

FIT Holding Co., Ltd.

2024 Annual General Shareholders' Meeting Minutes

Meeting Type:Physical Shareholders' Meeting

Time: 9:00 a.m., May 27, 2023 (Monday)

Venue: No. 49, Section 4, Zhongyang Road, Tucheng District, New Taipei City (Conference Room, 2nd floor)

Total Shares represented by shareholders presented in person or by proxy:

The total number of shares represented at the meeting was 136,192,777 shares (including 113,616,002 shares voted electronically), which constitutes 55.30% of our company's total issued shares of 246,242,146 shares.

Chair: T.C. Gou, Chairman of the Board of Directors

Recorder: Yi-Hsien Tseng

Directors present:

Chairman T.C. Gou

Director Kufn Lin

Director Jeffrey Cheng

Director Wilson Hu

Director Semi Wang

Independent Director Ralph Chen (the Convener of Audit Committee)

Independent Director Chen-Rong Chiang

There are seven directors attended the meeting, exceeding half of the total number of directors.

Attendees:

The President of Power Quotient International Co., Ltd. Freddy Gou

The Accountant Zhou, Hsiao-Zi

The Lawyer Bennett Tang

Meeting Commencement Announced: The aggregate shareholding of the shareholders present in person or by proxy constituted a quorum. The Chairman called the meeting to order.

Chairman's Address: (Omitted)

I. Report Items

Proposal 1

Proposal : The Company's business report for the year 2023; please review.

Explanation : Please refer to Annex I for the business report.

Proposal 2

Proposal : Audit Committee's report on the review of the Company's final accounts for the year 2023; please review.

Explanation : Please refer to Annex II for the Audit Committee's review report.

Proposal 3

Proposal : Report on the Company's distribution of earnings and capital reserve in cash for the year 2023; please review.

Explanation : I. The board meeting of the Company decides to allocate cash dividends to shareholders from the distributable earnings of 2023 for a total of NT\$369,363,219, at NT\$1.5 per share. The capital reserve of NT\$123,121,073 from the premium over the share issuance amount at face value will be distributed in cash at NT\$0.5 per share. The distribution will be made according to the shareholdings of shareholders as recorded in the register of shareholders on the ex-dividend date at NT\$2 per share (calculated to NT\$1, rounded up to the nearest NT\$1, with the difference charged to the Company's expenses).

II. The chairman of the board is authorized to determine the ex-dividend date, issue date and other relevant matters. If the dividend rate is subject to change due to the change of the number of outstanding ordinary shares of the Company, the chairman of the board is also authorized to handle it with full authority.

Proposal 4

Proposal : Report on the Company's distribution of remuneration of employees and directors for the year 2023; please review.

Explanation : In accordance with the Company's Articles of Incorporation, the Company distributed NT\$33,920,000 as the remuneration for its employees and NT\$4,080,000 as the remuneration for its directors in 2023, and all of them were paid in cash. There was no difference between the amount in the resolution above and the expenses recognized in 2023.

II. Matters for Approval

Proposal 1 Proposed by the Board of Directors

Proposal : 2023 Business Report and financial statements of the Company; please recognize.

Explanation : I.The financial statements of the Company for the year 2023 have been audited by PwC Taiwan, and have been reviewed together with the business report by the Audit Committee, and a written review report is issued accordingly.

II.Please refer to Annex I to Annex III for the related documents.

Resolution : The above proposal is and hereby was approved as proposed.

Voting Results : Shares present at the time of voting: 136,192,777 (including 113,616,002 shares from electronic voting).

Voting Results		% of the represented share present
Votes in favor (electronic votes)	129,095,767 (106,809,018)	94.78%
Votes against (electronic votes)	172,984 (172,984)	0.12%
Invalid Votes (electronic votes)	0 (0)	0.00%
Votes abstained/Not Voted (electronic votes)	6,924,026 (6,634,000)	5.08%

Proposal 2 Proposed by the Board of Directors

Proposal : 2023 earnings distribution of the Company; please recognize.

Ex Explanation : The earnings distribution table of the Company for the year 2023 was approved by the board meeting, and the review by the Audit Committee has been completed . Please refer to Annex IV .

Resolution : The above proposal is and hereby was approved as proposed.

Voting Results : Shares present at the time of voting: 136,192,777 (including 113,616,002 shares from electronic voting).

Voting Results		% of the represented share present
Votes in favor (electronic votes)	129,207,587 (106,920,838)	94.78%
Votes against (electronic votes)	172,984 (172,984)	0.12%
Invalid Votes (electronic votes)	0 (0)	0.00%
Votes abstained/Not Voted (electronic votes)	6,812,206 (6,522,180)	5.00%

III. Matters for Election

Proposal: The holding of a by-election for an independent director. Please proceed to vote.
(Proposed by the Board of Directors)

Proposal : I.The Company's independent director, Wei-Lin Wang, resigned on August 2, 2023 due to personal factors, and there were fewer than three independent directors. A by-election for an independent director was required. In accordance with Article 192-1 of the Company Act and Article 17 of the Company's Articles of Incorporation, the Company adopts the candidate nomination system for the election of independent directors. The term of office for the newly appointed independent director shall commence immediately after the election in the annual shareholders' meeting on May 27, 2024, and shall continue until June 16, 2025, completing the original term and being consistent with the third Board of Directors.

II. The list of independent director candidates was reviewed and approved by the Company's Board of Directors on March 7, 2024. Please refer to Annex V for his education, experience, and other relevant information.

Resolution : The independent elected director is as follows :

Title	Name	Elected
Independent director	Lu Hong Te	128,110,750

IV. Matters for Discussion

Proposal : The release of non-competition restrictions for newly elected independent directors of the Company. (Proposed by the Board of Directors)

Proposal : I.Article 209 (1) of the Company Act stipulates that "A director who does anything for himself or on behalf of another person that is within the scope of the company's business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval".

II.The Company proposed to release the non-competition restrictions for newly elected independent directors in other companies in the same industry to be approved by the shareholders' meeting.

III.Please refer to Annex VI for the information on the release of non-competition restrictions.

Resolution : The above proposal is and hereby was approved as proposed.

Voting Results : Shares present at the time of voting: 136,192,777 (including 113,616,002 shares from electronic voting).

Voting Results		% of the represented share present
Votes in favor (electronic votes)	128,543,093 (106,611,830)	94.38%
Votes against (electronic votes)	344,581 (344,581)	0.25%
Invalid Votes (electronic votes)	0 (0)	0.00%
Votes abstained/Not Voted (electronic votes)	7,305,103 (6,659,591)	5.36%

V. Extempore Motions :

1.Shareholder Inquiry from Account No. 13362:

- (1) Progress of Offshore Wind Farm 3-2?
- (2) Progress of Natural Gas Power Plant ?
- (3) Can the company increase the distribution of capital reserves?
- (4) With the current trend of AI robots, can the production of optical sensing components be applied?
- (5) Due to project progress, will Shinfox Energy Co., Ltd.'s third quarter be better than the second quarter this year?

Responses from Directors Wilson Hu and Kufn Lin as directed by the Chairman:

- (1) The first and second phases have been completed. The Energy Bureau is scheduled to negotiate prices and announce the bidding results in June.
- (2) Due to residents requesting relocation to an industrial area, we have recently decided to relocate and have found suitable land. We are currently applying for the necessary procedures.
- (3) We will consider increasing the distribution of capital reserves based on shareholder opinions next year.
- (4) Currently, we are focusing on using AI manufacturing systems to reduce production costs.
Chairman: AI is indeed an important development direction for the company. We will report to shareholders on AI-related investments at an appropriate time.
- (5) The company has now entered a critical construction phase and performance is expected to be higher than the previous quarter.

2.Shareholder Inquiry from Account No. 68728:

- (1) FIT Holding Co., Ltd. merged from three companies, among which Glory Science Co.,Ltd. has poor performance. What are its products and current operational status?
- (2) What proportion of FIT Holding Co., Ltd. 's products are exported compared to the entire company?
- (3) Will second-quarter revenue and profit grow compared to the first quarter?
- (4) Regarding the mainland joint venture Sharetronic Data Technology Co., Ltd. , what are its products? Please explain.

