

Stock Code: 2739



MY HUMBLE HOUSE
HOSPITALITY MANAGEMENT
CONSULTING

寒舍餐旅管理顧問

My Humble House Hospitality Management
Consulting Co., Ltd.
Annual General Shareholders' Meeting 2026

Meeting Agenda

Date: May 26, 2026

Location: B1, No. 12, Sec. 1, Zhongxiao E. Rd., Taipei City
(Jade Room, B1, Sheraton Grand Taipei Hotel)

Meeting type: Physical Shareholders Meeting

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**My Humble House Hospitality Management
Consulting Co., Ltd.**

**Procedure for the Annual General shareholders'
meeting 2026**

I. Call the Meeting to Order

II. Chairperson's Opening Remarks

III. Reports

IV. Adoptions

V. Discussion

VI. Extemporaneous Motions

VII. Adjournment

My Humble House Hospitality Management Consulting Co., Ltd.

2026 Meeting Agenda

Time and Date: 9 AM, Tuesday, May 26, 2026

Location: B1, No. 12, Sec. 1, Zhongxiao E. Rd., Taipei City
(Jade Room, B1, Sheraton Grand Taipei Hotel)

Method: Physical Meeting

I. Call the Meeting to order (report on shares represented)

II. Chairperson's opening remarks

III. Reports

(I) 2025 Business Report

(II) Audit Committee's Review Report on the 2025 Financial Statements

(III) Report on the Distribution of Directors' and Employees' Remuneration for 2025

(IV) Report on Cash Dividend Distribution for 2025 Earnings

IV. Adoptions

(I) 2025 Business Report and Financial Statements

(II) 2025 Earning Distribution Proposal

V. Discussion

(I) Partial amendments to the "Regulations Governing the Acquisition and Disposal of Assets"

VI. Extemporaneous Motions

VII. Adjournment

Reports:

Report 1

Subject: 2025 Business Report

Description: Please refer to Attachment 1 (Pages 8–11) for the Company's 2025 Business Report.

Report 2

Subject: Audit Committee's Review Report on the 2025 Financial Statements

Description: Please refer to Attachment 2 (Page 12) for the Audit Committee Review Report of the 2025 Financial Statements.

Report 3

Subject: Report on the Distribution of Directors' and Employees' Remuneration for 2025

Description: 1. According to Article 20 of the Company's Articles of Incorporation, if the Company has earnings in a given fiscal year (referring to pre-tax profits before deducting employee's and director's remunerations), no less than 1% shall be allocated as employees' remuneration (of which no less than 50% shall be allocated to rank-and-file employees) and no more than 1% as directors' remuneration after offsetting accumulated losses.

2. It is proposed that 1% of the Company's earnings be allocated as directors' remuneration in the amount of NT\$2,955,322, and 1% as employees' remuneration in the amount of NT\$2,955,322 (of which 50%, amounting to NT\$1,477,661, is proposed to be allocated to rank-and-file employees). All aforementioned amounts shall be distributed in cash.

Report 4

Subject: Report on Cash Dividend Distribution for 2025 Earnings

Description: 1. According to Article 20 of the Company's Articles of Incorporation, if there are surplus earnings for the year, the Board of Directors shall propose a plan for profit distribution. In case of a cash dividend, the Board of Directors is authorized to determine the distribution and report to the shareholders' meeting. Please refer to Attachment 3 (page 13) for the Earnings Distribution Table.

2. It is proposed that the Company distribute a total of NT\$236,137,080 in cash dividends to shareholders, with a cash dividend of NT\$2.58 per share. The distribution of cash will be rounded down to the nearest whole unit, and any amounts less than NT\$1 will be disregarded and recorded as other income of the Company. The Chairman is authorized to determine the ex-dividend date, payment date, and other related matters.

3. If the number of outstanding shares change due to capital increases or other factors, affecting the shareholder dividend rate, the Chairman is authorized to handle the matter at the discretion.

Adoptions:

1. Proposed by the Board

Subject: 2025 Business Report and Financial Statements

Description: 1. The Company's 2025 Business Report and Financial Statements have been reviewed and completed by the Audit Committee and approved by the Board of Directors.
2. Please refer to Attachment 1 (pages 8-11) for the 2025 Business Report, and Attachment 4 (pages 14 to 37) for the 2025 Individual and Consolidated Financial Reports.

Resolution:

2. Proposed by the Board

Subject: 2025 Earning Distribution Proposal

Description: The Earnings Distribution Table for 2025 has been reviewed and approved by the Audit Committee and the Board of Directors. Please refer to Attachment 3 (page 13).

Resolution:

Discussions:

1.

Proposed by the Board

Subject: Partial Amendments to the Procedures for Acquisition or Disposal of Assets

Description: It is proposed that these Procedures be amended in accordance with Letter No. Jin-Guan-Zheng-Fa-1140383333 dated July 24, 2025. Please refer to Attachment 5 (Pages 38–46) for the comparison table of amendments.

Resolution:

Extemporary Motions:

Adjournment

My Humble House Hospitality Management Consulting Co., Ltd. 2025 Business Report

The Company operates a total of four hotel properties, employing a multi-brand strategy and regional differentiation positioning to provide travelers with comprehensive urban business and leisure vacation services, including:

1. **Sheraton Taipei Hotel**– An international brand hotel located in the Taipei Main Station commercial district, which has been an iconic international five-star hotel in Taipei City since it commenced operations in 2002.
2. **Le Méridien Taipei**– An international brand hotel located in the Xinyi District of Taipei City, which pioneered the trend of fashion, art, and culture in Taipei’s hotel industry and is highly favored by international business travelers and tourists.
3. **Humble Boutique Hotel**– A design-led urban hotel located in the Nanjing-Songjiang business district of Taipei City, targeting the boutique and high-end traveler segments.
4. **Mu Jiao Xi Hotel**– A leisure resort hotel located in Jiaoxi, Yilan, which integrates hot springs, dining, and resort experiences, targeting the leisure travel market.

In 2025, the Company’s overall revenue continued to demonstrate steady growth amid market competition and rising costs. In terms of room occupancy, the Company benefited from business activities and the hosting of large-scale international conventions and exhibitions, concerts, and sporting events, which boosted demand for accommodation from business and leisure travelers at urban hotels in Taipei City. As far as food and beverage are concerned, the Company managed to sustain steady growth in this area, owing primarily to banquets and high-end dining consumption.

I. The Company’s business results for fiscal year 2025 are reported as follows:

(1) Business report

1. Total revenue:

The Company’s total operating revenue for 2025 amounted to NT\$5,169,913 thousand, up 2.72% on a year-on-year basis. Among them, Sheraton Taipei Hotel generated NT\$2,957,855 thousand in operating revenue, up 2.80% year-on-year; Le Méridien Taipei posted an operating revenue of NT\$1,437,312 thousand, up 1.13% from 2024; Mu Jiao Xi Hotel’s operating revenue amounted to NT\$546,140 thousand, up 5.71% year-on-year; whereas Humble Boutique Hotel generated NT\$222,438 thousand in operating revenue, up 3.17% from 2024.

2. Guest rooms:

The Company's total guest room revenue for 2025 reached NT\$2,109,490 thousand, up 3.82% on a year-on-year basis. Specifically, Sheraton Taipei Hotel generated NT\$1,087,578 thousand in guest room revenue, up 3.23% year-on-year, with an occupancy rate of 77.33%, which rose 1.16%, and an average room rate of NT\$5,162, a 2.20% increase from 2024.

Le Méridien Taipei recorded a guest room revenue of NT\$525,019 thousand, an increase of 2.80% from 2024, with an occupancy rate of 85.48%, which rose 4.56%, and an average room rate of NT\$9,562, down 2.46% from 2024.

Mu Jiao Xi Hotel posted a guest room revenue of NT\$315,822 thousand, up 8.36% year-on-year, with an occupancy rate of 58.18%, which rose 7.69%, and an average room rate of NT\$7,288, a 4.51% fall from 2024.

Humble Boutique Hotel recorded NT\$181,071 thousand in guest room revenue, an increase of 2.88% year-on-year, with an occupancy rate of 79.76%, up by 2.15%, and an average room rate of NT\$5,082, which rose 0.36% from 2024.

3. Food and beverage:

The Company's total food and beverage service revenue for 2025 totaled NT\$2,943,616 thousand, up 1.79% on a year-on-year basis. Notably, Sheraton Taipei Hotel contributed NT\$1,807,506 thousand, up 2.48%; Le Méridien Taipei contributed NT\$892,362 thousand, up 0.14%; Mu Jiao Xi Hotel Food contributed NT\$208,218 thousand, up 2.34%; whereas Humble Boutique Hotel contributed NT\$35,530 thousand, up 6.18%.

(2) Financial reports

1. Net assets and liabilities:

As of December 31, 2025, the Company's total assets amounted to NT\$11,833,305 thousand, with total liabilities of NT\$10,219,667 thousand, accounting for 86% of total assets. The Company's net worth was NT\$1,613,638 thousand, accounting for 14% of total assets.

2. Profit and loss:

For fiscal year 2025, the Company reported an operating profit of NT\$403,702 thousand, with an operating margin of 8%. Net non-operating income was -NT\$107,794 thousand, and net income after tax was NT\$215,657 thousand, with a net profit margin of 4%. Earnings per share stood at NT\$2.36.

II. Business Plan and Prospects:

In response to the challenges and opportunities in the overall hospitality market in 2026, the Company has outlined three major strategic operational directions, aimed at bolstering our competitiveness and enhancing our overall profit structure.

1. Business marketing strategy

- Reallocate resources to expand the profit structure

Sales and marketing resources are concentrated on high-value customer segments and high-margin product lines. Differentiated price-volume strategies are adopted for peak and off-peak seasons to ensure the maximization of yield.

- Leverage data to establish market advantage and placement efficiency

With in-depth market deconstruction and regional demand forecasting, alongside cross-analysis of marketing databases, precision marketing models are introduced to enhance closing efficiency and per-transaction value.

