other reasons arising from legal requirements, necessitating an adjustment to the dividend payout ratio, the Chairman is authorized to make such adjustment accordingly.

5.The status of Lending Funds to Others Parties.

Explanation: Please refer to Attachment 5 for the status of Lending Funds to Others Parties .

6.The status of Endorsement and Guarantee Provided.

Explanation: Please refer to Attachment 6 for the status of Endorsementand Guarantee Provided.

7.2025 corporate bond raising situation report.

Explanation: Please refer to Attachment 7 for the status of 2025 corporate bond raising situation report .

<u>Ratifications</u>

Case No.1 (Proposed by the Board of Directors)

Proposal:

The Company’s operational and business report and financial statements for 2025.

Explanation:

1.The business report, earnings distribution table and consolidated financial statements for the year 2025 were duly audited by the CPAs of Deloitte & Touche, LIUYI-CHINGand Chiu Cheng-Chun, with an unqualified opinion report. The Business Report and Consolidated Financial Statements have also been audited by the Audit Committee and submitted along with the review report.

2.Please refer to Attachment 1 and Attachment 3.

3.The case is hereby submitted for ratification.

Resolution:

Approval votes 39,253,277 ,disapproval and abstention votes 2,829,549of total votes 42,082,826. The proposal was approved.

Case No.2(Proposed by the Board of Directors)

Proposal:

The Company's earnings distribution for 2025.

Explanation:

1.The 2025 Earnings Distribution Table was approved by the Board of Directors by resolution and submitted to the Audit Committee for review completed.

2.Please refer to Attachment 4 the 2025 Earnings Distribution Table.

3. The case is hereby submitted for ratification.

Resolution:

Approval votes 39,290,936,disapproval and abstention votes 2,791,890 of total votes 42,082,826. The proposal was approved.

Discussions

Case No.1 (Proposed by the Board of Directors)

Proposal:

The amendments to the Articles of Association. (Special Resolution passed)

Explanation:

1. The Company has revised partial provisions in accordance with the newly amended Checklist for Protecting the Interests of Shareholders of Registered Countries for Listings Of Foreign Entities by the competent authority by the Order No. 1151700475 from TWSE Issued on Feb. 4, 2026 and increase the Company's total capital to meet the Company's operating needs. Please refer to Attachment 8 for the comparison Table for amendments to the Articles of Association.
2. The case is hereby submitted for discussion.

Resolution:

Approval votes 39,286,577,disapproval and abstention votes 2,796,249 of total votes 42,082,826. The proposal was approved.

Case No.2 (Proposed by the Board of Directors)

Proposal:

The amendments to the Regulations Governing the Acquisition and Disposal of Assets.

Explanation:

1.The Company has revised partial provisions in accordance with the newly amended Regulations Governing Loaning of Funds and Making of the Procedures the Acquisition or Disposition of Assets by the Public Companies by the Order No. 1140383333 from FSC issued on July 24, 2025. Please refer to Attachment 9 for the Comparison Table for Amendments to the Regulations Governing the Acquisition and Disposal of Assets.

2.The case is hereby submitted for discussion.

Resolution:

Approval votes 37,626,085,disapproval and abstention votes 4,456,741 of total votes 42,082,826. The proposal was approved.

Case No.3 (Proposed by the Board of Directors)

Proposal:

The amendments to the Rules of Procedure for Shareholders Meetings of the Company.

Explanation:

1. The Company has revised partial provisions in accordance with the revision of the company's articles of association, the company here by proposes to amend some articles of the Rulesof Procedure for Shareholders, Please refer to Attachment 10 for the Comparison Table for the Rules of Procedure for Shareholders Meetings.
2. The case is hereby submitted for discussion.

Resolution:

Approval votes 39,287,165,disapproval and abstention votes 2,795,661 of total votes 42,082,826. The proposal was approved.

Extempore Motions:None

Meeting Adjournmen

After the chairman asked the attending shareholders, no shareholder raised any questions, so the chairman announced the meeting adjourned. (9:20 a.m. the same day)

【Attachment 1】

BUSINESS REPORT TO SHAREHOLDERS

I. 2025 Business Report

1.Consolidated profitand loss comparison of operating results:

Unit:NT$thousands,
Except Earnings PerShare

Year / Item	2025	2024	Increase (decrease) Amount	Increase (decrease) ratio (%)
NET REVENUE	4,264,725	4,227,622	37,103	0.88%
GROSS PROFIT	1,373,136	1,418,311	(45,175)	(3.19)%
PROFITFROMOPERATIONS	401,419	318,497	82,922	26.04%
NON-OPERATING INCOME AND EXPENSES	3,245	75,660	(72,415)	(95.71)%
PROFIT BEFORE INCOME TAX	404,664	394,157	10,507	2.67%
NET PROFIT FOR THE YEAR	346,145	356,799	(10,654)	(2.99)%

2.Budget execution:The Company did not publicly disclose any financial forecasts for 2025.

3.Financial highlights and profitability analysis :

Item		2025	2024
Financial structure	Debt to total assets	28.63	28.66
	Long-term Capital to property andequipment	366.41	405.35
Liquidity analysis	Current ratio	354.68	345.90
	Quick ratio	254.02	269.74
Profitability analysis	ROA (%)	7.12	7.54
	ROE (%)	9.83	10.66
	Pre-tax Income to Paid-in Capital (%)	56.65	55.18
	Net profit rate (%)	8.12	8.44
	EPS after tax (NTD)	4.85	5.01

4. Research and development direction:

(1) In response to era of AI infrastructure construction and data center applications, the Company will continue to promote high-frequency, high-speed materials, and meet various special materials, precision, light, thin, and small application requirements to exploit the massive and promising business opportunities in the future.

(2) With the ubiquity of high-speed AI computation, industrial applications and green energy, the Company will promote multi-layer mixed high-end cooling materials with thermal conductivity of 9.0 and above, and cooling films of different grades to widen the lead of cooling materials.

(3) Actively intervene in semiconductor testing technology, move toward new material technology for probe boards that cannot be touched by probes, expand the market for applications using the Company's products, and continue to maintain advantages in the field of display technology applications.

(4) Continue to optimize ultra-high frequency applications used in aerospace radars, autonomous driving, and automotive radar applications to welcome the era of autonomous driving.

(5) With geopolitical conflicts escalating and showing no signs of abating, the global landscape is extremely unstable. Countries are continuously increasing their investment in military weapons. Therefore, the Company needs to focus more on product research, development and accreditation for defense and aerospace applications.

II. Summary of 2026 Business Plan

1. Business policy:

The Company continues to deepen its roots in copper clad laminate (CCL) related industries, adhering to the corporate values of "innovation, division of labor, cooperation, and sharing," as well as approaches in product orientation, global deployment and terminal equipment certification. We focus on providing high-performance products, and insist on good collaboration with customers, suppliers, employees, and shareholders. With the vision of providing global supply chain solutions from prototyping to mass production, we achieve high-standard management based on "quality, speed, cost, and service," and meet the product or technology requirements of the market and customers through continuous innovation in formulas and coating processes, with the mission to create greater corporate value. Furthermore, with the current tumultuous international relations, we must work to meet supply chain requirements that impose restrictions on regional production.

2. Expected production and sales situation:

The Company is based in Asia and has a balanced global development strategy. The sources of purchase orders are relatively balanced. Furthermore, with the rapid development of AI applications and the formation of two supply chains in China and the United States, the production base in Thailand, which is under construction, will be put into operation this year. Recently, raw material supply has been disrupted due to the unexpected surge in AI, leading to significant price increases and shortages. Controlling supply and responding to costs change will be a key issue this year. The Company must be able to reflect costs in line with market demand. Furthermore, major competitors have significantly reduced production, stopped supplying low- and mid-range materials, and substantially extended delivery times due to tight supply. Therefore, the Company holds a positive outlook and expectation regarding new product development, new customer acquisition, and increased market penetration.