Responses from Directors Wilson Hu and Kufn Lin as directed by the Chairman:

- (1) Glory Science Co.,Ltd. currently has two products: optical connectors and lenses. Optical connectors account for 70% of revenue, and lenses account for 30%. We hope to break even in the third quarter.
- (2) Taiwan accounts for 65%, and exports account for 35%.
- (3) Shinfox Energy Co., Ltd., a subsidiary of 1. FIT Holding Co., Ltd., expects its engineering revenue to be better than the first quarter, and overall profits will be better than the first quarter.
- (4) Mainly security products.

VI. Adjournment : The meeting was adjourned at am 09:30

FIT Holding Co., Ltd.

Business Report

The consolidated operating income of the Company in 2023 was NT\$17,423,002 thousand, an increase of 44.36% compared with NT\$12,069,249 thousand in 2022. The net profit after tax attributable to the parent company in 2023 was NT\$ 567,916 thousand, with earnings per share after tax of NT\$2.31, an increase of 7.24% from the \$2.15 earnings per share and NT\$529,589 thousand net profit after tax attributable to the parent company in 2022. Foxwell Energy Co., Ltd has recognized the progress-based revenue of offshore construction projects, resulting in a significant increase in revenue. Due to the impact of the global economy, the destocking speed of Foxlink Image Technology Co., Ltd and Glory Science Co., Ltd was not as fast as expected, resulting in a decrease in orders, and the group's profit increased only slightly.

The descriptions of the business development of each important subsidiary of the Group are as follows: Foxlink Image will focus on the R&D and production of scanners and automatic paper feeders for major manufacturers in the world, and will develop higher-end and low-cost products to obtain orders from customers and increase profitability. Glory Science will transform to develop optical communication products and other special applications, which is expected to get them out of the red. Power Quotient's own brand will promote green energy and environmental protection, using product replacement to reduce carbon emissions and lighten the earth's load.

The important strategic growth in the next phase will still focus on the areas of “clean energy” and “energy saving and carbon reduction”. The Company is striving for a layout in the clean energy industry. At present, Shih Fong Power Co., Ltd is in charge of hydropower, Shinfox Energy is in charge of land wind power and solar power plant turnkey projects and maintenance, and Foxwell Energy Corporation Ltd is in charge of offshore wind power and solar power plant investment, development, and operation. Shinfox Natural Gas Co., Ltd has obtained its import permit for liquefied natural gas (LNG) to improve air pollution and serve as a cleaner alternative fuel, and the supply operations of the first batch of imported natural gas were completed by the end of August 2021. Foxwell Power Co., Ltd offers green power trading and integrates energy-saving services and power services (such as energy storage systems) to form a comprehensive energy service platform through e-commerce. Jiuwei Power Co., Ltd was established in November 2021, and its main business is the development, construction, and operation of natural gas power plants. Founded in March 2022, Yuanshan Forestry focuses on the development of carbon capture and storage technology, which is part of the Group’s efforts toward advanced planning in response to climate change. In April 2023, Foxwell Certification Co., Ltd was established to provide professional carbon footprint verification and inspection

services, completing the green energy platform service to achieve its goal of sustainability.

The Company will thrive on a stable basis and create greater profits for shareholders. Therefore, we need to be prepared to face challenges and solve problems, so as to ensure the growth of the Company's revenue and profit. Lastly, I hope that all shareholders can continue to support and encourage the company, and I wish all shareholders the best of everything.

I. 2023 Business Results

(1) Implementation Results of Business Plan

Unit: NT\$ thousand

Item	2023	2022	Growth rate
Operating income	17,423,002	12,069,249	44.36%
Operating cost	15,145,984	10,259,716	47.63%
Operating margin	2,277,018	1,809,533	25.83%
Operating expenses	1,378,220	1,255,560	9.77%
Net other income (expenses)	118,111	0	-
Operating profit	1,016,909	553,973	83.57%
Non-operating income and expenses	85,102	292,548	(70.91%)
Net profit before tax	1,102,011	846,521	30.18%
Net profit for the period	893,879	660,391	35.36%
Net profit attributable to the parent company	567,916	529,589	7.24%

(2) Budget Execution Ability

The company did not prepare the 2023 financial forecast, so this is not applicable.

(3) Profitability Analysis

Year		2023	2022
Return on assets (%)		2.75	2.69
Return on shareholders' equity (%)		5.69	4.95
Percentage of paid-in capital (%)	Operating profit	41.30	22.50
	Net profit before tax	44.75	34.38
Net profit rate (%)		5.13	5.47
Basic earnings per share (NT\$) (Note)		2.31	2.15

Note: The ratios above are based on the figures in the consolidated financial statements, and the earnings per share are calculated based on the number of shares after retrospective adjustment.

(4) Research development status

3C Components:

1. Lens-type optical components, sensing optical components.
2. Patented construction of new design of optical communication.
3. Optical mold and development of new material application technology.
4. Optimization and efficiency improvement of automation equipment.
5. Process efficiency and yield.
6. Design and development of new optical plastics and high-temperature materials.
7. Optical design capability development
8. Research and development of optical communication and optical testing capabilities.
9. Mold flow and structural analysis capability development.

10. Application and cooperative development of other optical products.

3C Retail and Peripheral Products:

1. EU legislation requires all small and medium-sized handheld portable electronic devices to have a unified charging interface USB-C in 2024, allowing consumers to charge multiple electronic products through one charger and reducing e-waste. This impact not only directly affects Apple's new models not using the lightning charging interface, but also the demand for a new wave of USB-C charging peripherals and wireless (MagSafe) charging that is expected to be replaced by Apple.
2. In addition to a unified interface, the USB IF has successively proposed the USB-C fast charging protocol and the supported charging power up to 240W, so that electronic devices can be charged faster and have a wider range of applications when complying with the relevant charging protocols. In the past, high-wattage electronic devices could be charged fast or at high-wattage as long as they were equipped with a USB-C interface, met the charging protocol, and were equipped with a USB-C charger and charging cable that met the specifications. Thus, one USB charger could charge all electronic devices that adopted USB-C.
3. Wireless magnetic charging has become an alternative to wired charging for iPhone and Android mobile phones. In addition to charging the device through this non-contact inductive charging method, users could also use the magnetic feature to complete additional charging tasks, such as magnetically attaching the mobile power to the mobile phone holder and attaching the mobile power to the device.
4. The first TWS earphones were released in 2014. Subsequently, the iPhone and several non-Apple Android mobile phone manufacturers removed the original 3.5mm earphone jack, boosting the market demand for TWS Bluetooth wireless earphones and becoming a necessary peripheral for users and gradually replacing the original wired earphones. With the continuous improvement of Bluetooth technology to 5.4, the lag and connection distance issues have been gradually improved. In addition, TWS products have built-in batteries that will degrade over time. However, it is inconvenient to replace the batteries, so users tend to buy new products again. As a result, the demand market continues to expand.

Energy Service Management:

1. Developing renewable energy and clean energy markets.
2. The project contracting business of power plants and improvement of the operation efficiency of power plant maintenance.

System and Peripheral Products:

1. Participating in the development process of customers' new products to providing

customers with various solutions and technical support.

2. We are also actively striving to cultivate R&D talents across the strait, including talents of software, firmware, optics, electronics and institutions, strengthening on-the-job training, and enriching the capability of the R&D team.
3. Continuing to develop related products such as digital imaging and automatic paper feeder modules and actively investing in mold development to increase the company's core mold technology and enhance mold competitiveness to strengthen one-stop service to customers.
4. Establishing a complete testing centers in Taiwan, Dongguan Qingxi and Shandong Weihai to provide rapid testing and verification services during the R&D phase, as well as rapid support and improved product design quality.
5. To promote the control of prohibited substances, lead-free products, record and control carbon emissions, and to develop materials and products that meet environmental protection requirements. Paying close attention to environmental requirements and restrictions in different countries.
6. Committed to bridging the gaps in the world of conservation and continuing to promote ESG sustainability.

