



**Sinyi Realty Inc.**

## **2026 Annual General Shareholders' Meeting**

### **Meeting Handbook (Translation)**

Meeting Time: 9:30 a.m., May, 18, 2026

Meeting Venue: Center for Public & Business Administration Education of National  
Chengchi University (No. 187, Jinghua Street, Daan Dist., Taipei City)

Method: Hybrid shareholders' meeting

(The shareholders' meeting will be convened in a physical way with video assisted)

Video conference platform: Taiwan Depository & Clearing Corporation

Website: <https://stockservices.tdcc.com.tw>

#### Note to Readers :

If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language version shall prevail.

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# I. Agenda of Annual General Shareholders' Meeting

## 1. Chairperson to announce the commencement of meeting

## 2. Chairperson's address

## 3. Report Items

- (1) To report the business of 2025.
- (2) To report 2025 employees' compensation and directors' compensation.
- (3) To report Audit Committee's review of the business report, financial statements and earnings distribution proposal of 2025.
- (4) To report Audit Committee's communications with the chief internal auditor of 2025.
- (5) To report the Company's concrete promotion plans for sustainable development programs of 2026.
- (6) To report the operation of the Company's board of directors and its functional committees of 2025.
- (7) To report the annual director's remuneration of 2025.
- (8) To report the related party transactions of 2025 derived from non-operating activities.

## 4. Ratification Items

- (1) To ratify 2025 business report and financial statements.
- (2) To ratify 2025 earning distribution proposal.

## 5. Discussion Items

To discuss the approval of amendments to the Company's Articles of Incorporation.

## 6. Election Item

By-election of the Company's Director.

## 7. Extempore Motions

## 8. Adjournment

## II. Report items

### Item 1:

Subject: To report the business of 2025.

Descriptions:

1. Business report of the Company is in Attachment 1 on Page 11-14 of this meeting handbook.
2. Please review.

### Item 2:

Subject: To report 2025 employees' compensation and directors' compensation.

Descriptions:

1. It is in accordance with Article 20 of the Articles of Incorporation of the Company.
2. The amount of income before tax before deducting employees' compensation and directors' compensation for the year 2025 is NT\$367,499,947, which is both multiplied by 1% are NT\$3,675,000 (including non-executive employees' compensation of NT\$3,491,250) and NT\$3,674,999 for the employees and directors, respectively. The total amount is NT\$7,349,999 which will be paid by cash.
3. Please review.

### Item 3:

Subject: To report Audit Committee's review of the business report, financial statements and earnings distribution proposal of 2025.

Descriptions:

1. The board of directors has, in accordance with Article 18 of the Articles of Incorporation and Article 228 of the Company Act, prepared business report, financial statements and earning distribution proposal for the year of 2025 which have been audited by the audit committee, and are deemed no inappropriateness. Therefore, ratification report from Audit Committee for financial statements is attached in accordance with Article 14-4 of the Securities & Exchange Act and Article 219 of the Company Act, as detailed in Attachment 2 on page 15 of this meeting handbook.

2. Please review.

#### **Item 4:**

Subject: To report Audit Committee's communications with the chief internal auditor of 2025.

Descriptions:

1. Communications with internal auditing officers by the Audit Committee of 2025 were as detailed in Attachment 3 on Page 16-20 of this meeting handbook.
2. Please review.

#### **Item 5:**

Subject: To report the Company's concrete promotion plans for sustainable development programs of 2026.

1. In order to continue to implement sustainable development, the Company has proposed to set up concrete promotion plans of 2026 for sustainable development. Plans for promoting sustainable development are detailed in Attachment 4 on Page 21-22 of this meeting handbook.
2. Please review.

#### **Item 6:**

Subject: To report the operation of the Company's board of directors and its functional committees of 2025.

Descriptions:

1. In order to enhance the effectiveness of the Company's board of directors, the Company has established an audit committee, a remuneration committee, a nomination committee and a business ethics and sustainable development committee. The report for the operation of the Company's board of directors and its functional committees for 2025 are detailed in Attachment 5 on Page 23-26 of this meeting handbook.
2. Please review.

**Item 7:**

Subject: To report the annual directors' remuneration of 2025.

Descriptions:

1. In accordance with the Company's Corporate Governance Principles, and to inform shareholders of the remuneration of the directors, the Company's 2025 directors' remuneration policy, individual remuneration content and amount are detailed in Attachment 6 on Page 27-28 of this meeting handbook.
2. Please review.

**Item 8:**

Subject: To report the related party transactions of 2025 derived from non-operating activities.

Descriptions:

1. In order to improve corporate governance and protect shareholders' rights and interests, the related party transactions of 2025 from non-operating activities are detailed in Attachment 7 on Page 29-30 of this meeting handbook.
2. Please review.

### III. Ratification Items

#### Item 1

Proposed by the board of directors

Subject: To ratify 2025 business report and financial statements.

Descriptions:

1. It is in accordance with Article 18 of Articles of Incorporation of the Company, Article 228 of the Company Act, and Article 36 of the Securities & Exchange Act.
2. Financial statements of the Company for the year of 2025 have been audited by CPAs Mr. Wang Pan-Fa and Mr. Shih Chin-Chuan of Deloitte & Touche, and the independent auditors' report thereof has been issued.
3. Business report, independent auditors' report and financial statements of the Company for the year of 2025 are submitted, as detailed in Attachment 1 on Page 11-14 and Attachment 8 on Page 31-50 of this meeting handbook.
4. Submitted for acceptance.

Resolution:

## Item 2

Proposed by the board of directors

Subject: To ratify 2025 earning distribution proposal.

Descriptions:

1. It is in accordance with Article 18 and Article 20-1 of the Articles of Incorporation of the Company and Article 228 of the Company Act.
2. The beginning undistributed earnings of the Company for the year of 2025 is NT\$1,813,947,095. After adding NT\$41,824,242 due to the re-measurement of the defined benefit plan and deducting NT\$551,214 for the adjustments related to long-term equity investments recognized in retained earnings, the adjusted beginning undistributed earnings amounted to NT\$1,855,220,123. Further adding 2025 earnings after tax of NT\$204,594,217 and deducting the appropriation of the legal reserve of NT\$24,586,725 and adding back the reversal of the special reserve of NT\$161,826,102, the 2025 distributable earnings is NT\$2,197,053,717. It is proposed to distribute cash dividends to shareholders in the amount of NT\$442,107,900. As calculated by actual outstanding share number of 736,846,500 shares of the Company as of February 26, 2026, each share will be distributed for a cash dividend of NT\$0.6 (the amount which each shareholder receive will be rounded to dollar; remaining amount for fractional shares is recorded as other income of the Company).
3. 2025 earning distribution table is proposed as follows:

| Items   | Amount (NT dollars)     |
|---|-------------------------|
| Beginning undistributed earnings (a)  | \$ 1,813,947,095        |
| Add: Re-measurement of defined benefit obligation (b)                                   | 41,824,242              |
| Deduct: Adjustment to undistributed earnings due to long-term investment(c)             | ( <u>551,214</u> )      |
| Adjusted beginning undistributed earnings(d=a+b-c)                                      | 1,855,220,123           |
| Add: Net income of 2025(e)  | 204,594,217             |
| Less: Appropriation of legal reserve(f) =( b-c+e)×10%                                   | ( <u>24,586,725</u> )   |
| Add: Reversal of Special reserve(g)   | <u>161,826,102</u>      |
| Current distributable earnings(h) =(d+e-f+g)  | 2,197,053,717           |
| Propose to distribute items:  |                         |
| Less: Bonuses to shareholders(i)  | ( <u>442,107,900</u> )  |
| Ending undistributed earnings (j)=(h-i)   | <u>\$ 1,754,945,817</u> |
| Notes: Amount of current earnings distribution will be paid from 2025 net income first. |                         |

Chairperson: Chou Ken-Yu

General Manager: Chen Li-Shin

Chief Accountant: Wu Hsiao-Jen

4. Upon ratification of this proposal at the annual meeting of shareholders, it is proposed to authorize Chairperson of the board of directors to determine ex-dividend date, distribution date and other relevant affairs. If subsequently the number of outstanding shares is affected by buyback of shares of the Company or transfer, conversion or cancellation of treasury shares, resulting in change in the ratio of distribution of cash dividend to shareholders from earnings, it is proposed to authorize Chairperson of the board of directors to adjust the ratio of distribution of

dividend.

5. Submitted for acceptance.

Resolution:

## IV. Discussion Items

### Item 1

Proposed by the board of directors

Subject: To discuss the approval of amendments to the Company's Article of Incorporation.

Descriptions:

1. In response to practical needs, the Company proposes an amendments to the Company's Article of Incorporation". Comparison table of amendments for "Article of Incorporation" of the Company are detailed in Attachment 9 on page 51 of this meeting handbook.
2. Please discuss.

Resolution:

## V. Election Item

### Item 1

Proposed by the board of directors

Subject: By-election of the Company's Independent Director.

Descriptions:

1. Mr. Wu Chih-Wei, the Company's independent Director, submitted resignation of independent director and the resignation will go effect on January 27, 2026. In accordance with Article 13 and 13-1 of the Articles of Incorporation, Article 14-2 of Securities & Exchange Act and Article 192-1 of the Company Act and the resolution of the 15th board of directors on the 9th meeting, the Company proposes to by-elect a new independent director whose term of offices shall be from May 18, 2026 to May 20, 2028.
2. The election of independent directors shall adopt candidate nomination system. The details of the nominated independent candidates accompanied with their education and working experience, which have been examined by the 15th board of directors on the 9<sup>th</sup> meeting, are detailed in Attachment 10 on page 52 of this meeting handbook.
3. The Company's Rules of Election of Directors are detailed in Appendix 3 on page 72 of this meeting handbook

Resolution:

## **VI. Extempore Motion**

## **VII. Adjournment**

# VIII. Attachments

## Attachment 1

### **Sinyi Realty Inc.** **Business Report of 2025**

Taiwan's real estate market in 2025 moved forward amidst severe external challenges, affected by the domestic central bank's seventh selective credit controls and global tariff environment fluctuations. Excluding first-time ownership transfers, the national volume of residential transfers was only approximately 85,000 units, a 55% decrease compared to the previous year, which significantly suppressed the annual transaction momentum. However, despite the sluggish real estate market, Sinyi Realty maintained a growth trend in the number of seller mandates, demonstrating that the listing development capabilities and customer loyalty of front-line agents increased rather than decreased during the economic downturn. By relying on sufficient listing inventory and precise matching, as well as an empathetic approach to exploring and meeting customer needs for buying and selling homes, transaction performance outperformed the broader market, once again showing the Company's business resilience and competitive strength.

#### **I. 2025 Operational Results**

##### **1. Revenue and Net Profit Performance**

Sinyi Realty's consolidated revenue for 2025 reached NT\$11.457 billion, a 10% decrease from the previous year. Net profit after tax was NT\$219 million and attributable to the Company's owner was NT\$205 million, with earnings per share (EPS) of NT\$0.28.

##### **2. Overview of Business Segments**

**Taiwan Brokerage Business:** In a low-volume environment, we launched the "Dream Realization Action". By integrating resources across our direct-managed branches, we inspired the dreams and momentum of our colleagues to help customers achieve their homeownership goals, yielding positive results. In an environment where the primary housing market was severely impacted by policy, a precise project strategy was adopted, carefully selecting cases with rigid demand and location advantages; although revenue decreased due to market volume fluctuations, profitability was maintained.

**Overseas Brokerage:** Due to liquidity pressures on small-to-medium developers, buyers remained concerned about "delivery guarantees". Momentum focused on secondary markets or high-quality new builds. Sinyi China focused on key projects and community marketing to meet professional service needs.

As to Sinyi Japan, through high-quality service and precise listing introductions, it effectively increased the viewing conversion rate; transaction counts increased, and property management business grew steadily, delivering a relatively bright performance for 2025.

**Development Business:** Sinyi Development secured a New Taipei Metro joint development project; additionally, the "Jiapiin" project has delivered about 80% of units, recognizing revenue of NT\$ 2.2 billion and gross profit of NT\$ 440 million. However, facing structural supply pressure and conservative consumption expectations in the Wuxi real estate market, Jiu-Xin Estate, while showcasing the unique value of the "Shanshui Jiatings" project, adopted a "flexible pricing, precise sales" strategy to respond to market consolidation; a new sales plan was launched in November to drive momentum.

## Financial Summary and Profitability Analysis

Expressed in Million New Taiwan Dollars, except otherwise stated

| Items                        | Year  |           |        |
|------------------------------|---|-----------|--------|
|                              | Year 2025   | Year 2024 |        |
| Financial income/expenditure | Operation revenue                                 | 11,457    | 12,782 |
|                              | Operating income                                  | 422       | 1,798  |
|                              | Non-operating income (expense)                    | 94        | 416    |
|                              | Consolidated income before tax                    | 516       | 2,214  |
|                              | Income tax  | 297       | 407    |
|                              | Net income (attributable to owner of the Company) | 205       | 1,784  |
| Profitability                | Return on total assets (%)                        | 1%        | 6%     |
|                              | Return on equity (%)                              | 2%        | 14%    |
|                              | Net income margin (%)                             | 2%        | 14%    |
|                              | Earnings per share (\$)                           | 0.28      | 2.42   |

Note : The above table is prepared according to data in the consolidated financial statements.

## II. Impact of External Competition, Legal Environment, and Macroeconomic Environment

Driven by global AI demand, the semiconductor industry will continue to dominate the domestic stock market and economic health. Although there are still many challenges in the external situation, Taiwan's overall economic environment remains somewhat active, though whether this can effectively drive real estate demand remains to be seen. Domestic brokerage competition remains fierce, selective credit controls have not been clearly relaxed, and bank lending has returned to autonomous control, with mortgage difficulty only slightly easing. On the other hand, the recent enthusiasm for foreign investment in Japanese property has sparked discussions in Japan regarding restrictions on foreign real estate purchases, which also remains to be seen. Mainland China's property performance has been weak, and although new policies are issued, the adjustment phase is expected to continue in the short term.

## III. External Environment and Future Strategy

### (I) Summary of the Current Year's Operating Plan

**Brokerage and Related Real Estate Services:** Continuing the initial results from 2025, the "Dream Realization Action" will be deepened in 2026. Through guidance from managers on colleagues' dreams and achieving customers' homeownership dreams, the original "dream-fulfilling" aspiration will be inspired, evoking strong operational momentum. We are committed to allowing our colleagues to gain the trust of customers with a positive and enthusiastic attitude, and to concretely realize the company's business goals through high-quality service, successful transactions, and perfect post-transaction services. Sinyi Japan will expand recruitment of local Japanese talent to increase local service capacity and root the brand in Japan.

**Development Business:** The "Shanshui Jiatings" project has approximately 169 residential units remaining; Jiu-Xin Estate will use flexible pricing and precise sales plans to reach the sell-out goal and optimize capital recovery. Besides completing the delivery of remaining "Jiapiin" units to realize NT\$ 600 million in revenue, Sinyi Development will focus on Greater Taipei and urban renewal potential zones, actively participating in urban renewal or joint construction to make good use of limited resources and expand brand awareness..

**Tourism and Hospitality:** The construction plan of the Sabah Hotel has entered a critical stage, and it is expected to enter a large construction period in 115, and it is necessary to

ensure the progress and quality of the project to benchmark the official opening goal at the end of 116 and create long-term stable tourism revenue and service brand equity for the Group.

## **(II) Future Development Strategies**

**Brokerage Services:** In addition to inspiring colleagues to realize their dreams, AI tools will be combined with digital transformation efforts. With the highest recognition of being selected as the "Top 100 AI Innovations" diamond-level strength, we use the "AI Data Co-creation Platform" to activate and accumulate decades of rich data, deeply focus on the operation of old customers and community services, and improve the production capacity of a single person and customer stickiness through the "human-machine collaboration" model, so as to achieve accurate and warm service docking.

**Development Business:** We will focus on the domestic real estate development market, carefully evaluate investment returns and risk control by participating in joint construction, urban renewal and MRT joint development and full-case services, and combine sustainable buildings, low-carbon design and smart building concepts to respond to policy trends and customers' expectations for a high-quality living environment and enhance brand influence.

**Tourism and Hospitality:** In addition to the current hotel construction plan, the Company will also cultivate and establish a management team and mechanism that can effectively supervise outsourced brand owners to enhance the operating effectiveness of high-end hotels. We will also strive to build Mengalum Island into a landmark "low-carbon green tourism island" and implement the Group's corporate sustainability goals through ecological conservation and carbon sink plans.

**Sinyi Realty Inc.**

**Audit Committee's Review Report**

We have agreed and submitted the Company's 2025 financial statements to the board of directors and obtained the approval of the board of directors. The financial statements have been audited by Deloitte & Touche engaged by the board of directors with an unqualified opinion in the independent auditor's report.

We audited the Company's 2025 business report and earning distribution proposal which have been resolved by the board of directors and has concluded that both of them are in accordance with the related regulations.

In Summary, the Company's 2025 financial statements, 2025 business report and earning distribution proposal which have been resolved by the board of directors and audited by us are all prepared in accordance with the related regulations. Pursuant to Article 219 of the Company Act, a report is submitted as above. Please review.

To  
2026 Annual General Shareholders' Meeting

Sinyi Realty Inc.  
Convener of Audit Committee:

Lee, Yi-Li  
February 26, 2026

Attachment 3

Sinyi Realty Inc.