The Company has been successful in developing special materials. With the continued increase in certifications and purchase orders, the Company's production and sales will continue to grow. The Company's business philosophy does not focus on pursuing high growth in overall shipment volume, but rather concentrates its resources in high-margin products, including aluminum substrates, military and aerospace products, high-frequency and high-speed substrates, diverse products produced in small volumes for Europe and the United States, and residue-free laminates. High-frequency Teflon materials are used in defense applications, as are M6-grade high-speed no-flow PP sheets and low-loss high-heat-dissipating PP sheets. Newly developed high-speed no-flow residue-free laminate film products can be applied in AI infrastructure, which will lead to high-end applications in the handheld and wearable fields, and semiconductor AI chip testing. With the concerted efforts to expand various layouts, revenue is expected to be generated gradually, and the source of orders will be developed in a balanced manner.

3. Important production and sales strategies:

(1) Continue to intervene in products that require high reliability and certification, and improve the product and customer structure to increase profits and reduce competitive pressure.

(2) By allocating production capacity properly, and exploiting favorable business opportunities presented by the rapid growth of AI applications and the shortage of raw materials, the Company can promote the widespread use of energy-efficient products in terminal equipment, allowing them to embark on a similarly rapid growth trajectory.

(3) Diversify the development of product application fields, and engage in product innovation, including the insulation protection of various passive components and ground breaking development of new products for public welfare, allowing the Company's development become more balanced and making opportunities and profits more stable.

(4) Continue to improve the quality policy, increase investment in automation and smart manufacturing, and reduce costs. Continue to improve the efficiency and productivity

of teamwork, and stabilize the special production mode of large variety in small quantities.

(5) Complete the Thailand plant and leverage its location, regional policies, and industrial cluster advantages to solidify the Company's competitive position in the global electronic materials market so as to realize its long-term development strategy of cross-regional production and customer supply chain diversification.

III. Future Development Strategy

The Company will continue to pay attention to the application needs of various markets and spare no effort in bringing its comprehensive high-frequency and high-speed material product line to the market to gain recognition in terminal equipment use and a large number of PCB applications, thereby entering the mainstream market. In addition to consolidating our leading position in the heat control metal substrate market and further expanding our long-established presence in heat dissipation materials, we are actively pursuing breakthroughs in other application areas, including non-lighting thermal control, ultra-high-frequency radars, thermoplastic resins, and various film materials for active and passive components and AI applications. Furthermore, we will continue to strengthen our relations with supply chain partners by leveraging complementary resources, providing value-added services, ensuring stable business growth, and responding to market fluctuations. These strategies aim to expand our market share and lay a solid foundation for the Company's sustainable development. We hope to create greater value for shareholders, customers, and society through continuous innovation, strategic partnerships, and sound governance.

IV. The Impact of Competitors, Environmental Regulations, and Macroeconomic Environment

With increasing uncertainty in economic policies and the rise of protectionism, trade tensions are escalated. Apart from AI applications, investments in other fields have all but decreased. The current state of two supply chains in China and the United States has damaged market efficiency, distorted trade flows, and severely disrupted global supply chains. These developments make it harder for companies to do business and result in imbalance between countries and different industries, further affecting global economic development and growth.

The Company maintains strong operational resilience and a stable financial structure. In response to the above conditions, we remain committed to product R&D, focusing on innovative technologies. We adopt a unique development model and global strategy centered on producing a wide variety of products in small quantities and utilizing special materials. This approach further differentiates us from our industry peers, establishes our irreplaceability, and enables us to proactively adapt to various changes to meet customer needs. Additionally, we are dedicated to promoting sustainable operations, prioritizing environmental protection, resource conservation, and green energy investments throughout our production processes, upholding our corporate social responsibility.

Besides complying with relevant laws and regulations, the Company also pays attention to changes in important domestic and foreign policies and laws, and plans immediate response measures to meet the Company's operational needs. Therefore, changes in important domestic and foreign policies and laws do not have a significant impact on the Company's financial position and business performance.

We sincerely thank our shareholders for their long-term support, encouragement, and care. The Company will continue to work hard to create value for customers, shareholders, employees, and society.

Chairman:

Manager:

Chief Accounting Officer:

【Attachment 2】

Ventec International Group Co., Ltd.
Audit Committee Review Report

The Board of Directors herewith submits the 2025 Business Report, Consolidated Financial Statements, and Profit Distribution Proposal, including the consolidated financial statements that have been audited by the Deloitte & Touche accounting firm, who have issued an audit report. The aforementioned business report, consolidated financial statement, and profit distribution proposal have been audited by this Audit Committee, and the Committee does not find any discrepancies. Thus, this report is made in conformity with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act; kindly review accordingly.

Sincerely,

Ventec International Group Co., Ltd.
2026 Shareholders' Meeting

Ventec International Group Co., Ltd.

Conver of the Audit Committee： Chen, Tsung-Hsi

16th March 2026

【Attachment 3】

Independent Auditors' Report

To Ventec International Group Co., Ltd.,

Opinion

We have audited the accompanying consolidated financial statements of Ventec International Group Co., Ltd. (the "Company") and its subsidiaries (collectively referred to as the "Group"), which comprise the consolidated balance sheets as at December 31, 2025 and 2024, and the consolidated statements of comprehensive income, consolidated statement of changes in equity, consolidated cash flow statement for the years then ended, and the notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2025 and 2024, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing the Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing standards generally accepted in the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. Personnel of our accounting firm who are required to comply with independence regulations have all maintained total independence from the Group, and also fulfill other responsibilities specified in the regulations. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Group's consolidated financial statements for the year ended December 31, 2025. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters of the Group's consolidated financial statements for the year ended December 31, 2025 are described below:

<u>Authenticity of specific sales revenue</u>

There was a significant change in the Group's specific sales revenue in 2025. Hence, the authenticity of specific sales revenue was included as a key audit matter.

Please refer to Note 4 of the consolidated financial statements for the Group’s accounting policy for recognizing revenue.

We have carried out the following audit procedures to verify the authenticity of sales revenue from specific customers described above:

1. Understand and test the design of the internal control system and effectiveness of implementation for verifying the authenticity of sales revenue from specific customers.
2. Sample transaction documents for the sales revenue from specific customers, including purchase orders, shipping documents, and collection documents.
3. Sample payees and the collection situation of specific customers to verify the authenticity of sales revenue.

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

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations endorsed and issued into effect by the FSC, and for maintaining internal controls necessary for the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

The Group’s governance units (including Audit Committee) are responsible for supervising the financial reporting process.

Auditors’ Responsibilities for the Audit of the Consolidated Financial Statements

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

We utilized our professional judgment and maintained professional skepticism during the audit according to the Standards on Auditing. We also performed the following tasks:

1. Identified and assessed the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. Designed and implemented suitable response measures for the risks that were assessed. Obtained sufficient and suitable audit evidence as the basis for the audit opinion. Since fraud may involve collusion, forgery, intentional omission, untrue statements, or overstepping internal controls, the risk of material misstatement from failing to detect fraud is higher than from error.
2. We gained necessary understanding of internal controls that are of concern to the audit to design audit procedures suitable for the situation. However, the purpose is not to express an opinion on the effectiveness of the Group’s internal controls.
3. We evaluated the appropriateness of accounting policies adopted by management and the reasonableness of accounting estimates and related disclosures.
4. Based on the audit evidence we obtained, we reached a conclusion on the appropriateness of management using the going concern basis of accounting, and whether there is material uncertainty of events or circumstances that may be cause for major concern about the Group’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors’ report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusion is based on the audit

evidence we obtained as of the audit report date. Nevertheless, future events and circumstances may still cause the Group to lose its ability to continue as a going concern.

5. We evaluated the overall presentation, structure, and contents of the consolidated financial statements (including related notes), and whether or not the consolidated financial statements fairly present related transactions and events.
6. We obtained sufficient and appropriate audit evidence regarding the financial information of entities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision, and performance of the Group's audit. We remain solely responsible for our audit opinion.

Matters we communicated with the governance unit include the scope and time of the audit, as well as major findings in the audit (including significant deficiencies in internal control identified in the audit process).

We also provided the governance unit with a statement that personnel of our firm who are required to maintain independence according to the Code of Professional Ethics have maintained independence, and communicated all relationships and other matters (including related preventive measures) that may affect the independence of auditors with the governance unit.

