

SuperAlloy Industrial Co., Ltd.
2025 Annual Meeting of Shareholders
Meeting Handbook



Date of Shareholders' Meeting: May 21, 2025

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I. Procedure

SuperAlloy Industrial Co.,Ltd.

Procedure for the 2025 Annual Meeting of Shareholders

- 1. Call the Meeting to Order**
- 2. Opening Remarks by the Chairman**
- 3. Report Items**
- 4. Matters of Ratification**
- 5. Matters of Discussion**
- 6. Extemporaneous Motions**
- 7. Adjournment**

II. Agenda

SuperAlloy Industrial Co.,Ltd.

Agenda of Annual Meeting of Shareholders

Time: 09:30 a.m., May21, 2025.

Place: 80 Yun-Ko Road, Sec. 3, Dou-Liu City, Yun-Lin County 64064, Taiwan

Convening method: Physical Shareholders' Meeting

Agenda:

- 1. Call the Meeting to Order.**
- 2. Opening Remarks by the Chairman**
- 3. Report Items**
 - (1) 2024 Business Report.
 - (2) Audit Committee's Review Report on the 2024 Financial Statements.
 - (3) Report on Remuneration Distribution for Employees and Directors of 2024.
 - (4) Report of the Proposal for Distribution of 2024 Profits.
 - (5) Execution of Share Buyback.
- 4. Matters of Ratification**
 - (1) Ratification of the 2024 Business Report and Financial Statements.
 - (2) Ratification of the Proposal for Distribution of 2024 Profits.
- 5. Matters of Discussion**
 - (1) Amendment to the Articles of Incorporation.
- 6. Extemporaneous motions**
- 7. Adjournment**

III. Report Items

1. **Summary: 2024 Business Report**

Description: Please refer to the 2024 Business Report attached on pages [6–11], Attachment 1

2. **Summary: Audit Committee’s Review Report on the 2024 Financial Statements**

Description: Please refer to the Audit Committee’s Review Report on the 2024 Financial Statements attached on page [12], Attachment 2.

3. **Summary: Report on Remuneration Distribution for Employees and Directors of 2024**

Description: (1) Pursuant to Article 29 of the Company's Articles of Association, if the Company makes a profit after the end of the year, it shall allocate 3% to 15% as employee remuneration and no more than 3% as director remuneration. However, if there are accumulated losses, such amounts must first be reserved to offset the losses before any distribution.

(2) This proposal has been approved by the Board of Directors on March 3, 2025. The total employee remuneration for fiscal year 2024 is NT\$39,810,961, and the total director remuneration is NT\$11,943,288, both of which will be paid in cash.

4. **Summary: Report of the Proposal for Distribution of 2024 Profits.**

Description: (1) In case of distribution of dividends or bonuses in cash in accordance with Article 29-1 of the Articles of Association of the Company, the Board of Directors shall be authorized to make a resolution by a majority of the directors present at a meeting attended by more than two-thirds of the directors and report to the shareholders meeting.

(2) This proposal has been approved by the Board of Directors on March 3, 2025, and the profit distribution for fiscal year 2024 is NT\$504,381,108, or NT\$2.2 per share. Please refer to page [13], Attachment 3 of this manual.

(3) Cash dividends shall be calculated based on the distribution ratio, rounded to the nearest yuan, with any amount below one yuan being rounded down. If the total cash dividend amount is less than one yuan,

the remaining balance shall be distributed progressively in descending order according to the decimal value after the distribution to each shareholder, until the total amount is reduced to zero.

- (4) Should there be any subsequent changes in the Company's common stock capital that affect the number of outstanding shares or the dividend rate to shareholders, the Chairman of the Board is authorized to manage the related matters.
- (5) This proposal has been approved by the Board of Directors, and the Chairman is authorized to establish an additional ex-dividend date.

5. Summary: Execution of Share Buyback.

Description: The Company has completed a share repurchase program. Please refer to the report attached on page [14], Attachment 4.

IV. Matters of Ratification

Item 1

Proposed by the Board

Subject: Ratification of the 2024 Business Report and Financial Statements

Description:

- (1) SAI Company's Financial Statements, including the balance sheet, income statement, statement of changes in shareholders' equity, and statement of cash flows, were audited by independent auditors, Mei-Lan Liu and Su-Hua Hung of PwC Taiwan Firm. The Business Report and Financial Statements have been approved by the Board and examined by the Audit Committee of SAI Company.
- (2) The 2024 Business Report, independent auditors' audit report, and the Aforementioned Financial Statements are attached on pages [15–40], Attachment 5.
- (3) The above is submitted for your ratification.

Resolution:

Item 2

Proposed by the Board

Subject : Ratification of the Proposal for Distribution of 2024 Profits

Description:

- (1) The Board of Directors has adopted a Proposal for Distribution of 2024 Profits in accordance with the Company Act and Articles of Incorporation. Please refer to the 2024 Profit Distribution Table attached on page [13], Attachment 3.
- (2) The above is submitted for your ratification.

Resolution:

V. Matters of Discussion

Item 1

Proposed by the Bord

**Subject: Amendment to the Company's "Articles of Incorporation,".
Respectfully submitted for discussion.**

Description:

- (1) In response to amendments to relevant laws and regulations, the Company proposes to amend its *Articles of Incorporation*. For a detailed comparison of the current and amended versions, please refer to the comparison table on page [41], Attachment 7.
- (2) This proposal is respectfully submitted for discussion..

Resolution:

VI. Extemporary Motions

VII. Adjournment

Attachment 1 Business Report

SuperAlloy Industrial Co., Ltd.

Business Report

Dear Shareholders:

In 2024, due to the global economic situation and the Chinese automotive market, the overall demand for luxury cars and the delivery schedule have slowed compared to earlier expectations. As a result, SuperAlloy's revenue for the entire year of 2024 is expected to be slightly affected, resulting in a single-digit percentage decrease. However, as the demand for carbon reduction from luxury car brand customers continues to grow, the use of SuperAlloy's recycled aluminum for manufacturing customized wheels has been certified by 7 car manufacturers by 2024. The usage rate of recycled aluminum is steadily increasing, with a goal of reaching 50% by 2025. Besides helping customers progress towards carbon neutrality, it also enables the company to reduce raw material costs by 10 to 15% and decrease its inventory levels. Alongside continuous efforts to enhance production efficiency, SuperAlloy reached a new high in operating profit margin in 2024, the highest since 2019.

The company will continue to enhance the efficiency of various processes and implement artificial intelligence (AI) technology in practical applications for product development, manufacturing, and automated and smart quality inspection, aiming to further increase yield and reduce labor usage in production.

I. Operating Performance of 2024:

(I) Business Plan Implementation Results:

In 2024, the consolidated revenue amounted to NT\$ 7,473,579 thousand, with earnings per share after tax of NT\$ 3.30.

(II) Consolidated business performance:

Unit: NT\$ Thousands

Item	2024	%	2023	%	Differences	%
Operating revenue	7,473,579	100	7,779,316	100	(305,737)	(4)
Operating costs	5,469,886	73	6,044,901	78	(575,015)	(10)
Gross profit	2,003,693	27	1,734,415	22	269,278	16
Operating expenses	1,025,835	14	979,556	12	46,279	5
Operating income	977,858	13	754,859	10	222,999	30

Non-operating revenue and (expenses)	(34,338)	-	7,051	-	(41,389)	(587)
Net income before tax	943,520	13	761,910	10	181,610	24
Income tax expense	188,036	3	153,474	2	34,562	23
Net income after tax	755,484	10	608,436	8	147,048	24
Earnings per share (New Taiwan dollars)	3.30		2.88		0.42	15

(III) Status of Research and Development:

1. Recent research and development expenditures as a percentage of consolidated net operating revenue in the last two years are as follows:

Unit: NT\$ Thousands

Year	2024	2023
Net operating revenue	7,473,579	7,779,316
Research and development expenses	151,096	153,056
Research and development ratio	2%	2%

2. Recent annual R&D results and future research directions:

(1) Recent annual R&D results:

1. Development of new horizontal continuous casting molds to enhance mold lifespan and facilitate mass production.
2. Establishing standards for CFD flow field analysis of dynamically rotating wheels (aerodynamics).
3. Integrating AI models into business operations and product development.
4. The spraying operation of the release agent involves developing a robotic arm spraying method and implementing it for mass production.
5. Development of a net-shape forging process for AMG wheel products.

(2) Future R&D items:

1. Development of a two-stage net-shape forging process for wheel rims to reduce the number of manufacturing stages.
2. Expand the supply chain of recycled aluminum to include various industries such as automotive, semiconductors, heavy electrical, aerospace, and electric vehicles, thereby broadening the application scope of the recycled aluminum industry.

3. Utilizing core forging and CNC machining technology to offer consumables suitable for semiconductor equipment.
4. Development of a new surface treatment for aluminum alloy rims.
5. Implementing artificial intelligence technology in quality control and quality testing processes.
6. Develop full automation of single-station processes by integrating robotic arms, visual systems, and sensors.
7. The five-axis machining center is utilized for developing processing procedures for wheel rims or other products.
8. Development of forged magnesium alloy wheel product and surface treatment process.
9. Development of 23-inch and 24-inch forged aluminum alloy wheel products.

II. Overview of 2025 Business Plan:

1. Product:

- Continuously supplying high-strength, lightweight forged wheels, rims, and related accessories (including aluminum forgings for suspension system) needed by the mobile industry through a dual-core shaping process.
- Continuously supply the mobile industry with high-quality, low-carbon recycled aluminum materials, while leveraging the company's established testing capabilities to provide testing services to external clients.
- Broaden the promotion of aluminum's diverse applications beyond passenger vehicles, including but not limited to industries such as semiconductors, other mobile devices, heavy electrical, and aerospace.
- Increase the production scale of recycled aluminum and link the recycling needs and business opportunities across different industries.

2. Production process:

- Continuously advance automation technologies and invest in equipment for manufacturing production.
- Implement the MES production management system.
- Continuously assess the development of process technologies aimed at reducing steps or shortening manufacturing time from a process optimization standpoint.
- To meet the demands of luxury car manufacturers, we are developing wheel manufacturing technologies that feature larger sizes, more complex shapes, and greater processing challenges, along with various surface treatment techniques, to increase the added value and product value for SuperAlloy's luxury car clients.

- Establish production equipment for a small-scale recycled aluminum smelting plant to support future demands in the mobile industry and cross-industry aluminum recycling.