Audit Committee's communications with the chief internal auditor of 2025

| Date              | Mode            | Issues to communicate   | Comment from the independent directors  |
|-------------------|-----------------|---|---|
| February 7, 2025  | Audit Committee | Report on performance in internal audit   | Noted.  |
| February 26, 2025 | Forum           | Internal control self-assessment and internal assessment execution report of internal audit | <ol style="list-style-type: none"> <li>1. Committee Member Mr. Jhan Hong-Chih suggested that the statistical results of the operational-level self-assessments should distinguish between “active operating companies” and “non-active operating companies” to more effectively present the results of the former.</li> <li>2. The Chairperson agreed with Committee Member Mr. Jhan Hong-Chih’s suggestion and noted that the internal audit self-assessment scores have reached a high standard. To prevent the assessment questions from becoming desensitized or perfunctory, the Chairperson recommended refining the design of the questionnaire and the definition of scoring based on practical experience, thereby exploring further areas for enhancement.</li> <li>3. The Chief Auditor confirmed that the 2024 operational self-assessments will adopt the recommended segregation. The Audit Office also committed to re-evaluating and enhancing the self-assessment framework for 2025.</li> </ol> |
|                   | Audit Committee | Report on performance in internal audit   | <ol style="list-style-type: none"> <li>1. Committee Member Mr. Jhan Hong-Chih suggested that while Information Technology (IT) units are performing system modifications or patching, they should conduct daily inventories of all sensitive data and review access logs throughout the operation period to ensure data security and integrity.</li> <li>2. After Chairperson consulted all attending committee members and confirmed no additional opinions.</li> </ol>  |
|                   |                 | Discussion on representation of internal control system for 2024                            | The proposal was passed after Chairperson consulted all the members present without any other opinion, and then was proposed to BOD for resolution.   |
| February 26, 2025 | Audit Committee | The amendment to “Internal Audit Implementation Guidance”                                   | <ol style="list-style-type: none"> <li>1. After following the guidance from the Chairperson and Committee Member Mr. Jhan Hong-Chih, the Audit Office noted that the relevant departments had not simultaneously proposed the salary range for entry-level employees for resolution by the Audit Committee and the Board of Directors in accordance with regulations. Consequently, a request was made to withdraw the proposal.</li> <li>2. Upon deliberation, the Audit Committee resolved to approve the withdrawal of this proposal. The case shall be resubmitted once all relevant documents and explanations have been fully prepared.</li> </ol>  |
|                   |                 | Report on performance in internal audit   | Noted.  |
| April 9, 2025     | Audit Committee | Report on performance in internal audit   | Noted.  |

| Date           | Mode            | Issues to communicate                                     | Comment from the independent directors   |
|----------------|-----------------|---|--|
|                |                 | The amendment to "Internal Audit Implementation Guidance" | The proposal was passed after Chairperson consulted all the members present without any other opinion, and then was proposed to BOD for resolution.  |
| April 28, 2025 | Audit Committee | Report on performance in internal audit                   | Noted.   |
|                |                 | Group major risk management report of 2025Q1              | <ol style="list-style-type: none"> <li>1. Committee Member Ms. Lee Yi-Li inquired regarding the development and construction risks, specifically why the full-year projections remained unadjusted despite the subsidiaries' failure to meet their targets in the first quarter. The Executive Manager Mr. Chang Tsung-Ti of the Audit Office provided an explanation.</li> <li>2. After Chairperson consulted all attending committee members and confirmed no additional opinions.</li> </ol>  |
| June 27, 2025  |                 | Report on performance in internal audit                   | <ol style="list-style-type: none"> <li>1. Committee Member Ms. Chen Shu-Chuan inquired about the reporting procedures and the full chronology of events regarding the acquisition and disposal of defective assets, as well as the utilization of the "Customer Service Excellence Fund" at branch levels. The Executive Manager Mr. Chang Tsung-Ti and the CFO provided the responses.</li> <li>2. After Chairperson consulted all attending committee members and confirmed no additional opinions.</li> </ol>   |
| July 29, 2025  | Audit Committee | Report on performance in internal audit                   | <ol style="list-style-type: none"> <li>1. Committee Member Ms. Chen Shu-Chuan inquired (1) the risks to the Company in cases where reception centers are used prematurely for developer sales before obtaining occupancy permits, in violation of the Building Act; (2) the management policies governing employees engaging in the private resale of clients' personal items; and (3) the Company's procedures for managing escrow agreements and other contractual documents. The Chief Auditor, Ms. Chou Su-Hsiang and the executive manager Mr. Chang Tsung-Ti clarified that premature use of reception centers is a specific exception where administrative fines are levied by authorities against the developers. To mitigate safety risks, the Company ensures that Fire Insurance, Third-Party Liability Insurance, and Employer's Liability Insurance are fully in place upon the completion of the reception center.</li> <li>2. The Chairperson inquired about the reasons for any outstanding follow-up items that remain unclosed in the current period and instructed that should there be any adjustments to the original schedules of the improvement plans, such changes must be reported and explained concurrently. The Chief Auditor, Ms. Chou Su-Hsiang and the executive manager Mr. Chang Tsung-Ti provided the responses.</li> <li>3. After Chairperson consulted all attending committee members and confirmed no additional opinions.</li> </ol> |
|                |                 | Group major risk management report of 2025Q2              | <ol style="list-style-type: none"> <li>1. Committee Member Ms. Chen Shu-Chuan inquired whether the incentive program for store managers is currently in the planning stage or has already been</li> </ol>  |

| Date            | Mode            | Issues to communicate                   | Comment from the independent directors   |
|-----------------|-----------------|---|--|
|                 |                 |   | <p>implemented, and whether it is a one-time or recurring measure. Additionally, it was recommended that the current “top-down” performance appraisal system incorporate a “bottom-up” feedback mechanism. This would assist managers in adjusting their leadership styles and enhancing overall management effectiveness.</p> <p>2. Committee Member Mr. Lin Wen-Jeng raised the following inquiries and recommendations: (1) Whether performance analysis has been conducted on departed store managers. It was suggested that differentiated turnover control targets should be established for various performance levels in the future. (2) Noting that the actual number of key positions may exceed the current inventory and that existing successors may not fully meet future needs, the Committee recommended a further review of the completeness of key positions and their corresponding successors. Additionally, it was suggested that the indicator be renamed to “Key Talent Succession and Development”. The above questions were answered by Chief Human Resource Officer Mr. Huang Chi Liang. The Chairperson instructed the Human Resources Department to optimize the names of the indicators and ensure their alignment with the intended objectives.</p> <p>3. Committee Member Ms. Chen Shu-Chuan about the price adjustment methodology for the “Shanshuijiating” development project. It was further recommended that future reports should include supplementary data on price adjustments of neighboring projects to assist the Audit Committee in gaining a more comprehensive understanding of the evaluation basis. The vice general manager Mr. Hsu Hung-Chih responded.</p> <p>4. After Chairperson consulted all attending committee members and confirmed no additional opinions.</p> |
| August 22, 2025 | Audit Committee | Report on performance in internal audit | <p>1. Committee Member Ms. Chen Shu-Chuan inquired about the possibility of implementing a pre-warning mechanism within the attendance system for staff absenteeism. Such a feature would enable managers to effectively monitor daily attendance and prevent cases where cumulative absences reach the dismissal threshold. Furthermore, there was an inquiry regarding the estimated completion date for the system optimization that would automatically notify managers when a staff member is approaching said threshold. The Chief Auditor, Ms. Chou Su-Hsiang and the project manager Ms. Hsu Yun provided the responses.</p> <p>2. The Chairperson noted that employee absenteeism is a management issue. The Audit Office is instructed to report on the progress of the proposed improvement measures from the Human Resources and Business Departments at the next meeting.</p> <p>3. After Chairperson consulted all attending committee members and confirmed no additional opinions.</p>   |

| Date             | Mode            | Issues to communicate  | Comment from the independent directors  |
|------------------|-----------------|--|---|
| October 29, 2025 | Forum           | The internal audit unit's execution of work for 2025 and the draft plan of internal audit for 2026 | Committee Member Ms. Chen Shu-Chuan inquired (1) whether the real estate brokerage industry has established annual audit focus areas issued by regulatory authorities, or relevant guidelines published by trade unions or associations, to serve as a basis for auditing; (2) a request for Deloitte to share their practical experience in the application of digital auditing tools to assist the company in planning future audit affairs and strategies; (3) a request for the Real Estate Research Department to provide monthly industry trend reports to all Committee members for their reference.   |
|                  | Audit Committee | Report on performance in internal audit  | <ol style="list-style-type: none"> <li>1. Committee Member Mr. Lin Wen-Jeng stated that in addition to monitoring the overall turnover rate of store managers, the Company should place greater emphasis on the turnover rate of high-performing store managers. Furthermore, when a store manager is reassigned to a non-management role, this should be included in a broader definition of the store manager turnover rate. This approach will fully reflect the actual loss and movement of managerial talent, enabling the Company to develop effective countermeasures.</li> <li>2. The Chairperson and Committee Member Ms. Chen Shu-Chuan stated that regarding the inconsistencies in the privacy policy versions across the official websites of the Company and its subsidiaries, a dedicated unit should be established to formulate and maintain the website content. It was further recommended that clear operational guidelines be established and that standard operating procedures (SOPs) be strictly implemented.</li> <li>3. After Chairperson consulted all attending committee members and confirmed no additional opinions then concluded the case as acknowledged and directed it to be reported to the Board of Directors.</li> </ol> |
|                  |                 | Group major risk management report of 2025Q3   | <ol style="list-style-type: none"> <li>1. Committee Member Ms. Chen Shu-Chuan emphasized that the cultivation and long-term development of store managers are of paramount importance. By leveraging digital empowerment, the Company should be able to reduce the administrative burden on store managers, thereby allowing them to enhance their management capabilities.</li> <li>2. Committee Member Mr. Lin Wen-Jeng stated that store managers occupy key positions; therefore, managing the turnover rates of high-performing versus low-performing managers separately will facilitate a more precise grasp of human resource risks. Furthermore, combining the turnover rate with the reassignment rate provides a more comprehensive reflection of store manager mobility. Regarding reassignments to non-management roles, the Committee suggested further analysis of the underlying reasons, and even tracking the actual causes of subsequent resignations within a certain period after reassignment, to enable more proactive</li> </ol>  |

| Date              | Mode            | Issues to communicate                                     | Comment from the independent directors  |
|-------------------|-----------------|---|---|
|                   |                 |   | <p>talent management. The above questions were answered by Chief Human Resource Officer Mr. Huang Chi-Liang.</p> <p>3. After Chairperson consulted all attending committee members and confirmed no additional opinions then concluded the case as acknowledged and directed it to be reported to the Board of Directors.</p>   |
| December 23, 2025 | Audit Committee | Report on performance in internal audit                   | <p>1. Committee Member Ms. Chen Shu-Chuan inquired about the frequency of on-site audits for overseas subsidiaries and asked whether the audit frequency would be adjusted if deficiencies were identified. The Chief Auditor, Ms. Chou Su-Hsiang provided the response.</p> <p>2. After Chairperson consulted all attending committee members and confirmed no additional opinions then concluded the case as acknowledged and directed it to be reported to the Board of Directors.</p> |
|                   |                 | 2026 Audit Plan   | The Chief Auditor, Ms. Chou Su-Hsiang provided an explanation regarding the strategic planning of audit frequencies for overseas subsidiaries to ensure effective oversight of foreign entity. After consulting all attending committee members, Chairperson confirmed that there were no objections, and the proposal was approved as presented and submitted to the board of directors for resolution.  |
|                   |                 | The amendment to "Internal Audit Implementation Guidance" | The proposal was passed after Chairperson consulted all the members present without any other opinion, and then was proposed to BOD for resolution.   |

## Sinyi Realty Inc.

### Concrete promotion plans for Sustainable Development Principles programs of 2026

| Topic       | Target of 2026 Program  |
|-------------|---|
| Environment | <p><b>1. Achieving Net-Zero Emissions Targets</b></p> <ul style="list-style-type: none"> <li>• Promotion of Net-zero pathway-related projects.</li> <li>• Greenhouse Gas (GHG) Reduction: Reduce Scope 1 and Scope 2 emissions by 4.2%.</li> <li>• Renewable Energy Expansion: Increase the proportion of renewable energy usage to 50%.</li> <li>• ISO 14064-1 GHG Inventory: Conduct organizational GHG inventories and expand the scope to include consolidated subsidiaries.</li> <li>• Continue to drive GHG inventory and reduction efforts among key suppliers.</li> </ul> <p><b>2. Certifications and Labels</b></p> <ul style="list-style-type: none"> <li>• Obtain ISO Verifications: Maintain and acquire certifications including: ISO 14067: Carbon Footprint of Services, ISO 14046: Water Footprint, ISO 14001: Environmental Management Systems, ISO 50001: Energy Management Systems and ISO 46001: Water Efficiency Management Systems</li> <li>• Continue to obtain the "Taiwan Net Zero Label" from Taiwan Net Zero Action Alliance.</li> <li>• Complete updates to Carbon Footprint Labels and display them across all branch stores.</li> </ul> <p><b>3. Enhancing Environmental Influence</b></p> <ul style="list-style-type: none"> <li>• Continue to implement green procurement policies, support renewable energy, and increase the proportion of procurement.</li> <li>• Respond to domestic and foreign initiatives and activities:               <ul style="list-style-type: none"> <li>- Science Based Target initiative (SBTi)</li> <li>- Science Based Target network (SBTn)</li> <li>- Publish Nature-related Financial Disclosures (TNFD) report.</li> <li>- Participate in the Nature and Biodiversity Initiative Platform of the Business Council for Sustainable Development (BCSD) Taiwan.</li> </ul> </li> <li>• Continue to promote environmental education and environmental rehabilitation:               <ul style="list-style-type: none"> <li>-Support for "endangered plant conservation activities".</li> <li>-Participate in the Forestry and Nature Conservation Agency's (FANCA) ESG projects for natural carbon sinks and biodiversity.</li> <li>-Continue research on natural carbon sinks and the acquisition of carbon credits.</li> </ul> </li> </ul> |
| Social      | <p><b>1. Attracting Top Talent</b></p> <ul style="list-style-type: none"> <li>• Execute Management Associate Plan of Sinyi.</li> <li>• Shape the work brands that new generations yearn for.</li> <li>• Cultivation of key functions of colleagues and supervisors.</li> <li>• Create digital learning environments and uplift digital literacy across the entire workforce.</li> <li>• Refined compensation, leave and performance system.</li> </ul> <p><b>2. Healthy and Happy Workplace</b></p> <ul style="list-style-type: none"> <li>• Obtain the certification of ISO45001 Occupational Safety and Health.</li> <li>• Optimize employee opinion communication mechanism.</li> <li>• Flexible working hours and optimized attendance and leave system.</li> </ul> <p><b>3. Driving Exceptional Service through Digital Innovation</b></p> <ul style="list-style-type: none"> <li>• Make good use of the AI data co-creation platform to introduce AI into service processes and increase the proportion of human-machine collaboration</li> <li>• DiNDON Smart House Appreciation Service</li> </ul>  |

| Topic      | Target of 2026 Program  |
|------------|---|
|            | <ul style="list-style-type: none"> <li>• Diffusion of residential life services</li> </ul> <p><b>4. Combine resources to strengthen influential powers</b></p> <ul style="list-style-type: none"> <li>• Upgrading community services and initiating cross-industry collaborations with a focus on the United Nations Sustainable Development Goals (SDGs)</li> <li>• Promote community development program, expand exchanges among different ethnic groups</li> <li>• Assisting with local characteristics, industries, talent mining and resource matching, so as to achieve the goal for balanced development of urban and rural areas through Taiwan Regional Revitalization Foundation</li> <li>• Promote multi-flexible community volunteer services</li> <li>• The Sinyi Lecture Hall conducts physical lectures, conveying the spirit of co-creation, co-learning, and co-benefits</li> <li>• In cooperation with cross-disciplinary units and the use of emerging media, jointly initiate corporate ethics issues through the combination with online and offline media through the Sinyi Cultural Foundation and the Chinese Association for Ethical Education of Enterprises</li> </ul> <p><b>5. Sound supply chain management</b></p> <ul style="list-style-type: none"> <li>• Obtain ISO 20400 sustainable procurement certification</li> <li>• Share learning resources and initiatives, and jointly commit to Sinyi Group's 2030 Net Zero Declaration with key suppliers</li> <li>• Through the "Sustainable Procurement Management Team" review and operational mechanism, focusing on supplier assessments and subsequent guidance and follow-up, to jointly improve ESG sustainability performance</li> </ul>  |
| Governance | <p><b>1. Strengthening Board Functions</b></p> <ul style="list-style-type: none"> <li>• Conduct Board performance evaluation by an external independent institution</li> <li>• Optimize the operation of the functional committees of the board of directors</li> <li>• By-elect an independent director with more diversity of the composition of members and more helps for the Company's operation</li> </ul> <p><b>2. Enhancing Information Transparency and Disclosure</b></p> <ul style="list-style-type: none"> <li>• Issue announcements on the date of convening board of directors to approve the quarterly and annual financial statements</li> <li>• Issue the quarterly and annual financial statements before the deadline which the authorities require</li> <li>• Issue annual reports, sustainability reports</li> <li>• Update the IR website and sustainability website with real-time information</li> </ul> <p><b>3. Improving Due Diligence Governance</b></p> <ul style="list-style-type: none"> <li>• Obtain the top 5% of listed companies in the 2026 ESG Evaluation.</li> <li>• Awarded the Global Sustainable Citizen Award – Top 3 in the Large Enterprise Service Industry category</li> <li>• Implementation of annual audit plan and audit of subsidiaries</li> <li>• Strengthen cybersecurity governance and organizational digital resilience.</li> </ul> <p><b>4. Cultivating a Culture of Sustainable Governance</b></p> <ul style="list-style-type: none"> <li>• Improve climate and nature-related risk issues</li> <li>• Internal control and annual audit of sustainability information management</li> <li>• Continue the phased implementation and adoption of IFRS S1 and S2 sustainability disclosure standards.</li> </ul> |