II. Summary of 2024 Business Plan

(1) Business Policy

After the establishment of the company, Glory Science Co., Ltd., Power Quotient International Co., Ltd. and Foxlink Image Technology Co., Ltd. will further strengthen each other's advantages in their respective professional fields, and then join Shih Fong Power Co., Ltd. and Shinfox Energy Co., Ltd. to expand their energy service territories. Under the complementary resource sharing and full cooperation of marketing, procurement and R&D, each company's resources are integrated to give full play to the advantage of integrated marketing. After the vertical integration between upstream and downstream products, the scale of operations will be expanded to increase economic benefits and improve overall operating performance and competitiveness, thereby increasing the future room for growth between each other. At the same time, commanding heights and new opportunities for the future development and sustainable operation of the optoelectronic, communication and digital imaging businesses can be obtained to provide customers with quality, efficient and comprehensive services so as to create the company's best operating performance and seek the maximum profit for shareholders.

The company assists in the integration of resources within the Group so that each business entity can focus on its business while taking into account the flexibility and efficiency of its independent operation and development and improving the efficiency of the corporate division of labor.

(2) Expected Sales Volume and Its Basis

The Group's products are mainly consumer electronics. As the industry growth

trend of mobile phone lens modules and optical connectors remains unchanged, and the system and peripheral product businesses are actively expanding customer bases and developing new products, the sales volume of each product is expected to reach a stable growth. In terms of energy services, as it is mainly energy-saving services, equipment maintenance services and solar engineering design and development, the sales volume cannot be calculated.

(3) Important Production and Marketing Policies

The Group will enhance its internal management capabilities to reduce various production costs, continue to expand production capacity, actively cultivate talents, strengthen employee training, make good use of group resources, as well as provide customers with the best service and technical resources and establish a good cooperative relationship with customers, in order to achieve a win-win goal.

III. Future Company Development Strategy

The subsidiaries of the Group have strengthened each other's advantages in their respective professional fields. Under the complementary resource sharing and full cooperation of marketing, procurement and R&D, the resources of each company are integrated to give full play to the advantage of integrated marketing. After the vertical integration between upstream and downstream products, the scale of operations will be expanded to increase economic benefits and improve overall operating performance and competitiveness, thereby increasing the room for future growth between each other. At the same time, commanding heights and new opportunities for the future development and sustainable operation of the optoelectronic, communication and digital imaging businesses can be obtained to provide customers with quality, efficient and comprehensive services.

IV. Impact of External Competition Environment, Legal Environment and Overall Business Environment

Faced with the rapidly changing industry and operating environment, the Group will further implement business management, improve operating efficiency, and respond to the company's operations with a more positive attitude and service. In addition to continuing to control fixed marketing costs, the Group will also use its relevant resources to develop and produce products to strengthen its cost competitiveness and timeliness. In the meantime, the company will integrate the technical guidance of the Group to develop forward-looking products, strengthen product differentiation and enhance competitiveness. Green energy is supported by current policies and regulations and will bring a greater vision to the FIT Holding Group.

Responsible persons:T.C.Gou Managerial Officer:Wilson Hu Chief Accounting Officer:Kufn Lin

Audit Committee's Review Report

The company's board of directors submitted the proposed business report, financial statements, and earnings distribution plan for 2023. The financial statements were audited by PwC Taiwan and an independent auditor's report was issued accordingly. The proposal of the above-mentioned business report, financial statements and earnings distribution plan has been audited by the Audit Committee and did not find any discrepancy. A report is prepared in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act; please verify.

FIT Holding Co., Ltd.

Convener of Audit Committee: Ralph Chen

March 7, 2024

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

PWCR 23004859

To the Board of Directors and Shareholders of FIT Holding Co., Ltd.

Opinion

We have audited the accompanying consolidated balance sheets of FIT Holding Co., Ltd. and subsidiaries (the “Group”) as at December 31, 2023 and 2022, 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, based on our audits and the reports of other auditors (please refer to the *Other matter* section), the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2023 and 2022, 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 *Auditors' responsibilities for the audit of the consolidated financial statements* section of our report. We are independent of the Group in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these

requirements. Based on our audits and the reports of other auditors, 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 judgement, were of most significance in our audit of the Group's 2023 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 2023 consolidated financial statements are stated as follows:

Recognition of construction revenue - assessment on the stage of completion

Description

Please refer to Note 4(31) for accounting policy on construction contracts; Note 5(2) for the uncertainty of critical judgement, accounting estimates and assumptions applied to construction contracts and Note 6(24) for details of contract assets, contract liabilities and construction revenue, which amounted to NT\$ 8,675,960 thousand, NT\$43,541 thousand and NT\$10,285,643 thousand, respectively, as of December 31, 2023.

The Group's construction revenue and costs mainly arise from undertaking construction works. If the outcome of a construction contract can be estimated reliably, profit or loss should be recognised by reference to the stage of completion of the contract activity, using the percentage-of-completion method of accounting, over the contract term. The stage of completion of a construction contract is measured by the proportion of contract costs incurred for the construction performed as of the financial reporting date to the estimated total costs for the construction contract over time.

As the estimated total costs are assessed by the management based on the different

nature of constructions and the price fluctuations in the market to estimate the costs for each construction activity such as estimated subcontract charges and material and labour expenses, and the complexity of aforementioned total cost usually involves subjective judgement and contains a high degree of uncertainty, which might affect the construction revenue recognition, we consider the assessment on the stage of completion which was applied on construction revenue recognition as one of the key audit matters.

How our audit addressed the matter

We performed the following audit procedures on the above key audit matter on the stage of completion:

- A. Obtained an understanding on the nature of business and industry, and assessed the reasonableness of internal process applied to estimate total construction cost, including the basis for estimating the expected total cost for construction contracts of the same nature.
- B. Assessed and tested the internal controls used by the management to recognise construction revenue based on the stage of completion, including checking the supporting documents of additional or reduced constructions and significant constructions performed in the period.
- C. Sampled and tested the subcontracts that have been assigned, and assessed the basis and reasonableness of estimating costs for those that have not been assigned.
- D. Performed substantive procedures relating to the construction profit or loss statement, including sampling and verifying the costs incurred in the period with the appropriate evidence, and recalculating and confirming that construction revenue calculated based on the stage of completion had been accounted for appropriately.

Valuation of goodwill impairment

Description

Please refer to Note 4(21) for accounting policies on impairment loss on non-financial assets, Note 5(2) for the uncertainty of accounting estimates and assumptions applied to

goodwill impairment valuation, and Note 6(13) for details of intangible assets.

The amount of goodwill was generated from the acquisition of subsidiaries, Power Quotient International Co., Ltd. and Foxlink Image Technology Co., Ltd.. As of December 31, 2023, the balance of goodwill amounted to NT\$ 320,570 thousand and NT\$ 611,760 thousand, respectively. The Company valued the impairment of goodwill through the discounted cash flow method which measures the cash generating unit's recoverable amount. As the assumptions of expected future cash flows involved subjective judgement and a high degree of uncertainty which would cause a material impact on the valuation result, the valuation of goodwill impairment was identified as one of the key audit matters.

How our audit addressed the matter

We performed the following audit procedures on the above key audit matter:

- A. Obtained an understanding and assessed the reasonableness of valuation of goodwill impairment policies and procedures.
- B. Obtained the external appraisal report on impairment valuation and examined the external appraiser's qualification and assessed the independence, competence and objectiveness.
- C. Assessed that the valuation model used in the appraisal report was widely used and appropriate.
- D. Assessed the reasonableness of significant assumptions (including expected growth rate and discount rate) applied in the appraisal report.

Valuation of property, plant and equipment impairment

Description

Please refer to Note 4(21) for accounting policies on impairment loss on non-financial assets, Note 5(2) for the uncertainty of accounting estimates and assumptions applied to property, plant and equipment impairment valuation, and Note 6(9) for details of property, plant and equipment.