We determined key audit matters of the Group's consolidated financial statements for the year ended December 31, 2025 from matters communicated with the governance unit. We describe the matters in the audit report, unless they are specific matters not permitted to be disclosed by the law, or in extremely rare circumstances, we decide not to communicate the specific matters in the audit report because the negative impact from the communication can be expected to be greater than the public benefit.

Deloitte & Touche, Taiwan

CPA Yi-Ching Liu	CPA Cheng-Chun Chiu
Securities and Futures Commission Approval Document No. Jin-Guan-Zheng-Shen No. 1100356048	Securities and Futures Commission Approval Document No. Jin-Guan-Zheng-Liu-Zi No. 0930160267

March 16, 2026

Ventec International Group Co., Ltd. and Subsidiaries

Consolidated Balance Sheets

For the Years Ended 2025 and 2024

Unit: In Thousands of NTD

		December 31, 2025		December 31, 2024	
Code	Assets	Amount	%	Amount	%
	Current assets				
1100	Cash and Cash Equivalents (Notes 4 and 6)	$ 897,196	18	$ 965,403	20
1136	Financial assets at amortized cost - Current (Notes 4, 8, and 28)	97,086	2	448,680	9
1150	Notes receivable (Notes 4, 9, and 20)	61,220	1	61,225	1
1170	Accounts receivable (Notes 4, 9, and 20)	1,261,124	25	1,185,298	25
1200	Other receivables (Notes 4 and 9)	30,396	1	52,914	1
1220	Current tax assets (Notes 4 and 22)	4,479	-	2,868	-
1310	Inventories (Notes 4 and 10)	879,725	18	726,990	15
1410	Prepayments	55,163	1	42,228	1
1470	Other current assets	7,599	-	7,975	-
11XX	Total current assets	3,293,988	66	3,493,581	72
	Non-current assets				
1510	Financial assets at fair value through profit or loss - non-current (Notes 4 and 7)	1,251	-	-	-
1535	Financial assets at amortized cost - Non-current (Notes 4 and 8)	220,466	4	157,008	3
1600	Property, plant and equipment (Notes 4, 12, 16, and 28)	1,111,112	22	951,992	20
1755	Right-of-use assets (Notes 4 and 13)	166,889	3	132,807	3
1805	Goodwill (Notes 4 and 14)	71,320	2	74,395	1
1801	Intangible assets (Notes 4 and 15)	2,266	-	4,952	-
1840	Deferred tax assets (Notes 4 and 22)	36,976	1	43,159	1
1920	Refundable deposits	10,208	-	9,850	-
1990	Other non-current assets (Note 29)	85,425	2	1,145	-
15XX	Total non-current assets	1,705,913	34	1,375,308	28
1XXX	Total assets	$ 4,999,901	100	$ 4,868,889	100
Code	Liabilities and equity				
	Current liabilities				
2100	Short-term borrowings (Note 16)	$ 47,058	1	$ -	-
2170	Accounts payable	378,023	8	484,368	10
2200	Other payables (Note 17)	416,937	8	478,831	10
2280	Lease liabilities - Current (Notes 4 and 13)	33,148	1	33,501	1
2230	Current tax liabilities (Notes 4 and 22)	18,030	-	2,209	-
2320	Current portion of long-term borrowings (Notes 12, 16, and 28)	15,020	-	8,357	-
2399	Other current liabilities (Note 20)	20,505	1	2,746	-
21XX	Total current liabilities	928,721	19	1,010,012	21
	Non-current liabilities				
2540	Long-term borrowings (Notes 12, 16, and 28)	174,772	4	79,352	2
2570	Deferred tax liabilities (Notes 4 and 22)	147,580	3	165,703	3
2580	Lease liabilities - Non-current (Notes 4 and 13)	70,590	1	32,294	1
2640	Net defined benefit liabilities - Non-current (Notes 4 and 18)	91,193	2	84,919	2
2600	Other non-current liabilities	18,717	-	23,099	-
25XX	Total non-current liabilities	502,852	10	385,367	8
2XXX	Total liabilities	1,431,573	29	1,395,379	29
	Equity attributable to owners of the Company (Notes 4, 11, 19, and 24)				
3100	Common stock	714,347	14	714,347	15
3200	Capital surplus	884,861	18	884,861	18
	Retained earnings				
3310	Legal reserve	360,657	7	325,027	7
3320	Special reserve	218,236	4	352,105	7
3350	Unappropriated earnings	1,424,518	29	1,215,406	25
3300	Total retained earnings	2,003,411	40	1,892,538	39
3400	Other equity	(34,296)	(1)	(18,236)	(1)
31XX	Total equity attributable to owners of the Company	3,568,323	71	3,473,510	71
36XX	Non-controlling interests (Notes 4 and 11)	5	-	-	-
3XXX	Total equity	3,568,328	71	3,473,510	71
	Total liabilities and equity	$ 4,999,901	100	$ 4,868,889	100

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

Chairman: Wang, Yu-Tzu Manager: Chung, Chien-Jen Chief Accounting Officer: Chiao-Wei Tu

Ventec International Group Co., Ltd. and Subsidiaries

Consolidated Statements of Comprehensive Income

From January 1 to December 31, 2025 and 2024

Unit: In Thousands of NTD, Except Earnings Per Share

		2025		2024	
Code		Amount	%	Amount	%
4100	Sales revenue (Note 4, 20, and 33)	$ 4,264,725	100	$ 4,227,622	100
5110	Cost of sales (Notes 4, 10, and 21)	2,891,589	68	2,809,311	66
5900	Gross profit	1,373,136	32	1,418,311	34
	Operating expenses (Notes 4, 9, and 21)				
6100	Sales and marketing expenses	549,597	13	574,435	14
6200	General and administrative expenses	181,030	4	204,691	5
6300	Research and development expenses	240,457	6	319,810	7
6450	Expected credit impairment loss	633	-	878	-
6000	Total operating expenses	971,717	23	1,099,814	26
6900	Net operating income	401,419	9	318,497	8
	Non-operating income and expenses (Notes 4 and 21)				
7100	Interest income	31,208	1	41,369	1
7010	Other income	14,079	-	14,903	-
7020	Other gains and losses	(37,071)	(1)	22,154	1
7510	Interest expenses	(4,971)	-	(2,766)	-
7000	Total non-operating income and expenses	3,245	-	75,660	2
7900	Net income before tax	404,664	9	394,157	10
7950	Income tax expense (Notes 4 and 22)	58,519	1	37,358	1
8200	Net income for the year	346,145	8	356,799	9

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Code		2025 Amount	2025 %	2024 Amount	2024 %
	Other comprehensive income (Notes 4 and 18)				
	Items that will not be reclassified subsequently to profit or loss:				
8311	Remeasurement of defined benefit plans	$ 4,034	-	($ 498)	-
8341	Exchange differences arising in translation to the presentation currency	(235,418)	(5)	213,446	5
8310		(231,384)	(5)	212,948	5
	Items that may be reclassified subsequently to profit or loss:				
8361	Exchange differences in translating the financial statements of foreign operations	219,358	5	(79,577)	(2)
8300	Other comprehensive income for the year	(12,026)	-	133,371	3
8500	Total comprehensive income for the year	$ 334,119	8	$ 490,170	12
	Net profit attributable to:				
8610	Owners of the Company	$ 346,145	8	$ 356,799	9
8620	Non-controlling interests	-	-	-	-
8600		$ 346,145	8	$ 356,799	9
	Total comprehensive income attributable to:				
8710	Owners of the Company	$ 334,119	8	$ 490,170	12
8720	Non-controlling interests	-	-	-	-
8700		$ 334,119	8	$ 490,170	12
	Earnings Per Share (Note 23)				
9750	Basic	$ 4.85		$ 5.01	
9850	Diluted	$ 4.81		$ 4.95	

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

Chairman: Wang, Yu-Tzu Manager: Chung, Chien-Jen Chief Accounting Officer: Chiao-Wei Tu