## Attachment 5

### Sinyi Realty Inc. Report on Operation of the Company's Board of Directors and its Functional Committees of 2025

#### 1. The operation of the Company's Board of Directors

In Year 2025, the board of directors of the Company convened eleven (11) meetings; at least two independent directors or more would participate in every meeting, presenting a 95% of attendance rate where the directors showed attendance in the following status:

| Title                       | Name           | Times of Attendance in Person | Times of Attendance by Proxy | Actual Attendance Rate (%) | Remarks   |
|-----------------------------|----------------|-------------------------------|------------------------------|----------------------------|---|
| Chairperson                 | Chou Ken-Yu    | 11                            | -                            | 100%                       | Nil   |
| Director                    | Chou Chun-Chi  | 11                            | -                            | 100%                       | Nil   |
| Director                    | Chen Li-Shin   | 11                            | -                            | 100%                       | Nil   |
| Independent Director        | Lee Yi-Li      | 11                            | -                            | 100%                       | Nil   |
| Independent Director        | Lin Wen-Cheng  | 7                             | -                            | 100%                       | New Director. Elected on May 21, 2025, 7 times of should be attendance.   |
| Independent Director        | Chen Shu-Chuan | 7                             | -                            | 100%                       | New Director. Elected on May 21, 2025, 7 times of should be attendance.   |
| Former Independent Director | Wu Chih-Wei    | 7                             | 4                            | 64%                        | Entrusted the other Independent Director to attend the meeting held on 4/28, 5/21, 7/29 and 8/22, 2025. Step down in January, 2026 due to personal reasons. |
| Former Independent Director | Yen Lou-Yu     | 4                             | -                            | 100%                       | Former Director. Step down on May 21, 2025 due to expiration of the term of office, 4 times of should be attendance.  |
| Former Independent Director | Jhan Hong-Chih | 4                             | -                            | 100%                       | Former Director. Step down on May 21, 2025 due to expiration of the term of office, 4 times of should be attendance.  |
| Total                       |                | 73                            | 4                            | 95%                        |   |

#### 2. The operation of the Company's Audit Committee

In 2025, the Audit Committee convened nine (9) meetings with 92% of average attendance rate and the attendance facts were enumerated below:

| Title                                 | Name           | Times of Attendance in Person | Times of Attendance by Proxy | Actual Attendance Rate (%) | Remarks   |
|---------------------------------------|----------------|-------------------------------|------------------------------|----------------------------|---|
| Committee member (Chair and Convener) | Lee Yi-Li      | 9                             | -                            | 100%                       | Nil   |
| Committee member                      | Lin Wen-Cheng  | 5                             | -                            | 100%                       | New Member. Elected on May 21, 2025, 5 times of should be attendance. |
| Committee                             | Chen Shu-Chuan | 5                             | -                            | 100%                       | New Member. Elected on May 21,  |

| Title                   | Name           | Times of Attendance in Person | Times of Attendance by Proxy | Actual Attendance Rate (%) | Remarks  |
|-------------------------|----------------|-------------------------------|------------------------------|----------------------------|--|
| member                  |                |                               |                              |                            | 2025, 5 times of should be attendance.   |
| Former Committee member | Wu Chih-Wei    | 6                             | 3                            | 67%                        | Entrusted another committee member to attend the meeting on 4/28, 7/29 and 8/22, 2025. Step down in January, 2026 due to the personal reasons. |
| Former Committee member | Yen Lou-Yu     | 4                             | -                            | 100%                       | Former Member. Step down on May 21, 2025 due to expiration of the term of office, 4 times of should be attendance.                             |
| Former Committee member | Jhan Hong-Chih | 4                             | -                            | 100%                       | Former Member. Step down on May 21, 2025 due to expiration of the term of office, 4 times of should be attendance.                             |
| Total                   |                | 33                            | 3                            | 92%                        |  |

### 3. The operation of the Company's Remuneration Committee

In 2025, the Remuneration Committee convened five (5) meetings with 94% of average attendance rate and the attendance facts were enumerated below:

| Title                                 | Name           | Times of Attendance in Person | Times of Attendance by Proxy | Actual Attendance Rate (%) | Remarks  |
|---------------------------------------|----------------|-------------------------------|------------------------------|----------------------------|--|
| Committee member (Chair and Convener) | Lin Wen-Cheng  | 2                             | -                            | 100%                       | New Member. Elected on May 21, 2025, 2 times of should be attendance.  |
| Committee member                      | Lee Yi-Li      | 5                             | -                            | 100%                       | Nil  |
| Committee member                      | Chen Shu-Chuan | 2                             | -                            | 100%                       | New Member. Elected on May 21, 2025, 2 times of should be attendance.  |
| Former Committee member               | Wu Chih-Wei    | 2                             | 1                            | 67%                        | Former Member. Step down on May 21, 2025 due to expiration of the term of office, 3 times of should be attendance. Entrusted another committee member to attend the meeting on 4/28, 2025. |
| Former Committee member               | Jhan Hong-Chih | 3                             | -                            | 100%                       | Former Member. Step down on May 21, 2025 due to expiration of the term of office, 3 times of should be attendance.   |
| Former Committee member               | Yen Lou-Yu     | 3                             | -                            | 100%                       | Former Member. Step down on May 21, 2025 due to expiration of the term of office, 3 times of should be attendance.   |
| Total                                 |                | 17                            | 1                            | 94%                        |  |

4. The operation of the Company's Nomination Committee

In 2025, the Nomination Committee convened five (5) meetings with 100% of average attendance rate and the attendance facts were enumerated below:

| Title                       | Name           | Times of Attendance in Person | Times of Attendance by Proxy | Actual Attendance Ratio (%) | Remarks  |
|-----------------------------|----------------|-------------------------------|------------------------------|-----------------------------|--|
| Committee member (Convener) | Chen Shu-Chuan | 2                             | -                            | 100%                        | New Member. Elected on May 21, 2025, 2 times of should be attendance.  |
| Committee member            | Lee Yi-Li      | 5                             | -                            | 100%                        | Nil  |
| Committee member            | Lin Wen-Cheng  | 2                             | -                            | 100%                        | New Member. Elected on May 21, 2025, 2 times of should be attendance.  |
| Committee member            | Chou Ken-Yu    | 2                             | -                            | 100%                        | New Member. Elected on May 21, 2025, 2 times of should be attendance.  |
| Former Committee member     | Wu Chih-Wei    | 3                             | -                            | 100%                        | Former Member. Step down on May 21, 2025 due to expiration of the term of office, 3 times of should be attendance. |
| Former Committee member     | Jhan Hong-Chih | 3                             | -                            | 100%                        | Former Member. Step down on May 21, 2025 due to expiration of the term of office, 3 times of should be attendance. |
| Former Committee member     | Yen Lou-Yu     | 3                             | -                            | 100%                        | Former Member. Step down on May 21, 2025 due to expiration of the term of office, 3 times of should be attendance. |
| Former Committee member     | Chou Chun-Chi  | 3                             | -                            | 100%                        | Former Member. Step down on May 21, 2025 due to expiration of the term of office, 3 times of should be attendance. |
| Total                       |                | 23                            | -                            | 100%                        |  |

5. The operation of the Company's Business Ethics and Sustainable Development Committee

In 2025, the Business Ethics and Sustainable Development Committee convened five (5) meetings with 94% of average attendance rate and the attendance facts were enumerated below:

| Title                       | Name           | Times of Attendance in Person | Times of Attendance by Proxy | Actual Attendance Ratio (%) | Remarks   |
|-----------------------------|----------------|-------------------------------|------------------------------|-----------------------------|---|
| Committee member (Convener) | Chou Ken-Yu    | 5                             | -                            | 100%                        | Nil   |
| Committee member            | Lin Wen-Cheng  | 2                             | -                            | 100%                        | New Member. Elected on May 21, 2025, 2 times of should be attendance. |
| Committee member            | Chen Shu-Chuan | 2                             | -                            | 100%                        | New Member. Elected on May 21, 2025, 2 times of should be attendance. |
| Former Committee            | Yen Lou-Yu     | 3                             | -                            | 100%                        | Former Member. Step down on May 21, 2025 due to expiration of the     |

|                         |                |    |    |      |   |
|-------------------------|----------------|----|----|------|---|
| member                  |                |    |    |      | term of office, 3 times of should be attendance.  |
| Former Committee member | Wu Chih-Wei    | 2  | 1- | 67%  | Former Member. Step down on May 21, 2025 due to expiration of the term of office, 3 times of should be attendance. Entrusted another committee member to attend the meeting on Feb. 28, 2025. |
| Former Committee member | Yang Bai-Chuan | 3  | -  | 100% | Former Member. Step down on May 21, 2025 due to expiration of the term of office, 3 times of should be attendance.  |
| Total                   |                | 17 | 1  | 94%  |   |

Attachment 6

Sinyi Realty Inc.

2025 directors' remuneration policy, individual remuneration content and amount

Expressed in Thousands of New Taiwan Dollars

| Title                   | Name           | Remuneration for Directors |   |             |   |                           |   |  |   | The total amount of A, B, C and D & Ratio (%) of the Aggregate Amount of A, B, C and D to the Net Income After Tax |   | Remuneration Received by Concurrent Employees                  |   |             |   |                                    |   |  |   | The total amount of A, B, C, D,E,F and G & Ratio (%) of the Aggregate Amount of A, B, C, D, E, F and G to the Net Income After Tax (Note 5) |   | Whether Receiving Remuneration from any Companies Invested by the Company Other Than the Subsidiaries of the Company or Not |   |   |   |   |        |        |       |       |       |     |
|-------------------------|----------------|----------------------------|---|-------------|---|---------------------------|---|--|---|--|---|--|---|-------------|---|------------------------------------|---|--|---|---|---|---|---|---|---|---|--------|--------|-------|-------|-------|-----|
|                         |                | Compensation (A)           |   | Pension (B) |   | Remuneration (C) (Note 1) |   | Fees for Business Execution (D) (Note 2) |   |  |   | Wages, Bonus and Special Disbursement, etc. (E) (Note 2 and 3) |   | Pension (F) |   | Employee Remuneration (G) (Note 4) |   | Number of Shares Granted under the Share Subscription Warrants for Employees (H) |   |   |   |   | Number of the Restricted Shares for Employees (I) |   |   |   |        |        |       |       |       |     |
|                         |                | The Company                | All Companies Specified in the Financial Statements | The Company | All Companies Specified in the Financial Statements | The Company               | All Companies Specified in the Financial Statements | The Company                              | All Companies Specified in the Financial Statements | The Company  | All Companies Specified in the Financial Statements | The Company  | All Companies Specified in the Financial Statements | The Company | All Companies Specified in the Financial Statements | The Company                        | All Companies Specified in the Financial Statements | The Company  | All Companies Specified in the Financial Statements | The Company   | All Companies Specified in the Financial Statements |   |   |   |   |   |        |        |       |       |       |     |
| Chairperson             | Chou Ken-Yu    | -                          | -   | -           | -   | 675                       | 675   | 1,727                                    | 1,727   | 2,402  | 2,402   | 1.17%  | 1.17%   | 9,074       | 9,074   | -                                  | -   | 2  | -   | 2   | -   | -   | -   | - | - | - | 11,478 | 11,478 | 5.61% | 5.61% | Nil   |     |
| Director                | Chou Chun-Chi  | -                          | -   | -           | -   | -                         | -   | 1,811                                    | 1,835   | 1,811  | 1,835   | 0.89%  | 0.90%   | -           | -   | -                                  | -   | -  | -   | -   | -   | -   | -   | - | - | - | -      | 1,811  | 1,835 | 0.89% | 0.90% | Nil |
| Director                | Chen Li-Shin   | -                          | -   | -           | -   | 200                       | 200   | -  | -   | 200  | 200   | 0.10%  | 0.10%   | 7,717       | 7,717   | -                                  | -   | 2  | -   | 2   | -   | -   | -   | - | - | - | -      | 7,919  | 7,919 | 3.87% | 3.87% | Nil |
| Independent Director    | Lee Yi-Li      | 1,347                      | 1,347   | -           | -   | 700                       | 700   | 55                                       | 55  | 2,102  | 2,102   | 1.03%  | 1.03%   | -           | -   | -                                  | -   | -  | -   | -   | -   | -   | -   | - | - | - | -      | 2,102  | 2,102 | 1.03% | 1.03% | Nil |
| Independent Director    | Lin Wen-Cheng  | 809                        | 809   | -           | -   | 429                       | 429   | 35                                       | 35  | 1,273  | 1,273   | 0.62%  | 0.62%   | -           | -   | -                                  | -   | -  | -   | -   | -   | -   | -   | - | - | - | -      | 1,273  | 1,273 | 0.62% | 0.62% | Nil |
| Independent Director    | Chen Shu-Chuan | 809                        | 809   | -           | -   | 429                       | 429   | 30                                       | 30  | 1,268  | 1,268   | 0.62%  | 0.62%   | -           | -   | -                                  | -   | -  | -   | -   | -   | -   | -   | - | - | - | -      | 1,268  | 1,268 | 0.62% | 0.62% | Nil |
| Independent Director    | Wu Chih-Wei    | 1,200                      | 1,200   | -           | -   | 700                       | 700   | 30                                       | 30  | 1,930  | 1,930   | 0.94%  | 0.94%   | -           | -   | -                                  | -   | -  | -   | -   | -   | -   | -   | - | - | - | -      | 1,930  | 1,930 | 0.94% | 0.94% | Nil |
| Ex-Independent Director | Yen Lou-Yu     | 468                        | 468   | -           | -   | 271                       | 271   | 20                                       | 20  | 759  | 759   | 0.37%  | 0.37%   | -           | -   | -                                  | -   | -  | -   | -   | -   | -   | -   | - | - | - | -      | 759    | 759   | 0.37% | 0.37% | Nil |

|                         |                |       |       |   |   |       |       |       |       |                 |                 |        |        |     |     |   |   |   |   |   |   |   |   |                  |                  |     |
|-------------------------|----------------|-------|-------|---|---|-------|-------|-------|-------|-----------------|-----------------|--------|--------|-----|-----|---|---|---|---|---|---|---|---|------------------|------------------|-----|
| Ex-Independent Director | Jhan Hong-Chih | 468   | 468   | - | - | 271   | 271   | 20    | 20    | 759<br>0.37%    | 759<br>0.37%    | -      | -      | -   | -   | - | - | - | - | - | - | - | - | 759<br>0.37%     | 759<br>0.37%     | Nil |
| Total                   |                | 5,101 | 5,101 | - | - | 3,675 | 3,675 | 3,728 | 3,752 | 12,504<br>6.11% | 12,528<br>6.12% | 16,791 | 16,791 | -24 | -24 | 4 | - | 4 | - | - | - | - | - | 29,299<br>14.32% | 29,323<br>14.33% | Nil |

Note 1: On February 26, 2026, the Board of Directors approved the 2025 remuneration for directors totaling NT\$3,675 thousand. This resolution is scheduled to be reported at the Annual General Meeting on May 18, 2026.

Note 2: The aforementioned expenses include car rental or depreciation expense, fuel expense and maintained expense of the cars used by the Company's Non-Independent Directors.

Note 3: The aforementioned expenses include car rental, fuel expense and maintenance expense of the cars used by the Company's Director concurrent employee and house rental provided to him.

Note 4: Employee Remuneration allocated to the director who is a concurrent employee is one part of employee remuneration resolved by the Board of Directors Meeting on February 26, 2026. The resolution shall be reported in the general shareholders' meeting on May 18, 2026.

Note 5: The term "net profit after tax" as set forth herein denotes the net profit after tax as shown through the individual financial statements 2025.

Note 6: The aforementioned expenses exclude the relevant remuneration of NT\$1,116 thousand dollars (including general manager) paid to the chauffeurs of the Company's Non-Independent Directors.

Note 7: Other than the disclosures above, remuneration granted to the director(s) of the Company for rendering services within the contents of the financial statements (e.g., serving as a consultant other than an employee of the Company/all companies of the financial report/subsidiaries): Nil.

Note 8: On May 21, 2025, a general re-election of the Board of Directors was held at the Annual General Meeting. Mr. Chou Ken-Yu, Mr. Chou Chun-Chi, and Ms. Chen Li-Hsin were elected as new directors. Ms. Li Yi-Li, Mr. Wu Chih-Wei, Mr. Lin Wen-Cheng, and Ms. Chen Shu-Chuan were elected as new independent directors. Independent Director Wu Chih-Wei resigned on January 27, 2026, due to personal reasons. The vacancy is expected to be filled by a by-election at the 2026 Annual General Meeting.

Note 9: Independent directors' remuneration policy, system, standards and structure, and descriptions of the inter-relevance to the amount of remuneration according to the responsibilities, risks, time invested and other factors:

The compensation to directors are comprised of salaries, director remunerations and allowances:

- Salaries: According to our Articles of Incorporation, the monthly salaries paid to independent directors are based on the individual director's involvement in company operations. The amount is determined by the Board of Directors. During the deliberation, each independent director abstained from voting when discussing their individual compensation. The Board in 2025 decided that salaries paid to independent directors were in line with the industry standards and shall not be linked to the Company's profits. Non-independent directors do not receive director's monthly salaries.
- Director remunerations: After the end of the fiscal year, in accordance with our Articles of Incorporation, director remunerations are distributed according to a certain percentage of the current year's profit. The remunerations paid to directors for 2025 were proposed by Remuneration Committee and approved by the Board on February 26, 2026. Director remunerations for 2025 were determined to be 1% of the Company's income before tax, or NT\$3,675 thousand dollars. It is mainly as a result that the Company's net profit and operating performance in the interrelationship. Besides, for the remuneration of independent directors, it also refers to the general remuneration level (including directors' salaries and directors' remunerations) of independent directors of other listed companies and the participation level in Board of Directors and its functional committees. In terms of the remuneration to non-independent directors, we should take into account the level of remuneration to independent directors, their involvement in the Company's daily operation, their level of participation in the board of directors and the position responsibilities. However, the Company's founder, Director Chou Chun-Chi has not received remunerations for a director.
- Allowances include the transportation allowance for independent directors to attend board meetings, rental or depreciation, petroleum costs and maintenance expenses for the cars allocated to the non-independent directors. The transportation allowance of NT\$5,000 per meeting for independent directors is reimbursed according to board meeting attendances and in line with industry practice. Non-independent directors do not receive transportation allowance. Three non-independent directors have company cars (including for the reason of being a concurrent manager). The Company afforded the car rental (or depreciation), and the expenses in associated with petroleum and maintenance for the non-independent directors except for their directors' monthly salaries.
- The director's remuneration for independent directors is set at NT\$100,000 per month, determined based on their level of involvement and contribution to the Company's operations, as well as the customary standards among other listed companies. The amount is authorized by the board of directors, and during deliberations, each independent director abstains from voting on their individual compensation. Since this remuneration is aligned with typical standards among other listed companies and is not directly tied to the Company's profitability level, it is considered reasonable. Starting from the 15th Board of Directors, the Board resolved to adjust compensation based on participation in functional committees: NT\$120 thousand/month for the Convener of the Audit Committee. NT\$110 thousand/month for Conveners of other functional committees. NT\$100 thousand/month for other independent directors. Director's fees are distributed annually according to the Company's regulations, based on a certain proportion of the annual profits. The remuneration for independent directors also takes into account the overall salary levels of independent directors in other listed companies (including director's remuneration and director's fees), as well as their participation in the board of directors and its functional committees.