As the 3C components' life cycles are relatively short and the market is highly competitive, there is a high risk of property, plant and equipment incurring an impairment loss. The Company's subsidiaries valued the impairment of the cash generating unit's property, plant and equipment which had an indication of impairment. We mainly relied on the external appraisal report. As the external appraisal report on impairment valuation involved subjective judgement and a high degree of uncertainty which would cause a material impact on the valuation result, the valuation of property, plant and equipment impairment was identified as one of the key audit matters.

How our audit addressed the matter

We performed the following audit procedures on the above key audit matter:

- A. Obtained an understanding and assessed the reasonableness of valuation of property, plant and equipment impairment policies and procedures.
- B. Examined the external appraiser's qualification and assessed the independence, competence and objectiveness.
- C. Verified whether the list of properties for the external appraiser is correct.
- D. Assessed that the valuation method used in the appraisal report was appropriate.
- E. Tested the external appraisal report's valuation basis adequacy.

Other matter - Reference to the reports of other auditors

We did not audit the financial statements of certain investments accounted for under the equity method which were audited by other auditors. Therefore, our opinion expressed herein, insofar as it relates to the amounts included in respect of these associates and the information disclosed in Note 13, is based solely on the reports of the other auditors. The balance of these investments accounted for under the equity method amounted to NT\$33,401 thousand and NT\$203,442 thousand, constituting 0.08% and 0.63% of the consolidated total assets as at December 31, 2023 and 2022, respectively, and the share of loss of associates and joint ventures accounted for under the equity method amounted to

NT\$48 thousand and NT\$(9,441) thousand, constituting 0% and (1.57%) of the consolidated total comprehensive income for the years then ended, respectively.

Other matter-Parent company only financial statements

We have audited and expressed an unqualified opinion with an other matters section on the parent company only financial statements of FIT Holding Co., Ltd. as at and for the years ended December 31, 2023 and 2022.

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 maintain professional skepticism throughout the audit. We also:

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

ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient 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.

Chou, Hsiao-Tzu

Liang Yi Chang

For and on behalf of PricewaterhouseCoopers, Taiwan

March 7, 2024

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.

FIT HOLDING CO., LTD. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2023 AND 2022
(Expressed in thousands of New Taiwan dollars)

Assets		Notes	December 31, 2023		December 31, 2022	
			AMOUNT	%	AMOUNT	%
Current assets						
1100	Cash and cash equivalents	6(1)	\$ 6,953,129	16	\$ 5,732,695	18
1110	Financial assets at fair value through profit or loss - current	6(2)	5,167	-	-	-
1136	Current financial assets at amortised cost	6(4) and 8	2,854,354	6	2,906,275	9
1140	Current contract assets	6(24)	8,675,960	20	2,716,125	8
1150	Notes receivable, net	6(5)	25,654	-	34,952	-
1170	Accounts receivable, net	6(5)	1,978,008	5	1,175,308	4
1180	Accounts receivable - related parties	7	33,703	-	40,899	-
1200	Other receivables	7	99,617	-	42,464	-
1220	Current tax assets		46,172	-	41,363	-
130X	Inventories	6(6)	1,348,972	3	1,305,042	4
1410	Prepayments	6(7)	6,100,798	14	5,078,416	16
1470	Other current assets	8	1,016,418	2	1,018,679	3
11XX	Current Assets		29,137,952	66	20,092,218	62
Non-current assets						
1517	Non-current financial assets at fair value through other comprehensive income	6(3)	3,152,254	7	1,904,369	6
1535	Non-current financial assets at amortised cost	6(4) and 8	407,261	1	393,288	1
1550	Investments accounted for using equity method	6(8)	1,025,851	2	2,033,895	6
1600	Property, plant and equipment	6(9) and 8	7,457,444	17	3,651,644	11
1755	Right-of-use assets	6(10) and 7	634,067	1	520,496	2
1760	Investment property, net	6(12) and 8	383,190	1	392,454	1
1780	Intangible assets	6(13)	1,254,685	3	1,258,124	4
1840	Deferred income tax assets	6(31)	284,424	1	206,839	1
1915	Prepayments for business facilities		158,344	-	1,560,221	5
1990	Other non-current assets, others	6(14) and 8	392,922	1	375,454	1
15XX	Non-current assets		15,150,442	34	12,296,784	38
1XXX	Total assets		\$ 44,288,394	100	\$ 32,389,002	100

(Continued)

FIT HOLDING CO., LTD. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2023 AND 2022
(Expressed in thousands of New Taiwan dollars)

Liabilities and Equity		Notes	December 31, 2023		December 31, 2022	
			AMOUNT	%	AMOUNT	%
Current liabilities						
2100	Short-term borrowings	6(15)	\$ 9,180,124	21	\$ 7,035,719	22
2110	Short-term notes and bills payable	6(16)	4,005,614	9	1,789,159	6
2130	Current contract liabilities	6(24)	196,582	1	390,739	1
2150	Notes payable		32,677	-	656	-
2170	Accounts payable		2,581,229	6	1,414,445	4
2180	Accounts payable to related parties	7	9,910	-	2,573	-
2200	Other payables	6(17)	1,076,237	2	799,765	3
2220	Other payables to related parties	7	16,700	-	32,160	-
2230	Current income tax liabilities		194,596	-	66,500	-
2280	Current lease liabilities	7	94,184	-	57,848	-
2320	Long-term liabilities, current portion	6(19)	233,246	1	689,541	2
2399	Other current liabilities, others		163,505	-	128,048	1
21XX	Current Liabilities		17,784,604	40	12,407,153	39
Non-current liabilities						
2530	Bonds payable	6(18)	2,851,779	6	-	-
2540	Long-term borrowings	6(19)	6,265,211	14	4,708,173	14
2570	Deferred income tax liabilities	6(31)	289,288	1	282,365	1
2580	Non-current lease liabilities	7	321,670	1	234,480	1
2600	Other non-current liabilities		62,703	-	51,414	-
25XX	Non-current liabilities		9,790,651	22	5,276,432	16
2XXX	Total Liabilities		27,575,255	62	17,683,585	55
Equity						
	Share capital	6(21)				
3110	Share capital - common stock		2,462,421	6	2,462,421	7
	Capital surplus	6(22)				
3200	Capital surplus		5,004,042	11	4,841,997	15
	Retained earnings	6(23)				
3310	Legal reserve		105,157	-	51,068	-
3320	Special reserve		299,035	1	229,129	1
3350	Unappropriated retained earnings		239,431	1	582,744	2
	Other equity interest					
3400	Other equity interest		409,333	-	(290,673)	(1)
31XX	Equity attributable to owners of the parent		8,519,419	19	7,876,686	24
36XX	Non-controlling interest		8,193,720	19	6,828,731	21
3XXX	Total equity		16,713,139	38	14,705,417	45
	Significant contingent liabilities and unrecognised contract commitments	9				
	Significant events after the balance sheet date	11				
3X2X	Total liabilities and equity		\$ 44,288,394	100	\$ 32,389,002	100

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

FIT HOLDING CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2023 AND 2022
(Expressed in thousands of New Taiwan dollars, except earnings per share)