- Enhance brand premium and market share through differentiated products

Product portfolios with topical appeal and experiential scarcity are developed while leveraging brand advantages to drive high-end market demand and increase market share.

2. Workforce planning

The overall manpower shortage has been alleviated through diversified recruitment, while job redesign has been implemented to assign repetitive and simple tasks to interns, allowing full-time employees to focus on their professional core and on service deepening. Combined with the Group's tiered training courses, service quality and productivity are continuously enhanced to achieve "precise talent utilization and maximization of organizational efficiency."

3. Digital development

- Technical implementation

The Company aims to strengthen hardware and network infrastructure, as well as integrate Group employee accounts and task management systems, with a view to building a stable, reliable, and secure digital foundation with consistency and scalability. In addition, the Company plans to further centralize management of data and information flows to achieve digital process improvement and enhance operational efficiency.

- Operational empowerment

An "Operational Dashboard" is presented through data integration and analysis, allowing operations executives to quickly and effectively keep track of operational status. The Group's third-party services are integrated to strengthen the Humble House Life app and activate point application scenarios to increase application usage rates. The introduction of back-of-house systems is evaluated to reduce information synchronization and communication costs and improve administrative processes and efficiency.

Looking ahead to 2026, the overall tourism and hospitality industry is anticipating numerous changes and challenges due to factors such as rising geopolitical risks, global political and economic uncertainty, the decline of the domestic travel market, rising operating costs, and the entry of new international hotel brands. The Company will not only consolidate our market leadership position, but also bolster our brand value and enhance customer service experience and employee satisfaction through digital applications, talent reinforcement, precision marketing strategies, green accommodation, and Travel Sustainable badge, with the aim of continuously delivering superior operating results for our shareholders.

Chairman: Po-Han Tsai Managerial Officer: Po-Han Tsai Accounting Officer: Yu-Nung Pan



MY HUMBLE HOUSE
HOSPITALITY MANAGEMENT
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Attachment 2

Audit Committee's Review Report

The Board of Directors prepared and submitted the Company's 2025 Annual Business Report, Financial Statements, and Profit Distribution Proposal. The Financial Report has been audited by Tsung-Hsi Lai and Chan-Yuan Tu, CPAs at PwC Taiwan, by whom an audit report has been issued. The aforementioned business report, financial statements, and profit distribution proposal have been reviewed by our audit committee and found to be in compliance. Therefore, in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, we submit them for your review.

Annual general shareholders' meeting 2026

My Humble House Hospitality Management Consulting Co., Ltd.

Convener of the Audit Committee: Chao-Ming Wang

March 9, 2026

My Humble House Hospitality Management Consulting Co., Ltd.
2025 Earnings Distribution Table

Unit: NT\$

Item	Amount
Unappropriated retained earnings at the start of period	\$208,153
Add: actuarial gains and losses of defined benefit plans recognized in retained earnings for 2025	3,547,328
Gains from disposal of equity instruments measured at fair value through other comprehensive income under the equity method	43,658,177
Adjusted unappropriated accumulated retained earnings	47,413,658
Add: net profit after tax for 2025	215,656,526
Less: legal reserve	(26,286,203)
Distributable earnings	236,783,981
Items for distribution:	
Shareholder dividends - cash dividends (NT\$2.58 per share)	(236,137,080)
Unappropriated retained earnings at end of period	\$646,901

Note 1. The cash dividend for this earning appropriation is distributed at NT\$2.58 per share (calculated based on the 91,526,000 shares outstanding when the earning appropriation proposals were approved by the Board of Directors on March 9, 2026). The distribution of cash is rounded down to the nearest whole number, and any fractional amount less than one is included in the company's other income.

2. The Company may authorize the Chairperson to handle matters at their discretion if, prior to the base date for profit distribution, any changes in the number of outstanding shares due to proceeds from issuing shares or other reasons affect the dividend rate for shareholders.

3. The amount of profit distribution will be prioritized based on the net profit after tax for the year 2025.

Chairman: Po-Han Tsai Managerial Officer: Po-Han Tsai Accounting Officer: Yu-Nung Pan

Independent Auditors' Report

(2026) Tsai-Shen-Bao-Zi No.25004158

To My Humble House Hospitality Management Consulting Co., Ltd.

Audit Opinion

We have audited the accompanying parent only financial statements of My Humble House Hospitality Management Consulting Co., Ltd. (the "Company"), which comprise the parent only balance sheets as of December 31, 2025 and 2024, and the parent only statements of comprehensive income, changes in equity and cash flows for the years then ended from January 1 to December 31, 2025 and 2024, and the notes to the parent only financial statements, including a summary of significant accounting policies.

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

Basis for the Audit Opinion

We conducted our audits in accordance with the Regulation Governing Auditing and Certification of Financial Statements by Certified Public Accountants and auditing standards accepted in the R.O.C. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Unconsolidated Financial Statements section of our report. The auditors of the firm, subject to the independence regulations, have maintained independence from the Company in accordance with the Code of Ethics and perform other obligations of such Code. 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 unconsolidated financial statements of the Company for the year ended December 31, 2025. These matters were addressed in the context of our audit of the unconsolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

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

The accuracy of food service revenue and occupancy revenue

Description

The 2025 food service revenue and occupancy revenue were NT\$2,943,616 thousand and NT\$2,108,861 thousand respectively, accounting for 57.01% and 40.84%, respectively of the total operating revenue. Please refer to Note 4(28) in the parent company only financial statements for the accounting policy of the operating revenue; please refer to Note 6(22) in the parent company only financial statements for the descriptions of accounting items.

The amount of food service revenue and occupancy revenue is significant. In addition, due to the industry nature, the sources of customers are business travelers, individual travelers, and groups. The unit price of products is low, and the number of sales is high, which results in significant transaction amount. As a result, the possibility of misstatement is higher, which may result in the material misstatement of the parent company only financial statements. Therefore, we regard the accuracy of food service revenue and occupancy revenue as one of the most significant audit matters in this year's audit.

Responding audit procedure

We have executed the following responding audit procedure on the aforementioned key audit items:

1. Understand and test the effectiveness of internal revenue control over the food service and occupancy, including to confirm the amount of the sales statement generated by the sales system is consistent with the credited amount.
2. Execute the confirmation test, which includes:
 - (1) Verify the accuracy of customer bills, invoice record, and credited amount.
 - (2) Verify the accuracy of the credited amount and the invoice amount.
 - (3) Verify the accuracy of the receivable record and the original credited amount.

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

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

In preparing the unconsolidated financial statements, management is also 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.

Auditor's Responsibilities for the Audit of the unconsolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the unconsolidated 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 auditing standards generally accepted in the R.O.C. will always detect a material misstatement when it exists in the unconsolidated financial statements. Misstatements can arise from fraud or error. Misstatements 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 the unconsolidated financial statements.

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

1. Identify and assess the risk of material misstatement of the unconsolidated financial statements due to fraud or error, design and adopt appropriate countermeasures for the risks assessed, and obtain sufficient and appropriate audit evidence in order to be used as the basis for the 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 a necessary 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 internal control of the Company.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management level.
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 ability of the Company to continue as a going concern. In case where we consider that such events or circumstances have a material uncertainty, then relevant disclosure of the unconsolidated financial statements are required to be provided in our audit report to allow users of unconsolidated financial statements to be aware of such events or circumstances, 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 auditor's report. However, future events or conditions may cause My Humble House Hospitality Management Consulting Co., Ltd. to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the unconsolidated financial statements, including relevant notes, and whether the unconsolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of the entity of the Company, and express an opinion on unconsolidated financial statements. We handle the guidance, supervision and execution of the audit on the Group and are responsible for preparing the opinion for the parent company only financial statements.

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 the governance units with statements that we have complied with relevant matters that may reasonably be thought to bear on our independence, and we have also communicated with the governance units on all relationships and other matters (including relevant protective measures) that may be considered to affect the independence of auditors.

From the matters communicated with those charged with governance, we determine those matters that were of most significant in the audit of the Company's 2025 unconsolidated financial statements and are therefore the key audit matters. We describe these matters in our auditor's 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.

PricewaterhouseCoopers, Taiwan

Lai, Chung-Hsi

Certified Public Accountant

Tu, Chan-Yuan

Former Securities and Futures Bureau, Financial Supervisory
Commission, Executive Yuan

Issue No.: Financial-Supervisory-Securities -Liu-Zi No. 0960038033

Financial Supervisory Commission

Issue No.: Financial-Supervisory-Securities-Auditing-1120348565

March 9, 2026

My Humble House Hospitality Management Consulting Co., Ltd.
Parent Company Only Balance Sheets
For the Years Ended December 31, 2025 and 2024

Unit: Amounts expressed in thousands of New Taiwan dollars

	Asset	Note	December 31, 2025		December 31, 2024	
			Amount	%	Amount	%
Current asset						
1100	Cash and cash equivalents	6(1)	\$ 682,011	6	\$ 200,254	1
1110	Current financial assets at fair value through profit or loss	6(2)	142,343	1	220,173	2
1136	Financial assets at amortized cost – current	6(3) and 8	89,271	1	144,430	1
1150	Notes receivable, net	6(4)	90	-	63	-
1170	Accounts receivable, net	6(4)	103,413	1	97,516	1
1180	Net accounts receivable – related parties	7	713	-	98	-
1200	Other receivables		1,647	-	1,236	-
1210	Other receivables – related parties	7	3	-	693	-
1220	Current tax assets		337	-	168	-
130X	Inventories	6(5)	79,030	1	88,703	1
1410	Prepayments	7	42,192	-	47,802	-
11XX	Total current asset		<u>1,141,050</u>	<u>10</u>	<u>801,136</u>	<u>6</u>
Non-current assets						
1550	Investment accounted for using the equity method	6(6)	733,087	6	888,969	7
1600	Property, plant and equipment	6(7)	869,888	7	941,695	7
1755	Right-of-use asset	6(8)	7,889,953	67	8,927,051	70
1760	Investment property, net	6(10)	578,027	5	578,985	4
1780	Intangible asset	6(11)	9,070	-	8,882	-
1840	Deferred tax assets	6(29)	261,866	2	336,615	3
1900	Other non-current assets	6(12)	344,261	3	346,149	3
15XX	Total non-current asset		<u>10,686,152</u>	<u>90</u>	<u>12,028,346</u>	<u>94</u>
1XXX	Total assets		<u>\$ 11,827,202</u>	<u>100</u>	<u>\$ 12,829,482</u>	<u>100</u>

(Continue on next page)

My Humble House Hospitality Management Consulting Co., Ltd.