## Attachment 7

### Sinyi Realty Inc.

#### The Related Party Transactions of 2025 derived from Non-Operating Activities

I. The Company has long been committed to the "We are ONE" project, assisting individuals or groups interested in community development to thrive. To evolve these individual cases into a comprehensive regional revitalization system in Taiwan, the Company intends to provide long-term support to the Taiwan Regional Revitalization Foundation. This initiative aims to revitalize local industries, create jobs, and encourage population return through a human-centric approach that combines regional revitalization with startups.

On February 7, 2025, the Board of Directors approved a donation up to NT\$7,020 thousand to the Foundation to support its 2025 work plan; the Company's actual donation in 2025 was NT\$2,500 thousand. Key projects executed in 2025 include:

- (1) Platform Partnership: Reached 350 groups of revitalization partners.
- (2) Sound Map: "Hearing the Progress of Taiwan's Regional Revitalization" depicted the stories of 28 teams through audio, text, and images, collecting 140 minutes of content.
- (3) Corporate Matchmaking: Hosted three sessions to connect corporations as strategic partners, successfully matching 10 teams for ongoing cooperation.
- (4) Empowerment Courses: Conducted 18 sessions, providing guidance to 74 teams.
- (5) Support Projects: Collaborated with E.SUN Bank, TSMC Employee Welfare Committee, Fubon Sports Meet, and the Sinyi Realty Ecosystem. This resulted in 91 teams benefiting from product listings on corporate platforms or approved preferential loans.
- (6) Seed Cultivation: Organized three "Regional Revitalization Encounter" events for "Community Family" winners; 19 winners participated, and 2 communities successfully joined the revitalization platform.
- (7) Impact Ecosystem Recruitment: Trained teams to adopt impact measurement and management thinking; 10 teams were selected, and 8 completed the training to showcase results.
- (8) Offshore Island Exchange: Co-hosted an exchange meeting with China Development Financial (CDF) involving 30 corporate employees and 9 revitalization teams from the Matsu region.

II. To promote Sinyi's philosophy and corporate ethical values, the Company provides long-term support through the Sinyi Cultural Foundation. This foundation nurtures

those who contribute to the teaching and research of business ethics, aiming to deepen ethical education in Taiwan and enhance the nation's cultural literacy.

On February 7, 2025, the Board of Directors approved a donation up to NT\$4,000 thousand to the Foundation; the Company's actual donation in 2025 was NT\$1,200 thousand. Key projects executed in 2025 include:

- (1) Lecture Series: Held 12 "Caring for Humanity, Beautifying Life" lectures with 741 total participants.
- (2) Teacher Camp: Hosted the "2025 National Business Ethics Teachers Camp" with 39 participants.
- (3) Student Competitions: Organized the "2025 15th National College Ethics Case Analysis and Micro-film Competition" with 174 teams registered.
- (4) Scholarships: Provided "Sinyi Zhishan Scholarships" to 210 junior high and elementary students in Sinyi Township.
- (5) Chief Ethics Officer Program: Hosted the 2nd "Chief Ethics Officer Cultivation Program," training 28 groups over 8 sessions. This resulted in 8 matched collaborations and guidance for sustainable transformation (Goals: 2 B Corp applications, 5 impact disclosures).
- (6) Youth Leadership: Held the 1st "2025 Ethics and Sustainability College Youth Leadership Camp" with 33 student participants.
- (7) Ethical Advocacy: Promoted ethics via 11 podcast episodes, 2 board game workshops, and 3 ethics book clubs.

## Attachment 8

### INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders  
Sinyi Realty Inc.

#### Opinion

We have audited the accompanying consolidated financial statements of Sinyi Realty Inc. and its subsidiaries (collectively referred to as the “Group”), which comprise the consolidated balance sheets as of December 31, 2025 and 2024, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including material accounting policy information (collectively referred to as the “consolidated financial statements”).

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 Financial Statement Audit and Attestation Engagements of Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. 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 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.

The key audit matters of the Group's consolidated financial statements for the year ended December 31, 2025 are stated as follows:

##### Revenue Earned from Sales of Real Estate

For the year ended December 31, 2025, the Group's revenue from the sales of real estate was NT\$2,228,871 thousand. Refer to Note 4 to the accompanying consolidated financial statements for the accounting policies of revenue recognition of the Group. When the Group's real estate has reached the expected state of use and it has been accepted and qualified for use by relevant departments and the filing

procedures have been completed, the Group issues a transfer notice of real estate based on the terms of the contract and recognizes sales revenue on the date of transfer. Since revenue from sales of real estate must be recognized after the real estate meets the above conditions. As Sinyi Development Inc. for the year ended December 31, 2025, the carrying amount of real estate revenue was NT\$2,157,077 thousand, 97% of total real estate sales revenue. Therefore, the recognition of revenue earned from the sale of real estate of Sinyi Development Inc. is regarded as a key audit matter.

We tested the controls to understand the timing of the revenue recognition of the sales of real estate. We also evaluated the design and implementation of the relevant control of the Group. We selected samples from Sinyi Development Inc.'s sales transactions of the current year to review the sales contracts signed by both parties to understand the terms and conditions of the contracts, verified whether the collection records of such sales are consistent with the sales prices stated in contracts. We also verified the transfer notices and transfer records to confirm that the revenue from sales of real estate was recognized after the completion of the transfer procedures in order to ensure that the revenue was earned and was properly recorded in the correct accounting period.

### Valuation of Inventories

As of December 31, 2025, the carrying amount of inventories was NT\$6,365,519 thousand. Due to changes in the overall economic environment and related business regulations, the Group had to take into consideration reasonable estimates of the current selling price and additional costs as well as changes in the economy, when assessing the net realizable value of inventories, to determine whether the valuation of inventories is appropriate. As Jiu Xin Estate (Wuxi) Limited for the year ended December 31, 2025, the carrying amount of inventory was NT\$2,050,570 thousand, representing 32% of the Group's inventories. Since the valuation of the net realizable value of inventories is subject to management's significant judgment, the valuation of inventory has been identified as a key audit matter.

We focused on the valuation of inventories at the balance sheet date. We selected samples from the inventory balance and assessed and tested the net realizable value of inventories estimated by the management as well as the reasonableness of the key parameters used in the valuation. The procedures included but were not limited to the following: we inspected the latest actual transaction price or market transaction price of similar real estate, and determined that the net realizable value of inventories was not lower than the carrying amount through recalculations. We verified the accuracy of the valuation of inventories by inspecting the selected samples and re-performed the calculation procedures.

Refer to Note 4 to the accompanying consolidated financial statements for the accounting policies related to the valuation of inventories, Note 5 for the description of material accounting judgments and key sources of estimation uncertainty, and Note 10 for the related presentation and disclosures.

### **Other Matter**

We have also audited the parent company only financial statements of Sinyi Realty Inc. as of and for the years ended December 31, 2025 and 2024, and on both we have issued an unmodified opinion with emphasis of matter paragraph.

### **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 Regulations Governing the Preparation of Financial Reports by Securities Issuers, and IFRS, IAS, IFRIC and SIC endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, and for such internal control as management determines is necessary to enable the preparation of the consolidated financial statements that are free of material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is 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.

Those charged with governance, including the audit committee, are responsible for overseeing the Group's financial reporting process.

### **Auditors' Responsibilities for the Audit of the Consolidated Financial Statements**

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

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

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the 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 conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision, and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended December 31, 2025 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audits resulting in this independent auditors' report are Pan-Fa Wang and Chin-Chuan Shih.

Deloitte & Touche  
Taipei, Taiwan  
Republic of China

February 26, 2026

#### Notice to Readers

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

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

## SINYI REALTY INC. AND SUBSIDIARIES

### CONSOLIDATED BALANCE SHEETS DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars)

| ASSETS  | 2025                 |            | 2024                 |            |
|---|----------------------|------------|----------------------|------------|
|   | Amount               | %          | Amount               | %          |
| <b>CURRENT ASSETS</b>   |                      |            |                      |            |
| Cash and cash equivalents (Note 6)  | \$ 4,474,574         | 15         | \$ 4,205,337         | 13         |
| Financial assets at fair value through other comprehensive income - current (Notes 8 and 36)          | 1,503,807            | 5          | 1,345,620            | 4          |
| Notes receivable (Notes 9 and 26)   | 21,262               | -          | 81,273               | -          |
| Trade receivables (Notes 9, 26 and 35)  | 1,205,666            | 4          | 1,171,586            | 4          |
| Other receivables (Notes 9 and 35)  | 50,948               | -          | 75,031               | -          |
| Current tax assets (Note 28)  | 55,847               | -          | 84,771               | -          |
| Inventories (Notes 5, 10 and 36)  | 6,365,519            | 21         | 7,877,191            | 25         |
| Non-current assets held for sale (Note 11)  | 98,077               | -          | -                    | -          |
| Other financial assets - current (Notes 12 and 36)  | 2,521,455            | 8          | 4,066,799            | 13         |
| Other current assets (Note 19)  | 427,158              | 1          | 417,450              | 1          |
| Total current assets  | <u>16,724,313</u>    | <u>54</u>  | <u>19,325,058</u>    | <u>60</u>  |
| <b>NON-CURRENT ASSETS</b>   |                      |            |                      |            |
| Financial asset at fair value through profit or loss - non-current (Note 7)                           | 28,890               | -          | 6,071                | -          |
| Financial assets at fair value through other comprehensive income - non-current (Note 8)              | 107,669              | -          | 115,280              | -          |
| Investments accounted for using the equity method (Note 14)   | 226,462              | 1          | 232,782              | 1          |
| Property, plant and equipment (Notes 5, 15 and 36)  | 5,759,075            | 19         | 4,434,408            | 14         |
| Right-of-use assets (Notes 5, 16 and 35)  | 5,327,457            | 17         | 5,061,379            | 16         |
| Investment properties (Notes 5, 17 and 36)  | 2,262,059            | 7          | 2,859,244            | 9          |
| Intangible assets (Note 18)   | 23,642               | -          | 29,868               | -          |
| Deferred tax assets (Note 28)   | 123,126              | -          | 124,978              | -          |
| Refundable deposits   | 124,519              | 1          | 129,607              | -          |
| Net defined benefit asset - non-current (Note 24)   | 169,108              | 1          | 97,188               | -          |
| Other non-current assets (Notes 19 and 26)  | 9,028                | -          | 9,630                | -          |
| Total non-current assets  | <u>14,161,035</u>    | <u>46</u>  | <u>13,100,435</u>    | <u>40</u>  |
| <b>TOTAL</b>  | <u>\$ 30,885,348</u> | <u>100</u> | <u>\$ 32,425,493</u> | <u>100</u> |
| <b>LIABILITIES AND EQUITY</b>   |                      |            |                      |            |
| <b>CURRENT LIABILITIES</b>  |                      |            |                      |            |
| Short-term borrowings (Notes 20)  | \$ 394,512           | 1          | \$ 618,619           | 2          |
| Contract liabilities - current (Note 26)  | 868,447              | 3          | 829,967              | 3          |
| Notes payable   | 320                  | -          | 455                  | -          |
| Trade payables (Note 22)  | 530,862              | 2          | 388,348              | 1          |
| Other payables (Notes 23 and 35)  | 2,528,785            | 8          | 3,048,587            | 9          |
| Current tax liabilities (Note 28)   | 312,663              | 1          | 340,938              | 1          |
| Provisions - current  | 1,076                | -          | 1,250                | -          |
| Lease liabilities - current (Notes 16 and 35)   | 490,619              | 2          | 475,093              | 2          |
| Current portion of long-term borrowings and bonds payable (Notes 20 and 36)                           | -                    | -          | 1,000,000            | 3          |
| Other current liabilities (Note 23)   | 358,115              | 1          | 395,365              | 1          |
| Total current liabilities   | <u>5,485,399</u>     | <u>18</u>  | <u>7,098,622</u>     | <u>22</u>  |
| <b>NON-CURRENT LIABILITIES</b>  |                      |            |                      |            |
| Bonds payable (Note 21)   | 900,000              | 3          | 900,000              | 3          |
| Long-term borrowings (Notes 20 and 36)  | 7,570,121            | 25         | 6,494,972            | 20         |
| Provisions - non-current  | 11,240               | -          | 11,501               | -          |
| Non-current income tax liabilities  | 114,689              | -          | -                    | -          |
| Deferred tax liabilities (Note 28)  | 134,969              | -          | 125,571              | -          |
| Lease liabilities - non-current (Notes 16 and 35)   | 2,956,767            | 10         | 2,776,523            | 9          |
| Net defined benefit liabilities - non-current (Note 24)   | 919                  | -          | 2,272                | -          |
| Guarantee deposits received   | 28,938               | -          | 30,613               | -          |
| Other non-current liabilities (Note 23)   | 640,243              | 2          | 1,018,466            | 3          |
| Total non-current liabilities   | <u>12,357,886</u>    | <u>40</u>  | <u>11,359,918</u>    | <u>35</u>  |
| Total liabilities   | <u>17,843,285</u>    | <u>58</u>  | <u>18,458,540</u>    | <u>57</u>  |
| <b>EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY (Note 25)</b>   |                      |            |                      |            |
| Ordinary shares   | 7,368,465            | 24         | 7,368,465            | 23         |
| Capital surplus   | 63,983               | -          | 63,790               | -          |
| Retained earnings   |                      |            |                      |            |
| Legal reserve   | 3,257,815            | 10         | 3,073,308            | 9          |
| Special reserve   | 490,275              | 2          | 1,246,293            | 4          |
| Unappropriated earnings   | 2,059,814            | 7          | 2,568,760            | 8          |
| Total retained earnings   | <u>5,807,904</u>     | <u>19</u>  | <u>6,888,361</u>     | <u>21</u>  |
| Other equity  |                      |            |                      |            |
| Exchange differences on translating the financial statements of foreign operations                    | (642,245)            | (2)        | (615,700)            | (2)        |
| Unrealized gain on investments in equity instruments at fair value through other comprehensive income | 313,797              | 1          | 125,425              | 1          |
| Total other equity  | <u>(328,448)</u>     | <u>(1)</u> | <u>(490,275)</u>     | <u>(1)</u> |
| Total equity attributable to owners of the Company (Note 25)  | 12,911,904           | 42         | 13,830,341           | 43         |
| <b>NON-CONTROLLING INTERESTS (Note 25)</b>  | 130,159              | -          | 136,612              | -          |
| Total equity  | <u>13,042,063</u>    | <u>42</u>  | <u>13,966,953</u>    | <u>43</u>  |
| <b>TOTAL</b>  | <u>\$ 30,885,348</u> | <u>100</u> | <u>\$ 32,425,493</u> | <u>100</u> |

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

## SINYI REALTY INC. AND SUBSIDIARIES

### CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024

(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

|  | 2025              |            | 2024              |            |
|--|-------------------|------------|-------------------|------------|
|  | Amount            | %          | Amount            | %          |
| OPERATING REVENUE (Notes 26, 35 and 40)                                |                   |            |                   |            |
| Sales revenue  | \$ 2,228,871      | 19         | \$ 121,973        | 1          |
| Service revenue  | <u>9,228,574</u>  | <u>81</u>  | <u>12,659,978</u> | <u>99</u>  |
| Total operating revenue  | <u>11,457,445</u> | <u>100</u> | <u>12,781,951</u> | <u>100</u> |
| OPERATING COSTS (Notes 10, 24, 27 and 35)                              |                   |            |                   |            |
| Cost of sales  | 2,282,247         | 20         | 264,279           | 2          |
| Service cost   | <u>6,955,427</u>  | <u>60</u>  | <u>8,859,604</u>  | <u>69</u>  |
| Total operating costs  | <u>9,237,674</u>  | <u>80</u>  | <u>9,123,883</u>  | <u>71</u>  |
| GROSS PROFIT   | <u>2,219,771</u>  | <u>20</u>  | <u>3,658,068</u>  | <u>29</u>  |
| OPERATING EXPENSES (Notes 9, 24, 27 and 35)                            |                   |            |                   |            |
| General and administrative expenses                                    | 1,797,048         | 16         | 1,859,962         | 15         |
| Expected credit loss   | <u>549</u>        | <u>-</u>   | <u>377</u>        | <u>-</u>   |
| Total operating expenses   | <u>1,797,597</u>  | <u>16</u>  | <u>1,860,339</u>  | <u>15</u>  |
| OPERATING INCOME   | <u>422,174</u>    | <u>4</u>   | <u>1,797,729</u>  | <u>14</u>  |
| NON-OPERATING INCOME AND EXPENSES                                      |                   |            |                   |            |
| Interest income (Note 27)  | 231,055           | 2          | 310,635           | 2          |
| Other income (Notes 27 and 35)   | 115,023           | 1          | 110,071           | 1          |
| Other gains and losses (Notes 15, 17, 27 and 35)                       | (44,425)          | -          | 158,928           | 1          |
| Finance costs (Notes 27 and 35)  | (221,104)         | (2)        | (184,832)         | (1)        |
| Share of profit or loss of associates (Note 14)                        | <u>13,092</u>     | <u>-</u>   | <u>21,318</u>     | <u>-</u>   |
| Total non-operating income and expenses                                | <u>93,641</u>     | <u>1</u>   | <u>416,120</u>    | <u>3</u>   |
| PROFIT BEFORE INCOME TAX FROM<br>CONTINUING OPERATIONS                 | 515,815           | 5          | 2,213,849         | 17         |
| INCOME TAX EXPENSE (Note 28)   | <u>(296,768)</u>  | <u>(3)</u> | <u>(407,286)</u>  | <u>(3)</u> |
| NET PROFIT FOR THE YEAR  | <u>219,047</u>    | <u>2</u>   | <u>1,806,563</u>  | <u>14</u>  |
| OTHER COMPREHENSIVE INCOME   |                   |            |                   |            |
| Items that will not be reclassified subsequently to<br>profit or loss: |                   |            |                   |            |