			Year ended December 31			
			2023		2022	
Items	Notes		AMOUNT	%	AMOUNT	%
4000 Sales revenue	6(24) and 7		\$ 17,423,002	100	\$ 12,069,249	100
5000 Operating costs	6(6)(30) and 7		(15,145,984)	(87)	(10,259,716)	(85)
5900 Gross profit			<u>2,277,018</u>	<u>13</u>	<u>1,809,533</u>	<u>15</u>
Operating expenses	6(30)					
6100 Selling expenses			(179,902)	(1)	(191,356)	(1)
6200 General and administrative expenses			(888,927)	(5)	(692,903)	(6)
6300 Research and development expenses			(309,923)	(2)	(369,415)	(3)
6450 Expected credit loss	12(2)		<u>532</u>	<u>-</u>	<u>1,886</u>	<u>-</u>
6000 Total operating expenses			(1,378,220)	(8)	(1,255,560)	(10)
6500 Net other income (expenses)	6(25)		<u>118,111</u>	<u>1</u>	<u>-</u>	<u>-</u>
6900 Operating profit			<u>1,016,909</u>	<u>6</u>	<u>553,973</u>	<u>5</u>
Non-operating income and expenses						
7100 Interest income	6(4)(26)		109,922	1	68,260	1
7010 Other income	6(12)(27) and 7		233,263	1	152,742	1
7020 Other gains and losses	6(2)(28)		(73,812)	(1)	156,976	1
7050 Finance costs	6(10)(29) and 7		(199,742)	(1)	(135,701)	(1)
7060 Share of profit of associates and joint ventures accounted for using equity method	6(8)		<u>15,471</u>	<u>-</u>	<u>50,271</u>	<u>-</u>
7000 Total non-operating income and expenses			<u>85,102</u>	<u>-</u>	<u>292,548</u>	<u>2</u>
7900 Profit before income tax			1,102,011	6	846,521	7
7950 Income tax expense	6(31)		(208,132)	(1)	(186,130)	(2)
8200 Profit for the year			<u>\$ 893,879</u>	<u>5</u>	<u>\$ 660,391</u>	<u>5</u>
Components of other comprehensive income that will not be reclassified to profit or loss						
8311 Other comprehensive income, before tax, actuarial gains (losses) on defined benefit plans	6(20)		\$ 515	-	\$ 14,127	-
8316 Unrealised gains (losses) from investments in equity instruments measured at fair value through other comprehensive income	6(3)		330,370	2	(195,251)	(1)
8349 Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	6(31)		(103)	-	(2,826)	-
8310 Components of other comprehensive income that will not be reclassified to profit or loss			<u>330,782</u>	<u>2</u>	<u>(183,950)</u>	<u>(1)</u>
Components of other comprehensive income that will be reclassified to profit or loss						
8361 Financial statements translation differences of foreign operations			(125,227)	(1)	156,765	1
8399 Income tax relating to the components of other comprehensive income	6(31)		<u>3,589</u>	<u>-</u>	<u>(31,306)</u>	<u>-</u>
8360 Components of other comprehensive income that will be reclassified to profit or loss			(121,638)	(1)	125,459	1
8300 Other comprehensive income(loss) for the year			<u>\$ 209,144</u>	<u>1</u>	<u>(\$ 58,491)</u>	<u>-</u>
8500 Total comprehensive income for the year			<u>\$ 1,103,023</u>	<u>6</u>	<u>\$ 601,900</u>	<u>5</u>
Profit attributable to:						
8610 Owners of the parent			\$ 567,916	3	\$ 529,589	4
8620 Non-controlling interest			<u>325,963</u>	<u>2</u>	<u>130,802</u>	<u>1</u>
Total			<u>\$ 893,879</u>	<u>5</u>	<u>\$ 660,391</u>	<u>5</u>
Comprehensive income attributable to:						
8710 Owners of the parent			\$ 850,051	5	\$ 470,985	4
8720 Non-controlling interest			<u>252,972</u>	<u>1</u>	<u>130,915</u>	<u>1</u>
Total			<u>\$ 1,103,023</u>	<u>6</u>	<u>\$ 601,900</u>	<u>5</u>
Earnings per share	6(32)					
9750 Basic earnings per share (in dollars)			<u>\$ 2.31</u>		<u>\$ 2.15</u>	
9850 Diluted earnings per share (in dollars)			<u>\$ 2.30</u>		<u>\$ 2.14</u>	

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

FIT HOLDING CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2023 AND 2022
(Expressed in thousands of New Taiwan dollars)

		Equity attributable to owners of the parent									
		Retained earnings					Other equity interest				
							Financial statements translation differences of foreign operations	Unrealised gains (losses) from financial assets measured at fair value through other comprehensive income			
	Notes	Share capital - common stock	Total capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings			Total	Non-controlling interest	Total equity
<u>Year 2022</u>											
		\$ 2,462,421	\$ 4,890,319	\$ 8,985	\$ 8,361	\$ 427,826	(\$ 303,305)	\$ 82,537	\$ 7,577,144	\$ 4,413,374	\$ 11,990,518
		-	-	-	-	529,589	-	-	529,589	130,802	660,391
		-	-	-	-	11,301	125,346	(195,251)	(58,604)	113	(58,491)
		-	-	-	-	540,890	125,346	(195,251)	470,985	130,915	601,900
Cash dividends from capital surplus	6(22)	-	(246,242)	-	-	-	-	-	(246,242)	-	(246,242)
<u>Appropriation and distribution of retained earnings</u>											
	6(23)	-	-	-	-	-	-	-	-	-	-
		-	-	42,083	-	(42,083)	-	-	-	-	-
		-	-	-	220,768	(220,768)	-	-	-	-	-
		-	-	-	-	(123,121)	-	-	(123,121)	-	(123,121)
<u>Adjustments to share of changes in equity of associates and joint ventures accounted for using the equity method</u>											
		-	2,127	-	-	-	-	-	2,127	-	2,127
Changes in non-controlling interest		-	194,140	-	-	-	-	-	194,140	2,281,988	2,476,128
Compensation costs		-	1,653	-	-	-	-	-	1,653	2,454	4,107
Balance at December 31, 2022		\$ 2,462,421	\$ 4,841,997	\$ 51,068	\$ 229,129	\$ 582,744	(\$ 177,959)	(\$ 112,714)	\$ 7,876,686	\$ 6,828,731	\$ 14,705,417
<u>Year 2023</u>											
		\$ 2,462,421	\$ 4,841,997	\$ 51,068	\$ 229,129	\$ 582,744	(\$ 177,959)	(\$ 112,714)	\$ 7,876,686	\$ 6,828,731	\$ 14,705,417
		-	-	-	-	567,916	-	-	567,916	325,963	893,879
		-	-	-	-	412	(48,647)	330,370	282,135	(72,991)	209,144
		-	-	-	-	568,328	(48,647)	330,370	850,051	252,972	1,103,023
Cash dividends from capital surplus	6(22)	-	(123,121)	-	-	-	-	-	(123,121)	-	(123,121)
<u>Appropriation and distribution of retained earnings</u>											
	6(23)	-	-	-	-	-	-	-	-	-	-
		-	-	54,089	-	(54,089)	-	-	-	-	-
		-	-	-	69,906	(69,906)	-	-	-	-	-
		-	-	-	-	(369,363)	-	-	(369,363)	-	(369,363)
<u>Adjustments to share of changes in equity of associates and joint ventures accounted for using the equity method</u>											
	6(8)	-	119,631	-	-	-	-	-	119,631	-	119,631
Changes in ownership interests in subsidiaries	6(33)	-	148,215	-	-	-	-	-	148,215	1,073,478	1,221,693
Difference between consideration and carrying amount of subsidiaries acquired or disposed	6(33)	-	17,320	-	-	-	-	-	17,320	60,838	78,158
Changes in non-controlling interest		-	-	-	-	-	-	-	-	(22,299)	(22,299)
<u>Disposal of investments in equity instruments designated at fair value through other comprehensive income</u>											
	6(3)	-	-	-	-	(418,283)	-	418,283	-	-	-
Balance at December 31, 2023		\$ 2,462,421	\$ 5,004,042	\$ 105,157	\$ 299,035	\$ 239,431	(\$ 226,606)	\$ 635,939	\$ 8,519,419	\$ 8,193,720	\$ 16,713,139

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

FIT HOLDING CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2023 AND 2022
(Expressed in thousands of New Taiwan dollars)