3. Regarding the materials:

- The shaping process technology, which includes improvements in forging blank and mold design simulation analysis, aims to reduce design development time and enhance the accuracy of changes in material structure.
- Leverage AI modeling to enhance yield rates and lower costs.

III. Future Development Strategy:

(1) Short-term Development Plans:

- A. Lean manufacturing: Improve production capacity utilization and labor efficiency, and continuously improve production yield.
- B. Innovation Research and Development:
 - Enhance process technology to achieve larger size forging and topological optimization in structural design, utilizing five-axis precision machining and various surface treatments to expand product options and fulfill customer demands for lightweight customized components.
 - Continuously increase the utilization of self-produced aluminum, reduce raw material costs and carbon emission of product.
- C. Expand the scale of operations: Leverage existing manufacturing equipment and process layouts for semiconductor devices and other mobile applications, along with aluminum forgings for various industrial uses, and the production scale of low-carbon recyclable aluminum.

(2) Medium to Long-Term Development Plan:

- A. Innovation Research and Development:
 - Advancing a new process for precision net-shape technology. To enhance quality while lowering costs.
 - Develop a new metal forming technique that integrates with existing manufacturing equipment, offering lightweight, high-strength components with cost advantages for the mobility industry or other sectors.
 - Collaborating with luxury car brand clients on technical development, we explore the design of wheel rims optimized for aerodynamics, along with the development of components and assembly techniques that enhance the aerodynamic performance of these rims.

B. Expand the scale of operations:

- Leverage the company's current and upcoming smelting capabilities to enter the recycled aluminum alloy market across various industries, thereby increasing the revenue share of recyclable low-carbon aluminum materials.
- Leveraging the demand for aluminum recycling, the company employs its existing processing technology and equipment to penetrate the supply chain of aluminum alloy components in various industries.

C. Heading towards the dark factory: Continuously expand the automation and smart technology framework for processes and inspection equipment, leveraging rapidly advancing AI technology to improve production efficiency and yield, reduce product development time and costs, and minimize the manpower required for production activities.

IV. Impacts from External Competition, Regulatory Environment, and Overall Operational Setting:

With the growing urgency of the global automotive market's demand for carbon reduction, finding methods to decrease carbon emissions has quietly become a key focus for car manufacturers and their supply chains which requires high attention and enhanced implementation. Amid the overall market demand surge, SuperAlloy's RESAICAL® recycled aluminum material has garnered the attention and formal certification from seven automotive manufacturers by the end of 2024, including luxury brands like Porsche, JLR, BMW, Toyota, Lexus, Stellantis, and Rolls-Royce. The usage rate of RESAICAL® recycled aluminum is projected to reach 34% in 2024, up from 30% in 2023. By 2025, the usage rate of recycled aluminum is expected to advance towards 50% as the product lineup continues to develop. SuperAlloy's low-carbon emission solutions also consistently support customers in their journey towards carbon neutrality.

In response to global ESG and carbon reduction demands, SuperAlloy is committed to advancing sustainable development and green transformation. Besides successfully completing the external verification of ISO 14067 for its production of forged aluminum wheels, chassis suspension components, and recycled aluminum products in 2024 and obtaining the certification, the company also participated in the 17th Taiwan Corporate Sustainability Awards with its 2023 sustainability report, winning the gold medal. This achievement reflects the high recognition from industry, government, and academic evaluations of the company's commitment to ESG practices. Additionally, in response to the upcoming EU CBAM, US CCA, and Taiwan's carbon fee policies, there is a growing demand across various industries for the recycling of raw materials. As a result, SuperAlloy has decided to reinvest in the establishment of a recycling aluminum smelting plant with an annual capacity of 60,000 tons. In the future, the company aims to collaborate with clients in sectors such as semiconductors, other mobile devices, heavy electrical, and aerospace, further expanding the applications of its forged aluminum and recycled aluminum products, with the goal of continuously contributing to its stakeholders.

The company's operations are closely tied to the automotive industry and the global political and economic landscape, as well as economic trends. In 2024, the development of the global economy and China's automotive sector has made the transition for some luxury car manufacturers to electric vehicles less smooth than anticipated. This has affected their operations, resulting in growth that falls short of expectations, prompting them to adjust their vehicle production plans and reduce their demand for component deliveries. The global political and economic landscape in 2025 will once again be influenced by the changes brought by Trump 2.0. While there is no immediate impact at this stage, the company will closely monitor industry trends and market movements through diligent information gathering, and will continuously adjust its production plans to respond to market changes based on customer needs. Additionally, it strengthens the positioning in non-automotive sectors, mitigating the effects of global political and economic changes or cyclical fluctuations in the industry on overall business.

Wish you all the best

Health and the best in all of your endeavors

Chairman:
Tsung-Jung Huang

Manager:
Tsung-Jung Huang

Accounting Supervisor:
Yu-Ping Lin

Attachment2 Audit Committee Audit Report

SuperAlloy Industrial Co., Ltd.

Audit Committee Audit Report

Among the 2024 Business Report, Financial Statements (including consolidated financial statements), and Earnings Distribution Proposal prepared by the Board of Directors, the Financial Statements(including consolidated financial statements) have been completely audited by Su-Hua Hung and Mei-Lan Liu from PwC and the Audit Report with unqualified opinion was issued. The statements prepared by the board of directors have been audited by the Audit Committee and no discrepancies have been found. Therefore, according to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, the report is prepared as above for your review and approval.

To

2025 Annual Meeting of Shareholders

SuperAlloy Industrial Co., Ltd.

Convener of the Audit Committee: **Ding-Wang Zheng**

March 03, 2025

Attachment 3 Profit Distribution Table

SuperAlloy Industrial Co.,Ltd	
Year 2024	
PROFIT DISTRIBUTION TABLE	
Items	Total
2024 net profit after tax	\$ 755,483,269
Add:Remeasurements of defined benefit pension plans for year 2024	2,505,162
Less:10% legal reserve	(75,798,843)
Add:Reversal of Special Reserve	192,626
Unappropriated retained earnings, 2024	\$ 682,382,214
Add:Beginning retained earnings	3,237,180,666
Distributable net profit	\$ 3,919,562,880
Distributable items:	
Dividend to shareholders	(504,381,108)
Unappropriated retained earnings	\$ 3,415,181,772
	(Unit: NTD \$)
Chairman: Tsung-Jung Huang Manager: Tsung-Jung Huang Accounting Supervisor: Yu-Ping Lin	

Attachment 4 Execution of Share Buyback

Execution of Share Buyback Program

Term of repurchase	First
Date of Board resolution	2024/12/26
Purpose of the buyback	Transfer Shares to employees
Buyback period	2024/12/27~2025/02/26
Number of shares bought back	Common Stock 8,520,000 shares
Total value of shares bought back	NT\$515,172,836
The average buy back price per share	NT\$ 60.47
Number of shares bought back as a percentage of total outstanding shares	3.58%

Attachment 5 Independent Auditors' Report and the Financial Statements

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of SUPERALLOY INDUSTRIAL CO.,LTD

Opinion

We have audited the accompanying consolidated balance sheets of SUPERALLOY INDUSTRIAL CO., LTD. AND SUBSIDIARIES (the “Group”) as at December 31, 2024 and 2023, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of material accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2024 and 2023, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations that came into effect as endorsed by the Financial Supervisory Commission.

Basis for opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the *Auditor's 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 Group's 2024 consolidated financial statements. These matters were addressed in the context of our audit of the consolidated financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters for the Group's 2024 consolidated financial statements are stated as follows:

Cut-off on sales revenue from distribution warehouse

Description

Refer to Note 4(29) for accounting policies on sales revenue recognition. For the year ended December 31, 2024, the Group's operating revenue amounted to NTD 7,473,579 thousand.

The Group is primarily engaged in the manufacturing and sales of various types of automobile parts. The types of sale are separated into direct delivery and distribution warehouse sales. Distribution warehouse sales revenue constitutes 62.73% of operating revenue. Distribution warehouse sales revenue is recognised when customers pick-up the goods (i.e. control is transferred). The Group primarily recognised sales revenue based on the daily inventory movement reports provided by distribution warehouses. As the Group's distribution warehouses are located globally with numerous custodians, the process of such revenue recognition involves several manual procedures, which would potentially result in inaccurate timing of revenue recognition or the discrepancy in inventory quantities between the physical inventory and accounting records. Thus, we considered the timing of sales revenue recognition of distribution warehouse as one of the key audit matters.

How our audit addressed the matter

We performed the following audit procedures in respect of the above key audit matter:

1. Obtained an understanding of the Group's sales revenue procedures and its internal control process in order to assess the effectiveness of managements' control over sales revenue recognition of distribution warehouse.
2. Tested the internal control of warehouse distribution (including checking the terms of transaction / timing of ownership transfer and dates of supporting documents) to confirm the accuracy of the timing of sales revenue recognition of distribution warehouse.
3. Performed cut-off procedures on sales revenue from distribution warehouses recognised during a specific period before and after the balance sheet date and verified the pick-up records of distribution warehouses; in addition, ensured that the movements of inventories indicated in the statements had been recognised in the appropriate period.
4. Performed physical inventory count and confirmation on the ending inventory quantities of distribution warehouses.

Assessment of allowance for inventory valuation losses

Description

Refer to Note 4(12) for accounting policies on inventory valuation, Note 5(2) for accounting estimates and assumptions, and Note 6(5) for the related information of allowance for inventory valuation loss. As of December 31, 2024, the total inventory and allowance for inventory valuation loss amounted to NTD 6,512,277 thousand and NTD 518,063 thousand, respectively.

The Group's inventories were measured at the lower of cost and net realisable value, the reasonable net realisable value was identified according to individual inventory's number using the item by item approach. The Group provided allowance for inventory valuation losses based on usable condition of inventories that were individually identified as obsolete and damaged. As the inventory and its allowance for loss were material to the financial statements and the determination of net realisable value involved subjective judgment and estimates, we considered the assessment of allowance for inventory valuation losses as one of the key audit matters.

How our audit addressed the matter

We performed the following audit procedures in respect of the above key audit matter:

1. Obtained an understanding of the Group's nature of the operations and the industry, and

assessed the reasonableness of the policies adopted in evaluating the allowance for inventory valuation losses.

2. Obtained an understanding of the Group's warehousing control procedures, reviewed annual physical inventory count plan and participated in the annual inventory count in order to assess the classification of obsolete inventory and effectiveness of internal controls over obsolete inventory.
3. Obtained the report on net realisable value of each inventory item and checked whether the calculation logic was applied consistently to each inventory item; in addition, tested the reasonableness of the supporting documents for net realizable value.
4. Validated the accuracy of the Group's inventory aging report used for valuation and recalculated to confirm that information in the report was in line with its policy.