(Continued)

## SINYI REALTY INC. AND SUBSIDIARIES

### CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

|  | 2025              |          | 2024                |           |
|--|-------------------|----------|---------------------|-----------|
|  | Amount            | %        | Amount              | %         |
| Remeasurement of defined benefit plans   | 50,954            | -        | 65,325              | -         |
| Unrealized gain on investments in equity instruments at fair value through other comprehensive income                | 186,407           | 2        | 66,839              | 1         |
| Share of the other comprehensive income of associates accounted for using the equity method                          | 1,968             | -        | 486                 | -         |
| Income tax expense relating to items that will not be reclassified subsequently to profit or loss                    | (10,191)          | -        | (13,065)            | -         |
| Items that may be reclassified subsequently to profit or loss:   |                   |          |                     |           |
| Exchange differences on translating the financial statements of foreign operations                                   | (26,552)          | -        | 697,371             | 6         |
| Unrealized valuation gains on debt instrument investments measured at fair value through other comprehensive income. | (3)               | -        | 248                 | -         |
| Other comprehensive income (loss) for the year, net of income tax  | <u>202,583</u>    | <u>2</u> | <u>817,204</u>      | <u>7</u>  |
| TOTAL COMPREHENSIVE INCOME FOR THE YEAR  | <u>\$ 421,630</u> | <u>4</u> | <u>\$ 2,623,767</u> | <u>21</u> |
| NET PROFIT ATTRIBUTABLE TO:  |                   |          |                     |           |
| Owners of the Company  | \$ 204,594        | 2        | \$ 1,784,390        | 14        |
| Non-controlling interests  | <u>14,453</u>     | <u>-</u> | <u>22,173</u>       | <u>-</u>  |
|  | <u>\$ 219,047</u> | <u>2</u> | <u>\$ 1,806,563</u> | <u>14</u> |
| TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:  |                   |          |                     |           |
| Owners of the Company  | \$ 407,694        | 4        | \$ 2,601,090        | 21        |
| Non-controlling interests  | <u>13,936</u>     | <u>-</u> | <u>22,677</u>       | <u>-</u>  |
|  | <u>\$ 421,630</u> | <u>4</u> | <u>\$ 2,623,767</u> | <u>21</u> |
| EARNINGS PER SHARE (Note 29)   |                   |          |                     |           |
| From continuing operations   |                   |          |                     |           |
| Basic  | <u>\$ 0.28</u>    |          | <u>\$ 2.42</u>      |           |
| Diluted  | <u>\$ 0.28</u>    |          | <u>\$ 2.42</u>      |           |

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

(Concluded)

**SINYI REALTY INC. AND SUBSIDIARIES**

**CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY  
FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024  
(In Thousands of New Taiwan Dollars)**

|  | Equity Attributable to Owners of the Company |                 |                   |                 |                         | Other Equity   |  | Total         | Non-controlling Interests | Total Equity  |
|--|--|-----------------|-------------------|-----------------|-------------------------|--|--|---------------|---------------------------|---------------|
|  | Share Capital                                |                 | Retained Earnings |                 |                         | Exchange Differences on Translating Foreign Operations | Unrealized Gain (Loss) on Investments in Equity Instruments at Fair Value through Other Comprehensive Income |               |                           |               |
|  | Ordinary Shares                              | Capital Surplus | Legal Reserve     | Special Reserve | Unappropriated Earnings |  |  |               |                           |               |
| BALANCE AT JANUARY 1, 2024   | \$ 7,368,465                                 | \$ 63,790       | \$ 2,896,935      | \$ 955,999      | \$ 2,369,309            | \$ (1,313,072)   | \$ 66,779  | \$ 12,408,205 | \$ 124,034                | \$ 12,532,239 |
| Appropriation of 2023 earnings   |  |                 |                   |                 |                         |  |  |               |                           |               |
| Legal reserve  | -  | -               | 176,373           | -               | (176,373)               | -  | -  | -             | -                         | -             |
| Special reserve  | -  | -               | -                 | 290,294         | (290,294)               | -  | -  | -             | -                         | -             |
| Cash dividends   | -  | -               | -                 | -               | (1,178,954)             | -  | -  | (1,178,954)   | -                         | (1,178,954)   |
| Net profit for the year ended December 31, 2024  | -  | -               | -                 | -               | 1,784,390               | -  | -  | 1,784,390     | 22,173                    | 1,806,563     |
| Other comprehensive income for the year ended December 31, 2024, net of income tax             | -  | -               | -                 | -               | 51,755                  | 697,372  | 67,573   | 816,700       | 504                       | 817,204       |
| Total comprehensive income for the year ended December 31, 2024                                | -  | -               | -                 | -               | 1,836,145               | 697,372  | 67,573   | 2,601,090     | 22,677                    | 2,623,767     |
| Cash dividends distributed by subsidiaries   | -  | -               | -                 | -               | -                       | -  | -  | -             | (10,099)                  | (10,099)      |
| Disposal of investments in equity instruments at fair value through other comprehensive income | -  | -               | -                 | -               | 8,927                   | -  | (8,927)  | -             | -                         | -             |
| BALANCE AT DECEMBER 31, 2024   | 7,368,465                                    | 63,790          | 3,073,308         | 1,246,293       | 2,568,760               | (615,700)  | 125,425  | 13,830,341    | 136,612                   | 13,966,953    |
| Appropriation of 2024 earnings   |  |                 |                   |                 |                         |  |  |               |                           |               |
| Legal reserve  | -  | -               | 184,507           | -               | (184,507)               | -  | -  | -             | -                         | -             |
| Special reserve  | -  | -               | -                 | (756,018)       | 756,018                 | -  | -  | -             | -                         | -             |
| Cash dividends   | -  | -               | -                 | -               | (1,326,324)             | -  | -  | (1,326,324)   | -                         | (1,326,324)   |
| Changes in capital surplus from investments accounted for using the equity method              | -  | 193             | -                 | -               | -                       | -  | -  | 193           | -                         | 193           |
| Net profit for the year ended December 31, 2025  | -  | -               | -                 | -               | 204,594                 | -  | -  | 204,594       | 14,453                    | 219,047       |
| Other comprehensive income (loss) for the year ended December 31, 2025, net of income tax      | -  | -               | -                 | -               | 41,273                  | (26,545)   | 188,372  | 203,100       | (517)                     | 202,583       |
| Total comprehensive income (loss) for the year ended December 31, 2025                         | -  | -               | -                 | -               | 245,867                 | (26,545)   | 188,372  | 407,694       | 13,936                    | 421,630       |
| Cash dividends distributed by subsidiaries   | -  | -               | -                 | -               | -                       | -  | -  | -             | (20,389)                  | (20,389)      |
| BALANCE AT DECEMBER 31, 2025   | \$ 7,368,465                                 | \$ 63,983       | \$ 3,257,815      | \$ 490,275      | \$ 2,059,814            | \$ (642,245)   | \$ 313,797   | \$ 12,911,904 | \$ 130,159                | \$ 13,042,063 |

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

## SINYI REALTY INC. AND SUBSIDIARIES

### CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars)

|   | 2025             | 2024             |
|---|------------------|------------------|
| <b>CASH FLOWS FROM OPERATING ACTIVITIES</b>                                     |                  |                  |
| Income before income tax  | \$ 515,815       | \$ 2,213,849     |
| Adjustments for:  |                  |                  |
| Depreciation expenses   | 705,563          | 679,554          |
| Amortization expenses   | 19,088           | 27,661           |
| Expected credit loss recognized on trade receivables                            | 549              | 377              |
| Net gain (loss) on financial assets at fair value through profit or loss        | (2,319)          | 1,043            |
| Finance costs   | 257,844          | 218,266          |
| Interest income   | (231,055)        | (310,635)        |
| Dividend income   | (20,975)         | (17,670)         |
| Share of profit of associates   | (13,092)         | (21,318)         |
| Loss on disposal of property, plant and equipment                               | 4,421            | 4,547            |
| Gain on disposal of investment properties                                       | -                | (2,009)          |
| Gain on disposal of subsidiary  | -                | (1,985)          |
| Impairment loss recognized on non-financial assets                              | 511,222          | 166,079          |
| Changes in operating assets and liabilities                                     |                  |                  |
| Financial assets mandatorily classified as at fair value through profit or loss | (20,500)         | (2,500)          |
| Notes receivable  | 60,011           | 19,062           |
| Trade receivables   | (34,629)         | 77,547           |
| Other receivables   | 8,766            | 6,407            |
| Inventories   | 1,010,621        | (481,641)        |
| Other current assets  | (9,708)          | (60,707)         |
| Contract liabilities  | 38,480           | 142,554          |
| Notes payable   | (135)            | 325              |
| Trade payables  | 142,514          | 54,584           |
| Other payables  | (962,839)        | (482,287)        |
| Provisions  | (435)            | -                |
| Other current liabilities   | (37,250)         | (45,863)         |
| Other operating liabilities   | (18,533)         | 286,323          |
| Cash generated from operations  | 1,923,424        | 2,471,563        |
| Interest received   | 246,375          | 290,054          |
| Interest paid   | (260,710)        | (216,917)        |
| Income tax paid   | (170,180)        | (544,923)        |
| Net cash generated from operating activities                                    | <u>1,738,909</u> | <u>1,999,777</u> |
| <b>CASH FLOWS FROM INVESTING ACTIVITIES</b>                                     |                  |                  |
| Purchase of financial assets at fair value through other comprehensive income   | (12,000)         | (831,081)        |
| Purchase of long term investment through equity method                          | -                | (89,987)         |
| Net cash outflow from acquisition of subsidiaries                               | -                | (42,611)         |
| Net cash inflow from disposal of subsidiaries                                   | -                | 2,951            |
| Payments for property, plant and equipment                                      | (823,903)        | (472,373)        |
| Proceeds from disposal of property, plant and equipment                         | 913              | 155              |

(Continued)

## SINYI REALTY INC. AND SUBSIDIARIES

### CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars)

|   | 2025                | 2024                |
|---|---------------------|---------------------|
| Increase in refundable deposits   | (10,227)            | -                   |
| Decrease in refundable deposits   | -                   | 70,957              |
| Payments for intangible assets  | (12,862)            | (9,803)             |
| Payments for right-of-use assets  | -                   | (80,042)            |
| Payments for investment properties  | (96,140)            | (460,370)           |
| Proceeds from disposal of investment properties   | 25,101              | 38,900              |
| Decrease in other financial assets  | 1,545,344           | 201,552             |
| Decrease in other non-current assets  | 602                 | -                   |
| Increase in other non-current assets  | -                   | (537)               |
| Dividends received  | <u>42,548</u>       | <u>33,295</u>       |
| Net cash generated from (used in) investing activities  | <u>659,376</u>      | <u>(1,638,994)</u>  |
| <b>CASH FLOWS FROM FINANCING ACTIVITIES</b>   |                     |                     |
| Increase in short-term borrowings   | 11,129,028          | 12,671,357          |
| Decrease in short-term borrowings   | (11,353,135)        | (13,551,359)        |
| Proceed from long-term borrowings   | 71,834,587          | 67,112,068          |
| Repayment of long-term borrowings   | (71,759,438)        | (66,048,557)        |
| Increase in guarantee deposits received   | -                   | 3,369               |
| Decrease in guarantee deposits received   | (1,657)             | -                   |
| Repayment of the principal portion of lease liabilities                                       | (484,465)           | (568,958)           |
| Dividends paid to owners of the Company   | (1,326,324)         | (1,178,954)         |
| Repayment of the cash dividends of non-controlling interests                                  | <u>(20,389)</u>     | <u>(10,099)</u>     |
| Net cash used in financing activities   | <u>(1,981,793)</u>  | <u>(1,571,133)</u>  |
| <b>EFFECTS OF EXCHANGE RATE CHANGES ON THE BALANCE<br/>OF CASH HELD IN FOREIGN CURRENCIES</b> |                     |                     |
|   | <u>(147,255)</u>    | <u>333,823</u>      |
| Net increase (decrease) in cash and cash equivalents  | 269,237             | (876,527)           |
| <b>CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE<br/>YEAR</b>                             |                     |                     |
|   | <u>4,205,337</u>    | <u>5,081,864</u>    |
| <b>CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR</b>                                       |                     |                     |
|   | <u>\$ 4,474,574</u> | <u>\$ 4,205,337</u> |

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

(Concluded)

## INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders  
Sinyi Realty Inc.

### Opinion

We have audited the accompanying financial statements of Sinyi Realty Inc. (the "Company"), which comprise the balance sheets as of December 31, 2025 and 2024, and the statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the financial statements, including material accounting policy information (collectively referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2025 and 2024, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

### Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis 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 financial statements for the year ended December 31, 2025. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matters of Company's financial statements for the year ended December 31, 2025 are stated as follows:

#### Valuation of Inventories - Investments Accounted for Using the Equity Method

As stated in Note 12 to the accompanying financial statements, as of December 31, 2025, the carrying amount of the investments in Sinyi International Limited ("Sinyi International") and Sinyi Development, which were accounted for using the equity method, was NT\$8,744,764 thousand and NT\$2,048,891 thousand, representing 31% and 7% of the Company's assets, respectively. For the year ended December 31, 2025, the share of comprehensive income (loss) of the investments in Sinyi International and Sinyi Development, which were accounted for using the equity method was NT\$(235,254) thousand and NT\$241,507 thousand, representing (58%) and 59% of the Company's total comprehensive income, respectively. Therefore, the financial position and performance of Sinyi International and Sinyi Development would have a material impact on the Company's financial statements.

As of December 31, 2025, the total carrying amount of inventories of Sinyi International, Sinyi International's subsidiaries, and Sinyi Development were NT\$6,365,519 thousand. Due to changes in the overall economic environment and related business regulations, the Company had to take into consideration reasonable estimates of the future selling price and additional costs as well as changes in the economy, when assessing during the

assessment of the net realizable value of inventories, to determine whether the valuation of inventories is appropriate. As Jiu Xin Estate (Wuxi) Limited for the year ended December 31, 2025, the carrying amount of inventory was NT\$2,050,570 thousand, representing 32% of the Group's inventories. Since the carrying amount of inventory was considered significant to the financial statements and the valuation of the net realizable value of inventories is subject to management's significant judgment, the valuation of inventory has been identified as a key audit matter.

We focused on the valuation of inventories at the balance sheet date. We selected samples from the inventory balance, assessed and tested the net realizable value of inventories estimated by the management as well as the reasonableness of the key parameters used in the valuation. The procedures included but were not limited to the following: We inspected the latest actual transaction price or market transaction price of similar real estate, and determined that the net realizable value of inventories was not lower than the carrying amount through recalculations. We verified the accuracy of the valuation of inventories by inspecting the selected samples and re-performed the calculation procedures.

Refer to Note 4 to the consolidated financial statements for the accounting policies related to the valuation of inventories of Sinyi International, Sinyi International's subsidiaries, and Sinyi Development, Note 5 for the description of material accounting judgments and key sources of estimation uncertainty, and Note 10 for the related presentation and disclosures.

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

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

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

Those charged with governance, including the audit committee, are responsible for overseeing the Company's financial reporting process.

## **Auditors' Responsibilities for the Audit of the Financial Statements**

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

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

1. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of entities or business activities within the Company to express an opinion on the financial statements. We are responsible for the direction, supervision, and performance of the audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements for the year ended December 31, 2025 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audits resulting in this independent auditors' report are Pan-Fa Wang and Chin-Chuan Shih.