		Year ended December 31	
	Notes	2023	2022
<u>CASH FLOWS FROM OPERATING ACTIVITIES</u>			
Profit before tax		\$ 1,102,011	\$ 846,521
Adjustments			
Adjustments to reconcile profit (loss)			
Depreciation (including investment property and right-of-use assets)	6(9)(10)(12)(28)(30)	400,169	393,728
Amortizations	6(13)(30)	77,336	16,826
(Gain on reversal of) expected credit loss	12(2)	(532)	1,886
Gains on disposals of property, plant and equipment	6(9)(28)	(2,650)	(2,293)
Financial assets at fair value through profit or loss	6(28)	(110)	-
Share of profit of associates and joint ventures accounted for using the equity method		(15,471)	(50,271)
Interest expense	6(29)	199,742	135,701
Interest income	6(26)	(109,922)	(68,260)
Dividend income	6(27)	(90,410)	(44,690)
Gains on disposals of investments	6(25)(28)	(173,194)	(12,866)
Compensation cost of employee share options		-	4,107
Deferred government grants revenue recognised	6(28)	(5,201)	(5,956)
Profit from lease modification	6(10)	(157)	(1,246)
Gain recognised in bargain purchase transaction	6(27)	(707)	-
Changes in operating assets and liabilities			
Changes in operating assets			
Current contract assets		(5,786,802)	500,328
Notes receivable, net		9,298	(30,693)
Accounts receivable		(751,000)	(48,117)
Accounts receivable - related parties		7,196	10,648
Other receivables		290,596	14,004
Inventories		(43,930)	54,007
Prepayments		(964,034)	(2,461,722)
Other current assets		4,205	15,118
Changes in operating liabilities			
Contract liabilities - current		(314,223)	6,857
Notes payable		32,021	506
Accounts payable		816,184	(1,314,408)
Accounts payable to related parties		7,337	(2,744)
Other payables		234,251	3,403
Other payables to related parties		(15,460)	2,291
Other current liabilities		35,457	(34,580)
Cash outflow generated from operations		(5,058,000)	(2,071,915)
Interest received		110,228	66,549
Interest paid		(188,966)	(130,902)
Dividends received		90,410	44,690
Income tax paid		(115,587)	(259,435)
Net cash flows used in operating activities		(5,161,915)	(2,351,013)

(Continued)

FIT HOLDING CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2023 AND 2022
(Expressed in thousands of New Taiwan dollars)

		Year ended December 31	
	Notes	2023	2022
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Proceeds from disposal of financial assets at fair value through other comprehensive income		\$ 180,000	\$ -
Decrease (increase) in financial assets at amortised cost		47,618	(1,183,485)
Acquisition of financial assets at fair value through other comprehensive income	6(3)	(918,233)	-
Net cash flow from acquisition of subsidiaries	6(34)	(381,756)	(199,214)
Net cash flow from disposal of subsidiaries	6(35)	227,394	65,262
Acquisition of investments accounted for using the equity method	6(8)	(490)	(1,101,545)
Acquisition of property, plant and equipment	6(9)(35)	(880,252)	(536,604)
Proceeds from disposal of property, plant and equipment	6(9)	6,509	5,477
Acquisition of intangible assets	6(12)(13)	(2,926)	(9,887)
Increase in prepayments for business facilities		(18,071)	(1,390,394)
Increase in refundable deposits		(8,624)	(1,214,898)
Increase in other non-current assets		(2,309)	(12,890)
Net cash flows used in investing activities		(1,751,140)	(5,578,178)
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
Increase in short-term borrowings	6(36)	28,604,288	31,298,547
Decrease in short-term borrowings	6(36)	(26,488,053)	(27,348,828)
Increase in short-term notes payable	6(36)	2,387,532	192,637
Increase in long-term borrowings	6(36)	11,206,793	11,507,524
Decrease in long-term borrowings	6(36)	(10,137,954)	(9,187,677)
Repayment of lease liabilities	6(36)	(113,529)	(84,163)
Increase in guarantee deposits received		7,180	4,767
Increase in other non-current liabilities		304	486
Issuance of bonds by subsidiaries		3,153,604	-
Cash dividends paid	6(23)	(369,363)	(123,121)
Cash dividends from capital surplus	6(22)	(123,121)	(246,242)
Subsidiary's cash dividends paid to non-controlling interests		(56,599)	(102,908)
Changes in non-controlling interest	6(33)	95,138	2,703,696
Net cash flows from financing activities		8,166,220	8,614,718
Changes in foreign currency exchange		(32,731)	78,822
Net increase in cash and cash equivalents		1,220,434	764,349
Cash and cash equivalents at beginning of year		5,732,695	4,968,346
Cash and cash equivalents at end of year		\$ 6,953,129	\$ 5,732,695

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

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

PWCR 23004813

To the Board of Directors and Shareholders of FIT HOLDING CO., LTD.

Opinion

We have audited the accompanying parent company only balance sheets of FIT HOLDING CO., LTD. as at December 31, 2023 and 2022, 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, based on our audits and reports of other auditors (please refer to the *Other matter* section), the accompanying parent company only financial statements present fairly, in all material respects, the parent company only financial position of FIT HOLDING CO., LTD. as at December 31, 2023 and 2022, 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 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 parent company only financial statements* section of our report. We are independent of FIT HOLDING CO., LTD. in accordance with the Norm of Professional Ethics for Certified Public

Accountant in the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. Based on our audits and the reports of other auditors, 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 2023 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.

The balance of investments accounted for under the equity method recognized amounted to NT\$10,234,449 thousand, constituting 98% of the Company's total assets as at December 31, 2023, and the investment profit (shown as operating revenue) amounted to NT\$582,566 thousand. Please refer to Note 4(9) for accounting policies on investments accounted for under the equity method and Note 6(4) for details of investments accounted for under the equity method. As the amounts are material to the parent company only financial statements of the Company, the investments accounted for under the equity method - recognition of construction revenue - assessment on the stage of completion; investments accounted for under the equity method - valuation of goodwill impairment; and investments accounted for under the equity method - valuation of property, plant and equipment impairment were identified as key audit matters.

Key audit matters for the Company's 2023 parent company only financial statements are stated as follows:

Recognition of construction revenue - assessment on the stage of completion

Description

Please refer to Note 4(31) for accounting policy on construction contracts; Note 5(2) for the uncertainty of critical judgement, accounting estimates and assumptions applied to construction contracts and Note 6(24) for details of contract assets, contract liabilities and construction revenue, which amounted to NT\$8,675,960 thousand, NT\$43,541 thousand and NT\$10,285,643 thousand, respectively, as of December 31, 2023.

The construction revenue and costs mainly arise from undertaking construction works. If the outcome of a construction contract can be estimated reliably, revenue should be recognised by reference to the stage of completion of the contract activity, using the percentage-of-completion method of accounting, over the contract term. The stage of completion of a construction contract is measured by the proportion of contract costs incurred for the construction performed as of the financial reporting date to the estimated total costs for the construction contract over time. Nature of constructions and the price fluctuations in the market to estimate the costs for each construction activity such as estimated subcontract charges and material and labour expenses, and the complexity of aforementioned total cost usually involves subjective judgement and contains a high degree of uncertainty, which might affect the construction revenue recognition, we consider the assessment on the stage of completion which was applied on construction revenue recognition as one of the key audit matters.

How our audit addressed the matter

We performed the following audit procedures on the above key audit matter on the stage of completion:

- A. Obtained an understanding on the nature of business and industry, and assessed the reasonableness of internal process applied to estimate total construction cost, including the basis for estimating the expected total cost for construction contracts

of the same nature.

- B. Assessed and tested the internal controls used by the management to recognise construction revenue based on the stage of completion, including checking the supporting documents of additional or reduced constructions and significant constructions performed in the period.
- C. Sampled and tested the subcontracts that have been assigned, and assessed the basis and reasonableness of estimating costs for those that have not been assigned.
- D. Performed substantive procedures relating to the construction profit or loss statement, including sampling and verifying the costs incurred in the period with the appropriate evidence, and recalculating and confirming that construction revenue calculated based on the stage of completion had been accounted for appropriately.

Investments accounted for under the equity method - Valuation of goodwill impairment

Description

Please refer to Note 4(21) in the consolidated financial statements for accounting policies on impairment loss on non-financial assets, Note 5(2) in the consolidated financial statements for the uncertainty of accounting estimates and assumptions applied to goodwill impairment valuation, and Note 6(13) in the consolidated financial statements for details of intangible assets. The amount of goodwill was generated from the acquisition of subsidiaries, Power Quotient International Co., Ltd. and Foxlink Image Technology Co., Ltd., As of December 31, 2023, the balance of goodwill amounted to NT\$ 320,570 thousand and NT\$ 611,761 thousand, respectively. The Company valued the impairment of goodwill through the discounted cash flow method which measures the cash generating unit's recoverable amount. As the assumptions of expected future cash flows involved subjective judgement and a high degree of uncertainty which would cause a material impact on the valuation result, the valuation of goodwill impairment was identified as one of the key audit matters.