Ventec International Group Co., Ltd. and Subsidiaries

Consolidated Statements of Changes in Equity

From January 1 to December 31, 2025 and 2024

Unit: In Thousands of NTD

		Equity attributable to owners of the Company										
		Common stock (Notes 4 and 19)			Retained earnings (Note 19)			Other equity (Notes 4, 11, 19, and 24)				
Code		Shares (in thousands)	Amount	Capital surplus (Notes 4 and 19)	Legal reserve	Special reserve	Unappropriated earnings	Exchange differences in translating the financial statements of foreign operations	Unearned employee benefits	Total	Non-controlling interests (Notes 4 and 11)	Total equity
A1	Balance on January 1, 2024	71,435	$ 714,347	$ 884,861	$ 283,957	$ 314,580	$ 1,177,006	($ 152,105)	($ 4,165)	$ 3,218,481	$ -	$ 3,218,481
	Appropriation and distribution of 2023 earnings											
B1	Legal reserve	-	-	-	41,070	-	(41,070)	-	-	-	-	-
B3	Special reserve	-	-	-	-	37,525	(37,525)	-	-	-	-	-
B5	Cash dividends to shareholders	-	-	-	-	-	(239,306)	-	-	(239,306)	-	(239,306)
D1	Net income for 2024	-	-	-	-	-	356,799	-	-	356,799	-	356,799
D3	Other comprehensive income after tax for 2024	-	-	-	-	-	(498)	133,869	-	133,371	-	133,371
D5	Total comprehensive income for 2024	-	-	-	-	-	356,301	133,869	-	490,170	-	490,170
N1	Issuance of ordinary shares under employee restricted shares	-	-	-	-	-	-	-	4,165	4,165	-	4,165
Z1	Balance on December 31, 2024	71,435	714,347	884,861	325,027	352,105	1,215,406	(18,236)	-	3,473,510	-	3,473,510
	Appropriation and distribution of 2024 earnings											
B1	Legal reserve	-	-	-	35,630	-	(35,630)	-	-	-	-	-
B3	Special reserve	-	-	-	-	(133,869)	133,869	-	-	-	-	-
B5	Cash dividends to shareholders	-	-	-	-	-	(239,306)	-	-	(239,306)	-	(239,306)
O1	Increase in non-controlling interests	-	-	-	-	-	-	-	-	-	5	5
D1	Net income for 2025	-	-	-	-	-	346,145	-	-	346,145	-	346,145
D3	Other comprehensive income after tax for 2025	-	-	-	-	-	4,034	(16,060)	-	(12,026)	-	(12,026)
D5	Total comprehensive income for 2025	-	-	-	-	-	350,179	(16,060)	-	334,119	-	334,119
Z1	Balance on December 31, 2025	71,435	$ 714,347	$ 884,861	$ 360,657	$ 218,236	$ 1,424,518	($ 34,296)	$ -	$ 3,568,323	$ 5	$ 3,568,328

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

Chairman: Wang, Yu-Tzu

Manager: Chung, Chien-Jen

Chief Accounting Officer: Chiao-Wei Tu

Ventec International Group Co., Ltd. and Subsidiaries

Consolidated Statements of Cash Flows

From January 1 to December 31, 2025 and 2024

Unit: In Thousands of NTD

Code		2025	2024
	Cash flows from operating activities		
A10000	Net income before tax for this period	$ 404,664	$ 394,157
A20010	Income and expense item		
A20100	Depreciation expenses	169,490	183,593
A20200	Amortization expenses	2,892	2,865
A20300	Expected credit impairment loss	633	878
A20400	Net gain on financial assets and liabilities at fair value through profit or loss	(594)	-
A20900	Interest expenses	4,971	2,766
A21200	Interest income	(31,208)	(41,369)
A21300	Dividend income	(13)	-
A21900	Compensation costs of employee restricted shares	-	4,165
A22500	Net gain on disposal of property, plant and equipment	(2,059)	(2)
A23800	Inventory valuation and obsolescence (gain on value recovery) losses	(28,262)	3,660
A24100	Net gain on foreign currency exchange	(1,203)	(41)
A30000	Net changes in operating assets and liabilities		
A31130	Notes receivable	(92)	44,263
A31150	Accounts receivable	(77,290)	59,622
A31180	Other receivables	1,348	(10,652)
A31200	Inventories	(119,128)	57,257
A31230	Prepayments	(12,424)	8,449
A31240	Other current assets	(18)	(2,134)
A32150	Accounts payable	(103,256)	1,594
A32180	Other payables	(11,123)	(41,015)
A32230	Other current liabilities	17,923	(1,636)
A32240	Net defined benefit liabilities	10,309	5,989
A33000	Cash generated from operations	225,560	672,409
A33100	Interest received	50,962	41,369
A33300	Interest paid	(4,813)	(2,913)
A33500	Income tax paid	(46,697)	(76,576)
AAAA	Net cash inflow from operating activities	225,012	634,289

(Continued on next page)

(Continued from previous page)

Code		2025	2024
	Cash flows from investing activities		
B00040	Decrease (increase) in financial assets at amortized cost	$ 262,599	($ 108,051)
B00100	Acquisition of financial assets at fair value through profit or loss	(1,053)	-
B00200	Sale of financial assets at fair value through profit or loss	396	-
B02700	Acquisition of property, plants, and equipment	(343,767)	(87,109)
B02800	Proceeds from disposal of property, plants, and equipment	17,975	1,239
B03700	Decrease (increase) in guarantee deposits paid	(478)	419
B06800	Decrease (Increase) in other non-current assets	(41,285)	146
B07600	Dividend received	13	-
BBBB	Net cash used in investing activities	(105,600)	(193,356)
	Cash flows from financing activities		
C00100	Increase in short-term loans	51,494	-
C01600	Issuance of long-term loans	106,185	-
C01700	Repayments of long-term borrowings	(8,613)	(15,571)
C03100	Decrease in refundable deposits	(479)	(1,052)
C04020	Repayments of the principal portion of lease liabilities	(47,438)	(50,146)
C04300	Decrease in other non-current liabilities	(3,286)	(3,463)
C04500	Payment of dividends to shareholders	(238,990)	(238,992)
CCCC	Net cash outflow from financing activities	(141,127)	(309,224)
DDDD	Effects of exchange rate changes on cash and cash equivalents	(46,492)	25,177
EEEE	Net increase (decrease) in cash and cash equivalents	(68,207)	156,886
E00100	Opening balance of cash and cash equivalents	965,403	808,517
E00200	Ending balance of cash and cash equivalents	$ 897,196	$ 965,403

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

Chairman: Wang, Yu-Tzu Manager: Chung, Chien-Jen Chief Accounting Officer: Chiao-Wei Tu

【Attachment 4】

Ventec International Group Co., Ltd.

Earnings Distribution Table

2025

Unit: NT$

Item	Amount
Undistributed earnings at the beginning of the period	1,074,338,017
Plus： Net profit forthe currentyear	346,144,769
Plus： Remeasurement of defined benefit plans	4,034,742
Less： Appropriation ofLegal Reserve	(35,017,951)
Less： Appropriation of special reserves	(16,059,888)
Distributable earnings of the current year	1,373,439,689
Distribution Items	
Shareholders' bonus - cash (NT$3.35 per share)	239,306,396
Undistributed earnings at the end of the period	1,134,133,293

Note1： Actual dividend per share will be calculated based on theactual issued and outstanding shares as of the record date for the distribution.

Chairman:Wang, Yu-Tzu Manager: Chung, Chien-Jen Chief Accounting Officer: Chiao-Wei Tu

【Attachment 5】

Ventec International Group Co., Ltd. and Subsidiaries

Financing Provided

From January 1 to December 31, 2025

Unit: In Thousands of NTD, Unless Specified Otherwise

No. (Note 1)	Lender	Borrower	Financial statement account	Related parties	Highest balance for the period (Note 4)	Ending balance (Note 4)	Actual borrowing amount (Note 4)	Interest rate	Nature for financing (Note 2)	Business transaction amount	Reason for short-term financing	Allowance for bad debts	Collateral		Financing limit for each borrower (Notes 3 and 4)	Financing company's total financing amount limits (Notes 3 and 4)	Note
													Item	Value			
1	VT HK	VIG SAMOA	Other receivables	Yes	$ 415,285 (USD 13,213)	$ 315,777 (USD 10,047)	$ 315,777 (USD 10,047)	-	2	$ -	Operating capital needed	$ -	(None)	$ -	$ 3,350,050 (USD 106,588)	$ 6,700,100 (USD 213,176)	
1	VT HK	VT UK	Other receivables	Yes	110,005 (USD 3,500)	24,924 (USD 793)	24,924 (USD 793)	1.88%	2	-	Operating capital needed	-	(None)	-	3,350,050 (USD 106,588)	6,700,100 (USD 213,176)	
1	VT HK	VT USA	Other receivables	Yes	125,720 (USD 4,000)	125,720 (USD 4,000)	-	-	2	-	Operating capital needed	-	(None)	-	3,350,050 (USD 106,588)	6,700,100 (USD 213,176)	
1	VT HK	VT DE	Other receivables	Yes	142,126 (USD 4,522)	142,126 (USD 4,522)	142,126 (USD 4,522)	1.88%	2	-	Operating capital needed	-	(None)	-	3,350,050 (USD 106,588)	6,700,100 (USD 213,176)	

Note 1: The number "0" represents the Company. The subsidiaries are numbered in order from number 1.