Deloitte & Touche  
Taipei, Taiwan  
Republic of China

February 26, 2026

Notice to Readers

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

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

**SINYI REALTY INC.**

**BALANCE SHEETS**  
**DECEMBER 31, 2025 AND 2024**  
(In Thousands of New Taiwan Dollars)

| ASSETS  | 2025                 |            | 2024                 |            |
|---|----------------------|------------|----------------------|------------|
|   | Amount               | %          | Amount               | %          |
| <b>CURRENT ASSETS</b>   |                      |            |                      |            |
| Cash and cash equivalents (Notes 4 and 6)   | \$ 1,024,963         | 4          | \$ 1,564,215         | 5          |
| Financial assets at fair value through other comprehensive income - current (Notes 4 and 8)           | 205,523              | 1          | 135,638              | 1          |
| Notes receivable (Notes 4 and 9)  | 2,471                | -          | 62,735               | -          |
| Trade receivables (Notes 4 and 9)   | 1,000,915            | 4          | 939,722              | 3          |
| Trade receivables from related parties (Notes 4 and 30)   | 60,939               | -          | 91,590               | -          |
| Finance lease receivables - current (Notes 4, 10 and 30)  | 636                  | -          | 617                  | -          |
| Other receivables (Notes 4 and 9)   | 21,783               | -          | 27,355               | -          |
| Other receivables from related parties (Notes 4 and 30)   | 27,684               | -          | 868,832              | 3          |
| Current tax assets (Notes 4 and 25)   | 4,532                | -          | -                    | -          |
| Other financial assets (Notes 11 and 31)  | 60,000               | -          | 1,094,152            | 4          |
| Other current assets (Note 17)  | 51,143               | -          | 50,767               | -          |
| Total current assets  | <u>2,460,589</u>     | <u>9</u>   | <u>4,835,623</u>     | <u>16</u>  |
| <b>NON-CURRENT ASSETS</b>   |                      |            |                      |            |
| Financial assets at fair value through profit or loss - non-current (Notes 4 and 7)                   | 28,890               | -          | 6,071                | -          |
| Financial assets at fair value through other comprehensive income - non-current (Notes 4 and 8)       | 48,882               | -          | 82,991               | -          |
| Investments accounted for using the equity method (Notes 4 and 12)                                    | 16,344,131           | 59         | 17,106,322           | 56         |
| Property, plant and equipment (Notes 4, 13 and 31)  | 3,368,309            | 12         | 3,360,648            | 11         |
| Right-of-use assets (Notes 4 and 14)  | 3,167,289            | 11         | 2,965,584            | 10         |
| Investment properties (Notes 4, 15 and 31)  | 2,089,035            | 8          | 2,051,224            | 7          |
| Intangible assets (Notes 4 and 16)  | 14,732               | -          | 20,447               | -          |
| Deferred tax assets (Notes 4 and 25)  | 71,759               | -          | 52,162               | -          |
| Finance lease receivables - non-current (Notes 4, 10 and 30)  | 756                  | -          | 1,392                | -          |
| Refundable deposits   | 102,008              | -          | 104,601              | -          |
| Net defined benefit asset - non-current (Notes 4 and 21)  | 168,115              | 1          | 97,188               | -          |
| Other non-current assets (Note 17)  | 9,028                | -          | 9,630                | -          |
| Total non-current assets  | <u>25,412,934</u>    | <u>91</u>  | <u>25,858,260</u>    | <u>84</u>  |
| <b>TOTAL</b>  | <u>\$ 27,873,523</u> | <u>100</u> | <u>\$ 30,693,883</u> | <u>100</u> |
| <b>LIABILITIES AND EQUITY</b>   |                      |            |                      |            |
| <b>CURRENT LIABILITIES</b>  |                      |            |                      |            |
| Short-term borrowings (Note 18)   | \$ 349,512           | 1          | \$ 498,619           | 2          |
| Other payables (Note 20)  | 2,102,457            | 7          | 2,683,479            | 9          |
| Other payables to related parties (Note 30)   | 1,054,451            | 4          | 2,671,868            | 9          |
| Current tax liabilities (Notes 4 and 25)  | 230,226              | 1          | 234,902              | 1          |
| Lease liability - current (Notes 4 and 14)  | 442,954              | 2          | 433,699              | 1          |
| Current portion of long-term borrowings and bonds payable (Note 18)                                   | -                    | -          | 1,000,000            | 3          |
| Other current liabilities (Note 20)   | 168,990              | 1          | 161,591              | -          |
| Total current liabilities   | <u>4,348,590</u>     | <u>16</u>  | <u>7,684,158</u>     | <u>25</u>  |
| <b>NON-CURRENT LIABILITIES</b>  |                      |            |                      |            |
| Bonds payable (Note 19)   | 900,000              | 3          | 900,000              | 3          |
| Long-term borrowings (Note 18)  | 6,200,000            | 22         | 4,700,000            | 15         |
| Non-current tax liabilities (Notes 4 and 25)  | 114,689              | 1          | -                    | -          |
| Deferred tax liabilities (Notes 4 and 25)   | 61,501               | -          | 48,837               | -          |
| Lease liabilities - non-current (Notes 4 and 14)  | 2,827,203            | 10         | 2,615,606            | 9          |
| Guarantee deposits received   | 27,047               | -          | 26,632               | -          |
| Other non-current liabilities (Note 20)   | 482,589              | 2          | 888,309              | 3          |
| Total non-current liabilities   | <u>10,613,029</u>    | <u>38</u>  | <u>9,179,384</u>     | <u>30</u>  |
| Total liabilities   | <u>14,961,619</u>    | <u>54</u>  | <u>16,863,542</u>    | <u>55</u>  |
| <b>EQUITY (Note 22)</b>   |                      |            |                      |            |
| Ordinary shares   | 7,368,465            | 26         | 7,368,465            | 24         |
| Capital surplus   | 63,983               | -          | 63,790               | -          |
| Retained earnings   |                      |            |                      |            |
| Legal reserve   | 3,257,815            | 12         | 3,073,308            | 10         |
| Special reserve   | 490,275              | 2          | 1,246,293            | 4          |
| Unappropriated earnings   | 2,059,814            | 7          | 2,568,760            | 9          |
| Total retained earnings   | <u>5,807,904</u>     | <u>21</u>  | <u>6,888,361</u>     | <u>23</u>  |
| Other equity  |                      |            |                      |            |
| Exchange differences on translating the financial statements of foreign operations                    | (642,245)            | (2)        | (615,700)            | (2)        |
| Unrealized gain on investments in equity instruments at fair value through other comprehensive income | 313,797              | 1          | 125,425              | -          |
| Total other equity  | <u>(328,448)</u>     | <u>(1)</u> | <u>(490,275)</u>     | <u>(2)</u> |
| Total equity  | <u>12,911,904</u>    | <u>46</u>  | <u>13,830,341</u>    | <u>45</u>  |
| <b>TOTAL</b>  | <u>\$ 27,873,523</u> | <u>100</u> | <u>\$ 30,693,883</u> | <u>100</u> |

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

## SINYI REALTY INC.

### STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

|   | 2025             |            | 2024             |            |
|---|------------------|------------|------------------|------------|
|   | Amount           | %          | Amount           | %          |
| OPERATING REVENUE   |                  |            |                  |            |
| Service revenue (Notes 4, 23 and 30)  | \$ 7,921,868     | 100        | \$ 11,385,912    | 100        |
| OPERATING COSTS (Notes 21, 24 and 30)   | <u>6,236,068</u> | <u>79</u>  | <u>8,135,023</u> | <u>71</u>  |
| GROSS PROFIT  | <u>1,685,800</u> | <u>21</u>  | <u>3,250,889</u> | <u>29</u>  |
| OPERATING EXPENSES (Notes 21, 24 and 30)  |                  |            |                  |            |
| General and administrative expense  | 1,239,802        | 15         | 1,325,385        | 12         |
| Expected credit loss (gain) (Note 9)  | <u>323</u>       | <u>-</u>   | <u>246</u>       | <u>-</u>   |
| Total operating expenses  | <u>1,240,125</u> | <u>15</u>  | <u>1,325,631</u> | <u>12</u>  |
| PROFIT FROM OPERATIONS  | <u>445,675</u>   | <u>6</u>   | <u>1,925,258</u> | <u>17</u>  |
| NON-OPERATING INCOME AND EXPENSES   |                  |            |                  |            |
| Interest income (Notes 24 and 30)   | 51,777           | 1          | 60,994           | -          |
| Other income (Notes 24 and 30)  | 110,831          | 1          | 107,697          | 1          |
| Other gains and loss (Notes 15, 24 and 30)  | (32,557)         | -          | 184,126          | 2          |
| Finance costs (Notes 24 and 30)   | (199,992)        | (3)        | (163,707)        | (1)        |
| Share of profit or loss of subsidiaries and associates<br>(Notes 4 and 12)                                  | <u>(15,584)</u>  | <u>-</u>   | <u>141,104</u>   | <u>1</u>   |
| Total non-operating income and expenses   | <u>(85,525)</u>  | <u>(1)</u> | <u>330,214</u>   | <u>3</u>   |
| PROFIT BEFORE INCOME TAX FROM<br>CONTINUING OPERATIONS  | 360,150          | 5          | 2,255,472        | 20         |
| INCOME TAX EXPENSE (Notes 4 and 25)   | <u>(155,556)</u> | <u>(2)</u> | <u>(471,082)</u> | <u>(4)</u> |
| NET PROFIT FOR THE YEAR   | <u>204,594</u>   | <u>3</u>   | <u>1,784,390</u> | <u>16</u>  |
| OTHER COMPREHENSIVE INCOME  |                  |            |                  |            |
| Items that will not be reclassified subsequently to<br>profit or loss:                                      |                  |            |                  |            |
| Remeasurement of defined benefit plans (Note 21)  | 52,280           | -          | 63,996           | 1          |
| Unrealized gain on investments in equity<br>instruments at fair value through other<br>comprehensive income | 23,776           | -          | 10,688           | -          |

(Continued)

## SINYI REALTY INC.

### STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

|   | 2025              |          | 2024                |           |
|---|-------------------|----------|---------------------|-----------|
|   | Amount            | %        | Amount              | %         |
| Share of other comprehensive income of subsidiaries and associates accounted for using the equity method    | \$ 154,067        | 2        | \$ 57,195           | -         |
| Income tax expense relating to items that will not be reclassified subsequently to profit or loss (Note 25) | (10,456)          | -        | (12,799)            | -         |
| Items that may be reclassified subsequently to profit or loss:  |                   |          |                     |           |
| Exchange differences on translating the financial statements of foreign operations                          | (26,545)          | -        | 697,372             | 6         |
| Share of other comprehensive income of subsidiaries accounted for using the equity method                   | <u>9,978</u>      | <u>-</u> | <u>248</u>          | <u>-</u>  |
| Other comprehensive income (loss) for the year, net of income tax   | <u>203,100</u>    | <u>2</u> | <u>816,700</u>      | <u>7</u>  |
| TOTAL COMPREHENSIVE INCOME FOR THE YEAR   | <u>\$ 407,694</u> | <u>5</u> | <u>\$ 2,601,090</u> | <u>23</u> |
| EARNINGS PER SHARE (Note 26)  |                   |          |                     |           |
| From continuing operations  |                   |          |                     |           |
| Basic   | <u>\$ 0.28</u>    |          | <u>\$ 2.42</u>      |           |
| Diluted   | <u>\$ 0.28</u>    |          | <u>\$ 2.42</u>      |           |

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

(Concluded)

**SINYI REALTY INC.**

**STATEMENTS OF CHANGES IN EQUITY  
FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024  
(In Thousands of New Taiwan Dollars)**

|  | Ordinary<br>Shares | Capital Surplus | Retained Earnings |                 |                            | Exchange<br>Differences on<br>Translating<br>Foreign<br>Operations | Other Equity   | Total Equity  |
|--|--------------------|-----------------|-------------------|-----------------|----------------------------|--|--|---------------|
|  |                    |                 | Legal Reserve     | Special Reserve | Unappropriated<br>Earnings |  | Unrealized<br>Gain (Loss) on<br>Investments in<br>Equity<br>Instruments at<br>Fair Value<br>through Other<br>Comprehensive<br>Income |               |
| BALANCE AT JANUARY 1, 2024   | \$ 7,368,465       | \$ 63,790       | \$ 2,896,935      | \$ 955,999      | \$ 2,369,309               | \$ (1,313,072)   | \$ 66,779  | \$ 12,408,205 |
| Appropriation of 2023 earnings   |                    |                 |                   |                 |                            |  |  |               |
| Legal reserve  | -                  | -               | 176,373           | -               | (176,373)                  | -  | -  | -             |
| Special reserve  | -                  | -               | -                 | 290,294         | (290,294)                  | -  | -  | -             |
| Cash dividends   | -                  | -               | -                 | -               | (1,178,954)                | -  | -  | (1,178,954)   |
| Net profit for the year ended December 31, 2024  | -                  | -               | -                 | -               | 1,784,390                  | -  | -  | 1,784,390     |
| Other comprehensive income for the year ended December 31, 2024, net of income tax             | -                  | -               | -                 | -               | 51,755                     | 697,372  | 67,573   | 816,700       |
| Total comprehensive income for the year ended December 31, 2024                                | -                  | -               | -                 | -               | 1,836,145                  | 697,372  | 67,573   | 2,601,090     |
| Disposal of investments in equity instruments at fair value through other comprehensive income | -                  | -               | -                 | -               | 8,927                      | -  | (8,927)  | -             |
| BALANCE AT DECEMBER 31, 2024   | 7,368,465          | 63,790          | 3,073,308         | 1,246,293       | 2,568,760                  | (615,700)  | 125,425  | 13,830,341    |
| Appropriation of 2024 earnings   |                    |                 |                   |                 |                            |  |  |               |
| Legal reserve  | -                  | -               | 184,507           | -               | (184,507)                  | -  | -  | -             |
| Special reserve  | -                  | -               | -                 | (756,018)       | 756,018                    | -  | -  | -             |
| Cash dividends   | -                  | -               | -                 | -               | (1,326,324)                | -  | -  | (1,326,324)   |
| Changes in capital surplus from investments accounted for using the equity method              | -                  | 193             | -                 | -               | -                          | -  | -  | 193           |
| Net profit for the year ended December 31, 2025  | -                  | -               | -                 | -               | 204,594                    | -  | -  | 204,594       |
| Other comprehensive income (loss) for the year ended December 31, 2025, net of income tax      | -                  | -               | -                 | -               | 41,273                     | (26,545)   | 188,372  | 203,100       |
| Total comprehensive income (loss) for the year ended December 31, 2025                         | -                  | -               | -                 | -               | 245,867                    | (26,545)   | 188,372  | 407,694       |
| BALANCE AT DECEMBER 31, 2025   | \$ 7,368,465       | \$ 63,983       | \$ 3,257,815      | \$ 490,275      | \$ 2,059,814               | \$ (642,245)   | \$ 313,797   | \$ 12,911,904 |

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

# SINYI REALTY INC.

## STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars)

|  | 2025            | 2024             |
|--|-----------------|------------------|
| <b>CASH FLOWS FROM OPERATING ACTIVITIES</b>  |                 |                  |
| Profit before income tax   | \$ 360,150      | \$ 2,255,472     |
| Adjustments for:   |                 |                  |
| Depreciation expenses  | 600,214         | 573,447          |
| Amortization expenses  | 12,344          | 21,745           |
| Expected credit loss (reversed) recognized on trade receivables                                      | 323             | 246              |
| Net loss on financial assets and liability at fair value through profit or loss                      | (2,319)         | 1,043            |
| Finances costs   | 199,992         | 163,707          |
| Interest income  | (51,777)        | (60,994)         |
| Dividend income  | (6,170)         | (6,062)          |
| Share of profit of subsidiaries and associates   | 15,584          | (141,104)        |
| Loss on disposal of property, plant and equipment  | 4,145           | 4,026            |
| Gain on disposal of investment properties  | -               | (2,009)          |
| Impairment loss recognized on non-financial assets   | 21,195          | -                |
| Changes in operating assets and liabilities  |                 |                  |
| Financial assets mandatorily classified as at fair value through profit or loss                      | (20,500)        | (2,500)          |
| Notes receivable   | 60,264          | 22,036           |
| Trade receivables  | (61,516)        | (15,237)         |
| Trade receivables from related parties   | 30,651          | 65,227           |
| Other receivables  | (3,091)         | 7,507            |
| Other receivables from related parties   | (5,023)         | 2,444            |
| Other current assets   | (376)           | (29,524)         |
| Notes payable  | -               | (10)             |
| Other payables   | (579,398)       | (346,307)        |
| Other payables from related parties  | (23,563)        | 9,849            |
| Other current liabilities  | 7,399           | (36,672)         |
| Other operating liabilities  | (424,367)       | 260,812          |
| Cash generated from operations   | 134,161         | 2,747,142        |
| Interest received  | 64,578          | 48,672           |
| Interest paid  | (230,230)       | (174,032)        |
| Income tax paid  | (67,464)        | (583,584)        |
| Net cash (used in) generated from operating activities   | <u>(98,955)</u> | <u>2,038,198</u> |
| <b>CASH FLOWS FROM INVESTING ACTIVITIES</b>  |                 |                  |
| Purchase of financial assets at fair value through other comprehensive income                        | (12,000)        | (38,352)         |
| Proceeds from capital reduction of financial assets at fair value through other comprehensive income | -               | -                |
| Purchase of long-term investments through equity method  | (760,301)       | (1,775,278)      |
| Proceeds from capital reduction of subsidiaries through equity method                                | 1,470,967       | 1,987,629        |
| Payments for property, plant and equipment   | (133,101)       | (151,602)        |
| Proceeds from disposal of property, plant and equipment  | 519             | 90               |

(Continued)

# SINYI REALTY INC.

## STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars)

|   | 2025                | 2024                |
|---|---------------------|---------------------|
| Increase in refundable deposits   | \$ (8,074)          | (1,702)             |
| Decrease in refundable deposits   | -                   | -                   |
| Increase in other receivables from related parties  | -                   | (400,092)           |
| Decrease in other receivables from related parties  | 842,000             | -                   |
| Payments for intangible assets  | (6,629)             | (4,714)             |
| Payments for investment properties  | (96,140)            | -                   |
| Proceeds from disposal of investment properties   | 25,101              | 38,900              |
| Decrease in finance lease receivables   | 650                 | 244                 |
| Increase in other financial assets  | -                   | (997,120)           |
| Decrease in other financial assets  | 1,034,152           | -                   |
| Increase in other non-current assets  | 602                 | (537)               |
| Dividends received  | <u>85,864</u>       | <u>44,446</u>       |
| Net cash generated from (used in) investing activities  | <u>2,443,610</u>    | <u>(1,298,088)</u>  |
| <b>CASH FLOWS FROM FINANCING ACTIVITIES</b>   |                     |                     |
| Decrease in short-term borrowings   | (149,107)           | (900,002)           |
| Proceed from long-term borrowings   | 64,711,300          | 63,250,286          |
| Repayments of long-term borrowings  | (64,211,300)        | (62,400,000)        |
| Increase in guarantee deposits received   | 415                 | 1,192               |
| Increase in other payables to related parties   | -                   | 101,090             |
| Decrease in other payables to related parties   | (1,565,240)         | -                   |
| Repayment of the principal portion of lease liabilities                                       | (437,591)           | (437,852)           |
| Dividends paid to owners of the Company   | <u>(1,326,324)</u>  | <u>(1,178,954)</u>  |
| Net cash used in financing activities   | <u>(2,977,847)</u>  | <u>(1,564,240)</u>  |
| <b>EFFECTS OF EXCHANGE RATE CHANGES ON THE BALANCE<br/>OF CASH HELD IN FOREIGN CURRENCIES</b> | <u>93,940</u>       | <u>(111,090)</u>    |
| <b>NET (DECREASE) INCREASE IN CASH AND CASH<br/>EQUIVALENTS</b>                               | <u>(539,252)</u>    | <u>(935,220)</u>    |
| <b>CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE<br/>YEAR</b>                             | <u>1,564,215</u>    | <u>2,499,435</u>    |
| <b>CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR</b>                                       | <u>\$ 1,024,963</u> | <u>\$ 1,564,215</u> |