Other matter – Parent company only financial statements

We have audited and expressed an unmodified opinion on the parent company only financial statements of the SUPERALLOY INDUSTRIAL CO.,LTD as at and for the years ended December 31, 2024 and 2023.

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 the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations that came into effect as endorsed by the Financial Supervisory Commission, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

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

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of 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 appropriate audit evidence regarding the financial information of the 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 of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Liu, Mei Lan

Hung, Shu-Hua

For and on behalf of PricewaterhouseCoopers, Taiwan

March 3, 2025

The accompanying consolidated financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying consolidated financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

SUPERALLOY INDUSTRIAL CO., LTD. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

Assets		Notes	December 31, 2024		December 31, 2023	
			AMOUNT	%	AMOUNT	%
Current assets						
1100	Cash and cash equivalents	6(1)	\$ 2,153,486	12	\$ 1,237,045	7
1110	Financial assets at fair value through profit or loss - current	6(2)	19,315	-	-	-
1150	Notes receivable, net	6(4)	930	-	4,475	-
1170	Accounts receivable, net	6(4)	1,054,347	6	1,016,780	6
1200	Other receivables		27,629	-	76,704	-
130X	Inventories	6(5)	5,994,214	34	6,241,090	36
1479	Other current assets, others		79,707	1	87,773	1
11XX	Current Assets		9,329,628	53	8,663,867	50
Non-current assets						
1510	Non-current financial assets at fair value through profit or loss	6(2)	35,941	-	-	-
1535	Non-current financial assets at amortised cost	6(3) and 8	35,480	-	32,947	-
1600	Property, plant and equipment	6(6) and 8	7,819,404	45	8,339,267	48
1755	Right-of-use assets	6(7)	11,414	-	8,425	-
1780	Intangible assets	6(8)	8,253	-	13,643	-
1840	Deferred income tax assets	6(27)	174,900	1	194,928	1
1900	Other non-current assets	6(9)	104,524	1	122,987	1
15XX	Non-current assets		8,189,916	47	8,712,197	50
1XX	Total assets		\$ 17,519,544	100	\$ 17,376,064	100

(Continued)

SUPERALLOY INDUSTRIAL CO. LTD. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

Liabilities and Equity			December 31, 2024		December 31, 2023	
			AMOUNT	%	AMOUNT	%
Current liabilities						
2100	Short-term borrowings	6(10)	\$ 1,003,535	6	\$ 965,144	6
2120	Financial liabilities at fair value through profit or loss - current	6(2)	66	-	9,824	-
2130	Current contract liabilities	6(21)	27,573	-	30,462	-
2150	Notes payable	6(11)	330,397	2	369,672	2
2170	Accounts payable		118,323	1	99,482	1
2200	Other payables	6(12)	754,773	4	679,658	4
2230	Current income tax liabilities		71,423	1	193,040	1
2250	Current provisions	6(16)	26,002	-	77,959	-
2280	Current lease liabilities		5,375	-	5,191	-
2320	Long-term liabilities, current portion	6(13)	1,027,626	6	1,231,388	7
2399	Other current liabilities, others	6(13)(21)(23)	51,661	-	54,077	-
21XX	Current Liabilities		3,416,754	20	3,715,897	21
Non-current liabilities						
2540	Long-term borrowings	6(13)	4,260,544	24	5,894,400	34
2570	Deferred income tax liabilities	6(27)	679	-	52	-
2580	Non-current lease liabilities		6,139	-	3,307	-
2640	Non-current net defined benefit liability	6(14)	19,538	-	22,670	-
2670	Other non-current liabilities, others	6(13)(23)	552	-	4,403	-
25XX	Non-current liabilities		4,287,452	24	5,924,832	34
2XX	Total Liabilities		7,704,206	44	9,640,729	55
Equity						
Share capital						
3110	Common stock	6(17)	2,377,841	14	2,142,551	12
Capital surplus						
3200	Capital surplus	6(18)	2,559,546	14	1,013,145	6
Retained earnings						
3310	Legal reserve	6(19)	977,146	6	916,325	5
3320	Special reserve		8,607	-	10,151	-
3350	Unappropriated retained earnings		3,995,169	23	3,724,967	22
Other equity interest						
3400	Other equity interest	6(20)	(8,414)	-	(8,607)	-
3500	Treasury stocks	6(17)	(94,557)	(1)	(63,197)	-
3XX	Total equity		9,815,338	56	7,735,335	45
Significant contingent liabilities and unrecognised contract commitments						
Significant events after the balance sheet date						
3X2X	Total liabilities and equity		\$ 17,519,544	100	\$ 17,376,064	100

SUPERALLOY INDUSTRIAL CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars, except for earnings per share)

	Items	Notes	Year ended December 31			
			2024		2023	
			AMOUNT	%	AMOUNT	%
4000	Sales revenue	6(21)	\$ 7,473,579	100	\$ 7,779,316	100
5000	Operating costs	6(5)(26)	(5,469,886)	(73)	(6,044,901)	(78)
5900	Net operating margin		2,003,693	27	1,734,415	22
	Operating expenses	6(26)				
6100	Selling expenses		(602,092)	(8)	(546,987)	(7)
6200	General and administrative expenses		(281,839)	(4)	(279,940)	(3)
6300	Research and development expenses		(151,096)	(2)	(153,056)	(2)
6450	Expected credit impairment gain	12(2)	9,192	-	427	-
6000	Total operating expenses		(1,025,835)	(14)	(979,556)	(12)
6900	Operating profit		977,858	13	754,859	10
	Non-operating income and expenses					
7100	Interest income	6(22)	9,123	-	15,748	-
7010	Other income	6(23)	58,393	1	58,674	1
7020	Other gains and losses	6(24)	55,115	1	107,538	1
7050	Finance costs	6(25)	(156,969)	(2)	(174,909)	(2)
7000	Total non-operating income and expenses		(34,338)	-	7,051	-
7900	Profit before income tax		943,520	13	761,910	10
7950	Income tax expense	6(27)	(188,036)	(3)	(153,474)	(2)
8200	Profit for the year		\$ 755,484	10	\$ 608,436	8
	Other comprehensive income					
	Components of other comprehensive income that will not be reclassified to profit or loss					
8311	Other comprehensive income, before tax, actuarial losses (gains) on defined benefit plans	6(14)	\$ 3,132	-	(\$ 287)	-
8349	Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	6(27)	(627)	-	57	-
8310	Components of other comprehensive income that will not be reclassified to profit or loss		2,505	-	(230)	-
	Components of other comprehensive income that will be reclassified to profit or loss					
8361	Financial statements translation differences of foreign operations		241	-	1,930	-
8399	Income tax relating to the components of other comprehensive income	6(27)	(48)	-	(386)	-
8360	Components of other comprehensive income that will be reclassified to profit or loss		193	-	1,544	-
8300	Other comprehensive income for the year		\$ 2,698	-	\$ 1,314	-
8500	Total comprehensive income for the year		\$ 758,182	10	\$ 609,750	8
	Profit, attributable to:					
8610	Owners of the parent		\$ 755,484	10	\$ 608,436	8
8710	Comprehensive income attributable to: Owners of the parent		\$ 758,182	10	\$ 609,750	8
	Basic earnings per share	6(28)				
9750	Basic earnings per share		\$ 3.30		\$ 2.88	
	Diluted earnings per share	6(28)				
9850	Diluted earnings per share		\$ 3.29		\$ 2.88	

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

SUPERALLOY INDUSTRIAL CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

	Equity attributable to owners of the parent											
	Notes	Capital surplus			Retained earnings				Financial statements translation differences of foreign operations		Treasury stocks	Total equity
		Common stock	Additional paid-in capital	Treasury stock transactions	Donated assets received	Legal reserve	Special reserve	Unappropriated retained earnings				
Year ended December 31, 2023												
Balance at January 1, 2023		\$2,183,151	\$1,017,026	\$ 360	\$ -	\$ 857,797	\$ 11,906	\$3,780,377	(\$ 10,151)	(\$ 559,113)		\$7,281,353
Profit for the year		-	-	-	-	-	-	608,436	-	-	-	608,436
Other comprehensive (loss) income for the year		-	-	-	-	-	-	(230)	1,544	-	-	1,314
Total comprehensive income		-	-	-	-	-	-	608,206	1,544	-	-	609,750
Appropriation and distribution of 2022 earnings:	6(19)											
Legal reserve		-	-	-	-	58,528	-	(58,528)	-	-	-	-
Special reserve		-	-	-	-	-	(1,755)	1,755	-	-	-	-
Cash dividends		-	-	-	-	-	-	(416,892)	-	-	-	(416,892)
Retirement of treasury share		(40,600)	(18,914)	(18,494)	-	-	-	(189,951)	-	267,959	-	-
Treasury shares transferred to employees		-	-	33,167	-	-	-	-	-	227,957	-	261,124
Balance at December 31, 2023		\$2,142,551	\$ 998,112	\$ 15,033	\$ -	\$ 916,325	\$ 10,151	\$3,724,967	(\$ 8,607)	(\$ 63,197)		\$7,735,335
Year ended December 31, 2024												
Balance at January 1, 2024		\$2,142,551	\$ 998,112	\$ 15,033	\$ -	\$ 916,325	\$ 10,151	\$3,724,967	(\$ 8,607)	(\$ 63,197)		\$7,735,335
Profit for the year		-	-	-	-	-	-	755,484	-	-	-	755,484
Other comprehensive income for the year		-	-	-	-	-	-	2,505	193	-	-	2,698
Total comprehensive income		-	-	-	-	-	-	757,989	193	-	-	758,182
Appropriation and distribution of 2023 earnings:	6(19)											
Legal reserve		-	-	-	-	60,821	-	(60,821)	-	-	-	-
Special reserve		-	-	-	-	-	(1,544)	1,544	-	-	-	-
Cash dividends		-	-	-	-	-	-	(428,510)	-	-	-	(428,510)
Issuance of shares	6(17)	235,290	1,492,091	-	-	-	-	-	-	-	-	1,727,381
Purchase of treasury shares	6(17)	-	-	-	-	-	-	-	-	(94,557)	(94,557)	-
Disengagement exercised by the Company according to the related laws		-	-	-	7	-	-	-	-	-	7	-
Treasury shares transferred to employees		-	-	54,303	-	-	-	-	-	63,197	-	117,500
Balance at December 31, 2024		\$2,377,841	\$2,490,203	\$ 69,336	\$ 7	\$ 977,146	\$ 8,607	\$3,995,169	(\$ 8,414)	(\$ 94,557)		\$9,815,338