Note 2: Types of financing were as follows:

1. Business and trade.
2. Short-term financing.

Note 3: The limitations of financing amounts were as follows:

1. Financing provided by the Company cannot exceed 50% of the Company's net asset value.
2. The financing limits where the Company directly and indirectly holds voting right shares of subsidiaries at 100% are as follows: The total and individual financing amount cannot exceed 20 times and 10 times of the Company's net asset value, respectively. The calculation of net asset value was based on lender's net asset value as of December 31, 2025.

Note 4: The calculation was based on the spot exchange rate of USD to NTD on December 31, 2025.

Note 5: All intercompany transactions have been eliminated on consolidation.

【Attachment 6】

Ventec International Group Co., Ltd. and Subsidiaries

Endorsements/Guarantees Provided

From January 1 to December 31, 2025

Unit: In Thousands of NTD, Unless Specified Otherwise

No. (Note 1)	Endorser/guarantor	Endorsee/guarantee		Limit on endorsements/ guarantees provided to a single party (Notes 2 and 3)	Maximum amount endorsed/guaranteed for the period (Note 3)	Outstanding endorsement/ guarantee at the end of period (Note 3)	Actual borrowing amount (Note 3)	Amount of endorsements/guarantees secured by assets	Ratio of accumulated endorsement/ guarantee to net equity in the latest financial statements	Maximum endorsed/ guaranteed amount (Notes 2 and 3)	Parent company to subsidiary (Note 4)	Subsidiary to parent company (Note 4)	Parent company to subsidiary in China (Note 4)	Note
		Name	Relationship											
0	VIG CAYMAN	VT HK	Subsidiary	$ 7,136,646 (USD 227,066)	$ 392,875 (USD 12,500)	$ 361,445 (USD 11,500)	$ -	$ -	10.13%	$ 14,273,292 (USD 454,132)	Y	N	N	
0	VIG CAYMAN	VT TW	Subsidiary	7,136,646 (USD 227,066)	912,444 (USD 29,031)	912,444 (USD 29,031)	95,076 (USD 3,025)	-	25.57%	14,273,292 (USD 454,132)	Y	N	N	
0	VIG CAYMAN	VT SZ	Subsidiary	7,136,646 (USD 227,066)	125,720 (USD 4,000)	-	-	-	-	14,273,292 (USD 454,132)	Y	N	Y	
0	VIG CAYMAN	VT UK	Subsidiary	7,136,646 (USD 227,066)	31,430 (USD 1,000)	31,430 (USD 1,000)	-	-	0.88%	14,273,292 (USD 454,132)	Y	N	N	
0	VIG CAYMAN	VT DE	Subsidiary	7,136,646 (USD 227,066)	47,145 (USD 1,500)	47,145 (USD 1,500)	-	-	1.32%	14,273,292 (USD 454,132)	Y	N	N	
0	VIG CAYMAN	VT TH	Subsidiary	7,136,646 (USD 227,066)	291,922 (USD 9,288)	291,922 (USD 9,288)	141,529 (USD 4,503)	-	8.18%	14,273,292 (USD 454,132)	Y	N	N	
1	VIG HK	VT UK	Fellow subsidiary	268,256 (USD 8,535)	9,240 (USD 294)	9,240 (USD 294)	-	-	0.34%	536,512 (USD 17,070)	N	N	N	
2	VT TW	VT HK	Fellow subsidiary	2,264,275 (USD 72,040)	471,450 (USD 15,000)	471,450 (USD 15,000)	-	-	104.11%	2,717,130 (USD 86,448)	N	N	N	

Note 1: The number “0” represents the Company. The subsidiaries are numbered in order from number 1.

Note 2: The limits of endorsements/guarantees amounts were as follows:

1. For VIG CAYMAN, the total amount of endorsement/guarantee provided and the limit on endorsement/guarantee amounts provided to each guaranteed party cannot exceed 400% and 200% of the Company’s net asset value, respectively. This net asset value is based on December 31, 2025 net value.
2. For VIG HK, the total amount of endorsement/guarantee provided and the limit on endorsement/guarantee amounts provided to each guaranteed party cannot exceed 20% and 10% of the Company’s net asset value, respectively. This net asset value is based on December 31, 2025 net value.
3. For VT TW, the total amount of endorsement/guarantee provided and the limit on endorsement/guarantee amounts provided to each guaranteed party cannot exceed 600% and 500% of the Company’s net asset value, respectively. This net asset value is based on December 31, 2025 net value.

Note 3: The calculation was based on the spot exchange rate of USD to NTD on December 31, 2025.

Note 4: Endorsement/guarantee given by a parent which is a listed company on behalf of subsidiaries, endorsement/guarantee given by subsidiaries on behalf of a parent which is a listed company, and endorsement/guarantee given on behalf of companies in China must fill in Y.

【Attachment 7】

Ventec International Group Co., Ltd.

Year 2025 Annual Corporate Bond Raising Situation Report

Type of Corporate Bonds	First Domestic Unsecured Convertible Corporate Bonds	Second Domestic Unsecured Convertible Corporate Bonds
Purpose of funds	The funds will be used for plant construction, machinery and equipment purchase, and working capital.	
Approving authority	Financial Supervisory Commission (FSC) The Taipei Exchange	
Date Approved for Issuance	Approved by the Financial Supervisory Commission (FSC) on December 30, 2025 (Letter No. 1140367859, Securities and Futures Bureau) and by the Taipei Exchange (TPEx) on January 16, 2026 (Letter No. 11500002192).	Approved by the Financial Supervisory Commission (FSC) on December 30, 2025 (Letter No. 11403678591, Securities and Futures Bureau) and by the Taipei Exchange (TPEx) on January 28, 2026 (Letter No. 11500004052).
Total Amount Issued (NTD)	NT$500,000,000	NT$579,358,560
Par Value (NTD)	NT$100,000 per bond	NT$100,000 per bond
Date of Issuance (Processing)	January 22, 2026	February 3, 2026
Maturity Date	January 22, 2031	February 3, 2031
Period	5 years	5 years
Coupon Rate	0%	0%
Repayment Method	Bullet repayment	Bullet repayment
Trustee	Bank SinoPac Co., Ltd., Sinopac Trust Service	Bank SinoPac Co., Ltd., Sinopac Trust Service
Underwriting Institution	SinoPac Securities Corporation	SinoPac Securities Corporation
Agent for Principal Redemption and Bond Conversion	Stock Agency Department, Yuanta Securities Co., Ltd.	Stock Agency Department, Yuanta Securities Co., Ltd.
Fund Utilization Plan Execution Status	The 1st and 2nd series of unsecured ordinary corporate bonds for 2025, with an aggregate principal amount of NT$1,079,358,560 thousand, are issued for the purpose of plant construction, machinery and equipment acquisition, and working capital replenishment. For further details, please visit MOPS.。	

【Attachment 8】

Ventec International Group Co., Ltd.
Comparison Table for ARTICLES OF ASSOCIATION