Parent Company Only Balance Sheets
For the Years Ended December 31, 2025 and 2024

Unit: Amounts expressed in thousands of New Taiwan dollars

	Liabilities and Equity	Note	December 31, 2025		December 31, 2024	
			Amount	%	Amount	%
	Current liabilities					
2130	Contract liabilities – current	6(22) and 7	\$ 549,848	5	\$ 587,107	5
2150	Notes payable		4,568	-	5,594	-
2170	Accounts payable		233,897	2	215,919	2
2200	Other payables	6(14)	548,217	4	572,116	4
2220	Other payables – related parties	7	3,905	-	3,917	-
2280	Lease liabilities – current	6(15)	1,065,212	9	1,031,529	8
2399	Other current liabilities – others	7	20,251	-	15,788	-
21XX	Total current liabilities		<u>2,425,898</u>	<u>20</u>	<u>2,431,970</u>	<u>19</u>
	Non-current liabilities					
2570	Deferred tax liabilities	6(29)	5	-	11	-
2580	Lease liabilities – non-current	6(15)	7,708,532	65	8,772,790	68
2600	Other non-current liabilities	6(16)(17) and 7	79,129	1	89,365	1
25XX	Total non-current liabilities		<u>7,787,666</u>	<u>66</u>	<u>8,862,166</u>	<u>69</u>
2XXX	Total Liabilities		<u>10,213,564</u>	<u>86</u>	<u>11,294,136</u>	<u>88</u>
	Equity					
	Share capital	6(18)				
3110	Common share		915,260	8	915,260	7
	Capital surplus	6(19)				
3200	Capital surplus		423,489	4	456,438	4
	Retained earnings	6(20)				
3310	Legal reserve		6,531	-	-	-
3350	Unappropriated earnings		263,070	2	65,316	-
	Other equities	6(21)				
3400	Other equities		5,288	-	98,332	1
3XXX	Total equity		<u>1,613,638</u>	<u>14</u>	<u>1,535,346</u>	<u>12</u>
	Significant contingent liabilities and unrecognized commitments	9				
	Significant Subsequent Events	11				
3X2X	Total liabilities and equities		<u>\$ 11,827,202</u>	<u>100</u>	<u>\$ 12,829,482</u>	<u>100</u>

The attached notes are part of the parent company only financial statements. Please read them jointly.

My Humble House Hospitality Management Consulting Co., Ltd.
Parent Company Only Statement of Comprehensive Income
For the Years Ended December 31, 2025 and 2024

Unit: Amounts expressed in thousands of New Taiwan dollars
(Except for earning per share, which is in NTD)

	Item	Note	2025		2024	
			Amount	%	Amount	%
4000	Operating revenue	6(22) and 7	\$ 5,163,753	100	\$ 5,030,936	100
5000	Operating costs	6(5)(27)(28) and 7	(3,114,454)	(60)	(3,050,921)	(61)
5900	Gross profit		<u>2,049,299</u>	<u>40</u>	<u>1,980,015</u>	<u>39</u>
	Operating expenses	6(5)(27)(28) and 7				
6100	Selling expenses		(338,998)	(6)	(317,046)	(6)
6200	Administrative expenses		(1,217,442)	(24)	(1,202,368)	(24)
6000	Total operating expenses		(1,556,440)	(30)	(1,519,414)	(30)
6900	Operating profit		<u>492,859</u>	<u>10</u>	<u>460,601</u>	<u>9</u>
	Non-operating income and expense					
7100	Interest revenue	6(3) (23)	5,634	-	2,673	-
7010	Other income	6(24) and 7	32,814	1	31,091	1
7020	Other gains or losses	6(2)(10)(12)(25)	(2,713)	-	(13,440)	-
7050	Financial costs	6(8)(13)(26)	(158,372)	(3)	(179,124)	(4)
7055	Expected credit loss	12(2)	(48)	-	-	-
7070	Share of profits/losses of subsidiaries, associated companies, and joint venture accounted for using equity method	6(6)	(80,552)	(2)	252,760	5
7000	Total non-operating incomes and expenses		(203,237)	(4)	93,960	2
7900	Net profit before tax		289,622	6	554,561	11
7950	Tax expenses	6(29)	(73,965)	(2)	(61,008)	(1)
8200	Net profit – current		<u>\$ 215,657</u>	<u>4</u>	<u>\$ 493,553</u>	<u>10</u>
	Other comprehensive (loss) profit					
	Items not reclassified subsequently to profit or loss					
8311	Remeasurement of defined benefit programs	6(16)	\$ 4,434	-	\$ 5,241	-
8330	Share of other comprehensive profits/losses of subsidiaries, associated companies, and joint venture accounted for using equity method – Items not reclassified subsequently to profit or loss	6(21)	(44,009)	(1)	57,183	1
8349	Income taxes related to the items not re-classified	6(29)	(887)	-	(1,048)	-
8310	Total amount of items not reclassified subsequently to profit or loss		(40,462)	(1)	61,376	1
8300	Other comprehensive income (net amount)		<u>(\$ 40,462)</u>	<u>(1)</u>	<u>\$ 61,376</u>	<u>1</u>
8500	Total comprehensive income in the current period		<u>\$ 175,195</u>	<u>3</u>	<u>\$ 554,929</u>	<u>11</u>
	Earnings per share	6(30)				
9750	Basic earnings per share		\$	2.36	\$	5.39
9850	Diluted earnings per share		\$	2.35	\$	5.39

The attached notes are part of the parent company only financial statements. Please read them jointly.

My Humble House Hospitality Management Consulting Co., Ltd.
Parent Company Only Statement of Changes in Equity
For the Years Ended December 31, 2025 and 2024

Unit: Amounts expressed in thousands of New Taiwan dollars

	Note	Share capital		Capital surplus – additional paid-in capital	Retained earnings		Unrealized income/(loss) of financial assets at fair value through other comprehensive income	Total Equity
		Common shares	Preferred shares		Legal reserve	Retained earnings (Accumulated deficit)		
2024								
Balance as of January 1, 2024		\$ 915,260	\$ 100,000	\$ 556,438	\$ -	(\$ 488,542)	\$ 102,794	\$ 1,185,950
Net profit – current		-	-	-	-	493,553	-	493,553
Other comprehensive income (loss)	6(21)	-	-	-	-	4,193	57,183	61,376
Total comprehensive income in the current period		-	-	-	-	497,746	57,183	554,929
Redemption of preference shares	6(18)	-	(100,000)	(100,000)	-	-	-	(200,000)
Variation of associated companies accounted for using equity method	6(21)	-	-	-	-	56,112	(61,645)	(5,533)
Balance as of December 31, 2024		\$ 915,260	\$ -	\$ 456,438	\$ -	\$ 65,316	\$ 98,332	\$ 1,535,346
2025								
Balance as of January 1, 2025		\$ 915,260	\$ -	\$ 456,438	\$ -	\$ 65,316	\$ 98,332	\$ 1,535,346
Net profit – current		-	-	-	-	215,657	-	215,657
Other comprehensive income (loss)	6(21)	-	-	-	-	3,547	(44,009)	(40,462)
Total comprehensive income in the current period		-	-	-	-	219,204	(44,009)	175,195
Appropriation and distribution of 2024 earnings	6(20)							
Legal reserve		-	-	-	6,531	(6,531)	-	-
Cash dividends		-	-	-	-	(58,577)	-	(58,577)
Cash dividends paid from capital surplus	6(20)	-	-	(32,949)	-	-	-	(32,949)
Variation of associated companies accounted for using equity method	6(21)	-	-	-	-	43,658	(49,035)	(5,377)
Balance as of December 31, 2025		\$ 915,260	\$ -	\$ 423,489	\$ 6,531	\$ 263,070	\$ 5,288	\$ 1,613,638

The attached notes are part of the parent company only financial statements. Please read them jointly.

My Humble House Hospitality Management Consulting Co., Ltd.
Parent Company Only Statement of Cash Flows
For the Years Ended December 31, 2025 and 2024

Unit: Amounts expressed in thousands of New Taiwan dollars

	Note	2025	2024
<u>Cash flows from operating activities</u>			
Profit before tax		\$ 289,622	\$ 554,561
Adjustment item			
Income/expenses items			
Expected credit loss	12(2)	48	-
Depreciation expense	6(7)(8)(10)(25)(27)	1,226,408	1,215,233
Amortization expenses	6(11)(27)	4,763	3,706
Net gain on financial assets at fair value	6(2)(25)	(1,413)	(2,027)
Interest expenses	6(26)	158,349	179,104
Interest revenue	6(23)	(5,624)	(2,626)
Share of other profits/losses of subsidiaries, associated companies, and joint venture accounted for using equity method	6(6)	80,552	(252,760)
Net loss on disposal and discard of property, plant and equipment	6(25)	2,363	1,909
Property, plant and equipment transferred to expenses		-	140
Loss on disposal of office ornaments	6(12)(25)	817	-
Office ornaments impairment loss	6(12)(25)	-	12,404
Losses on lease modifications	6(8)(25)	-	196
Asset/liability variation related to operating activities			
Net asset variation related to operating activities			
Financial assets at fair value through profit or loss – current		79,243	(218,146)
Notes receivable, net		(27)	146
Accounts receivable, net		(5,897)	33,348
Net accounts receivable – related parties		(615)	83
Other receivables		(13)	1,567
Other receivables – related parties		690	2,368
Inventories		9,673	(5,130)
Prepayments		5,610	3,604
Net liability variation related to operating activities			
Contract liabilities		(37,259)	51,210
Notes payable		(1,026)	1,903
Accounts payable		17,978	9,697
Other payables		9,893	9,864
Other payables – related parties		(12)	(486)
Other current liabilities – others		4,463	4,980
Other non-current liabilities		(1,435)	(1,442)
Cash inflow provided by operating activities		1,837,151	1,603,406
Dividends received		25,944	738
Interest received		5,178	2,568
Interest paid		(159,527)	(180,445)
Income tax paid		(278)	(15)
Net cash inflow from operating activities		1,708,468	1,426,252