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

SUPERALLOY INDUSTRIAL CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

		Year ended December 31	
	Notes	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before tax		\$ 943,520	\$ 761,910
Adjustments			
Adjustments to reconcile profit (loss)			
Depreciation expense-Property, plant and equipment	6(6)	901,604	941,512
Depreciation expense-Right-of-use-assets	6(7)	6,229	7,419
Amortization expense	6(8)	8,875	11,011
Expected credit impairment (gain) loss	12(2)	(9,192)	(427)
Share-based payments	6(15)	38,331	9,782
Loss (gain) on financial assets or liabilities at fair value through profit or loss	6(2)	(45,801)	125,742
Government grants income	6(23)	(7,047)	(7,548)
Unfinish construction and equipment transferred to expense		-	475
Interest income	6(22)	(9,123)	(15,748)
Interest expense	6(25)	156,969	174,909
Gain on disposal of property, plant and equipment	6(24)	(1,077)	(4,293)
Unrealized foreign exchange gain		-	(6,784)
Changes in operating assets and liabilities			
Changes in operating assets			
Financial assets at fair value through profit or loss - current		16,728	-
Notes receivable		(930)	-
Accounts receivable		(28,375)	(188,629)
Other receivables		41,705	14,347
Inventories		273,523	(12,998)
Prepayments		2,944	20,255
Other current assets		5,122	(3,286)
Other non-current assets		(3,445)	5,833
Changes in operating liabilities			
Current contract liabilities		(2,889)	16,528
Notes payable		(43,304)	15,852
Accounts payable		18,841	25,488
Other payables		89,350	(145,309)
Provisions		(56,610)	56,610
Other current liabilities		781	(7,550)
Net defined benefit liabilities		-	(254)
Cash inflow generated from operations		2,296,729	1,794,847
Interest received		9,151	15,757
Interest paid		(146,891)	(143,276)
Income taxes paid		(289,673)	(129,182)
Net cash flows from operating activities		1,869,316	1,538,146

(Continued)

SUPERALLOY INDUSTRIAL CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

		Year ended December 31	
	Notes	2024	2023
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Acquisition of non-current financial assets at fair value through profit or loss		(\$ 35,941)	\$ -
Acquisition of financial assets at amortised cost		(2,533)	(8,192)
Acquisition of property, plant and equipment	6(29)	(481,362)	(719,837)
Proceeds from disposal of property, plant and equipment	6(29)	16,377	77,199
Acquisition of intangible assets	6(8)	(3,315)	(1,724)
Capitalized interest payments	6(6)(25)(29)	(6,044)	(9,317)
Decrease in refundable deposits		9,656	13,563
Net cash flows used in investing activities		(503,162)	(648,308)
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
Increase in short-term loans	6(30)	1,398,153	1,305,484
Decrease in short-term loans	6(30)	(1,360,210)	(1,670,437)
Proceeds from long-term debt	6(30)	90,000	565,000
Repayments of long-term debt	6(30)	(1,935,262)	(565,360)
Repayments of lease liabilities	6(30)	(6,189)	(7,401)
Payments to acquire treasury shares		(13,216)	-
Treasury shares transferred to employees		89,245	251,343
Cash dividends paid	6(30)	(428,510)	(416,892)
Proceeds from issuing shares	6(17)	1,717,305	-
Disorgement exercised		7	-
Net cash flows used in financing activities		(448,677)	(538,263)
Effects of foreign exchange rates		(1,036)	7,348
Net increase in cash and cash equivalents		916,441	358,923
Cash and cash equivalents at beginning of year		1,237,045	878,122
Cash and cash equivalents at end of year		\$ 2,153,486	\$ 1,237,045

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

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of SUPERALLOY INDUSTRIAL CO., LTD

Opinion

We have audited the accompanying parent company only balance sheets of SUPERALLOY INDUSTRIAL CO., LTD. (the “Company”) as at December 31, 2024 and 2023, and the related parent company only statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the parent company only financial statements, including a summary of material accounting policies.

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

Basis for opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the *Auditors' responsibilities for the audit of the parent company only 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 Company's 2024 parent company only financial statements. These matters were addressed in the context of our audit of the parent company only financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters for the Company's 2024 parent company only financial statements are stated as follows:

Cut-off on sales revenue from distribution warehouse

Description

Refer to Note 4(29) for accounting policies on sales revenue recognition. For the year ended December 31, 2024, the Company's operating revenue amounted to NTD 7,469,668 thousand.

The Company is primarily engaged in the manufacturing and sales of various types of automobile parts. The types of sale are separated into direct delivery and distribution warehouse sales. Distribution warehouse sales revenue constitutes 62.76% of operating revenue. Distribution warehouse sales revenue is recognised when customers pick-up the goods (i.e. control is transferred). The Company primarily recognised sales revenue based on the daily inventory movement reports provided by distribution warehouses. As the Company's distribution warehouses are located globally with numerous custodians, the process of such revenue recognition involves several manual procedures, which would potentially result in inaccurate timing of revenue recognition or the discrepancy in inventory quantities between the physical inventory and accounting records. Thus, we considered the timing of sales revenue recognition of distribution warehouse as one of the key audit matters.

How our audit addressed the matter

We performed the following audit procedures in respect of the above key audit matter:

1. Obtained an understanding of the Company's sales revenue procedures and its internal control process in order to assess the effectiveness of managements' control over sales revenue recognition of distribution warehouse.

2. Tested the internal control of warehouse distribution (including checking the terms of transaction / timing of ownership transfer and dates of supporting documents) to confirm the accuracy of the timing of sales revenue recognition of distribution warehouse.
3. Performed cut-off procedures on sales revenue from distribution warehouses recognised during a specific period before and after the balance sheet date and verified the pick-up records of distribution warehouses; in addition, ensured that the movements of inventories indicated in the statements had been recognised in the appropriate period.
4. Performed physical inventory count and confirmation on the ending inventory quantities of distribution warehouses.

Assessment of allowance for inventory valuation losses

Description

Refer to Note 4(11) for accounting policies on inventory valuation, Note 5(2) for accounting estimates and assumptions, and Note 6(5) for the related information of allowance for inventory valuation loss. As of December 31, 2024, the total inventory and allowance for inventory valuation loss amounted to NTD 6,484,242 thousand and NTD 518,063 thousand, respectively.

The Company's inventories were measured at the lower of cost and net realisable value, the reasonable net realisable value was identified according to individual inventory's number using the item by item approach. The Company provided allowance for inventory valuation losses based on usable condition of inventories that were individually identified as obsolete and damaged. As the inventory and its allowance for loss were material to the financial statements and the determination of net realisable value involved subjective judgment and estimates, we considered the assessment of allowance for inventory valuation losses as one of the key audit matters.

How our audit addressed the matter

We performed the following audit procedures in respect of the above key audit matter:

1. Obtained an understanding of the Company's nature of the operations and the industry, and assessed

the reasonableness of the policies adopted in evaluating the allowance for inventory valuation losses.

2. Obtained an understanding of the Company's warehousing control procedures, reviewed annual physical inventory count plan and participated in the annual inventory count in order to assess the classification of obsolete inventory and effectiveness of internal controls over obsolete inventory.
3. Obtained the report on net realisable value of each inventory item and checked whether the calculation logic was applied consistently to each inventory item; in addition, tested the reasonableness of the supporting documents for net realisable value.
4. Validated the accuracy of the Company's inventory aging report used for valuation and recalculated to confirm that information in the report was in line with its policy.

Responsibilities of management and those charged with governance for the parent company only financial statements

Management is responsible for the preparation and fair presentation of the parent company only 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 parent company only financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditors' responsibilities for the audit of the parent company only financial statements

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

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

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

obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

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

Liu, Mei Lan

Hung, Shu-Hua

For and on behalf of PricewaterhouseCoopers, Taiwan

March 3, 2025

The accompanying parent company only financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying parent company only financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

SUPERALLOY INDUSTRIAL CO., LTD.
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

Assets		Notes	December 31, 2024		December 31, 2023	
			AMOUNT	%	AMOUNT	%
Current assets						
1100	Cash and cash equivalents	6(1)	\$ 2,082,496	12	\$ 1,224,211	7
1110	Financial assets at fair value through	6(2)				
	profit or loss - current		19,315	-	-	-
1150	Notes receivable, net	6(4)	930	-	4,475	-
1170	Accounts receivable, net	6(4)	1,034,738	6	1,013,252	6
1200	Other receivables		27,629	-	76,704	-
1210	Other receivables - related parties	7(2)	135,281	1	123,009	1
130X	Inventories	5(2) and 6(5)	5,966,179	34	6,205,054	36
1479	Other current assets, others	7(2)	111,402	1	98,655	1
11XX	Current Assets		<u>9,377,970</u>	<u>54</u>	<u>8,745,360</u>	<u>51</u>
Non-current assets						
1510	Non-current financial assets at fair	6(2)				
	value through profit or loss		35,941	-	-	-
1535	Non-current financial assets at	6(3) and 8				
	amortised cost		35,480	-	32,947	-
1550	Investments accounted for using	6(6)				
	equity method		53,575	-	52,863	-
1600	Property, plant and equipment	6(7) and 8	7,504,946	44	7,988,421	47
1755	Right-of-use assets	6(8)	11,414	-	8,425	-
1780	Intangible assets	6(9)	8,253	-	13,643	-
1840	Deferred income tax assets	6(28)	174,900	1	194,928	1
1900	Other non-current assets	6(10)	104,524	1	127,030	1
15XX	Non-current assets		<u>7,929,033</u>	<u>46</u>	<u>8,418,257</u>	<u>49</u>
1XXC	Total assets		<u>\$ 17,307,003</u>	<u>100</u>	<u>\$ 17,163,617</u>	<u>100</u>

(Continued)

SUPERALLOY INDUSTRIAL CO., LTD.
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