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

(Concluded)

## Attachment 9

### Sinyi Realty Inc. Articles of Incorporation Comparison Table of Amendments

| <b>Amended articles</b>   | <b>Original articles</b>   | <b>Description of amendment</b>  |
|---|--|--|
| <b>Article 16</b><br>The Board of Directors is authorized to determine the compensation for the directors, taking into account the extent and value of the services provided for the management of the Company and the standards of other listed companies. | <b>Article 16</b><br>The Board of Directors is authorized to determine the compensation for the <u>independent</u> directors, taking into account the extent and value of the services provided for the management of the Company and the standards of other listed companies. | To revise the article so that all directors may pay remuneration at their discretion based on their participation in the Company's operations and contribution value and the usual level of other listed companies, and the amount authorized by the board of directors shall be determined by the board of directors. |
| <b>Article 22</b><br>This Articles of Incorporation was established on December 23, 1986.<br>...<br>The thirty-eighth amendment was made on May 21, 2025.<br><u>The thirty-ninth amendment was made on May 18, 2026.</u>                                    | <b>Article 22</b><br>This Articles of Incorporation was established on December 23, 1986.<br>...<br>The thirty-eighth amendment was made on May 21, 2025.  | Additions to the date of the newest revision.  |

**Attachment 10**

**Sinyi Realty Inc.**

**Details of the Nominated Candidate Accompanied with Her Education and Main Working Experience**

| No. | Title                | Name          | Sex    | Education  | Positions at present and main working experience   | No. of Shares Held |
|-----|----------------------|---------------|--------|--|--|--------------------|
| 1   | Independent Director | Chiu, Li-Meng | female | Master of Business Administration, Chung Yuan Christian University | Positions at present :<br>• Adjunct Chair Professor of the Department of Business Administration, Chung Yuan Christian University<br><br>Main working experience :<br>• NVIDIA Global Vice President and General Manager of Taiwan<br>• Chief Marketing Officer of GE Healthcare Greater China<br>• General Manager of Microsoft's Greater China Knowledge Worker Business Group<br>• General Manager of Microsoft Taiwan<br>• Johnson & Johnson Product Group Manager | 0                  |

# IX. Appendix

## Appendix 1

### **Sinyi Realty Inc. Articles of Incorporation**

#### **Section I - General Provisions**

- Article 1 The Corporation shall be incorporated, as a company limited by shares, under the Company Act of the Republic of China, and its name shall be 信義房屋股份有限公司 in the Chinese language, and Sinyi Realty Inc. (hereinafter, the “Company”) in the English language.
- Article 2 The scope of business of the Company shall be as follows:
1. H701010 Residence and Buildings Lease Construction and Development
  2. H701020 Industrial Factory Buildings Lease Construction and Development
  3. H704031 Real Estate Agencies
  4. H704041 Real Estate Agency Operation
  5. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.
- Article 2-1 The Company may provide endorsement and guarantee and act as a guarantor. The Company also may invest in other companies. The total amount of the Company’s investment in other companies may be more than forty percent of the Company’s paid-up capital.
- Article 3 The Company is headquartered in Taipei and if necessary, may set up branch offices at home and abroad as resolved by the Company’s board of directors.
- Article 4 (Deleted)

#### **Section II - Capital Stock**

- Article 5 The total capital stock of the Company shall be in the amount of 10,000,000,000 New Taiwan Dollars, divided into 100,000,000 shares, at ten New Taiwan Dollars each, and may be paid-up in installments conducted by the Company’s board of directors.

A total amount of 150,000,000 New Taiwan Dollars, divided into 15,000,000 shares at ten New Taiwan Dollars each, among the total capital stock in the preceding paragraph should be reserved for issuing of employee stock options in installment pursuant to the resolution of board of directors.

In the event that the Company becomes duly entitled to purchase back its own shares, the board of directors is authorized to do so in accordance with laws and regulations.

- Article 6 (Deleted)
- Article 7 The share certificates of the Company shall in principle without exception be in registered form, attached with serial numbers, signed by, or affixed with the seals of, at least three directors, and authenticated by the competent governmental authority or a registration institution authorized thereby before issuance. Shares issued by the Company need not be in certificate form, but shall be registered with a securities depository enterprise.
- Article 8 The shareholders' register shall be suspended for 60 days prior to an ordinary shareholders meeting, or for 30 days prior to an extraordinary shareholders meeting, or for 5 days prior to the record date fixed for distributing dividends, bonus, or any other benefit.

### **Section III SHAREHOLDERS' MEETING**

- Article 9 The Company's shareholders' meeting shall be of two types, ordinary shareholders' meeting and extraordinary shareholders' meeting. Ordinary shareholders' meeting shall be convened at least once a year, and shall be convened within six months after close of each fiscal year. Extraordinary shareholders' meeting shall be convened when necessary in accordance with the relevant laws and regulations.
- Article 9-1 The shareholders' meeting may be held by video conference or other methods announced by the central competent authority. The requirements, operating procedures, and other matters to be complied with for the adoption of video shareholders' meetings shall be governed by the regulations of the competent authority if otherwise stipulated.
- Article 10 When a shareholder for any reasons cannot attend the shareholders' meeting in person, he/she/it may attend the meeting by appoint one proxy by executing a power of attorney printed by the Company stating therein the scope of power authorized to the proxy and sealed.
- Article 11 Except in the circumstances set forth in the relevant laws and regulations where there is no voting right for a share, each shareholder of the Company shall have one vote for each share held.
- Article 12 Unless otherwise provided by the Company Act, a resolution of the shareholders meeting shall be adopted by consent of a majority of the votes represented by those in attendance at a meeting attended, in person or by proxy, by shareholders who represent a majority of the total issued shares.

### **Section IV -Board of Directors**

- Article 13 The Company shall have seven to eleven directors to be elected by the shareholders meeting from among candidates with legal capacity. The term of office is three years, and they may continue in office if re-elected.

The election of directors shall adopt candidate nomination system. The shareholders shall elect the directors from the list of the nominated candidates

Article 13-1 The Company shall have three to four independent directors within the number of directors. The professional qualifications, shareholdings, restrictions on concurrent position, nomination, and other compliance matters shall be handled in accordance with relevant regulations of the securities authorities.

Article 14 The board of directors is composed of the directors of the Company and the chairperson of the board of directors shall be elected from among the directors by a majority of directors in attendance at a meeting attended by at least two-thirds of the directors. The chairperson of the board of directors shall represent the Company in external matters.

Directors shall attend meetings of the board of directors in person. In the event that a board meeting is held through video conference, a director who participates in the meeting by means of video system shall be deemed to have attended in person. If a director is unavailable to attend a meeting in person, the director may issue a power of attorney for the given meeting specifying the scope of the authorized powers to authorize another director to attend the meeting on the director's behalf, provided that a director may represent only one other director at a meeting.

Article 14-1 The Company may establish functional committees of board of directors such as Audit Committee and Compensation Committee. The Audit Committee shall consist of all independent directors.

The Audit Committee or the members of Audit Committee in the preceding paragraph shall be responsible for those responsibilities of Supervisors specified under the ROC Company Law, Securities and Exchange Law and other relevant regulations.

Article 14-2 Each director shall be given at least 7 days advance notice of the convening of a board of directors meeting of the Company. In emergency circumstances, however, a meeting may be called on shorter notice.

The meeting notice shall specify the reasons for convening the meeting, and shall be made in writing, by e-mail, or by facsimile.

In addition to the relevant laws and the Company's Articles of Incorporation, the Company shall establish the rules and procedures of the board of directors' meeting.

Article 15 If the chairperson of the board of directors is on leave or cannot exercise powers or perform duties for any reason, an acting chairperson shall be designated in accordance with Article 208 of the Company Act.

Article 16 The Board of Directors is authorized to determine the compensation for the independent directors, taking into account the extent and value of the services provided for the management of the Company and the standards of other listed companies.

## **Section V -Managers**

Article 17 The Company may have various managers. The appointment, discharge and the remuneration of the managers shall be handled in accordance with Article 29 of the Company Act.

The titles and scope of responsibility of managers in the preceding paragraph is resolved by the Company's board of directors.

### **Section VI -Accounting**

Article 18 At the end of each fiscal year, the board of directors shall prepare the following documents and submitted to the shareholders' meeting for approval:

1. Business report;
2. Financial report;
3. Proposal for allocating profit or covering loss.

Article 19 (Deleted)

Article 20 When it is determined that the Company has profit for a fiscal year, At least 10% of the profit exclusive of employees' and directors' remunerations shall be employees' remunerations which include at least 8% of the profit shall be non-executive employees' remunerations. The employees' remunerations shall be resolved by the Company's board of the directors for the amount by means of new share issuance or cash. The employees to receive the remuneration may include employees serving with affiliates who meet specific requirements. Such specific requirements shall be prescribed by the board of directors. Not more than 1% of the profit exclusive of employees' and directors' remunerations shall be directors' remunerations. A report of such distribution of employees' (including non-executive employees') and directors' remuneration shall be submitted to the shareholders' meeting. However, the Company may provide the employees' and directors' remuneration according to the ratios in the preceding paragraph after the accumulated losses have been covered.

Article 20-1 When it is determined that the Company has earnings for a fiscal year, the earnings shall firstly be appropriated to profit-seeking enterprise tax payable, and make up the losses of previous years. Then, the Company shall provide 10% of the remaining earnings as the legal reserve if there is any remaining amount, unless such legal reserve has amounted to the total capital, and then set aside or reverse the special reserve in accordance with the requirements under the Securities and Exchange Act. The board of directors shall propose the earnings distribution proposal of the remaining and the accumulated undistributed earnings of previous years at the shareholders' meeting.

The Company takes a dividend policy which distributes the dividends after considering the present and future development plan, the investment environment, capital requirement and the domestic and foreign competitive status in addition to the interest of the Company's shareholders. However, the amount of the distributed earnings of that year shall not be less than 20% of the total accumulated undistributed earnings. The dividends and bonuses may be distributed by means of cash or stock, provided that the ratio of cash dividends may not be less than 10% of the total dividends.

### **Section VII -SUPPLEMENTARY PROVISIONS**

Article 21 If there is any matter not covered herein, the Company Act shall govern.

Article 22 This Articles of Incorporation was established on December 23, 1986.

The first amendment was made on June 25, 1988.

The second amendment was made on December 7, 1988.

The third amendment was made on February 3, 1989.

The fourth amendment was made on March 16, 1990.

The fifth amendment was made on April 12, 1990.

The sixth amendment was made on February 28, 1991.

The seventh amendment was made on June 30, 1991.

The eighth amendment was made on March 7, 1992.

The ninth amendment was made on April 2, 1992.

The tenth amendment was made on June 15, 1992

The eleventh amendment was made on January 15, 1993.

The twelfth amendment was made on May 14, 1993.

The thirteenth amendment was made on June 30, 1993.

The fourteenth amendment was made on October 6, 1993.

The fifteenth amendment was made on October 26, 1993.

The sixteenth amendment was made on June 17, 1994.

The seventeenth amendment was made on June 30, 1995.

The eighteenth amendment was made on December 22, 1995.

The nineteenth amendment was made on June 3, 1996.

The twentieth amendment was made on May 2, 1997.

The twenty-first amendment was made on April 3, 1998.

The twenty-second amendment was made on May 18, 2000.

The twenty-third amendment was made on May 23, 2001.

The twenty-fourth amendment was made on May 21, 2002.

The twenty-fifth amendment was made on May 28, 2003.

The twenty-sixth amendment was made on June 14, 2006, but the Article 13-1 was effective from the date which the 2007 ordinary shareholders meeting was convened.

The twenty-seventh amendment was made on June 15, 2007.

The twenty- eighth amendment was made on June 13, 2008.

The twenty-ninth amendment was made on June 23, 2009.

The thirtieth amendment was made on June 11, 2010.

The thirty-first amendment was made on May 27, 2011.

The thirty-second amendment was made on June 15, 2012.

The thirty-third amendment was made on June 14, 2013.

The thirty-fourth amendment was made on May 20, 2016.

The thirty- fifth amendment was made on May 24, 2019.

The thirty- sixth amendment was made on May 22, 2020.

The thirty-seventh amendment was made on May 19, 2022.

The thirty-eighth amendment was made on May 21, 2025.

## Appendix 2

### Sinyi Realty Inc. Rules and Procedures of Shareholders' Meeting

Formulated on May 2, 1997  
The 4<sup>th</sup> amendment on May 19, 2022

#### Article 1

To comply with the laws and to enhance the efficiency of the shareholders meeting of Sinyi Realty Inc. (hereinafter "the Company"), these Rules and Procedures are adopted pursuant to Article 5 of the Corporate Governance Best-Practice Principles for TWSE/GTSM Listed Companies.

The rules of procedures for the Company's shareholders meetings, except as otherwise provided by law, regulation, or the articles of incorporation, shall be as provided in these Rules.

#### Article 2

The Company shall specify in its shareholders meeting notices the time during which the attendance registrations of shareholders and their proxy solicitors and proxy agents (collectively, "shareholders") will be accepted, the place to register for attendance, and other matters for attention.

The time during which shareholder attendance registrations will be accepted, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations. The video shareholders' meeting shall be accepted and registered on the video meeting platform of the shareholders' meeting 30 minutes before the start of the meeting, and the shareholders who complete the registration shall be deemed to be present at the shareholders' meeting in person.

Shareholders shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. Solicitors soliciting proxy forms shall also bring identification documents for verification.

The Company shall furnish the attending shareholders with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in.

The number of shares represented by shareholders attending the shareholders meeting shall be calculated in accordance with the shares indicated by the attendance book or the sign-in cards submitted by the shareholders. The shareholders whose voting rights are exercised by correspondence or electronically are deemed as attending the shareholders meeting in person and their shares should be calculated as well.

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

If the shareholders' meeting is convened by video, and the shareholders wish to participate in the meeting by video, they should register with the Company 2 days before the shareholders' meeting.

If the shareholders' meeting is convened by video conference, the Company shall upload the meeting manual, annual report and other relevant materials to the video meeting platform of the shareholders' meeting at least 30 minutes before the start of the meeting, and continue to disclose it until the end of the meeting.

#### **Article 2-1**

Unless otherwise provided by law or regulation, the Company's shareholders meetings shall be convened by the board of directors.

Changes to the manner in which the shareholders' meeting of the Company shall be convened shall be resolved by the Board of Directors and shall be made no later than the notice of the meeting of the shareholders' meeting is sent.

The Company 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, 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. The Company 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. However, if the Company's paid-up capital at the end of the most recent fiscal year reaches NT\$10 billion or more, or the total foreign and Mainland Chinese shareholding ratios recorded in its shareholders' book at the shareholders' meeting in the most recent fiscal year reaches more than 30%, the transmission of electronic files shall be completed 30 days ago before the shareholders' meeting is completed. In addition, before 15 days before the date of the shareholders meeting, the Company 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 the Company and the professional shareholder services agent designated thereby.

The handbook and supplementary information of the meeting referred to in the preceding paragraph shall be provided by the Company to the shareholders in the following manner on the day of the meeting of the shareholders' meeting:

1. When convening a physical meeting of shareholders, they shall be distributed on the spot of the shareholders' meeting place.
2. When a video-assisted shareholders' meeting is convened, they shall be distributed on the spot of the shareholders' meeting and transmitted to the video conference platform by electronic files.

3. When a video shareholders' meeting is held, they shall be transmitted to the video conference platform by electronic files.

The reasons for convening a shareholders meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form.

Election or dismissal of directors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the Company by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new shares, the dissolution, merger, or demerger of the Company, or any matter under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities Exchange Act, Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders meeting. None of the above matters may be raised by an extraordinary motion.

Where re-election of all directors as well as their inauguration date is stated in the notice of the reasons for convening the shareholders meeting, after the completion of the re-election in said meeting such inauguration date may not be altered by any extraordinary motion or otherwise in the same meeting.

A shareholder holding one percent or more of the total number of issued shares may submit to the Company a proposal for discussion at a regular shareholders meeting. The number of items so proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. When the circumstances of any subparagraph of Article 172-1, paragraph 4 of the Company Act apply to a proposal put forward by a shareholder, the board of directors may exclude it from the agenda. A shareholder may propose a recommendation for urging the Company to promote public interests or fulfill its social responsibilities, provided procedurally the number of items so proposed is limited only to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item will be included in the meeting agenda.

Prior to the book closure date before a regular shareholders meeting is held, the Company shall publicly announce its acceptance of shareholder proposals in writing or electronically, and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days.

Shareholder-submitted proposals are limited to 300 words, and no proposal containing more than 300 words will be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the regular shareholders meeting and take part in discussion of the proposal.

Prior to the date for issuance of notice of a shareholders meeting, the Company shall inform the shareholders who submitted proposals of the proposal screening results, and shall list in the meeting notice the proposals that conform to the provisions of this article. At the shareholders meeting the board of directors shall explain the reasons for exclusion of any shareholder proposals not included in the agenda.

## **Article 2-2**

For each shareholders meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Company and stating the scope of the proxy's authorization.

A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders meeting, and shall deliver the proxy form to the Company before 5 days before the date of the shareholders meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.

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

After the power of attorney is delivered to the Company, if a shareholder wishes to attend the shareholders' meeting by video, he shall notify the Company in writing to revoke the proxy 2 days before the meeting of the shareholders' meeting.