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<u>Cash flows from investing activities</u>		
Increase in financial assets at amortized cost		(\$ 142,245) (\$ 189,639)
Decrease in financial assets at amortized cost		197,404 201,414
Acquisition of property, plant and equipment	6(31)	(148,165) (142,117)
Proceeds from disposal of property, plant and equipment		336 34
Acquisition of intangible assets	6(31)	(3,552) (5,171)
Increase in refundable deposits		- (211)
Decrease in refundable deposits		154 971
Acquisition of office ornaments		- (1,320)
Proceeds from disposal of office ornaments	6(12)	1,267 -
Increase in prepaid equipment amount		(2,867) (6,613)
Net cash outflow from investment activities		(97,668) (142,652)
<u>Cash flows from financing activities</u>		
Repayments of long-term borrowings	6(32)	- (209,823)
Increase in guarantee deposits received	6(32)	3,427 1,824
Decrease in guarantee deposits received	6(32)	(7,794) (17,231)
Cash dividends paid	6(20)	(91,526) -
Repaid principal of lease	6(32)	(1,033,150) (1,009,169)
Redemption of preference shares	6(18)	- (200,000)
Net cash outflow from financing activities		(1,129,043) (1,434,399)
Increase (decrease) in current cash and cash equivalents		481,757 (150,799)
Cash and cash equivalents at the beginning of the year		200,254 351,053
Cash and cash equivalents at the end of the year		<u>\$ 682,011</u> <u>\$ 200,254</u>

The attached notes are part of the parent company only financial statements. Please read them jointly.

My Humble House Hospitality Management Consulting Co., Ltd.

Representation Letter

We hereby declare that we have confirmed the companies which shall be included in the consolidated financial statements of the affiliates and the ones which shall be included in the consolidated financial statements in accordance with International Financial Reporting Standards (IFRS) No. 10 are identical; the related information has been disclosed in consolidated financial statements and will hence not be included in consolidated financial statements of the affiliates for the year ended in 2025 (January 1–December 31, 2025), in accordance with “Criteria Governing Preparation of Affiliation Reports, Consolidated Business Reports and Consolidated Financial Statements of Affiliated Enterprises”.

Declared by

Name of the Company: My Humble House Hospitality
Management Consulting Co., Ltd.

Representative: Tsai, Po-Han

March 9, 2026

Independent Auditors' Report
(2026) Tsai-Shen-Bao-Zi No. 25004523

To My Humble House Hospitality Management Consulting Co., Ltd.

Audit Opinion

We have audited the accompanying consolidated financial statements of My Humble House Hospitality Management Consulting Co., Ltd and its subsidiaries (the "Group"), which comprise the consolidated balance sheets as of December 31, 2025 and 2024, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years ended December 31, 2025 and 2024, and the notes to the consolidated financial statements, including a summary of significant accounting policies.

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

Basis for the Audit Opinion

We conducted our audits in accordance with the Regulation Governing Auditing and Certification of Financial Statements by Certified Public Accountants and auditing standards accepted in the R.O.C. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. The auditors of the firm, subject to the independence regulations, have maintained independence from the Group in accordance with the Code of Ethics and perform other obligations of such Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

Key audit matters for the Group's consolidated financial statements for the year 2025 are stated as follows:

The accuracy of food service and occupancy revenue

Description

For 2025, food service revenue and guest room revenue were NT\$2,943,616 thousand and NT\$2,108,861 thousand, respectively, accounting for 56.94% and 40.79% of total consolidated operating revenue, respectively. Please refer to Note 4(30) in the consolidated financial statements for the accounting policy of the operating revenue; please refer to Note 6(23) in the consolidated financial statements for the descriptions of accounting items.

The amount of food service revenue and occupancy revenue is significant. In addition, due to the industry nature, the sources of customers are business travelers, individual travelers, and groups. The unit price of products is low, and the number of sales is high, which results in significant transaction amount. As a result, the possibility of misstatement is higher, which may result in the material misstatement of the consolidated financial statements. Therefore, we regard the accuracy of food service revenue and occupancy revenue as one of the most significant audit matters in this year's audit.

Responding audit procedure

We have executed the following responding audit procedure on the aforementioned key audit items:

1. Understand and test the effectiveness of internal revenue control over the food service and occupancy, including confirming the amount of the sales statement generated by the sales system is consistent with the credited amount.
2. Execute the confirmation test, which includes:
 - (1) Verify the accuracy of customer bills, invoice record, and credited amount.
 - (2) Verify the accuracy of the credited amount and the invoice amount.
 - (3) Verify the accuracy of the receivable record and the original credited amount.

Other Matters – Parent Company Only Financial Statements

My Humble House Hospitality Management Consulting Co., Ltd. has prepared the parent company only financial statements for 2025 and 2024, to which we have also issued an independent auditors' report with unqualified opinions and provided for reference.

Responsibilities of Management Level 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 IFRS, IAS, IFRIC, and SIC endorsed and issued into effect by the Financial Supervisory Commission of the R.O.C., and for necessary 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, the responsibilities of the management include 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.

Auditor's 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 auditing standards generally accepted in the R.O.C. will always detect a material misstatement when it exists in the consolidated financial statements. Misstatements can arise from fraud or error. Misstatements 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 the consolidated financial statements.

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

1. Identify and assess the risk of material misstatement of the consolidated financial statements due to fraud or error, design and adopt appropriate countermeasures for the risks assessed, and obtain sufficient and appropriate audit evidence in order to be used as the basis for the 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 a necessary understanding of internal control concerning the inspection in order to design appropriate audit procedures that are appropriate for the time being. The purpose, however, is not to effectively express opinions on the internal control of the Group.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management level.
4. According to the audit evidence obtained, evaluate the appropriateness of the

continuous operation accounting basis and whether events or circumstances possibly generating material concerns on the continuous operation ability of the Group have significant uncertainty, and provide conclusion thereto. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's 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 auditor's report. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. Nevertheless, future events or circumstances may cause the Group to have no ability for continuous operation.

5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including relevant notes, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence for the financial information of individual entities of the Group and provide opinion on the consolidated financial statements. We handle the guidance, supervision and execution of the audit on the Group and are responsible for preparing the opinion for the Group.

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 the governance units with statements that we have complied with relevant matters that may reasonably be thought to bear on our independence, and we have also communicated with the governance units on all relationships and other matters (including relevant protective measures) that may be considered to affect the independence of auditors.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Group's 2025 consolidated financial statements and are therefore the key audit matters. We describe these matters in our auditor's 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.

PricewaterhouseCoopers, Taiwan

Lai, Tsung-Hsi

Certified Public Accountant

Tu, Chan-Yuan

Former Securities and Futures Bureau, Financial Supervisory
Commission, Executive Yuan

Issue No.: Financial-Supervisory-Securities -Liu-Zi No. 0960038033

Financial Supervisory Commission

Issue No.: Financial-Supervisory-Securities-Auditing-1120348565

March 9, 2026

My Humble House Hospitality Management Consulting Co., Ltd. and its subsidiaries

Consolidated Balance Sheet

For the Years Ended December 31, 2025 and 2024

Unit: Amounts expressed in thousands of New Taiwan dollars

Asset	Note	December 31, 2025		December 31, 2024		
		Amount	%	Amount	%	
Current asset						
1100	Cash and cash equivalents	6(1)	\$ 699,055	6	\$ 202,905	2
1110	Financial assets at fair value through profit or loss – current	6(2)	641,106	5	829,820	6
1136	Financial assets at amortized cost – current	6(4) and 8	89,271	1	144,430	1
1150	Notes receivable, net	6(5)	90	-	63	-
1170	Accounts receivable, net	6(5)	103,413	1	97,516	1
1180	Net accounts receivable – related parties	7	713	-	98	-
1200	Other receivables		9,400	-	13,354	-
1210	Other receivables – related parties	7	2	-	691	-
1220	Current tax assets		337	-	168	-
130X	Inventories	6(6)	79,030	1	88,703	1
1410	Prepayments	7	44,017	-	48,597	-
11XX	Total current asset		<u>1,666,434</u>	<u>14</u>	<u>1,426,345</u>	<u>11</u>
Non-current assets						
1517	Financial assets at fair value through other comprehensive income – Non-current	6(3)	34,560	-	48,500	-
1550	Investment accounted for using the equity method	6(7)	175,743	2	219,948	2
1600	Property, plant and equipment	6(8)	873,373	7	946,200	7
1755	Right-of-use asset	6(9)	7,889,953	67	8,927,051	70
1760	Investment property, net	6(11)	578,027	5	578,985	4
1780	Intangible asset	6(12)	9,070	-	8,882	-
1840	Deferred tax assets	6(31)	261,884	2	336,639	3
1900	Other non-current assets	6(13)	344,261	3	346,149	3
15XX	Total non-current asset		<u>10,166,871</u>	<u>86</u>	<u>11,412,354</u>	<u>89</u>
1XXX	Total assets		<u>\$ 11,833,305</u>	<u>100</u>	<u>\$ 12,838,699</u>	<u>100</u>

(Continue on next page)