Liabilities and Equity			December 31, 2024		December 31, 2023	
			AMOUNT	%	AMOUNT	%
Current liabilities						
2100	Short-term borrowings	6(11)	\$ 907,943	5	\$ 870,000	5
2120	Financial liabilities at fair value through profit or loss - current	6(2)	66	-	9,824	-
2130	Current contract liabilities	6(22)	27,573	-	29,978	-
2150	Notes payable	6(12)	330,397	2	369,672	2
2170	Accounts payable		78,512	1	79,793	1
2180	Accounts payable to related parties	7(2)	2,521	-	3,310	-
2200	Other payables	6(13)	744,603	4	674,669	4
2220	Other payables to related parties	7(2)	21,686	-	3,096	-
2230	Current income tax liabilities		71,423	1	193,040	1
2250	Current provisions	6(17)	26,002	-	77,959	1
2280	Current lease liabilities		5,375	-	5,191	-
2320	Long-term liabilities, current portion	6(14)	1,016,917	6	1,220,729	7
2399	Other current liabilities, others	6(14)(24)	48,810	-	51,605	-
21XX	Current Liabilities		3,281,828	19	3,588,866	21
Non-current liabilities						
2540	Long-term borrowings	6(14)	4,182,929	24	5,808,984	34
2570	Deferred income tax liabilities	6(28)	679	-	52	-
2580	Non-current lease liabilities		6,139	-	3,307	-
2640	Non-current net defined benefit liability	6(15)	19,538	-	22,670	-
2670	Other non-current liabilities, others	6(14)	552	-	4,403	-
25XX	Non-current liabilities		4,209,837	24	5,839,416	34
2XXX	Total Liabilities		7,491,665	43	9,428,282	55
Equity						
	Share capital	6(18)				
3110	Common stock		2,377,841	14	2,142,551	12
	Capital surplus	6(19)				
3200	Capital surplus		2,559,546	14	1,013,145	6
	Retained earnings	6(20)				
3310	Legal reserve		977,146	6	916,325	5
3320	Special reserve		8,607	-	10,151	-
3350	Unappropriated retained earnings		3,995,169	23	3,724,967	22
	Other equity interest	6(21)				
3400	Other equity interest	6(21)	(8,414)	-	(8,607)	-
3500	Treasury stocks	6(18)	(94,557)	-	(63,197)	-
3XXX	Total equity		9,815,338	57	7,735,335	45
	Significant contingent liabilities and unrecognised contract commitments	9				
	Significant events after the balance sheet date	11				
3X2X	Total liabilities and equity		\$ 17,307,003	100	\$ 17,163,617	100

The accompanying notes are an integral part of these parent company only financial statements.

SUPERALLOY INDUSTRIAL CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars, except for earnings per share)

	Items	Notes	Year ended December 31			
			2024		2023	
			AMOUNT	%	AMOUNT	%
4000	Sales revenue	6(22)	\$ 7,469,668	100	\$ 7,774,392	100
5000	Operating costs	6(5)(27) and 7(2)	(5,462,510)	(73)	(6,037,227)	(78)
5900	Net operating margin		2,007,158	27	1,737,165	22
	Operating expenses	6(27) and 7(2)				
6100	Selling expenses		(602,092)	(8)	(566,390)	(7)
6200	General and administrative expenses		(280,854)	(4)	(264,487)	(3)
6300	Research and development expenses		(151,096)	(2)	(153,056)	(2)
6450	Expected credit impairment gain(loss)	12(2)	9,192	-	427	-
6000	Total operating expenses		(1,024,850)	(14)	(983,506)	(12)
6900	Operating profit		982,308	13	753,659	10
	Non-operating income and expenses					
7100	Interest income	6(23) and 7(2)	11,179	-	17,597	-
7010	Other income	6(24)	44,105	1	49,955	1
7020	Other gains and losses	6(25)	55,115	1	107,538	1
7050	Finance costs	6(26)	(149,658)	(2)	(167,850)	(2)
7070	Share of profit of associates and joint ventures accounted for using equity method	6(6)	471	-	1,011	-
7000	Total non-operating income and expenses		(38,788)	-	8,251	-
7900	Profit before income tax		943,520	13	761,910	10
7950	Income tax expense	6(28)	(188,036)	(3)	(153,474)	(2)
8200	Profit for the year		\$ 755,484	10	\$ 608,436	8
	Other comprehensive income					
	Components of other comprehensive income that will not be reclassified to profit or loss					
8311	Other comprehensive income, before tax, actuarial losses (gains) on defined benefit plans	6(15)	\$ 3,132	-	(\$ 287)	-
8349	Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	6(28)	(627)	-	57	-
8310	Components of other comprehensive income that will not be reclassified to profit or loss		2,505	-	(230)	-
	Components of other comprehensive income that will be reclassified to profit or loss					
8361	Other comprehensive income, before tax, exchange differences on translation	6(21)	241	-	1,930	-
8399	Income tax relating to the components of other comprehensive income	6(21)(28)	(48)	-	(386)	-
8360	Components of other comprehensive income that will be reclassified to profit or loss		193	-	1,544	-
8300	Other comprehensive income for the year		\$ 2,698	-	\$ 1,314	-
8500	Total comprehensive income for the year		\$ 758,182	10	\$ 609,750	8
	Basic earnings per share	6(29)				
9750	Basic earnings per share		\$ 3.30		\$ 2.88	
9850	Diluted earnings per share	6(29)	\$ 3.29		\$ 2.88	

The accompanying notes are an integral part of these parent company only financial statements.

SUPERALLOY INDUSTRIAL CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

	Capital surplus			Retained earnings			Financial statements translation differences of foreign operations	Treasury stocks	Total equity		
	Notes	Common stock	Additional paid-in capital	Treasury stock transactions	Donated assets received	Legal reserve				Special reserve	Unappropriated retained earnings
Year ended December 31, 2023											
Balance at January 1, 2023		\$ 2,183,151	\$ 1,017,026	\$ 360	\$ -	\$ 857,797	\$ 11,906	\$ 3,780,377	\$ 559,113	\$ 7,281,357	
Profit for the year		-	-	-	-	-	-	608,436	-	608,436	
Other comprehensive (loss) income for the year		-	-	-	-	-	-	(230)	-	1,314	
Total comprehensive income		-	-	-	-	-	-	608,206	-	609,750	
Appropriation and distribution of 2022 earnings:	6(20)	-	-	-	-	-	-	-	-	-	
Legal reserve		-	-	-	-	58,528	-	(58,528)	-	-	
Special reserve		-	-	-	-	-	(1,755)	1,755	-	-	
Cash dividends		-	-	-	-	-	-	(416,892)	-	(416,892)	
Retirement of treasury shares		(40,600)	(18,914)	(18,494)	-	-	-	(189,951)	-	267,959	
Treasury shares transferred to employees		-	-	33,167	-	-	-	-	227,957	261,124	
Balance at December 31, 2023		\$ 2,142,551	\$ 998,112	\$ 15,033	\$ -	\$ 916,325	\$ 10,151	\$ 3,724,967	\$ 63,197	\$ 7,735,335	
Year ended December 31, 2024											
Balance at January 1, 2024		\$ 2,142,551	\$ 998,112	\$ 15,033	\$ -	\$ 916,325	\$ 10,151	\$ 3,724,967	\$ 63,197	\$ 7,735,335	
Profit for the year		-	-	-	-	-	-	755,484	-	755,484	
Other comprehensive income for the year		-	-	-	-	-	-	2,505	-	2,698	
Total comprehensive income		-	-	-	-	-	-	757,989	-	758,182	
Appropriation and distribution of 2023 earnings:	6(20)	-	-	-	-	-	-	-	-	-	
Legal reserve		-	-	-	-	60,821	-	(60,821)	-	-	
Special reserve		-	-	-	-	-	(1,544)	1,544	-	-	
Cash dividends		-	-	-	-	-	-	(428,510)	-	(428,510)	
Issuance of shares	6(18)	235,290	1,492,091	-	-	-	-	-	-	1,727,381	
Purchase of treasury shares	6(18)	-	-	-	-	-	-	-	-	94,557	
Disengagement exercised by the Company according to the related laws		-	-	-	7	-	-	-	(94,557)	7	
Treasury shares transferred to employees		-	-	54,303	-	-	-	-	63,197	117,500	
Balance at December 31, 2024		\$ 2,377,841	\$ 2,490,203	\$ 69,336	7	\$ 977,146	\$ 8,607	\$ 3,995,169	\$ 94,557	\$ 9,815,338	

The accompanying notes are an integral part of these parent company only financial statements.

SUPERALLOY INDUSTRIAL CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

		Year ended December 31	
	Notes	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before tax		\$ 943,520	\$ 761,910
Adjustments			
Adjustments to reconcile profit (loss)			
Depreciation expense-property, plant and equipment	6(7)	859,064	900,035
Depreciation expense-right-of-use assets	6(8)	6,229	7,419
Amortization expense	6(9)	8,875	10,950
Expected credit impairment (gain) loss	12(2)	(9,192)	(427)
Share-based payments	6(16)	38,331	9,782
Loss (gain) on financial assets or liabilities at fair value through profit or loss	6(2)	(45,801)	125,742
Government grants income	6(24)	(7,047)	(7,548)
Interest income	6(23)	(11,179)	(17,597)
Interest expense	6(26)	149,658	167,850
Share of (profit) loss of associates and joint ventures accounted for using equity method	6(6)	(471)	(1,011)
Gain on disposal of property, plant and equipment	6(25)	(1,077)	(4,293)
Unfinish construction and equipment transferred to expense		-	475
Unrealized foreign exchange gain		-	(6,784)
Changes in operating assets and liabilities			
Changes in operating assets			
Financial assets at fair value through profit or loss - current		16,728	-
Notes receivable	(	( 930)	-
Accounts receivable	(	( 12,294)	(185,725)
Other receivables		41,705	14,347
Inventories		265,522	448
Prepayments	(	( 16,164)	(43,901)
Other current assets		3,417	(4,174)
Other non-current assets	(	( 3,445)	(5,833)
Changes in operating liabilities			
Current contract liabilities	(	( 2,405)	(17,329)
Notes payable	(	( 43,304)	(15,852)
Accounts payable	(	( 1,281)	(16,461)
Accounts payable to related parties	(	( 789)	(611)
Other payables		84,169	(143,601)
Other payables to related parties		18,590	3,028
Provisions	(	( 56,610)	(56,610)
Other current liabilities		401	(959)
Net defined benefit liabilities		-	(254)
Cash inflow generated from operations		2,224,220	1,784,988
Interest received		11,207	17,605
Interest paid	(	( 139,580)	(136,217)
Income taxes paid	(	( 289,673)	(129,182)
Net cash flows from operating activities		1,806,174	1,537,194

(Continued)