No.	Current Provisions	Proposed Amendments	Explanations 修正理由
Article 2	Add new term definitions.	**<u>(1) In these Articles the following terms shall have the meanings set opposite unless the context otherwise requires:</u>** **<u>Vice Chairman</u>** **<u>has the meaning given thereto in Article 69.</u>**	In order to facilitate the addition of the Vice Chairman position in the Company, a corresponding definition is added in Article 2.
Article 34	(1) During the Relevant Period, at least thirty (30) days' notice of an annual general meeting and fifteen (15) days' notice of an extraordinary general meeting shall be given to each Member**<u>, and subject to the Law and the Applicable Listing Rules, the Company may make a public announcement of a notice of general meeting to Members holding less than 1,000 Shares instead of delivering the same to each Member</u>**. The period of notice shall be exclusive of the day on which it is served and of the day on which the general meeting is to be held. Such notice shall be in writing, shall specify the place, the day and the time of meeting and the agenda and the proposals to be resolved at the general meeting and shall be given in the manner hereinafter described or	(1) During the Relevant Period, at least thirty (30) days' notice of an annual general meeting and fifteen (15) days' notice of an extraordinary general meeting shall be given to each Member. The period of notice shall be exclusive of the day on which it is served and of the day on which the general meeting is to be held. Such notice shall be in writing, shall specify the place, the day and the time of meeting and the agenda and the proposals to be resolved at the general meeting and shall be given in the manner hereinafter described or be given via electronic communications if previously consented by the Members and permitted by the Law and the Applicable Listing Rules.	n order to comply with the amendments to the "Checklist for Protection of Shareholders' Rights and Interests in the Country of Incorporation of Foreign Issuers" (the "Checklist for Protection of Shareholders'

No.	Current Provisions	Proposed Amendments	Explanations 修正理由
	be given via electronic communications if previously consented by the Members and permitted by the Law and the Applicable Listing Rules.		Rights and Interests") announced by the TSE under Reference No. 1151700475 on February 4, 2026, Paragraph 1 of Article 34 is hereby revised.
Article 37	During the Relevant Period, the Company shall prepare a manual for each general meeting, and such manual and relevant materials shall be published on the website designated by the Commission, the TPEx or the TWSE (where applicable) **twenty-one (21)** days prior to the scheduled date of the relevant annual general meeting and fifteen (15) days prior to the scheduled date of the relevant extraordinary general meeting pursuant to the Applicable Listing Rules. **However, in the event the Company's total paid-in capital as of the close of the most recent financial year reaches NT$2 billion or more, or when the aggregate number of Shares held by the foreign investors and Mainland Chinese investors reached thirty percent (30%) or more as recorded in the Register at the time of holding of the general meeting in the most recent financial year, the Company shall upload the electronic files of the abovementioned manual and relevant materials thirty (30) days prior to the scheduled date of the relevant annual general meeting.**	During the Relevant Period, the Company shall prepare a manual for each general meeting, and such manual and relevant materials shall be published on the website designated by the Commission, the TPEx or the TWSE (where applicable) **thirty (30)** days prior to the scheduled date of the relevant annual general meeting and fifteen (15) days prior to the scheduled date of the relevant extraordinary general meeting pursuant to the Applicable Listing Rules.	In order to comply with the requirements of the Checklist for Protection of Shareholders' Rights and Interests, Article 37 is hereby revised.

No.	Current Provisions	Proposed Amendments	Explanations 修正理由
Article 69	A chairman of the Board (the "**Chairman**") shall be elected from among the Directors and appointed in term by a majority of the Directors present at a Board meeting attended by at least two-thirds of all of the Directors then in office. The Chairman shall externally represent the Company and internally preside as the chairman at every Board meeting and at every general meeting convened by the Board. In the event the Chairman is not present at a meeting or cannot or will not exercise his power and authority for any cause, <u>**he**</u> shall designate one of the Directors to act on his behalf. In the absence of such designation, the Directors present at the meeting shall elect from among themselves an acting chairman.	A chairman of the Board (the "**Chairman**") shall be elected from among the Directors and appointed in term by a majority of the Directors present at a Board meeting attended by at least two-thirds of all of the Directors then in office<u>**, and a vice chairman of the Board (the "Vice Chairman") may also be elected and appointed in the same manner**</u>. The Chairman shall externally represent the Company and internally preside as the chairman at every Board meeting and at every general meeting convened by the Board. In the event the Chairman is not present at a meeting or cannot or will not exercise his power and authority for any cause, <u>**the Vice Chairman shall act on his behalf. In case there is no Vice Chairman or the Vice Chairman is also unable to present at a meeting or cannot or will not exercise such power and authority for any cause, the Chairman**</u> shall designate one of the Directors to act on his behalf. In the absence of such designation, the Directors present at the meeting shall elect from among themselves an acting chairman.	To accommodate operational needs, the Company intends to establish the position of Vice Chairman. Accordingly, with reference to Article 208 of the Taiwan Company Act, the provisions of Article 69 are amended.

【Attachment 9】

Ventec International Group Co., Ltd.

Comparison Table for Amendments to the Regulations

Governing the Acquisition and Disposal of Assets

Before amendment	After amendment
Article 7: Procedures for acquiring or disposing of real property, equipment and right-of-use assets thereof 1.(omitted) 2.Procedures for determining trading conditions and authorization limits 2.1 When acquiring or disposing of real property or right-of-use assets thereof, the trading conditions and prices shall be determined with reference to the real property's publicly announced current value, appraised value, actual transaction prices of nearby real property, and an analysis report shall be made. If the amount is less than NT $100 million (inclusive), it shall be approved level by level in accordance with the authorization regulations; If the amount exceeds NT $100 million, it shall be submitted to the board of directors for approval. 2.2 When acquiring or disposing of equipment or right-of-use assets thereof shall be conducted by price inquiries, price comparison, price negotiation, or request for bids. If the amount is less than NT $100 million (inclusive), it shall be approved level by level in accordance with the authorization regulations; If the amount exceeds NT $100 million, it shall be submitted to the board of directors for approval. 3. (omitted) 4.Appraisal report of real property, equipment or right-of-use assets thereof 4.1. In acquiring or disposing of real property, equipment, or right-of-use assets thereof where the transaction amount reaches 20	Article 7: Procedures for acquiring or disposing of real property, equipment and right-of-use assets thereof 1.(omitted) 2.Procedures for determining trading conditions and authorization limits 2.1 When acquiring or disposing of real property or right-of-use assets thereof, the trading conditions and prices shall be determined with reference to the real property's publicly announced current value, appraised value, actual transaction prices of nearby real property, and an analysis report shall be made. <u>If the amount is less than NT $90 million (inclusive), it shall be approved level by level in accordance with the authorization regulations; If the amount exceeds NT $90 million,</u> it shall be submitted to the board of directors for approval. 2.2 When acquiring or disposing of equipment or right-of-use assets thereof shall be conducted by price inquiries, price comparison, price negotiation, or request for bids. <u>If the amount is less than NT $90million (inclusive), it shall be approved level by level in accordance with the authorization regulations; If the amount exceeds NT $90million</u>, it shall be submitted to the board of directors for approval. 3. (omitted) 4.Appraisal report of real property, equipment or right-of-use assets thereof

Before amendment	After amendment
percent of the company's paid-in capital or NT$300 million or more, the company, unless transacting with a domestic government agency, engaging others to build on its own land, engaging others to build on rented land, or acquiring or disposing of equipment or right-of-use assets thereof held for business use, shall obtain an appraisal report prior to the date of occurrence of the event from a professional appraiser and shall further comply with the following provisions...... (omitted)	4.1. In acquiring or disposing of real property, equipment, or right-of-use assets thereof where the transaction amount reaches <u>20 percent of the paid-in capital or NT$300 million or more of the company acquiring the asset,</u> the company, unless transacting with a domestic government agency, engaging others to build on its own land, engaging others to build on rented land, or acquiring or disposing of equipment or right-of-use assets thereof held for business use, shall obtain an appraisal report prior to the date of occurrence of the event from a professional appraiser and shall further comply with the following provisions...... (omitted)
Article 8: Procedures for acquiring or disposing of securities investment 1.(omitted) 2.Procedures for determining trading conditions and authorization limits 2.1. When the Company acquires or disposes of securities that are already traded on the securities exchange or business premises of securities firms, transactions shall be determined on the basis of market prices, and the amount shall be less than or equal to NT $300 million, which shall be handled after being ordered by the chairman of the board; If the amount exceeds NT $300 million, it shall be reported to the board of directors for ratification afterwards. 2.2. When the Company acquires or disposes of securities that are not traded on the securities exchange or business premises of securities firms, the Company shall ,prior to the date of occurrence of the event, obtain financial statements of the issuing company for the most recent period, certified or reviewed by a certified public accountant, for reference in appraising the transaction price. In addition, considering its net worth per	Article 8: Procedures for acquiring or disposing of securities investment 1.(omitted) 2.Procedures for determining trading conditions and authorization limits 2.1. When the Company acquires or disposes of securities that are already traded on the securities exchange or business premises of securities firms, transactions shall be determined on the basis of market prices, <u>and the amount shall be less than or equal to NT $90 million, which shall be handled after being ordered by the chairman of the board; If the amount exceeds NT $90 million, it shall first be submitted to the board of directors for approval before proceeding.</u> 2.2. When the Company acquires or disposes of securities that are not traded on the securities exchange or business premises of securities firms, the Company shall, prior to the date of occurrence of the event, obtain financial statements of the issuing company for the most recent period, certified or reviewed by a certified public accountant, for reference in appraising the transaction price. In addition, considering its net worth per share,