My Humble House Hospitality Management Consulting Co., Ltd. and its subsidiaries

Consolidated Balance Sheet

For the Years Ended December 31, 2025 and 2024

Unit: Amounts expressed in thousands of New Taiwan dollars

Liabilities and Equity	Note	December 31, 2025		December 31, 2024		
		Amount	%	Amount	%	
Current liabilities						
2130	Contract liabilities – current	6(23) and 7	\$ 549,848	5	\$ 587,107	5
2150	Notes payable		4,568	-	5,594	-
2170	Accounts payable		233,897	2	215,919	2
2200	Other payables	6(15)	549,088	4	574,059	4
2220	Other payables – related parties	7	3,726	-	3,707	-
2230	Current tax liabilities		5,575	-	7,649	-
2280	Lease liabilities – current	6(16)	1,065,212	9	1,031,529	8
2399	Other current liabilities – others		20,147	-	15,683	-
21XX	Total current liabilities		<u>2,432,061</u>	<u>20</u>	<u>2,441,247</u>	<u>19</u>
Non-current liabilities						
2570	Deferred tax liabilities	6(31)	5	-	11	-
2580	Lease liabilities – non-current	6(16)	7,708,532	65	8,772,790	68
2600	Other non-current liabilities	6(17)(18) and 7	79,069	1	89,305	1
25XX	Total non-current liabilities		<u>7,787,606</u>	<u>66</u>	<u>8,862,106</u>	<u>69</u>
2XXX	Total Liabilities		<u>10,219,667</u>	<u>86</u>	<u>11,303,353</u>	<u>88</u>
Equity						
Equity attributable to owners of the parent company						
Share capital						
3110	Common share	6(19)	915,260	8	915,260	7
Capital surplus						
3200	Capital surplus	6(20)	423,489	4	456,438	4
Retained earnings						
3310	Legal reserve	6(21)	6,531	-	-	-
3350	Unappropriated earnings		263,070	2	65,316	-
Other equities						
3400	Other equities	6(22)	5,288	-	98,332	1
31XX	Total equity attributable to owners of the parent company		<u>1,613,638</u>	<u>14</u>	<u>1,535,346</u>	<u>12</u>
3XXX	Total equity		<u>1,613,638</u>	<u>14</u>	<u>1,535,346</u>	<u>12</u>
Significant contingent liabilities and unrecognized commitments						
Significant Subsequent Events						
3X2X	Total liabilities and equities		<u>\$ 11,833,305</u>	<u>100</u>	<u>\$ 12,838,699</u>	<u>100</u>

The attached notes are part of the consolidated financial statements. please read them jointly.

My Humble House Hospitality Management Consulting Co., Ltd. and its subsidiaries

Consolidated Statement of Comprehensive Income

For the Years Ended December 31, 2025 and 2024

Unit: Amounts expressed in thousands of New Taiwan dollars

(Except for earning per share, which is in NTD)

Item	Note	2025		2024	
		Amount	%	Amount	%
4000 Operating revenue	6(23) and 7	\$ 5,169,913	100	\$ 5,033,047	100
5000 Operating costs	6(6)(29)(30) and 7	(3,108,669)	(60)	(3,046,039)	(61)
5900 Gross profit		<u>2,061,244</u>	<u>40</u>	<u>1,987,008</u>	<u>39</u>
Operating expenses	6(6)(29)(30) and 7				
6100 Selling expenses		(338,754)	(6)	(316,497)	(6)
6200 Administrative expenses		(1,219,945)	(24)	(1,205,980)	(24)
6000 Total operating expenses		(1,558,699)	(30)	(1,522,477)	(30)
6500 Net other incomes and expenses	6(2)(24)	(98,843)	(2)	240,697	5
6900 Operating profit		<u>403,702</u>	<u>8</u>	<u>705,228</u>	<u>14</u>
Non-operating income and expense					
7100 Interest revenue	6(4)(25)	5,647	-	2,694	-
7010 Other income	6(26) and 7	32,471	1	30,791	1
7020 Other gains or losses	6(2)(11)(27)	(2,573)	-	(13,373)	-
7050 Financial costs	6(9)(14)(28)	(158,372)	(3)	(179,124)	(4)
7055 Expected credit loss	12(2)	(48)	-	-	-
7060 Share of other profits/losses of associated companies and joint venture accounted for using equity method	6(7)	<u>15,081</u>	<u>-</u>	<u>16,060</u>	<u>-</u>
7000 Total non-operating incomes and expenses		(107,794)	(2)	(142,952)	(3)
7900 Net profit before tax		<u>295,908</u>	<u>6</u>	<u>562,276</u>	<u>11</u>
7950 Income tax expenses	6(31)	(80,251)	(2)	(68,723)	(1)
8200 Net profit – current		<u>\$ 215,657</u>	<u>4</u>	<u>\$ 493,553</u>	<u>10</u>
Other comprehensive gains (losses)					
Items not reclassified subsequently to profit or loss					
8311 Remeasurement of defined benefit programs	6(17)	\$ 4,434	-	\$ 5,241	-
8316 Unrealised gains (losses) on valuation of investments in equity instruments at fair value through other comprehensive income	6(3)(22)	(13,940)	-	(18,597)	-
8320 Share of other comprehensive profits/losses of associated companies and joint venture accounted for using equity method – Items not reclassified subsequently to profit or loss	6(22)	(30,069)	(1)	75,780	1
8349 Income taxes related to the items not reclassified	6(31)	(887)	-	(1,048)	-
8310 Total amount of items not reclassified subsequently to profit or loss		(40,462)	(1)	61,376	1
8300 Other comprehensive income (net amount)		<u>(\$ 40,462)</u>	<u>(1)</u>	<u>\$ 61,376</u>	<u>1</u>
8500 Total comprehensive income in the current period		<u>\$ 175,195</u>	<u>3</u>	<u>\$ 554,929</u>	<u>11</u>
Net profit attributable to:					
8610 Owners of the parent company		<u>\$ 215,657</u>	<u>4</u>	<u>\$ 493,553</u>	<u>10</u>
Total comprehensive income attributable to:					
8710 Owners of the parent company		<u>\$ 175,195</u>	<u>3</u>	<u>\$ 554,929</u>	<u>11</u>
Earnings per share	6(32)				
9750 Basic earnings per share		<u>\$ 2.36</u>		<u>\$ 5.39</u>	
9850 Diluted earnings per share		<u>\$ 2.35</u>		<u>\$ 5.39</u>	

The attached notes are part of the consolidated financial statements. please read them jointly.

My Humble House Hospitality Management Consulting Co., Ltd. and its subsidiaries
Consolidated Statement of Changes in Equity
For the Years Ended December 31, 2025 and 2024

Unit: Amounts expressed in thousands of New Taiwan dollars

	Note	Equity attributable to owners of the parent company						Total Equity
		Share capital		Capital surplus – Additional paid-in capital	Retained earnings		Unrealized income/(loss) of financial assets at fair value through other comprehensive income	
		Common share	Preferred share		Legal reserve	Unappropriated earnings (accumulated deficit)		
<u>2024</u>								
		\$ 915,260	\$ 100,000	\$ 556,438	\$ -	(\$ 488,542)	\$ 102,794	\$ 1,185,950
		-	-	-	-	493,553	-	493,553
	6(22)	-	-	-	-	4,193	57,183	61,376
		-	-	-	-	497,746	57,183	554,929
	6(19)	-	(100,000)	(100,000)	-	-	-	(200,000)
	6(22)	-	-	-	-	56,112	(61,645)	(5,533)
		<u>\$ 915,260</u>	<u>\$ -</u>	<u>\$ 456,438</u>	<u>\$ -</u>	<u>\$ 65,316</u>	<u>\$ 98,332</u>	<u>\$ 1,535,346</u>
<u>2025</u>								
		\$ 915,260	\$ -	\$ 456,438	\$ -	\$ 65,316	\$ 98,332	\$ 1,535,346
		-	-	-	-	215,657	-	215,657
	6(22)	-	-	-	-	3,547	(44,009)	(40,462)
		-	-	-	-	219,204	(44,009)	175,195
	6(21)							
		-	-	-	6,531	(6,531)	-	-
		-	-	-	-	(58,577)	-	(58,577)
	6(21)	-	-	(32,949)	-	-	-	(32,949)
	6(22)	-	-	-	-	43,658	(49,035)	(5,377)
		<u>\$ 915,260</u>	<u>\$ -</u>	<u>\$ 423,489</u>	<u>\$ 6,531</u>	<u>\$ 263,070</u>	<u>\$ 5,288</u>	<u>\$ 1,613,638</u>

The attached notes are part of the consolidated financial statements. please read them jointly.

My Humble House Hospitality Management Consulting Co., Ltd. and its subsidiaries
Consolidated Statement of Cash Flows
For the Years Ended December 31, 2025 and 2024

Unit: Amounts expressed in thousands of New Taiwan dollars

	Note	2025	2024
<u>Cash flows from operating activities</u>			
Profit before tax – current		\$ 295,908	\$ 562,276
Adjustment item			
Income/expenses items			
Expected credit loss	12(2)	48	-
Depreciation expense	6(8)(9)(11)(27)(29)	1,227,428	1,215,828
Amortization expense	6(12)(29)	4,763	3,706
Net loss (gain) on financial assets at fair value through profit or loss	6(2)(24)(27)	97,290	(242,791)
Interest expenses	6(28)	158,349	179,104
Interest revenue	6(25)	(5,636)	(2,646)
Dividend revenue		(6,168)	(2,126)
Share of other profits/losses of associated companies and joint venture accounted for using equity method	6(7)	(15,081)	(16,060)
Net loss on disposal and discard of property, plant and equipment	6(27)	2,363	1,909
Property, plant and equipment transferred to expenses		-	140
Loss on disposal of office ornaments	6(13)(27)	817	-
Office ornaments impairment loss	6(13)(27)	-	12,404
Losses on lease modifications	6(9)(27)	-	196
Asset/liability variation related to operating activities			
Net asset variation related to operating activities			
Financial assets at fair value through profit or loss – current		92,935	(164,061)
Notes receivable, net		(27)	146
Accounts receivable, net		(5,897)	33,348
Net accounts receivable – related parties		(615)	83
Other receivables		(13)	1,567
Other receivables – related parties		689	2,370
Inventories		9,673	(5,130)
Prepayments		4,580	2,906
Net liability variation related to operating activities			
Contract liabilities		(37,259)	51,210
Notes payable		(1,026)	1,903
Accounts payable		17,978	9,624
Other payables		8,822	11,411
Other payables – related parties		19	(497)
Other current liabilities		4,464	4,980
Other non-current liabilities		(1,435)	(1,442)
Cash inflow provided by operating activities		1,852,969	1,660,358
Dividends received		32,860	6,931
Interest received		5,191	2,588
Interest paid		(159,527)	(180,445)
Income tax paid		(8,632)	(4,124)
Net cash inflow from operating activities		1,722,861	1,485,308