SUPERALLOY INDUSTRIAL CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

		Year ended December 31	
	Notes	2024	2023
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Acquisition of non-current financial assets at fair value through profit or loss		(\$ 35,941)	\$ -
Acquisition of financial assets at amortised cost		(2,533)	(8,192)
Increase in other receivables-related parties		(12,272)	(3,375)
Acquisition of property, plant and equipment	6(31)	(473,488)	(720,403)
Proceeds from disposal of property, plant and equipment	6(31)	16,377	77,199
Acquisition of intangible assets		(3,315)	(1,724)
Increase in refundable deposits		9,656	13,563
Capitalized interest payments	6(7)(26)(31)	(6,044)	(9,317)
Net cash flows used in investing activities		(507,560)	(652,249)
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
Increase in short-term loans	6(32)	1,398,153	1,305,484
Decrease in short-term loans	6(32)	(1,360,210)	(1,670,437)
Proceeds from long-term debt	6(32)	90,000	565,000
Repayments of long-term debt	6(32)	(1,926,914)	(557,478)
Payments of lease liabilities	6(32)	(6,189)	(7,401)
Payments to acquire treasury shares	6(16)(31)	(13,216)	-
Treasury shares transferred to employees	6(16)	89,245	251,343
Proceeds from issuing shares		1,717,305	-
Disgorgement exercised		7	-
Cash dividends paid	6(32)	(428,510)	(416,892)
Net cash flows used in financing activities		(440,329)	(530,381)
Effects of foreign exchange rates		-	6,784
Net increase in cash and cash equivalents		858,285	361,348
Cash and cash equivalents at beginning of year		1,224,211	862,863
Cash and cash equivalents at end of year		\$ 2,082,496	\$ 1,224,211

The accompanying notes are an integral part of these parent company only financial statements.

Attachment 7 The comparison table of the Articles of Incorporation before and After.

AFTER THE REVISION	BEFORE THE REVISION	Description
<p>Article 29</p> <p>3% ~ 15% of profit of the current year is distributable as employees' compensation, and no more than 3% of profit of the current year is distributable as remuneration to directors. However, if there are still accumulated losses, the amount for offsetting should be retained first, <u>and no less than 60% of the allocated employee remuneration shall be distributed to grassroots employees.</u></p> <p>The Company may, by a resolution adopted by a majority vote at a meeting of Board of Directors attended by two-thirds of the total number of directors, distribute the employees' compensation in the form of shares or in cash; and in addition thereto a report of such distribution is submitted to the shareholders' meeting.</p> <p>The recipients of stocks or cash, including employees of subsidiary companies who meet specific criteria.</p>	<p>Article 29</p> <p>3% ~ 15% of profit of the current year is distributable as employees' compensation, and no more than 3% of profit of the current year is distributable as remuneration to directors. However, if there are still accumulated losses, the amount for offsetting should be retained first.</p> <p>The Company may, by a resolution adopted by a majority vote at a meeting of Board of Directors attended by two-thirds of the total number of directors, distribute the employees' compensation in the form of shares or in cash; and in addition thereto a report of such distribution is submitted to the shareholders' meeting.</p> <p>The recipients of stocks or cash, including employees of subsidiary companies who meet specific criteria.</p>	<p>Amendments to related laws.</p>

Appendix1 Articles of Incorporation

SuperAlloy Industrial Co., Ltd.'s Articles of Incorporation

Chapter I General Provisions

- Article 1 The name of the company is SUPERALLOY INDUSTRIAL CO., LTD. (巧新科技工業股份有限公司) (the “Company”), which is duly organized as a company limited by shares under the Company Act of Taiwan. (English name is SUPERALLOY INDUSTRIAL CO., LTD.).
- Article 2 The Company’s scope of operation is as left:
1. Designing, manufacturing, processing, and trading of aviation components.
 2. Forging, designing, processing, buying, and selling of aluminum, copper, steel, titanium alloys, and metal parts.
 3. Design, manufacture, processing and trade of molds.
 4. Manufacturing, processing, and trade of reinforcement couplers.
 5. Import and export trade of aforesaid various products and raw materials.
 6. Quote, bid, and distribute products from domestic and foreign manufacturers.
 7. CD01030 Automobile and parts manufacturing industry.
 8. CD01040 Motorcycle and parts manufacturing industry.
 9. F114030 Wholesale industry for automotive and motorcycle parts.
 10. F214030 Retail industry for the supply of automotive and motorcycle parts.
 11. CH01010 Sports equipment manufacturing industry.
 12. F109030 Wholesale industry of exercise equipment.
 13. F209020 Exercise equipment retail industry.
 14. CA01040 Steel forging industry.
 15. CA01050 Steel secondary processing industry.
 16. CA01100 Aluminum secondary processing industry.
 17. CA02010 Metal building structure and component manufacturing industry.
 18. F106010 Wholesale hardware industry.
 19. F206010 Retail hardware industry.
 20. CA03010 Metal heat treatment industry.
 21. CA01130 Secondary processing industry for copper materials.
 22. CH01030 Stationery manufacturing industry.

23. CE01030 Manufacturing of optical instruments.
24. CE01040 Watch manufacturing industry.
25. ZZ99999 Activities that are not prohibited or restricted by law, except those that are subject to special approval.

- Article 3 The main office of the Company is located in Yunlin County, Taiwan and a branch office or manufacturing plant may be established domestically or internationally as decided by the Board of Directors and approved by competent authority if necessary.
- Article 4 If the company's shares can be repurchased by the company as permitted by law, the board of directors is authorized to proceed in accordance with the regulations.
- Article 5 Deleted.

Chapter II Shares

- Article 6 The total capital size of the Company is set to be NTD 4 billion, which consists of 400 million shares, which are common stocks or preferred stocks, at a par value of NTD 10 per share. The Board of Directors is authorized to issue shares yet to be issued in separate batches.

Convertible bonds and bonds with attached warrants may be issued within the total share capital mentioned above.

The initial capital amount retains NTD 400 million, divided into 40 million shares, each with a par value of NTD 10. This is for the issuance of employee stock option certificates, with the board of directors authorized to issue them in batches in accordance with the Company Act and related regulations.

The recipients of the company's repurchased treasury shares, the recipients of employee stock options, employees purchasing shares during new stock issuance, and recipients of new shares with restricted rights for employees, including employees of controlling or subsidiary companies who meet specific criteria. The company has held a shareholders' meeting with more than half of the total issued shares present and over two-thirds of the voting rights of those present in agreement, to issue employee stock options at a price lower than the market value, or to transfer treasury shares to employees at an average price lower than the actual repurchase price of the shares.

- Article 6-1: The rights and obligations of the company's preferred stock, along with other important issuance conditions, are as follows:

1. The dividend on preferred stock is limited to an annual rate of eight percent, calculated based on the issue price per share. This dividend may be paid in cash once a year, following the approval of the financial report at the regular shareholders' meeting every year, with the board of directors determining the distribution date for the payment of the previous year's dividend. The issuance year and the year of dividend redemption are calculated based on the actual number of issuance days for that year.
2. Our company has the discretion to distribute dividends on preferred stocks. If the annual financial results show no profit or insufficient profit to distribute dividends on preferred stock, or for other necessary reasons, the shareholder meeting may decide not to

distribute dividends on preferred stocks, and this will not be considered a breach of contract. If the issued preferred stock is non-cumulative, any decision not to distribute dividends or to distribute insufficient dividends will not carry over to future profitable years for deferred payment.

3. Preferred stock shareholders, aside from receiving the dividends specified in the first subparagraph, are not entitled to participate in the distributions of surplus and capital reserve of common shares in respect of cash and appropriation of capital.

4. The distribution of the company's remaining assets to preferred stock shareholders is prioritized over that of common stock shareholders. The repayment order for the various types of preferred stock shareholders issued by the company is the same, all subordinate to general creditors, but limited to an amount not exceeding the number of preferred stocks that are issued and outstanding at the time of distribution, calculated at the issue price.

5. Preferred stock shareholders have voting rights, the right to elect directors, and the right to be elected at the shareholders' meeting of common stock shareholders. They also have voting rights at shareholders' meeting of preferred stock shareholders or any shareholders' meetings concerning the rights and obligations of preferred shareholders.

6. The preferred stock issued by this company may be converted into common stock; however, if they are convertible preferred, conversion is not allowed within one year from the date of issuance. The board of directors is authorized to set the actual issuance terms during the conversion period. Shareholders of convertible preferred stock may request to convert some or all of their preferred stock into common stock at a conversion ratio of one preferred stock for one common stock (1:1). Once convertible preferred stocks are converted into common stocks, their rights and obligations are identical to those of common stocks. The distribution of preferred stock dividends for the year of conversion will be calculated based on the ratio of the actual number of issuance days in that year to the total number of days in the year. However, those who convert to common stock before the ex-dividend date for the annual dividend distribution will not be eligible to receive preferred stock dividends for that year and dividend payment for subsequent years, but they may participate in the distribution of common stock earnings and capital reserves for that year.

7. Preferred stocks do not have an expiration date, and preferred stocks shareholders cannot demand that the company redeem their shares. However, the company may redeem all or part of the preferred stocks at any time after five years from the issuance date, at the original issuance price. The unredeemed preferred stocks retain the rights and obligations outlined in the previously mentioned issuance conditions. If the company decides to distribute dividends for the current year, the dividends payable as of the recovery date should be calculated based on the actual number of days the shares were issued during that year.

8. The capital reserve generated from the premium issuance of preferred stock may only be used to cover losses during the issuance period and cannot be allocated to capital. The name of the preferred stock, the issuance date, and specific issuance conditions will be determined by the board of directors at the time of actual issuance, taking into account the conditions of the capital market and investors' willingness to subscribe, in accordance with the company's Articles of Incorporation and applicable laws.

- Article 7 The company's stock is issued in registered form, requiring the signatures or seals of three or more directors, and must be certified by the competent authority or an approved issuing registration institution before issuing. For the shares issued by the company, the Company may be exempted from preparing physical share certificate, but shall be subject to the registration at Taiwan Depository and Clearing Corporation.
- Article 8 Shareholder transfers, ownership transfers, inheritance, gifts, and cases of loss or destruction are handled in accordance with the Company Act and relevant regulations.
- Article 9 For the registration of share transfers, no transfers of shares shall be handled within sixty days before the date of each regular shareholder meeting, thirty days before the date of each special shareholder meeting, or five days before the date for the distribution of dividends, bonuses, or other interests.
- Article 10 Shareholders must use their real names; if they are a government agency or a legal entity, the name of the government agency or legal entity should be used.
- Article 11 Shareholders are required to complete a seal card and keep it with the company to claim dividends, exercise their rights, transfer shares, and manage the establishment, cancellation, and updating of the seal card in accordance with the regulations set by the competent authorities.
- Article 12 If shareholders need to reissue or exchange shares due to loss or other reasons, the company may charge a processing fee and the required stamp duty.