## **Article 2-3**

If the Company convenes a video shareholders' meeting, it shall specify the following matters in the notice of convocation of the shareholders' meeting:

1. Methods for shareholders to participate in video conferences and exercise their rights.
2. The handling of obstacles of video conferencing platforms or video participation caused by natural disasters, incidents or other force majeure circumstances includes at least the following matters:
  - A. The period of time for the postponement or continuation of the meeting caused by the obstacles mentioned above which are continuous and cannot be solved, and the date of the postponed or renewed meeting if it is necessary.
  - B. Shareholders who have not registered to participate in the original shareholders' meeting by video shall not participate in the postponed or renewed of the meeting.
  - C. If the video-assisted shareholders' meeting cannot be renewed, after deducting the number of shares present at the shareholders' meeting by video, and the total number of shares attended reaches the statutory quota of the shareholders' meeting, the shareholders' meeting shall be continued, and the shares of the shareholders participating in the shareholders by video shall be included in the total number of shareholders' shares present, and all the proposals of the shareholders' meeting shall be regarded as abstention.
  - D. In the event that the results of all motions have been announced, but no extempore motions have been made, the manner of handling them shall be handled.
3. A video shareholders' meeting should be stated and should specify the appropriate

alternative measures provided to shareholders who may have difficulties participating in the shareholders by video.

### **Article 3**

Attendance at shareholders meetings shall be calculated based on numbers of shares.

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

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

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

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

With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed three percent of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.

### **Article 4**

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

When the Company convenes a video shareholders' meeting, it shall not be restricted by the place of the meeting mentioned in the preceding paragraph.

### **Article 5**

If a shareholders meeting is convened by the board of directors, the determination of the meeting's chairperson shall be in accordance with Article 208, the paragraph 3 of the Company Act.

When a managing director or a director serves as the chairperson, as referred to in the preceding paragraph, the managing director or director shall be one who has held that position for six months or more and who understands the financial and business conditions of the Company. The same shall be true for a representative of a juristic person director that serves as the chairperson.

It is advisable that shareholders meetings convened by the board of directors be chaired by the chairperson of the board in person and attended by a majority of the directors, at least one independent director in person, and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes.

If a shareholders meeting is convened by a party with power to convene but other than the board of directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chairperson from among themselves.

#### **Article 6**

The Company may appoint its attorneys, certified public accountants, or related persons retained by it to attend a shareholders meeting in a non-voting capacity. Staff handling administrative affairs of a shareholders meeting shall wear identification cards or arm bands.

#### **Article 7**

The Company, beginning from the time it accepts shareholder attendance registrations, shall make an uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders meeting, and the voting and vote counting procedures.

The recorded materials of the preceding paragraph shall be retained for at least 1 year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

If the shareholders' meeting is convened by video conference, the Company shall record and keep the shareholders' registration, questioning, voting and the results of the Company's vote count, and record and record the video conference continuously and uninterruptedly.

The information and audio and video recordings mentioned in the preceding paragraph shall be properly preserved by the Company during the period of existence, and the audio and video recordings shall be provided to the person entrusted with the affairs of the video conference for preservation.

If the shareholders' meeting is held by video conference, the Company should make an audio and video recording of the backend panel of the video conference platform.

#### **Article 8**

Attendance at shareholders meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in and registered on the video conferencing platform plus the number of shares whose voting rights are exercised by correspondence or electronically. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chairperson may announce a postponement, provided that no more than two such postponements, for a combined total of no more than 1 hour, may be made. If the quorum is not met after two postponements, the chairperson shall declare the meeting adjourned. If the shareholders' meeting is convened by video meeting, the Company shall also announce the meeting adjourned on the video meeting platform of the shareholders' meeting.

If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within one month. If the shareholders' meeting is convened by video, and the shareholders wish to participate in the meeting by video, they shall re-register with the Company in accordance with Article 2.

When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chairperson may resubmit the tentative resolution for a vote by the shareholders meeting pursuant to Article 174 of the Company Act.

#### **Article 9**

If a shareholders meeting 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 shareholders meeting.

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

The chairperson may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the shareholders meeting. If the chairperson declares the meeting adjourned in violation of the Rules of procedure, attending shareholders may elect a new chairperson by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting.

The chairperson shall allow ample opportunity during the meeting for explanation and discussion of proposals and of amendments or extraordinary motions put forward by the shareholders; when the chairperson is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chairperson may announce the discussion closed, call for a vote, and schedule sufficient time for voting.

#### **Article 10**

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

#### **Article 11**

Except with the consent of the chairperson, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chairperson may terminate the speech.

A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to

the subject given on the speaker's slip, the spoken content shall prevail.

When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chairperson and the shareholder that has the floor; the chairperson shall stop any violation.

#### **Article 12**

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

When a juristic person shareholder appoints two or more representatives to attend a shareholders meeting, only one of the representatives so appointed may speak on the same proposal.

#### **Article 13**

After an attending shareholder has spoken, the chairperson may respond in person or direct relevant personnel to respond.

When the shareholders' meeting is convened by video meeting, shareholders who participate by video may, after the chairperson announces the meeting, until the announcement of the adjournment of the meeting, ask questions in writing on the video meeting platform of the shareholders' meeting, and the number of questions asked on each proposal shall not exceed twice, each time limited to 200 words, and the provisions of Articles 10, 11 and 12 shall not apply.

If the questions asked in the preceding paragraph do not violate the provisions or do not exceed the scope of the proposal, it is advisable to disclose the questions on the video meeting platform of the shareholders' meeting for the sake of understanding of all shareholders on the platform.

#### **Article 14 (Deleted)**

#### **Article 15**

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

Vote counting for shareholders meeting proposals or elections shall be conducted in public at the place of the shareholders meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote.

When the shareholders' meeting of the Company is held by video meeting, shareholders who participate in the video meeting of the Company shall vote on various proposals and election proposals through the video meeting platform after the chairperson calls the meeting to order, and shall complete the voting on the proposals and election proposals before the chairperson announces the end of the voting, and shall be deemed to abstain if the meeting is overdue.

When the shareholders' meeting is held by video meeting, the voting and election results shall be counted in one lump sum after the chairperson announces the end of the voting.

When the Company convenes a video-assisted shareholders' meeting, a shareholder who has registered to attend the shareholders' meeting by video in accordance with Article 2 shall, if he wishes to attend the physical shareholders' meeting in person, deregister the registration in the same manner as the registration 2 days before the meeting of the shareholders' meeting.

A person who exercises the right to vote in writing or electronically, without revoking his expression of intent, and participates in the shareholders' meeting by video, shall not exercise the right to vote on the original proposal or propose amendments to the original proposal or to exercise the right to vote on the revisions of the original proposal, except for extempore motions.

The election of directors at a shareholders meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names of those elected as directors and the numbers of votes with which they were elected, and the names of directors not elected and number of votes they received.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

Matters relating to the resolutions of a shareholders meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chairperson of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form.

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

The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chairperson's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their voting results (including the number of voting rights), and disclose the number of voting rights won by each candidate in the event of an election of directors. The minutes shall be retained for the duration of the existence of the Company.

Where a shareholders' meeting is convened by video, the minutes of the shareholders' meeting shall, in addition to the matters to be recorded in accordance with the preceding paragraph, record the time from the beginning of the meeting of the shareholders' meeting, the manner in which the meeting is convened, the name of the chairperson and minute-taker, and the handling method and handling situation of the video meeting platform or the participation of the video participant in the event of an obstacle by video due to natural disasters, incidents or other force majeure circumstances.

When the Company convenes a video shareholders' meeting, in addition to the provisions of the preceding paragraph, it shall indicate in the meeting minutes the alternative measures for the shareholders who will have difficulties participating in the shareholders by video.

#### **Article 16**

When a meeting is in progress, the chairperson may announce a break based on time considerations. If a force majeure event occurs, the chairperson may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.

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

A resolution may be adopted at a shareholders meeting to defer or resume the meeting within 5 days in accordance with Article 182 of the Company Act.

#### **Article 17**

When the Company holds a shareholders meeting, it may allow the shareholders to exercise voting rights by correspondence or electronic means. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders meeting notice.

A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to the Company before 2 days before the date of the shareholders meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent.

When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders meeting, the voting rights exercised by the proxy in the meeting shall prevail.

After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders meeting in person or by video, a written declaration of intent to retract the voting rights already exercised shall be made known to the Company, by the same means by which the voting rights were exercised, before 2 days before the date of the shareholders meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail.

A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting; it is therefore the Company shall avoid the submission of extraordinary motions and amendments to original proposals.

Except as otherwise provided in the Company Act and in the Company's Articles of

Incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chairperson or a person designated by the chairperson shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.

#### **Article 18**

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

#### **Article 18-1**

On the day of a shareholders meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation and the number of shares represented by proxies and shareholders attending by correspondence or electronic means, and shall make an express disclosure of the same at the place of the shareholders meeting. If the shareholders' meeting is convened by video conference, the Company shall upload the above information to the video meeting platform of the shareholders' meeting at least 30 minutes before the start of the meeting and continue to disclose it until the end of the meeting.

When the Company convenes a video shareholders' meeting and call the meeting to order, the total number of shareholders' shares present shall be disclosed on the video meeting platform. The same shall apply if the total number of shares and voting rights of the shareholders present at the meeting is also counted.

If matters put to a resolution at a shareholders meeting constitute material information under applicable laws or regulations or under Taiwan Stock Exchange Corporation regulations, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.

#### **Article 19**

The chairperson may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor."

At the place of a shareholders meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by the Company, the chairperson may prevent the shareholder from so doing.

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

#### **Article 20**

If the shareholders' meeting is convened by video meeting, the Company shall immediately

disclose the voting results of each proposal and the election results on the video meeting platform of the shareholders' meeting in accordance with the regulations after the voting is completed, and shall continue to disclose them for at least 15 minutes after the chairperson announces the adjournment of the meeting.

#### **Article 21**

When the Company convenes a video shareholders' meeting, the chairperson and the minute-taker shall be at the same place in the Mainland, and the chairperson shall announce the address of that place at the time of the meeting.

#### **Article 22**

If the shareholders' meeting is convened by video conference, the Company may provide a simplified connection test for shareholders before the meeting and provide relevant services immediately before and during the meeting to assist in handling the technical issues of communication.

If the shareholders' meeting is convened by video meeting, the Chairperson shall, at the time of announcing the meeting, separately announce that, except for the matter stipulated in the fourth paragraph of Article 44-24 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the date of an extension or renewal of the meeting within 5 days if natural disasters, events or other force majeure circumstances occur before the Chairperson announces the adjournment of the meeting, and does not apply to the provisions of Article 182 of the Company Law.

When the postponed or renewed shareholders' meeting was convened due to the event of the preceding paragraph, shareholders who have not registered to participate in the original shareholders' meeting by video shall not participate in the postponed or renewed meeting.

When the postponed or renewed shareholders' meeting is convened according the second paragraph above, the number of shares, exercised voting rights and voting rights of shareholders who have registered to participate in the original shareholders' meeting by video and completed the registration but do not attend the postponed or renewed shareholders' meeting shall be included in the total number of shares, voting rights and voting rights of the shareholders present at the postponed or renewed shareholders' meeting.

When the postponed or renewed shareholders' meeting is convened according the second paragraph above, there is no need to re-discuss and resolve again the proposals of which the voting and counting have been completed, and the voting results or the list of directors elected have been announced

When the Company convenes a video-assisted shareholders' meeting and the video meeting is interrupted due to the circumstances described in the second paragraph above, the shareholders' meeting shall continue without the need to postpone or renew the meeting if the total number of shares present at the shareholders' meeting still reaches the statutory quota for the shareholders' meeting after deducting the total number of shares present at the shareholders' meeting by video.

In the event of the continuation of the meeting in the preceding paragraph, the number of

shares present at the shareholders' meeting shall be included in the total number of shares of the shareholders present, but shall be deemed to be abstaining from all the proposals of the shareholders' meeting.

When the Company shall postpone or renew the shareholders' meeting in accordance with the provisions of the second paragraph, it shall handle the relevant preliminary work according to the date of the original shareholders' meeting and the provisions of each of these Articles stipulated in the provisions of the seventh paragraph of Article 44-20 of Regulations Governing the Administration of Shareholder Services of Public Companies.

The Company shall conduct the date of postponed or renewed shareholders' meeting in accordance with the date of the shareholders' meeting according to the second paragraph in accordance with the period specified in the latter part of paragraph of Article 12 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies and third paragraph of Article 13, and the second paragraph 2 of Article 44-5, Article 44-15 and the first paragraph of Article 44-17 of Regulations Governing the Administration of Shareholder Services of Public Companies.

**Article 23**

When the Company convenes a video shareholders' meeting, it shall provide appropriate alternatives to participate in the meeting for shareholders who have difficulty in attending the shareholders meeting by video.

**Article 24**

These Rules and Procedures shall be effective from the date it is approved by the Shareholders' Meeting. The same applies in case of revision.

## Appendix 3

### Sinyi Realty Inc. Rules of Election of Directors

Date: 1998.03.23 (Announced)  
2022.05.19(6<sup>th</sup> amendment)

#### Article 1

The election, re-election or by-election of directors of Sinyi Realty Inc. (hereinafter, "the Company") shall be elected in accordance with the Rules of Election of Directors (hereinafter, "the Rules) specified herein.

#### Article 2

The open-ballot, cumulative voting method will be used for election of the directors. Attendance card numbers printed on the ballots may be used instead of recording the names of voting shareholders.

#### Article 3

Each share will 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 3-1

The overall composition of the board of directors shall be taken into consideration in the selection of the Company's directors. The composition of the board of directors shall be determined by taking diversity into consideration and formulating an appropriate policy on diversity based on the Company's business operations, operating dynamics, and development needs. It is advisable that the policy include, without being limited to, the following two general standards:

1. Basic requirements and values: Gender, age, nationality, and culture.
2. Professional knowledge and skills: A professional background (e.g., law, accounting, industry, finance, marketing and technology), professional skills, and industry experience.

Each board member shall have the necessary knowledge, skill, and experience to perform their duties; the abilities that must be present in the board as a whole are as follows:

1. The ability to make judgments about operations.
2. Accounting and financial analysis ability.
3. Business management ability.
4. Crisis management ability.
5. Knowledge of the industry.
6. An international market perspective.
7. Leadership ability.
8. Decision-making ability.

More than half of the directors shall be persons who have neither a spousal relationship nor a relationship within the second degree of kinship with any other director.

The board of directors of the Company shall consider adjusting its composition based on

the results of performance evaluation.

**Article 4**

The number of directors will be as specified in the Company's articles of incorporation and proposed by the board of directors to be confirmed by the shareholders' meeting, with voting rights separately calculated for independent and non-independent director positions. Those receiving ballots representing the highest numbers of voting rights will be elected sequentially according to their respective numbers of votes. When two or more persons receive the same number of votes, thus exceeding the specified number of positions, they shall draw lots to determine the winner, with the chairperson drawing lots on behalf of any person not in attendance.

**Article 4-1 (Deleted)**

**Article 5 (Deleted)**

**Article 6**

When any of the elected directors is confirmed with unqualified personal information or is invalid or certainly discharged in accordance with the law, the vacancy of the directors shall be replaced by the candidates with the secondary majority of receiving ballots.

**Article 7**

The person with the right to convene shall prepare separate ballots for directors in numbers corresponding to the directors to be elected. The number of voting rights associated with each ballot shall be specified on the ballots, which shall then be distributed to the attending shareholders at the shareholders meeting.

**Article 8 (Deleted)**

**Article 9**

When the election begins, the chairperson shall appoint a number of persons with shareholder status to perform the respective duties of vote monitoring and counting personnel.

**Article 10**

The ballot boxes shall be prepared by the person with the right to convene and publicly checked by the vote monitoring personnel before voting commences.

**Article 11**

A voter must enter the candidate's name or account name in the "candidate" column of the ballot. However, when the candidate is a governmental organization or juristic-person shareholder, the name of the governmental organization or juristic-person shareholder shall be entered in the column for the candidate's account name in the ballot paper, or both the name of the governmental organization or juristic-person shareholder and the name of its representative may be entered. When there are multiple representatives, the names of each respective representative shall be entered.

**Article 12**

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 unrecognizable or has been altered.
4. The candidate whose name is entered in the ballot does not conform to the director candidate list.
5. The names of two or more candidates are entered in the ballot.
6. Other words or marks are entered in addition to the number of voting rights allotted.

**Article 13**

The voting rights shall be calculated on site immediately after the end of the poll, and the results of the calculation, including the list of persons elected as directors and the numbers of votes with which they were elected, shall be announced by the chair on the site.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

**Article 14**

The Company shall issue notifications to the persons elected as directors separately after the shareholders' meeting.

**Article 15**

Matters on which the Rules are silent shall be governed by the Company Act and applicable law or regulations.

**Article 16**

The Rules, and any amendments hereto, shall be proposed by the board of directors and shall be implemented after adoption by shareholders' meetings.

## Appendix 4

### Sinyi Realty Inc. Table of Shareholding Status of Directors

Shareholding status of directors as of the date of suspension of transfer (March 20, 2026) for shareholders' meeting.

| Title                              | Name           | Shares held |
|------------------------------------|----------------|-------------|
| Chairperson                        | Chou Ken-Yu    | 20,307,354  |
| Director                           | Chen Li-Shin   | 511,446     |
| Director                           | Chou Chun-Chi  | 9,378,622   |
| Independent Director               | Li Yi-Li       | 0           |
| Independent Director               | Lin Wen-Cheng  | 0           |
| Independent Director               | Chen Shu-Chuan | 0           |
| Total shares held by all directors |                | 30,197,422  |

Remark:

The Company has established audit committee, and the number of independent directors exceeds a half of number of total directors; therefore, pursuant to requirements of "Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies", the requirement for a certain minimum percentage of total shares held by all directors shall not apply.

## Appendix 5

### **Sinyi Realty Inc.**

#### **Other information**

**The impact of stock dividend to the Company's operation, EPS, and shareholders' ROI:**

Not applied to this section, since the Company did not reveal its financial forecast for 2026.