(Continue on next page)

My Humble House Hospitality Management Consulting Co., Ltd. and its subsidiaries
Consolidated Statement of Cash Flows
For the Years Ended December 31, 2025 and 2024

Unit: Amounts expressed in thousands of New Taiwan dollars

	Note	2025	2024
<u>Cash flows from investing activities</u>			
Acquisition of financial assets at fair value through other comprehensive income		\$ -	(\$ 67,097)
Increase in financial assets at amortized cost		(142,245)	(189,639)
Decrease in financial assets at amortized cost		197,404	201,414
Acquisition of property, plant and equipment	6(33)	(148,165)	(147,217)
Proceeds from disposal of property, plant and equipment		336	34
Acquisition of intangible assets	6(33)	(3,552)	(5,171)
Increase in refundable deposits		-	(211)
Decrease in refundable deposits		154	971
Acquisition of office ornaments		-	(1,320)
Proceeds from disposal of office ornaments	6(13)	1,267	-
Increase in prepaid equipment amount		(2,867)	(6,613)
Net cash outflow in investment activities		(97,668)	(214,849)
<u>Cash flows from financing activities</u>			
Repayments of long-term borrowings	6(34)	-	(209,823)
Increase in guarantee deposits received	6(34)	3,427	1,824
Decrease in guarantee deposits received	6(34)	(7,794)	(17,231)
Cash dividends paid	6(21)	(91,526)	-
Repaid principal of lease	6(34)	(1,033,150)	(1,009,169)
Redemption of preference shares	6(19)	-	(200,000)
Net cash outflow from financing activities		(1,129,043)	(1,434,399)
Increase (decrease) in current cash and cash equivalents		496,150	(163,940)
Cash and cash equivalents at the beginning of the year		202,905	366,845
Cash and cash equivalents at the end of the year		\$ 699,055	\$ 202,905

The attached notes are part of the consolidated financial statements. please read them jointly.

**My Humble House Hospitality Management Consulting Co., Ltd.
Comparison Table of Amendments to the Procedures for the
Acquisition or Disposal of Assets**

Article	After amendment	Before amendment	Reason for amendment
Article XIII	<p>Procedures for Public Disclosure of Information</p> <p>1. Public announcement and filing standards</p> <p>Under any of the following circumstances, the Company acquiring or disposing of assets shall publicly announce and report the relevant information on the FSC-designated website in the appropriate format as prescribed by regulations within two days, counting inclusively from the date of occurrence of the event:</p> <p>(1) Acquisition or disposal of real property or its right-of-use assets from or to a related party, or acquisition or disposal of assets other than real property or its right-of-use assets from or to a related party, where the transaction amount reaches 20% of the Company's paid-in capital, 10% of total assets, or NT\$300 million</p>	<p>Procedures for Public Disclosure of Information</p> <p>1. Public announcement and filing standards</p> <p>Under any of the following circumstances, the Company acquiring or disposing of assets shall publicly announce and report the relevant information on the FSC-designated website in the appropriate format as prescribed by regulations within two days, counting inclusively from the date of occurrence of the event:</p> <p>(1) Acquisition or disposal of real property or its right-of-use assets from or to a related party, or acquisition or disposal of assets other than real property or its right-of-use assets from or to a related party, where the transaction amount reaches 20% of the Company's paid-in capital, 10% of total assets, or NT\$300 million</p>	<p>Amended in accordance with Document No. Jin-Guan-Zheng-Fa-1140383333 dated July 24, 2025 issued by the FSC</p>

Article	After amendment	Before amendment	Reason for amendment
	<p>or more. This shall not apply to the trading of domestic government bonds, bonds under repurchase and resale agreements, or the subscription or redemption of money market funds issued by domestic securities investment trust enterprises.</p> <p>(2) Undertaking of a merger, demerger, acquisition, or transfer of shares.</p> <p>(3) Losses from derivatives trading reach the limits on aggregate losses or losses on individual contracts set out in these Procedures.</p> <p>(4) The type of assets acquired or disposed of is equipment for business use or right-of-use assets thereof, where the transaction counterparty is not a related party, and the transaction amount meets one of the following criteria:</p> <p>i. Where the paid-in capital is less than NT\$10 billion, the transaction amount</p>	<p>or more. This shall not apply to the trading of domestic government bonds, bonds under repurchase and resale agreements, or the subscription or redemption of money market funds issued by domestic securities investment trust enterprises.</p> <p>(2) Undertaking of a merger, demerger, acquisition, or transfer of shares.</p> <p>(3) Losses from derivatives trading reach the limits on aggregate losses or losses on individual contracts set out in these Procedures.</p> <p>(4) The type of assets acquired or disposed of is equipment for business use or right-of-use assets thereof, where the transaction counterparty is not a related party, and the transaction amount meets one of the following criteria:</p> <p>i. Where the paid-in capital is less than NT\$10 billion, the transaction amount</p>	

Article	After amendment	Before amendment	Reason for amendment
	<p>reaches NT\$500 million or more.</p> <p>ii. Where the paid-in capital is NT\$10 billion or more <u>but less than NT\$50 billion</u>, the transaction amount reaches NT\$1 billion or more.</p> <p>iii. <u>Where the paid-in capital is NT\$50 billion, the transaction amount reaches 5% or more of paid-in capital.</u></p> <p>(5) Where the Company, which engages in the construction business, acquires or disposes of real property or right-of-use assets thereof for construction use, and its transaction counterparty is not a related party, and the transaction amount reaches NT\$500 million or more. Where the paid-in capital is NT\$10 billion or more, and real property of a self-constructed and completed construction project is disposed of, and the transaction counterparty is not a related party, the threshold</p>	<p>reaches NT\$500 million or more.</p> <p>ii. Where the paid-in capital is NT\$10 billion or more, the transaction amount reaches NT\$1 billion or more.</p> <p>(5) Where the Company, which engages in the construction business, acquires or disposes of real property or right-of-use assets thereof for construction use, and its transaction counterparty is not a related party, and the transaction amount reaches NT\$500 million or more. Where the paid-in capital is NT\$10 billion or more, and real property of a self-constructed and completed construction project is disposed of, and the transaction counterparty is not a related party, the threshold shall be a transaction amount of NT\$1 billion or more.</p> <p>(6) Where real property is acquired through commissioned construction on owned</p>	

Article	After amendment	Before amendment	Reason for amendment
	<p>shall be a transaction amount of NT\$1 billion or more.</p> <p>(6) Where real property is acquired through commissioned construction on owned land, commissioned construction on leased land, joint construction with allocation of housing units, joint construction with proportional sharing, or joint construction with separate sales, and the transaction counterparty is not a related party, and the amount the Company expects to invest in the transaction reaches NT\$500 million or more.</p> <p><u>(7) Where the paid-in capital reaches NT\$50 billion or more, transactions in government bonds, ordinary corporate bonds, and general bank debentures without equity characteristics (excluding subordinated debt) traded on securities exchanges or OTC markets, which do not fall under any of the circumstances listed in the proviso of Item 8, and</u></p>	<p>land, commissioned construction on leased land, joint construction with allocation of housing units, joint construction with proportional sharing, or joint construction with separate sales, and the transaction counterparty is not a related party, and the amount the Company expects to invest in the transaction reaches NT\$500 million or more.</p> <p><u>(7)</u> Any asset transaction, disposal of claims by a financial institution, or investment in Mainland China other than those in Item 6, where the transaction amount reaches 20% of the Company's Paid-in capital or NT\$300 million or more. However, this shall not apply to the following circumstances:</p> <ul style="list-style-type: none"> i. Trading of domestic government bonds or foreign government bonds with a credit rating not lower than our country's sovereign rating. ii. Where done by professional 	

Article	After amendment	Before amendment	Reason for amendment
	<p><u>where furthermore the transaction counterparty is not a related party, and the transaction amount reaches 5% or more of paid-in capital.</u></p> <p>(8) Any asset transaction, disposal of claims by a financial institution, or investment in Mainland China other than those in Item 7, where the transaction amount reaches 20% of the Company's paid-in capital or NT\$300 million or more. However, this shall not apply to the following circumstances:</p> <ul style="list-style-type: none"> i. Trading of domestic government bonds or foreign government bonds with a credit rating not lower than our country's sovereign rating. ii. Where done by professional investors, securities trading on securities exchanges or OTC markets, or subscription of foreign corporate bonds or ordinary 	<p>investors, securities trading on securities exchanges or OTC markets, or subscription of foreign corporate bonds or ordinary corporate bonds and general bank debentures without equity characteristics (excluding subordinated debt) that are offered and issued in the primary market, or subscription or redemption of securities investment trust funds or futures trust funds, or subscription or repurchase of exchange-traded notes, or subscription by a securities firm of securities as necessitated by its undertaking business or as an advisory recommending securities firm for an emerging stock company, in accordance with the</p>	

Article	After amendment	Before amendment	Reason for amendment
	<p>corporate bonds and general bank debentures without equity characteristics (excluding subordinated debt) that are offered and issued in the primary market, or subscription or redemption of securities investment trust funds or futures trust funds, or subscription or repurchase of exchange-traded notes, or subscription by a securities firm of securities as necessitated by its undertaking business or as an advisory recommending securities firm for an emerging stock company, in accordance with the rules of the Taipei Exchange.</p> <p>iii. Trading of bonds under repurchase and resale agreements, or subscription or redemption of money</p>	<p>rules of the Taipei Exchange.</p> <p>iii. Trading of bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.</p> <p>[Omitted]</p>	

Article	After amendment	Before amendment	Reason for amendment
	<p>market funds issued by domestic securities investment trust enterprises.</p> <p>[Omitted]</p>		
Article XVI	<p><u>The provision in these Procedures regarding 10% of total assets shall be calculated based on the total asset amount in the most recent consolidated or individual financial report prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.</u></p> <p><u>Where the Company’s shares have no par value or a par value other than NT\$10 per share, the transaction amount of 20% of paid-in capital under these Procedures shall be calculated as 10% of the equity attributable to owners of parent. The transaction amount of 5% of paid-in capital under these Procedures shall be calculated as 2.5% of the equity attributable to owners of parent. The transaction amount where paid-in capital reaches NT\$10 billion under these Procedures shall be calculated based on NT\$20 billion of equity attributable to owners of parent. The transaction amount where paid-in capital reaches NT\$50 billion under these Procedures shall be calculated based on NT\$100 billion of equity</u></p>		Amended in accordance with Document No. Jin-Guan-Zheng-Fa-1140383333 dated on July 24, 2025 issued by the FSC.