Chapter III Shareholders' Meetings

- Article 13 There are regular and special shareholders' meetings. The regular meeting is called for once a year by the Board of Directors as required by law within the six months following the end of each fiscal year and notify all shareholders thirty days in advance, while the special one is to be called for as needed according to law and notify all shareholders fifteen days in advance.
- The preferred stock shareholders' meeting may be held as needed in accordance with applicable laws.
- Article 13-1 The shareholders' meeting is convened based on a resolution by the board of directors, and it may be held as a physical meeting, a video-assisted meeting, or a fully virtual meeting. The proceedings will comply with the regulations established by the competent authority for the management of stock affairs in publicly traded companies.
- Article 14 The chair of the shareholders' meeting shall be the chairman of the board of directors. If the chairman of the board is absent, the chairman shall appoint one of the directors to chair. If no one is designated by the chairman, the directors shall appoint one of them to chair. If the meeting is conveyed by a party with the power to convene that is not the board of directors, such party shall chair. If such party consists of more than 2 people, one of them shall chair.
- Article 15 Each shareholder of the company, except for shares with restricted voting rights and those without voting rights as specified by the Company Act, is entitled to one vote per share.
- Article 16 When shareholders are unable to attend a shareholders' meeting in person due to some reason, they may issue an authorization letter that is prepared by the Company specifying

the scope of authorization to authorize someone to attend it on their behalf. The procedure for shareholders to authorize attendance, aside from the provisions of Article 177 of the Company Act, shall be conducted in accordance with the “Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies” issued by the competent authority.

Article 16-1 When the Company holds a shareholders’ meeting, it may allow the shareholders to exercise voting rights by correspondence or electronic means. The way to exercise voting rights is shown on the notice of the shareholders’ meeting. If the company’s shares are listed on the Taipei Exchange Market or Taiwan Stock Exchange Corporation, electronic methods should be included as one of the options for exercising voting rights during shareholders’ meetings.

A shareholder exercising voting rights by 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, which means it will be proceeded in accordance with the Article 177-2 of the Company Act.

Article 17 Except otherwise regulated by related laws, resolutions made in shareholders’ meetings shall be supported by attendance of shareholders representing a majority of outstanding shares and more than 50% of the votes of the attending shareholders.

Article 17-1 If the company plans to withdraw its public offering of shares, it must present a resolution to the shareholders’ meeting, and this provision shall remain unchanged during both the emerging stock market and stock exchange listing periods.

Article 18 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 chair of the meeting and a copy distributed to each shareholder within twenty days after the conclusion of the meeting. The aforesaid meeting minutes may be produced and distributed in electronic form. The meeting minutes may also be distributed by means of a public announcement.

Chapter IV Director

Article 19 The Company is configured with seven to thirteen directors, with a term of three years. The nomination system is adopted. They are to be elected among those on the list of candidates during the shareholders’ meeting; a director may serve multiple terms if re-elected. The total shareholding ratio of all directors shall be in accordance with the regulations of the securities competent authority.

The number of independent directors must be at least three among the total number of directors mentioned above. The restrictions on professional qualifications, share ownership, concurrent positions held, the manner of nomination, the election of the independent Directors, and other related matters shall comply with applicable laws and regulations prescribed by the competent securities authority.

Article 19-1 The Company shall set up an Audit Committee as required by Article 14-4 of the Securities and Exchange Act. The Audit Committee or the members of Audit Committee shall be responsible for carrying out duties as required of supervisors specified in the

Company Act, the Securities and Exchange Act, and duties required by other laws of supervisors.

The audit committee should consist all of independent directors, and its Articles of Incorporation and matters related to the exercise of authority will take effect after being approved by the board of directors.

- Article 20 If the number of directors reaches one-third or the entire board is dismissed, the board must convene a special shareholder meeting within sixty days to elect replacements, with their term limited to completing the original term.
- Article 21 If a director's term expires without an election, they may continue to serve until the newly elected director assumes office.
- Article 22 The board of directors shall elect one chairman with the attendance of more than two-thirds of the directors and the approval of a majority of those present, and shall carry out all company affairs in accordance with laws, regulations, Articles of Incorporation, shareholder meetings, and board resolutions.
- Article 23 The company's operational policies and other significant matters are determined by the board of directors. The board, except for the first meeting of each term convened in accordance with Article 203 of the Company Act, is called by the chairman, who also serves as the chair. If the chairman is unable to fulfill his/her duties, a director appointed by the chairman will act in his/her place. If no appointment is made, the directors will mutually select one person to act on their behalf.
- Article 24 To call for a Board of Directors meeting, the cause shall be specified and respective directors shall be notified of the meeting seven days in advance. In case of emergency, however, it may be called for at any time.

Respective directors may be notified of a Board of Directors' meeting convened in writing, by fax, by email or other mobile communication method.

A board meeting, unless otherwise stipulated by the Company Act, requires the attendance of a majority of directors, and decisions are made with the consent of a majority of those present. If a director is unable to attend for any reason, they may issue a power of attorney that outlines the reasons for the meeting and the scope of authorization, allowing them to appoint another director (independent directors may only appoint other independent directors) to represent them at the board meeting, with the limitation that one person can only be authorized by one other person.

If it is held through video conference, those attending the meeting through video conference are considered as attending the meeting in person.

- Article 25 The resolutions of the board of directors must be documented in the meeting minutes, which should be signed and sealed by the chair. These meeting minutes must be distributed to all directors within twenty days after the meeting. The meeting minutes should capture the main points and outcomes of the meeting and be stored alongside the attendance register of the directors and any proxy authorizations at the company. The preparation and distribution of the meeting minutes may be conducted electronically.
- Article 26 Besides exercising their supervisory authority independently as per the law, the supervisor may attend board meetings but is not allowed to vote. (Deleted.)

Article 27 The Board of Directors is authorized to determine the amount of compensation to the directors of the Company based on the directors' level of involvement in corporate operation and the value of their contribution, which is expected to be defined reflective of the common practice in the industry.

Article 27-1 The board of directors authorizes the company's directors' liability insurance.

Article 27-2 The Company may have one or more general manager(s). The appointment, removal and remuneration of the manager(s) shall be subject to Article 29 of the Company Act.

Chapter V Accounting

Article 28 The Board of Directors shall prepare: (1) Business Report; (2) Financial Statements; (3) Earnings Distribution or Deficits Offset Proposal, among other statements and reports at the end of each fiscal year and bring them forth during the regular shareholder meeting for ratifications.

Article 29 3% ~ 15% of profit of the current year is distributable as employees' compensation, and no more than 3% of profit of the current year is distributable as remuneration to directors. However, if there are still accumulated losses, the amount for offsetting should be retained first.

The Company may, by a resolution adopted by a majority vote at a meeting of Board of Directors attended by two-thirds of the total number of directors, distribute the employees' compensation in the form of shares or in cash; and in addition thereto a report of such distribution is submitted to the shareholders' meeting.

The recipients of stocks or cash, including employees of subsidiary companies who meet specific criteria.

Article 29-1 After the Company's annual financial statements show a profit, the Company must first allocate remuneration to employees and directors in accordance with Article 29 of the Company's Articles of Incorporation. Subsequently, the Board of Directors will decide on the distribution, followed by the payment of taxes, offsetting of accumulated losses, and setting aside 10% as legal reserve. If the legal reserve reaches the Company's paid-up capital, no further allocation is required. The remaining balance will be allocated or reversed according to legal requirements, along with the accumulated undistributed earnings. Priority will be given to distributing dividends to preferred shareholders for the current year. Any remaining balance will be subject to a profit distribution proposal prepared by the Board of Directors, which will be presented to the shareholders' meeting for approval to distribute dividends to the shareholders. The Board of Directors is authorized to distribute dividends and bonuses in cash, subject to approval by two-thirds or more of the directors present, and a resolution by the majority of the directors present, and must report to the shareholders' meeting as required by Article 240, Paragraph 5 of the Company Act.

The dividend policy of our company takes into account the company's environment and growth stage, in response to the company's future funding needs and long-term financial planning, etc. In addition to the distribution of profits in accordance with the preceding provisions, the total amount of shareholder dividends should be between ten percent and ninety percent of the accumulated distributable earnings, with cash dividends not less than twenty percent of the total shareholder dividends. However, the board of directors

may adjust the ratio based on the overall operating conditions at that time and seek approval from the shareholders' meeting.

- Article 30 The Company's organizational regulations and working rules shall be separately formulated by Board of Directors.
- Article 31 The total amount of the company's investments is not limited by the investment ratio restrictions outlined in Article 13 of the Company Act. Additionally, for business purposes, the company may provide endorsements and guarantees to others and lend funds to third parties.
- Article 32 Any matters not specified in the Articles of Incorporation shall be handled in accordance with the Company Act and other laws.
- Article 33 Article 33: This Articles of Incorporation was established on June 15, 1994. The first amendment was made on June 22, 1994, followed by the second amendment on January 4, 1995. The third amendment occurred on May 8, 1998, and the fourth amendment was on June 20, 1998. The fifth amendment took place on October 15, 1999, and the sixth amendment was on May 25, 2000. The seventh amendment was made on September 7, 2000, and the eighth amendment on July 12, 2001. The ninth amendment occurred on June 27, 2002, followed by the tenth amendment on June 26, 2003. The eleventh amendment was on June 24, 2004, and the twelfth amendment on May 5, 2005. The thirteenth amendment took place on June 28, 2006, and the fourteenth amendment was on October 23, 2006. The fifteenth amendment occurred on June 29, 2007, and the sixteenth amendment on June 26, 2008. The seventeenth amendment was made on June 26, 2009, followed by the eighteenth amendment on June 28, 2011, and the nineteenth amendment on June 28, 2012. The twentieth amendment was on June 9, 2015, the twenty-first amendment on June 27, 2016, and the twenty-second amendment on June 28, 2017. The twenty-third amendment was made on October 19, 2017 and on May 23, 2019, the twenty-fourth amendment on June 30, 2020, and the twenty-fifth amendment on June 27, 2022.

SuperAlloy Industrial Co., Ltd.