Before amendment	After amendment
share, profitability and future development potential, If the amount of a single transaction is less than or equal to NT $300 million, it shall be handled after being determined by the chairman of the board; If the amount exceeds NT $300 million, it shall be approved by the chairman and submitted to the board of directors for ratification. 2.3. When the Company acquires or disposes of short-term securities by the use of short-term idle funds, the amount standard can be increased to 20% of the company's paid in capital. ...... (omitted)	profitability and future development potential, when necessary, the general manager shall determine whether to engage a certified public accountant to provide an opinion on the reasonableness of the transaction price, so as to enhance the rationality and necessity of the investment proposal, which shall then be submitted to the board of directors for approval before proceeding.
Article 9: Procedures for acquiring or disposing of intangible assets or right-of-use assets thereof or memberships 1.(omitted) 2.Procedures for determining trading conditions and authorization limits a) To acquire or dispose of memberships, the trading conditions and prices shall be determined with reference to the fair market price of the market, and an analysis report shall be prepared and submitted to the general manager. If the amount is less than NT $1 million, it shall be submitted to the general manager for approval and shall be submitted to the latest board meeting for filing; If the amount exceeds NT $1million, it shall be submitted to the board of directors for approval before proceeding. b) To acquire or dispose of intangible assets or right-of-use assets thereof, the trading conditions and prices shall be determined by referring to the expert evaluation report or the fair market price. If the amount is less than or equal to NT $100 million, it shall be approved by the chairman of the board; If the transaction amount exceeds NT $100 million,	Article 9: Procedures for acquiring or disposing of intangible assets or right-of-use assets thereof or memberships 1.(omitted) 2.Procedures for determining trading conditions and authorization limits a) To acquire or dispose of memberships, the trading conditions and prices shall be determined with reference to the fair market price of the market, and an analysis report shall be prepared and submitted to the general manager. If the amount is less than NT $1 million, it shall be carried out upon approval by the general manager; if the amount is less than NT $5 million, it shall be carried out upon approval by the chairman; if the amount exceeds NT $5 million, it shall be submitted to the board of directors for approval before proceeding. b) To acquire or dispose of intangible assets or right-of-use assets thereof, the trading conditions and prices shall be determined by referring to the expert evaluation report or the fair market price. If the amount is less than or equal to NT $50 million, it shall be approved by

Before amendment	After amendment
it shall be approved by the board of directors in advance. ...... (omitted) 4. Report on expert evaluation opinions ofintangible assets or right-of-use assets thereof or memberships 4.1. Where the company acquires or disposes of memberships and the transaction amount reaches NT $ 4 million or more, an expert shall be requested to issue a valuation report. 4.2. Where the company acquires or disposes of intangible assets or right-of-use assets thereof and the transaction amount reaches NT $10million or more, an expert shall be requested to issue a valuation report. ...... (omitted)	the chairman of the board; if the transaction amount exceeds NT $50 million, it shall be approved by the board of directors in advance. ...... (omitted) 4. Report on expert evaluation opinions ofintangible assets or right-of-use assets thereof or memberships 4.1. Where the company acquires or disposes of memberships and the transaction amount reaches NT $5 million or more, an expert shall be requested to issue a valuation report 4.2. Where the company acquires or disposes of intangible assets or right-of-use assets thereof and the transaction amount reaches NT $50 million or more, an expert shall be requested to issue a valuation report ...... (omitted)
Article 10: Procedures for acquiring or disposing of real property, equipment and right-of-use assets thereof from or to a related party 1. (omitted) 2.Evaluation and operation procedures ...... (omitted) G.Restrictive covenants and other important stipulations associated with the transaction. With respect to the types of transactions listed below, when to be conducted between the company and its parent or subsidiaries, or between its subsidiaries in which it directly or indirectly holds 100 percent of the issued shares or authorized capital, the company's board of directors may pursuant to Article 7, paragraph 2 delegate the board chairman to decide such matters when the transaction is within a certain amount and have the decisions subsequently submitted to and ratified by the next board of directors meeting: ...... (omitted)	Article 10: Procedures for acquiring or disposing of real property, equipment and right-of-use assets thereof from or to a related party 1. (omitted) 2.Evaluation and operation procedures ...... (omitted) G.Restrictive covenants and other important stipulations associated with the transaction. With respect to the types of transactions listed below, when to be conducted between the company and its parent or subsidiaries, or between its subsidiaries in which it directly or indirectly holds 100 percent of the issued shares or authorized capital, the company's board of directors may pursuant to Article 7, paragraph 2 delegate the board chairman to decide such matters when the transaction is within the amount and have the decisions subsequently submitted to and ratified by the next board of directors meeting: ...... (omitted)

Before amendment	After amendment
Article 11: Procedures for acquiring or disposing of derivatives 1. Transaction type: 1.1. Non trading: hedging transactions not for trading purposes. 1.2. Transactional: non hedging transactions for trading purposes. The company does not engage in trading operations. 2. Operating or hedging strategies: The company engages in derivatives trading on the principle of risk aversion and uses the company's receivables and payables arising from business or the net positions offset by the balance sheet date, amount and currency. Before the transaction, it must be determined as a hedging operation. 3....... (omitted) 4. Trading limit, the maximum loss limit on total trading and for individual contracts 4.1. The company's overall hedging contract is limited to hedging not exceeding the company's receivables and payables arising from business or the net positions offset by the balance sheet date, amount and currency within the next six months. 4.2. ...... (omitted) 5. Performance evaluation: it shall be measured and evaluated based on the hedging strategy and submitted to the general manager every month. 6. Operation procedure: 6.1-6.3...... (omitted) 6.4. Decision making and authorization levels (non trading): those handled in accordance with the following table and approved by the general manager or the chairman of the board of directors shall be reported to the board of directors of the latest period afterwards. ...... (omitted) 7. (omitted) 8. Regular evaluation method, irregular	Article 11: Procedures for acquiring or disposing of derivatives 1. Transaction type: 1.1. Non trading: for the purpose of hedging risks arising from foreign currency assets or liabilities held, or anticipated transactions. 1.2. Transactional: all transations other than those non-trading purposes. 2. Operating or hedging strategies: The company engages in derivatives trading; where such transactions are non-trading, they are on the principle of risk aversion and uses the company's receivables and payables arising from business or the net positions offset by the balance sheet date, amount and currency. Before the transaction, it must be determined as a hedging operation. 3....... (omitted) 4. Trading limit, the maximum loss limit on total trading and for individual contracts 4.1 The total contract, if not for trading purposes, is limited to hedging not exceeding the company's receivables and payables arising from business or the net positions offset by the balance sheet date, amount and currency within the next six months; if for trading purposes, it is limited to US $5 million. 4.2. ...... (omitted) 5. Performance evaluation: The finance department shall regularly review operational performance and conduct mark-to-market valuation at the end of each month. The evaluation results shall be submitted to the general manager for review. In case of any abnormality in the evaluation report, it shall be immediately reported to the general manager and necessary corrective actions shall be taken. After the annual closing, a summary report on the year’s performance shall be prepared and submitted to the general manager for review.