Article	After amendment	Before amendment	Reason for amendment
	<u>attributable to owners of parent.</u>		
Article XVII	<p>Article <u>XVII</u>: Penalties</p> <p>When any relevant personnel of the Company violate the provisions of these Procedures, the responsible department shall impose disciplinary action based on the severity of the circumstances in accordance with the relevant regulations of the Company.</p>	<p>Article <u>XVI</u>: Penalties</p> <p>When any relevant personnel of the Company violate the provisions of these Procedures, the responsible department shall impose disciplinary action based on the severity of the circumstances in accordance with the relevant regulations of the Company.</p>	Article number amended
Article XVIII	<p>Article <u>XVIII</u>: Supplementary Provisions</p> <p>Any matters not covered in these Procedures shall be handled in accordance with relevant laws and regulations.</p>	<p>Article <u>XVII</u>: Supplementary Provisions</p> <p>Any matters not covered in these Procedures shall be handled in accordance with relevant laws and regulations.</p>	Article number amended
Article XIX	<p>Article <u>XIX</u> : Implementation and Amendment</p> <ol style="list-style-type: none"> 1. These Procedures shall be implemented after being approved by the Audit Committee, passed by the Board of Directors, and submitted to and approved by the shareholders' meeting. The same shall apply to any amendments hereto. If any director expresses a dissenting opinion with a record or a written statement, the Company shall submit the director's dissenting materials to the Audit Committee. 2. The matters referred to in Paragraph 1 shall require the 	<p>Article <u>XVIII</u> : Implementation and Amendment</p> <ol style="list-style-type: none"> 1. These Procedures shall be implemented after being approved by the Audit Committee, passed by the Board of Directors, and submitted to and approved by the shareholders' meeting. The same shall apply to any amendments hereto. If any director expresses a dissenting opinion with a record or a written statement, the Company shall submit the director's dissenting materials to the Audit Committee. 2. The matters referred to in Paragraph 1 shall require the 	Article number amended

Article	After amendment	Before amendment	Reason for amendment
	<p>approval of more than one-half of all members of the Audit Committee and shall be submitted to the Board of Directors for a resolution. If such approval of one-half or more of all audit committee members is not obtained, the matter may be approved by two-thirds or more of all directors, and the resolution of the Audit Committee shall be recorded in the minutes of the Board of Directors meeting.</p> <p>3. The terms “all Audit Committee members” and “all directors” as used in the preceding paragraph shall be calculated based on the actual number of persons currently holding those positions.</p>	<p>approval of more than one-half of all members of the Audit Committee and shall be submitted to the Board of Directors for a resolution. If such approval of one-half or more of all audit committee members is not obtained, the matter may be approved by two-thirds or more of all directors, and the resolution of the Audit Committee shall be recorded in the minutes of the Board of Directors meeting.</p> <p>3. The terms “all Audit Committee members” and “all directors” as used in the preceding paragraph shall be calculated based on the actual number of persons currently holding those positions.</p>	

My Humble House Hospitality Management Consulting Co., Ltd.

Rules of Procedure for Shareholders Meetings

- Article I These rules are formulated in accordance with Article 5 of Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies to establish an excellent governance system for the Company's shareholders' meeting, enhance supervisory functions, and strengthen managerial effectiveness.
- Article II Unless otherwise provided by laws and regulations or the Articles of Incorporation, the rules of procedure of the shareholders' meeting of the Company shall be in accordance with the provisions of these rules.
- Article III Unless otherwise provided by laws and regulations, the shareholders' meeting of the Company shall be convened by the Board of Directors. If the shareholders' meeting is to be held virtually, unless otherwise provided by Regulations Governing the Administration of Shareholder Services of Public Companies, it shall be specified in the Articles of Incorporation and approved by the Board of Directors. For video meetings, the Board's resolution must be passed with a two-thirds majority attendance and approved by more than half of the directors present.
- Any change in the method of convening the shareholders' meeting are required to be resolved by the Board of Directors and made no later than the time before the dispatch of the shareholders' meeting notice.
- The Company shall send the notice of the shareholders' meeting, power of attorney forms, relevant adoption proposals, discussion items, matters regarding the appointment or removal of directors, and explanatory materials, in electronic format to the Market Observation Post System 30 days before the annual shareholders' meeting or 15 days before the extraordinary general meeting. Additionally, the shareholders' meeting handbook and supplementary information shall be prepared and uploaded to the Market Observation Post System no later than 21 days before the annual shareholders' meeting or 15 days before the extraordinary general meeting. However, if the Company has reached a paid-in capital of NT\$ 10 billion or more at the end of the latest fiscal year, or if the shareholding ratio of foreign and Chinese investors recorded in the shareholders' meeting register for the most recent annual meeting reaches more than 30 %, the transmission of the aforementioned electronic files shall be completed 30 days before the shareholders' meeting. The shareholders' meeting handbook and supplementary information shall be prepared 15

days prior to the shareholders' meeting for shareholders to access at any time and displayed at the Company and at the professional stock affairs agency appointed by the Company.

The Company shall make the meeting handbook and supplementary information in the preceding paragraph available to shareholders on the day of the shareholders' meeting in the following ways:

1. For physical meetings, it shall be distributed on-site.
2. For physical meetings with the assistance of video conference, it shall be distributed at the meeting venue and uploaded to the virtual meeting platform.
3. For virtual meetings, electronic files shall be uploaded to the virtual meeting platform.

The meeting notice and public announcement shall specify the matters to be discussed. With the consent of the counterparty, such notices may be delivered electronically.

Matters with regard to the election or dismissal of directors, amendments to the Articles of Incorporation, capital reduction, application for termination of public offering, permission for directors to engage in competing businesses, capitalization of earnings or capital reserves, dissolution of the company, merger, demerger, or matters under Article 185, Paragraph 1 of the Company Act; Article 26-1 and Article 43-6 of the Securities and Exchange Act; Article 56-1 and Article 60-2 of Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be listed and explained in the meeting agenda, and not be introduced as extemporary motions.

If the meeting agenda indicates a full re-election of directors and specifies the date of assuming office, no change to the effective date shall be made by extemporary motion or other means after the re-election at that meeting.

Shareholders holding more than 1% of the total number of shares issued may submit a written proposal for discussion at the annual shareholders' meeting. If more than one proposal is submitted, none shall be included in the motions. The Board of Directors may exclude proposals falling under any of the circumstances specified in Article 172-1, Paragraph 4 of the Company Act.

Shareholders may submit proposals aimed at promoting public interest or fulfilling corporate social responsibility. These shall follow the procedures under relevant provisions of Article 172-1 of the Company Act and be limited to one item; multiple proposals shall be excluded from the motions.

The Company shall publicly announce the period (no fewer than 10 days), the means (written or electronic), and the location of accepting

shareholder proposals before the book closure date for the annual shareholders' meeting.

Each proposal submitted by shareholders shall be limited to 300 characters, and those exceeding this limit shall be excluded from the motions. Proposing shareholders shall attend the annual shareholders' meeting in person or by proxy and participate in the discussion of the proposal.

The Company shall notify the proposing shareholders before the shareholders' meeting notice is issued. Proposals meeting the requirements of this article shall be listed in the meeting agenda. For proposals excluded, the Board of Directors shall explain the reasons for exclusion in the shareholders' meeting.

Article IV

A shareholder may issue a proxy form prepared by the Company for each shareholders' meeting, specifying the scope of authorization and appointing a proxy to attend the shareholders' meeting.

Each shareholder may issue only one proxy form and appoint only one proxy. The proxy form shall be delivered to the Company at least 5 days before the shareholders' meeting. In case of multiple submissions, the one first received shall prevail, unless a declaration of revocation is made for the earlier one.

After the proxy form is delivered to the Company, if the shareholder intends to attend the meeting in person or exercise voting rights in writing or electronically, the shareholder shall notify the Company in writing two days before the meeting to revoke the proxy. Late revocations shall not be accepted, and the proxy shall attend and exercise the voting rights.

After the proxy form is delivered to the Company, if the shareholder intends to attend the meeting virtually, the shareholder shall also notify the Company in writing two days before the meeting to revoke the proxy. Late revocations shall not be accepted, and the proxy shall attend and exercise the voting rights.

Article V

The shareholders' meeting shall be held at the Company's registered address or a suitable location convenient for shareholders to attend. The meeting shall not start earlier than 9:00 a.m. or later than 3:00 p.m. The location and time of the meeting shall be determined with due consideration of the opinions of independent directors.

If the meeting is held virtually, the restriction on physical location does not apply.

Article VI

The Company shall set out in the notice of meeting the time of acceptance of shareholders, solicitors, and proxies (hereinafter referred to as "shareholders"), place of registration, and other precautions.