How our audit addressed the matter

We performed the following audit procedures on the above key audit matter:

- A. Obtained an understanding and assessed the reasonableness of valuation of goodwill impairment policies and procedures.
- B. Obtained the external appraisal report on impairment valuation and examined the external appraiser's qualification and assessed the independence, competence and objectiveness.
- C. Assessed that the valuation model used in the appraisal report was widely used and appropriate.
- D. Assessed the reasonableness of significant assumptions (including expected growth rate and discount rate) applied in the appraisal report.

Investments accounted for under equity method - Valuation of property, plant and equipment impairment

Description

Please refer to Note 4(21) in the consolidated financial statements for accounting policies on impairment loss on non-financial assets, Note 5(2) in the consolidated financial statements for the uncertainty of accounting estimates and assumptions applied to property, plant and equipment impairment valuation, and Note 6(9) in the consolidated financial statements for details of property, plant and equipment.

As the 3C components' life cycles are relatively short and the market is highly competitive, there is a high risk of property, plant and equipment incurring an impairment loss. The Company's subsidiaries valued the impairment of the cash generating unit's property, plant and equipment which had an indication of impairment. We mainly relied on the external appraisal report. As the external appraisal report on impairment valuation involved subjective judgement, various assumptions and a high degree of uncertainty

which would cause a material impact on the valuation result, the valuation of property, plant and equipment impairment was identified as one of the key audit matters.

How our audit addressed the matter

We performed the following audit procedures on the above key audit matter:

- A. Obtained an understanding and assessed the reasonableness of valuation of property, plant and equipment impairment policies and procedures.
- B. Examined the external appraiser's qualification and assessed the independence, competence and objectiveness.
- C. Verified whether the list of properties for the external appraiser is correct.
- D. Assessed that the valuation method used in the appraisal report was appropriate.
- E. Tested the external appraisal report's valuation basis adequacy.

Other matter - Reference to the reports of other auditors

We did not audit the financial statements of certain investments accounted for under the equity method which were audited by other auditors. Therefore, our opinion expressed herein, insofar as it relates to the amounts included in respect of these associates and the information disclosed in Note 13, is based solely on the reports of the other auditors. The balance of these investments accounted for under the equity method amounted to NT\$33,401 thousand and NT\$203,442 thousand, constituting 0.32% and 1.94% of the consolidated total assets as at December 31, 2023 and 2022, respectively, and the share of loss of associates and joint ventures accounted for under the equity method amounted to NT\$48 thousand and NT(\$9,441) thousand, constituting 0.01% and (2.00%) of the total comprehensive income for the years then ended, respectively.

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 generally accepted auditing standards in 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 parent company only financial statements.

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

- A. 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.
- B. 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.
- C. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- D. 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.
- E. 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.
- F. 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 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.

Chou, Hsiao-Tzu

Liang Yi Chang

For and on behalf of PricewaterhouseCoopers, Taiwan

March 7, 2024

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.

FIT HOLDING CO., LTD.
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2023 AND 2022
(Expressed in thousands of New Taiwan dollars)

Assets		Notes	December 31, 2023		December 31, 2022				
			AMOUNT	%	AMOUNT	%			
Current assets									
1100	Cash and cash equivalents	6(1)	\$	35,387	-	\$	7,224	-	
1136	Current financial assets at amortised cost	6(3)		-	-		27,330	-	
1210	Other receivables - related parties	7		-	-		694,545	7	
1410	Prepayments			36	-		-	-	
1470	Other current assets			7,741	-		1,705	-	
11XX	Current Assets			43,164	-		730,804	7	
Non-current assets									
1517	Non-current financial assets at fair value through other comprehensive income	6(2)		210,529	2		210,529	2	
1550	Investments accounted for under equity method	6(4)		10,234,449	98		9,552,564	91	
1780	Intangible assets	6(5)		1,405	-		-	-	
15XX	Non-current assets			10,446,383	100		9,763,093	93	
1XXX	Total assets		\$	10,489,547	100	\$	10,493,897	100	
Liabilities and Equity									
Current liabilities									
2100	Short-term borrowings	6(7)	\$	514,000	5	\$	1,128,000	11	
2110	Short-term notes and bills payable	6(8)		299,867	3		-	-	
2200	Other payables			56,225	-		49,567	-	
2230	Current income tax liabilities			-	-		9,581	-	
2320	Long-term liabilities, current portion	6(9)		-	-		200,000	2	
2399	Other current liabilities, others			36	-		63	-	
21XX	Current Liabilities			870,128	8		1,387,211	13	
Non-current liabilities									
2540	Long-term borrowings	6(9)		1,100,000	11		1,230,000	12	
25XX	Non-current liabilities			1,100,000	11		1,230,000	12	
2XXX	Total Liabilities			1,970,128	19		2,617,211	25	
Equity									
Share capital									
3110	Share capital - common stock	6(10)		2,462,421	23		2,462,421	23	
Capital surplus									
3200	Capital surplus	6(11)		5,004,042	48		4,841,997	47	
Retained earnings									
3310	Legal reserve			105,157	1		51,068	-	
3320	Special reserve			299,035	3		229,129	2	
3350	Unappropriated retained earnings	6(12)		239,431	2		582,744	6	
Other equity interest									
3400	Other equity interest			409,333	4	(290,673)	(3)
3XXX	Total equity			8,519,419	81		7,876,686	75	
Significant contingent liabilities and unrecognised contract commitments									
Significant events after the balance sheet date									
3X2X	Total liabilities and equity		\$	10,489,547	100	\$	10,493,897	100	

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

FIT HOLDING CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2023 AND 2022
(Expressed in thousands of New Taiwan dollars, except earnings per share amounts)

			Year ended December 31			
			2023		2022	
Items		Notes	AMOUNT	%	AMOUNT	%
4000	Sales revenue	6(4)	\$ 582,566	100	\$ 551,836	100
5000	Operating costs		-	-	-	-
5900	Net operating margin		582,566	100	551,836	100
	Operating expenses	6(13)				
6200	General and administrative expenses		(26,958)	(5)	(25,669)	(5)
6000	Total operating expenses		(26,958)	(5)	(25,669)	(5)
6900	Operating profit		555,608	95	526,167	95
	Non-operating income and expenses					
7100	Interest income	6(3) and 7	4,637	1	13,090	3
7010	Other income		170	-	168	-
7020	Other gains and losses		(543)	-	4,728	1
7050	Finance costs		(40,420)	(7)	(31,891)	(6)
7900	Profit before income tax		519,452	89	512,262	93
7950	Income tax benefit	6(14)	48,464	9	17,327	3
8200	Profit for the year		\$ 567,916	98	\$ 529,589	96
	Other comprehensive income					
	Components of other comprehensive income that will not be reclassified to profit or loss					
8330	Share of other comprehensive income of associates and joint ventures accounted for using equity method, components of other comprehensive income that will not be reclassified to profit or loss		\$ 330,782	57	(\$ 183,950)	(34)
8310	Components of other comprehensive income that will not be reclassified to profit or loss		330,782	57	(183,950)	(34)
	Components of other comprehensive income that will be reclassified to profit or loss					
8380	Share of other comprehensive income of associates and joint ventures accounted for using equity method, components of other comprehensive income that will be reclassified to profit or loss		(48,647)	(9)	125,346	23
8360	Components of other comprehensive income that will be reclassified to profit or loss		(48,647)	(9)	125,346	23
8300	Other comprehensive (loss) income for the year		\$ 282,135	48	(\$ 58,604)	(11)
8500	Total comprehensive income for the year		\$ 850,051	146	\$ 470,985	85
9750	Total basic earnings per share (in dollars)	6(15)	\$ 2.31		\$ 2.15	
9850	Total diluted earnings per share (in dollars)		\$ 2.30		\$ 2.14	