Chairman: Tsung-Jung Huang

Appendix2 Rules of Procedure for Shareholder Meetings

Rules of Procedure for Shareholder Meetings

Article 1: To establish a strong governance system and sound supervisory capabilities for this Corporation's shareholders meetings, and to strengthen management capabilities, these Rules are adopted pursuant to Article 5 of the Corporate Governance Best-Practice Principles for TWSE/GTSM Listed Companies. Unless otherwise provided by law or regulation, this Corporation's shareholders meetings shall be convened by the board of directors according to these Rules.

The convening of the regular shareholders meeting must include a meeting agenda book and notify all shareholders 30 days in advance. For shareholders holding fewer than one thousand registered shares, the convening of the regular shareholders meeting may be announced via the Market Observation Post System 30 days in advance. For the convening of a special shareholders meeting, all shareholders must be notified fifteen days in advance. For shareholders holding fewer than one thousand registered shares, the convening of the special shareholders meeting may be announced via the Market Observation Post System 15 days in advance. 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 or other communication 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 corporation, 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 (including independent 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 this Corporation a written proposal for discussion at a regular shareholders meeting. However, the number of items 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. Prior to the book closure date before a regular shareholders meeting is held, this Corporation shall publicly announce its acceptance of shareholder proposals, acceptance method, 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, this Corporation shall inform the shareholders who submitted proposals of the proposal processing 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 1-1: 15 days before the date of the shareholders meeting, this Corporation shall also have prepared the meeting agenda book and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda book and supplemental meeting materials shall also be displayed at this Corporation and the professional shareholder services agent designated thereby, and they shall be distributed at the shareholder meeting.

This Corporation shall prepare electronic versions of the meeting agenda book and supplemental meeting materials, and upload them to the Market Observation Post System 21 days before the date of a regular shareholders meeting or 15 days before the date of a special shareholders meeting.

Article 2: This Corporation shall furnish the attending shareholders or proxy of shareholders (hereinafter refer to 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 during the meeting is calculated based on the total number registered in the attendance log or the submitted attendance cards.

This Corporation shall furnish attending shareholders with the meeting agenda book, annual report, attendance card, speech notes, voting slips, and other meeting materials. Where there is an election of directors, pre-printed ballots shall also be furnished.

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.

When the government or a legal entity is a shareholder, the proxy attending the shareholders meeting is not limited to one person. However, if there is a proposal to elect directors at that meeting, the number of directors to be elected will be capped at the number proposed for that meeting. When a juristic person is appointed to attend as proxy, it may designate only one person to represent it in the meeting.

Article 3: Voting at a shareholders meeting shall be calculated based on the number 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. 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 this Corporation, 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 this Corporation, 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.

If special circumstances arise that require changing the location of the shareholders meeting previously announced by this Corporation, the board of directors must make a decision and announce it on the Market Observation Post System prior to the meeting.

Article 5: If a shareholders meeting is convened by the board of directors, the meeting shall be chaired by the chairperson of the board. When the chairperson of the board is on leave or for any reason unable to exercise the powers of the chairperson, the vice chairperson shall act in place of the chairperson; if there is no vice chairperson or the vice chairperson also is on leave or for any reason unable to exercise the powers of the vice chairperson, the chairperson shall appoint one of the managing directors to act as chair, or, if there are no managing directors, one of the directors shall be appointed to act as chair. Where the chairperson does not make such a designation, the managing directors or the directors shall select from among themselves one person to serve as chair. For shareholders meetings convened by any authorized party other than the board of directors, the convener will act as the meeting chair.

Article 6: The Company may designate the appointed lawyer, accountant or related personnel to attend the shareholders meeting. Staff handling administrative affairs of a shareholders meeting shall wear identification cards or arm bands.

Article 7: The Company shall make an audio or video recording of the proceedings of the shareholders meeting, and the recordings shall be kept 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.

Article 8: The chair shall call the meeting to order at the appointed meeting time and disclose information concerning the number of nonvoting shares and number of shares represented by shareholders attending the meeting. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than one hour, may be made. If the meeting has been postponed two times but the shareholders present still do not represent a third of the total amount of issued shares, a tentative resolution may be adopted in accordance with Paragraph 1 of Article 175 of the Company Act. When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the 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, amendments to the original proposals set out in the agenda and alternative proposals). 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 to a shareholders meeting convened by a party with the power to convene that is not the board of directors. The chair shall not adjourn the meeting prior to completion of meeting agenda of the preceding two paragraphs

(including extraordinary motions), except by a resolution of the shareholders meeting. After the meeting is adjourned, the shareholders shall not elect another chair to continue the meeting at the original or another venue. However, the chair violated the rules of procedure by announcing that those who adjourned the meeting could still attend the shareholders meeting and vote to elect one person to serve as chair with more than half of the voting rights at the shareholders' meeting and continue the meeting.

Article 10: When a shareholder attending the meeting wishes to speak, he or she shall first fill out a speech note, specifying therein the major points of his or her speech, account number (or number appeared on attendance card) and account name. The chair shall determine the sequence of shareholders' speeches. If a shareholder submits a speech note but does not deliver a speech, no speech shall be deemed to have been made by such shareholder. If the contents of speech are inconsistent with the content of the speech note, the content of speech shall prevail. However, if an individual proposal spoken does not fall in the range, the chair may stop it. When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation.

Article 11: Each shareholder shall speak no more than twice, for 5 minutes each, on the same agenda unless otherwise agreed by the chair. If a shareholder violates the above provisions or his or her speech exceeds the scope of the motion, the chair may prevent him/her from doing so.

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 chair may respond in person or direct relevant personnel to respond.

Article 14: The chair shall allow ample opportunity during the meeting for explanation and discussion of proposals and of amendments, alternative proposal or extraordinary motions put forward by the shareholders; when the chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed, call for a vote, and schedule sufficient time for voting.

This Corporation shall adopt exercise of voting rights by electronic means and may adopt exercise of voting rights by correspondence. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders meeting notice. The shareholders exercising voting rights by correspondence or electronic means are deemed present in person, but it does not apply to the motions and revision of original proposal in the shareholders meeting. The Company shall not propose the motions and revision of original proposal.

Article 14-1: The election of directors (including independent directors) at a shareholders meeting shall be held in accordance with "the applicable election and appointment rules" adopted by this Corporation, and the voting results shall be announced on-site immediately, including the names of those elected as directors and supervisors and the numbers of votes with which they were elected, and the names of directors and supervisors 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 recording shall be retained until the conclusion of the litigation.

Article 15: Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of the Company. The results of the vote should be reported immediately and documented.

Article 16: When a meeting is in progress, the chair may announce a break based on time considerations. If special circumstances arise or a force majeure event occurs, the chair 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 five days in accordance with Article 182 of the Company Act.

Article 17: A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Article 179, paragraph 2 of the Company Act. Except as otherwise provided in the Company Act and in this Corporation'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. The proposal is deemed approved if there are no objections from all attending shareholders after the chair's inquiry, and it holds the same validity as a vote; for those who do object, each proposal (including extraordinary motions, amendments to the original proposals set out in the agenda and alternative proposals) should be voted on individually (a single-stage voting process may be used).

Article 18: The chair shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When there is an amendment or an alternative to a proposal is passed, all other proposals shall be deemed rejected and no further voting is necessary.

Article 19: Staff handling administrative affairs of a shareholders meeting shall wear identification cards or arm bands.

The chair may instruct proctors (or security personnel) to help maintain order in the meeting. 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 this Corporation, the chair may prevent the shareholder from so doing.

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

Article 20: A shareholder can appoint another person as proxy to attend the shareholders meeting, by using the power of attorney provided by the Company. The power of attorney shall describe the scope of the proxy. A shareholder may only execute one power of attorney and appoint one proxy only. The power of attorney should be delivered to the Company 5 days prior to the date of shareholders meeting. The first receipt of power of attorney shall prevail if there

are two or more proxies from the same shareholder delivered to the Company, except for an explicit statement to revoke the previous written proxy. If, after a proxy form is delivered to this Corporation, a shareholder wishes to attend the shareholders meeting in person, a written notice of proxy cancellation shall be submitted to this Corporation 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.

Article 20-1: The number of shares solicited and the shares represented by the proxy will be compiled into a statistical table in the required format by the company on the day of the shareholders meeting, and will be clearly displayed at the meeting venue.

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

Article 21: 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 chair 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. For shareholders holding fewer than one thousand registered shares, this Corporation 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 chair'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 (including independent directors). The minutes shall be retained for the duration of the existence of this Corporation. The aforementioned resolution method involves the chair consulting the opinions of the shareholders. If there are no objections from the shareholders regarding the proposal, it should be recorded as "Passed without objection after the chair consulted all attending shareholders". However, if there are objections, the voting method, the number of votes, and the proportion of votes should be clearly stated.

Article 22: These Rules shall take effect after having been submitted to and approved by a shareholders meeting. Subsequent amendments thereto shall be effected in the same manner. These Rules were enacted on June 15, 1994, with the first amendment made on June 27, 2002, and the second amendment on June 28, 2006. The third amendment occurred on June 29, 2007. The fourth amendment occurred on June 24, 2010. The fifth amendment occurred on June 30, 2020, and the sixth amendment occurred on June 28, 2021.

Appendix3 Shareholding of All Directors

SuperAlloy Industrial Co.,Ltd.

Current Shareholdings of All Directors

Position	Name	Date elected	Current Shareholding number
Chairman self	Tsung-Jung Huang	2023/11/13	3,388,800
Director self	Yung-Ming Investment Co., Ltd.	2023/11/13	2,294,557
Director self	Jeng-Yi Business Management Consultant Co., Ltd.	2023/11/13	5,684,800
Director self	Long-Cheng Wei	2023/11/13	1,562,400
Director self	Mao-Lin Shih	2023/11/13	0
Director self	Ke-Chang Liu	2023/11/13	1,000,000
Independent Director self	Ding-Wang Zheng	2023/11/13	0
Independent Director self	Wan-Yu Liu	2023/11/13	0
Independent Director self	Wen-Chung Chen	2023/11/13	0
Independent Director self	Ming-Hsiu Cheng	2023/11/13	0

Note:

1. The total number of the Company's outstanding shares as of the Book Closure Date for 2025 General Shareholders' Meeting on March 23, 2025 is 237,784,140 shares.
2. The statutory number of shares held by all directors of the Company is 12,000,000 shares, and those held by all directors as of March 23, 2025 is 13,930,557 shares.
The shareholding status of all directors complies with the provisions.