Before amendment	After amendment
circumstances handling and supervision: 8.1. Hedging transactions shall be evaluated at least twice a month, and the evaluation report shall be submitted to the general manager 8.2. (omitted) 8.3. The evaluation report on hedging transactions shall be submitted at the meeting of the board of directors.When irregular circumstances are found in trading and profit-loss circumstances,where a company has independent directors, an independent director shall be present at the meeting and express an opinion.	6. Operation procedure: 6.1-6.3...... (omitted) 6.4. Decision making and authorization levels (non trading): those handled in accordance with the following table and approved by the general manager or the chairman of the board of directors shall be reported to the board of directors of the latest period afterwards. For trading purposes, if a single transaction exceeds US $5 million or the cumulative transaction amount reaches US $15 million, it must be submitted to the board of directors for prior approval. 7. (omitted) 8. Regular evaluation method, irregular circumstances handling and supervision: 8.1 Positions held in derivatives trading shall be evaluated at least once a week; however, for hedging transactions conducted for business needs, they shall be evaluated at least twice a month, and the evaluation report shall be submitted to the general manager 8.2. (omitted) 8.3. The evaluation report on transactions shall be submitted at the meeting of the board of directors. When irregular circumstances are found in trading and profit-loss circumstances, where a company has independent directors, an independent director shall be present at the meeting and express an opinion.
Article 14: Procedures for public disclosure of information 1. Declared items and declared standards . ... (omitted) Where equipment or right-of-use assets thereof for business use are acquired or disposed of, and furthermore the transaction counterparty is not a related party, and the transaction amount meets any of the following criteria:	Article 14: Procedures for public disclosure of information 1. Declared items and declared standards . ... (omitted) Where equipment or right-of-use assets thereof for business use are acquired or disposed of, and furthermore the transaction counterparty is not a related party, and the transaction amount meets any of the following criteria:

Before amendment	After amendment
1.4.1. For a public company whose paid-in capital is less than NT$10 billion, the transaction amount reaches NT$500 million or more. 1.4.2. For a public company whose paid-in capital is NT$10 billion or more, the transaction amount reaches NT$1 billion or more. .... (omitted) 1.7. Where an asset transaction other than any of those referred to in the preceding six subparagraphs, a disposal of receivables by a financial institution, or an investment in the mainland China area reaches 20 percent or more of paid-in capital or NT$300 million; provided, this shall not apply to the following circumstances: . ... (omitted)	1.4.1. For a public company whose paid-in capital is less than NT$10 billion, the transaction amount reaches NT$500 million or more. 1.4.2. For a public company whose paid-in capital is NT $10 billion or more, and less than NT $50 billion, the transaction amount reaches NT $1 billion or more. 1.4.3. For a public company whose paid-in capital is NT $50 billion or more, the transaction amount reaches 5% or more of the company's paid-in capital. .... (omitted) 1.7. For a public company whose paid-in capital is NT $50 billion or more, transactions involving government bonds, ordinary corporate bonds, and general financial bonds not involving equity (excluding subordinated bonds), conducted on a securities exchange or at a securities firm's place of business, which do not fall under the proviso of paragraph 8 and where the counterparty is not a related party, the transaction amount reaches 5% or more of the company's paid-in capital. 1.8. Where an asset transaction other than any of those referred to in the preceding seven subparagraphs, a disposal of receivables by a financial institution, or an investment in the mainland China area reaches 20 percent or more of paid-in capital or NT$300 million; provided, this shall not apply to the following circumstances: . ... (omitted)
Article 17: Implementation and amendment The procedures for acquisition or disposal of assets shall be approved by the audit committee, approved by the board of directors, and submitted to the shareholders' meeting for approval,	Article 17: Implementation and amendment 17.1 The procedures for acquisition or disposal of assets shall be approved by the audit committee, approved by the board of directors, and submitted to the shareholders' meeting for approval, and the same shall apply

Before amendment	After amendment
and the same shall apply for amendment. If any director objects and there is a record or written statement, the company shall also send the director objection information to the audit committee. Where the company has established independent directors, when submitting the procedures for acquiring or disposing of assets to the board of directors for discussion in accordance with the provisions of the preceding paragraph, full consideration shall be given to the opinions of the independent directors. If the independent directors have objections or reservations, they shall be stated in the minutes of the board meeting. The adoption or amendment of the procedures for the acquisition or disposal of assets by the company shall be subject to the consent of more than half of all the members of the audit committee, and shall be submitted to the board of directors for resolution. If the preceding paragraph is not approved by more than half of all the members of the audit committee, it may be approved by more than two-thirds of all the directors, and the resolution of the audit committee shall be recorded in the minutes of the board meeting. All the members of the audit committee referred to in paragraph 3 and all the directors referred to in the preceding paragraph shall be calculated on the basis of the actual incumbents.	for amendment. If any director objects and there is a record or written statement, the company shall also send the director objection information to the audit committee. 17.2 Where the company has established independent directors, when submitting the procedures for acquiring or disposing of assets to the board of directors for discussion in accordance with the provisions of the preceding paragraph, full consideration shall be given to the opinions of the independent directors. If the independent directors have objections or reservations, they shall be stated in the minutes of the board meeting. 17.3 The adoption or amendment of the procedures for the acquisition or disposal of assets by the company shall be subject to the consent of more than half of all the members of the audit committee, and shall be submitted to the board of directors for resolution. 17.4 If the preceding paragraph is not approved by more than half of all the members of the audit committee, it may be approved by more than two-thirds of all the directors, and the resolution of the audit committee shall be recorded in the minutes of the board meeting. 17.5 All the members of the audit committee referred to in paragraph 3 and all the directors referred to in the preceding paragraph shall be calculated on the basis of the actual incumbents.

【Attachment 10】

Ventec International Group Co., Ltd.

Comparison Table for Amendments to the Rules of Procedure for Shareholders' Meetings

Before amendment	After amendment
Article 3 (Convening shareholders meetings and shareholders meeting notices) Unless otherwise provided by law or regulation, this Corporation's shareholders meetings shall be convened by the board of directors. Changes to how this Corporation convenes its shareholders meeting shall be resolved by the board of directors, and shall be made no later than mailing of the shareholders meeting notice. This Corporation shall prepare electronic versions of the shareholders meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors or supervisors, and upload them to the Market Observation Post System (MOPS) before 30 days before the date of a regular shareholders meeting or before 15 days before the date of a special shareholders meeting. This Corporation shall prepare electronic versions of the shareholders meeting agenda and supplemental meeting materials and upload them to the MOPS before 21 days before the date of the regular shareholders meeting or before 15 days before the date of the special shareholders meeting. If, however, this Corporation has the paid-in capital of NT$10 billion or more as of the last day of the most current fiscal year, or total shareholding of foreign shareholders and PRC shareholders reaches 30% or more as recorded in the register of shareholders of the shareholders meeting held in the immediately preceding year, transmission of these electronic files shall be made by 30 days before the regular shareholders meeting. In addition, before 15 days before the date of the shareholders meeting, this Corporation shall also have prepared the shareholders	Article 3 (Convening shareholders meetings and shareholders meeting notices) Unless otherwise provided by law or regulation, this Corporation's shareholders meetings shall be convened by the board of directors. Changes to how this Corporation convenes its shareholders meeting shall be resolved by the board of directors, and shall be made no later than mailing of the shareholders meeting notice. This Corporation shall prepare electronic versions of the shareholders meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors or supervisors, and upload them to the Market Observation Post System (MOPS) before 30 days before the date of a regular shareholders meeting or before 15 days before the date of a special shareholders meeting. In accordance with Regulations Governing Content and Compliance Requirements for Shareholders' Meeting Agenda Handbooks of Public Companies, the shareholders' meeting manual and supplementary meeting materials shall be produced in electronic files and transmitted to the MOPS. In addition, before 15 days before the date of the shareholders meeting, this Corporation shall also have prepared the shareholders meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at this Corporation and the professional shareholder services agent designated thereby. ...... (omitted)

Before amendment	After amendment
meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at this Corporation and the professional shareholder services agent designated thereby. ...... (omitted)	