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

FIT HOLDING CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2023 AND 2022
(Expressed in thousands of New Taiwan dollars)

		Retained earnings				Other equity interest			
		Share capital - common stock	Total capital surplus, additional paid-in capital	Legal reserve	Special reserve	Unappropriated retained earnings	Financial statements translation differences of foreign operations	Unrealised gains (losses) from financial assets measured at fair value through other comprehensive income	Total equity
	Notes								
Year 2022									
Balance at January 1, 2022		\$ 2,462,421	\$ 4,890,319	\$ 8,985	\$ 8,361	\$ 427,826	(\$ 303,305)	\$ 82,537	\$ 7,577,144
Profit		-	-	-	-	529,589	-	-	529,589
Other comprehensive income (loss)		-	-	-	-	11,301	125,346	(195,251)	(58,604)
Total comprehensive income (loss)		-	-	-	-	540,890	125,346	(195,251)	470,985
Cash dividends paid from additional paid-in capital	6(11)	-	(246,242)	-	-	-	-	-	(246,242)
Appropriation and distribution of retained earnings	6(12)								
Legal reserve appropriated		-	-	42,083	-	(42,083)	-	-	-
Special reserve appropriated		-	-	-	220,768	(220,768)	-	-	-
Cash dividends to shareholders		-	-	-	-	(123,121)	-	-	(123,121)
Adjustments to share of changes in equity of associates and joint ventures accounted for using the equity method		-	2,127	-	-	-	-	-	2,127
Changes in investees' capital increase not recognized by shareholding percentage		-	194,140	-	-	-	-	-	194,140
Compensation costs		-	1,653	-	-	-	-	-	1,653
Balance at December 31, 2022		\$ 2,462,421	\$ 4,841,997	\$ 51,068	\$ 229,129	\$ 582,744	(\$ 177,959)	(\$ 112,714)	\$ 7,876,686
Year 2023									
Balance at January 1, 2023		\$ 2,462,421	\$ 4,841,997	\$ 51,068	\$ 229,129	\$ 582,744	(\$ 177,959)	(\$ 112,714)	\$ 7,876,686
Profit		-	-	-	-	567,916	-	-	567,916
Other comprehensive income (loss)		-	-	-	-	412	(48,647)	330,370	282,135
Total comprehensive income (loss)		-	-	-	-	568,328	(48,647)	330,370	850,051
Cash dividends paid from additional paid-in capital	6(11)	-	(123,121)	-	-	-	-	-	(123,121)
Appropriation and distribution of retained earnings	6(12)								
Legal reserve appropriated		-	-	54,089	-	(54,089)	-	-	-
Special reserve appropriated		-	-	-	69,906	(69,906)	-	-	-
Cash dividends to shareholders		-	-	-	-	(369,363)	-	-	(369,363)
Adjustments to share of changes in equity of associates and joint ventures accounted for using the equity method	6(4)	-	119,631	-	-	-	-	-	119,631
Changes in ownership interests in subsidiaries	6(4)	-	148,215	-	-	-	-	-	148,215
Difference between consideration and carrying amount of subsidiaries acquired or disposed	6(4)	-	17,320	-	-	-	-	-	17,320
Disposal of investments in equity instruments designated at fair value through other comprehensive income		-	-	-	-	(418,283)	-	418,283	-
Balance at December 31, 2023		\$ 2,462,421	\$ 5,004,042	\$ 105,157	\$ 299,035	\$ 239,431	(\$ 226,606)	\$ 635,939	\$ 8,519,419

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

FIT HOLDING CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2023 AND 2022
(Expressed in thousands of New Taiwan dollars)

		Year ended December 31	
	Notes	2023	2022
<u>CASH FLOWS FROM OPERATING ACTIVITIES</u>			
Profit before tax		\$ 519,452	\$ 512,262
Adjustments			
Adjustments to reconcile profit (loss)			
Share of profit of associates accounted for using the equity method	6(4)	(582,566)	(551,836)
Amortisation	6(5)	401	-
Interest expense		40,420	31,891
Interest income		(4,637)	(13,090)
Changes in operating assets and liabilities			
Changes in operating assets			
Other receivables due from related parties		64,363	37,838
Other current assets		(6,035)	24
Changes in operating liabilities			
Prepaid expenses		(36)	78
Other payables		(20,287)	(23,331)
Other current liabilities-others		(27)	25
Cash inflow (outflow) generated from operations		11,048	(6,139)
Interest received		4,636	14,452
Dividend received		494,982	412,485
Interest paid		(40,952)	(30,715)
Income taxes paid		(458)	(63,324)
Net cash flows from operating activities		<u>469,256</u>	<u>326,759</u>
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Decrease in financial assets at amortised cost		27,330	200,296
Other receivables due from related parties		670,000	(670,000)
Acquisition of investments accounted for under the equity method		-	(600,000)
Acquisition of intangible assets	6(5)	(1,806)	-
Net cash flows from (used in) investing activities		<u>695,524</u>	<u>(1,069,704)</u>
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
(Decrease) increase in short-term borrowings		(614,000)	218,000
Increase in short-term notes and bills payable		299,867	-
Proceeds from long-term debt		2,000,000	2,910,000
Repayments of long-term debt		(2,330,000)	(2,010,000)
Cash dividends paid	6(12)	(369,363)	(123,121)
Cash dividends paid from additional paid-in capital	6(11)	(123,121)	(246,242)
Net cash flows (used in) from financing activities		<u>(1,136,617)</u>	<u>748,637</u>
Net increase in cash and cash equivalents		28,163	5,692
Cash and cash equivalents at beginning of year		<u>7,224</u>	<u>1,532</u>
Cash and cash equivalents at end of year		<u>\$ 35,387</u>	<u>\$ 7,224</u>

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

FIT Holding Co., Ltd.

Earnings Distribution Table

2023

Unit: NT\$

Item	Amount		Remarks
	Subtotal	Total	
Undistributed earnings at the beginning of the period		89,385,389	
Less: Disposal of equity instruments at fair value through other comprehensive income in 2023	(418,283,132)		
Add: Remeasurement of 2023 defined benefit plan	412,240	(417,870,892)	
Add: net profit after tax of the year	567,916,226		
Less: legal reserve allocation	(15,004,533)		
Add: Reversal of special reserves	290,673,798	843,585,491	
Distributable earnings		515,099,988	
Distribution item:			
Cash dividend		(369,363,219)	NT\$1.5 per share
Undistributed earnings at the end of the period		145,736,769	

Note 1: For the Company's earnings distribution, the distributable earnings in 2023 will be allocated first.

Note 2: The dividend distribution is calculated based on 246,242,146 shares outstanding at the time of the resolution of the board meeting on March 7, 2024.

Note 3: According to the Articles of Association of the Company, the earnings will be distributed in cash, and the board meeting is authorized to decide by resolution.

Responsible persons: T.C.Gou Managerial Officer: Wilson Hu Chief Accounting Officer: Kufn Lin

FIT Holding Co., Ltd

List of independent director candidates

Name	Educational Background	Work Experience	Title	Number of shares held (unit: shares)
Lu Hong Te	PhD	<ol style="list-style-type: none"> 1. Consultant, Straits Exchange Foundation 2. Consultant, Taiwan Electrical and Electronic Manufacturers' Association, Mainland China Committee 	<ol style="list-style-type: none"> 1. Adjunct Professor, Chung Yuan Christian University, Department of Business Administration 2. Independent Director, Lanner Electronics Inc. 	0

FIT Holding Co., Ltd.
The Independent Director Candidates Concurrently Hold Positions
in Other Companies

Name	Companies and positions concurrently hold	Items of competitive conduct in which the director is permitted to engage	Period of permission to engage in the competitive conduct
Lu Hong Te	Independent director,Lanner Electronics Inc.	Companies that are within the same or similar business scope of the Company	Term of office as a director of the Company