The time during which shareholder attendance registrations will be accepted, as stated in the preceding paragraph, shall be at least 30 minutes before the commencement of the meeting. The place at which attendance registrations are accepted shall be clearly marked and competent personnel shall be assigned to handle the process. For virtual shareholders meetings, shareholders may begin to register on the virtual meeting platform 30 minutes before the start of the meeting. Shareholders completing registration shall be deemed as attending the meeting in person.

Shareholders shall attend shareholders' meetings with their attendance cards, sign-in cards or other certificates of attendance. The Company shall not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors with proxy forms shall also present identification for verification.

The Company shall provide an attendance book for the attending shareholders to sign in, or the attending shareholders may hand in a sign-in card in lieu of the signature.

The Company shall distribute the meeting handbook, annual report, attendance card, speaker's slips, voting slips, and other meeting materials to attending shareholders. Where directors are to be elected, election ballots shall also be provided.

When the government or a juristic person is a shareholder, its representative at the shareholders' meeting shall not be limited to one person. When a juristic person is appointed as a proxy, it may only assign one person to attend the meeting on its behalf.

If the shareholders' meeting is held virtually, shareholders who intend to attend the meeting virtually shall register with the Company two days before the meeting, and the Company shall upload the meeting handbook, annual report and relevant information to the virtual meeting platform at least 30 minutes before the meeting, keeping them accessible until the end of the meeting.

Article VI-1

When the Company convenes a virtual shareholders' meeting, the meeting notice shall include the following:

1. Methods for shareholders to participate in video conferences and exercise their rights.
2. Measures to be taken in the event of disruptions to the virtual meeting platform or in the event that participation in the virtual meeting is obstructed due to natural disasters, incidents, or other force majeure events. These measures must cover at least the following stipulations:
 - I. The time when an unforeseen obstruction occurs before the meeting and continues to be unresolved, resulting in the need

- to postpone or resume the meeting, and the date on which the meeting will be postponed or resumed, if necessary.
- II. Shareholders who have not registered to participate in the original shareholders' meeting virtually shall not participate in the postponement or renewal of the meeting.
 - III. In the event that a video-assisted shareholders' meeting cannot continue, and excluding those attending virtually, if—after deducting the number of shares represented by shareholders participating via video—the remaining number of shares present still meets the legal quorum for convening the shareholders' meeting, the meeting shall proceed. Shareholders attending virtually shall have their attendance shares counted towards the total number of shares present and shall be deemed to have abstained.
 - IV. Actions to be taken in the event that all proposals have been resolved but extemporary motions have not yet been addressed.
3. Appropriate alternative arrangements for shareholders who have difficulty participating virtually. In addition to the circumstances specified in Article 44-9, Paragraph 6 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall at least provide shareholders with the connection equipment and necessary assistance, as well as specify the application period and other important details.

Article VII

If the shareholders' meeting is convened by the Board of Directors, the chair shall be the Chairperson of the Board. If the Chairperson is on leave or otherwise unable to fulfill the role, the Vice Chairperson shall act on their behalf. In the absence of a Vice Chairperson or if the Vice Chairperson is also unable to act, a Managing Director appointed by the Chairperson shall act as chair. If the Chairperson fails to appoint a proxy, the Managing Directors shall elect one among themselves to act as chair. The chair mentioned above shall be served by a Managing Director or Director who has held that position for more than six months and who understands the financial and business conditions of the company. The same shall be true for a representative of a juristic person that serves as chair.

For a shareholders' meeting called by the Board of Directors, the Chairperson is advised to preside over the meeting personally. More than half of the directors in the Board of Directors should attend the meeting in person, and that at least one member of each functional committee attend as a representative. The attendance shall be recorded in the minutes.

If the shareholders' meeting is convened by the requisition of other than the Board of Directors, the convening party shall chair the meeting. When there are more than two such convening parties, one shall be elected among them to serve as chair.

The Company may appoint its attorneys, certified public accountants, or relevant personnel to attend the shareholders' meeting in a non-voting capacity.

Article VIII

The Company shall make continuous and uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders' meeting, and voting and vote counting procedures from the moment of shareholders' registration.

The recorded materials of the preceding paragraph shall be retained for at least one year. However, if a shareholder files a litigation in accordance with Article 189 of Company Act, the recording shall be retained until the end of litigation.

If the shareholders' meeting is held virtually, the Company shall record and retain information related to shareholder registration, sign-in, check-in, inquiries, voting, and vote-counting results. The entire video conference shall also be continuously and uninterruptedly recorded in audio and video format.

The information and audio and video recording in the preceding paragraph shall be properly kept by the Company during the entirety of its existence, and copies of the audio and video recording shall be provided to and kept by the party appointed to handle matters of the virtual meeting.

If the shareholders' meeting is held virtually, the Company is advised to make audio and video recordings of the back-end operation interface of the virtual meeting platform.

Article IX

The attendance of the shareholders' meeting shall be calculated based on the number of shares held. The number of shares present shall be calculated according to the number of shares indicated in the attendance book or sign-in cards handed in, and the shares checked in on the virtual meeting platform, plus the number of shares whose voting rights are exercised in writing or electronically.

Upon reaching the scheduled meeting time, the Chairperson shall immediately call the meeting to order and simultaneously disclose information such as the number of non-voting shares and number of shares represented by shareholders attending the meeting.

However, if shareholders do not represent more than half of the total number of issued shares present, the Chairperson may announce a postponement, limited to a maximum of two postponements, with the total postponement duration not exceeding one hour. If, after two postponements, the quorum still does not meet one-third of the total

number of issued shares, the Chairperson shall declare the meeting adjourned. For meetings held virtually, the Company shall also declare the meeting adjourned on the virtual meeting platform.

If, after two postponements, shareholders representing more than one-third of the total number of issued shares are present, the meeting may proceed with a provisional resolution pursuant to Article 175, Paragraph 1 of the Company Act, and shareholders shall be notified to reconvene within one month. In the event of a virtual shareholders meeting, shareholders intending to attend the meeting online shall re-register with the Company in accordance with Article 6.

Before the conclusion of the meeting, if the number of shares represented by the shareholders present reaches more than half of the total number of issued shares, the Chairperson may resubmit any provisional resolutions that have been made to the shareholders' meeting for a vote in accordance with Article 174 of the Company Act.

Article X

If a shareholders' meeting is convened by the Board of Directors, the agenda shall be determined by the Board of Directors. The relevant proposals, including extemporary motions and amendments to the original proposals, shall be voted on a case-by-case basis. The meeting shall be conducted in accordance with the scheduled agenda and shall not be changed without the shareholders' meeting resolution.

If the shareholders' meeting is convened by a convenor other than the Board of Directors, the provisions of the preceding paragraph shall apply *mutatis mutandis*.

For the agenda set forth in the previous two items (including extemporary motions), the Chairperson may not unilaterally declare the meeting adjourned without a resolution. If the Chairperson violates the rules of procedure and announces adjournment, the remaining members of the Board shall promptly assist the attending shareholders in accordance with legal procedures to elect a new Chairperson with the consent of more than half of the attending shareholders to continue the meeting.

The Chairperson shall provide sufficient explanation and opportunities of discussion for proposals and amendments proposed by shareholders or extemporary motions. When the Chairperson deems discussion sufficient, the Chairperson may announce the discussion closed, call for a vote, with adequate voting time provided.

Article XI

Before speaking, attending shareholders must complete a speaker's slip indicating the main points of their speech, shareholder account number (or attendance card number), and account name. The order of speakers shall be determined by the Chairperson.

If a shareholder registers to speak but does not actually speak, it shall be deemed that they did not speak. If the content of the speech is inconsistent with the content of the speaker's slip, the spoken content shall prevail.

For each proposal, a shareholder may not speak more than twice without the consent of the Chairperson, and each speech shall not exceed five minutes. The Chairperson may stop any speech that violates the regulations or exceeds the scope of the issue.

When an attending shareholder is speaking, other shareholders shall not interfere unless they have sought and obtained the consent of the Chairperson and the speaker; the Chairperson shall stop any violation.

When a juristic person shareholder appoints two or more representatives to attend a shareholders' meeting, only one may speak on any single proposal.

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

Where a virtual shareholders' meeting is convened, shareholders attending the meeting online may raise questions by text on the virtual meeting platform from the announcement of the meeting until its conclusion. Each shareholder may ask up to two questions per proposal, with a maximum of 200 words per question. The regulations in paragraphs 1 to 5 shall not apply.

As long as questions raised in accordance with the preceding paragraph do not violate the regulations or do not exceed the scope of the motion, it is advisable that the questions be disclosed on the virtual meeting platform.

Article XII

Voting at a shareholders' meeting shall be calculated based on the number of shares.

Resolutions at the shareholders' meeting shall not include the number of shares held by non-voting shareholders in the total number of issued shares.

Shareholders with a conflict of interest on a proposal that may prejudice the interests of the Company shall refrain from voting and shall not vote on behalf of other shareholders.

The number of shares that cannot exercise voting rights mentioned above shall not be included in the voting rights of the shareholders present.

Except for trust enterprises or shareholder service agencies approved by the competent securities authority, when one person is concurrently appointed as proxy by more than two shareholders, the voting rights represented by that proxy shall not exceed three percent of the total voting rights of the issued shares; any voting rights exceeding this limit shall not be counted.

Article XIII

Each shareholder shall be entitled to one vote per share held; except in cases where voting rights are restricted or revoked under Article 179, Paragraph 2 of the Company Act.

The Company shall adopt electronic means and may adopt written means to exercise its voting rights when convening a shareholders' meeting. The methods of exercising voting rights in writing or electronically shall be specified in the shareholders' meeting notice. Shareholders who exercise their voting rights in writing or electronically shall be deemed to have attended the shareholders' meeting in person. However, regarding the extemporary motions and amendments to original proposals, such votes shall be deemed abstentions. Therefore, the Company is advised to avoid proposing extemporary motions and amendments to original proposals.

Shareholders who exercise their voting rights in writing or electronically shall deliver a declarations of intent to the Company two days before the shareholders' meeting. In the event of multiple declarations, the one received first shall prevail unless a statement of withdrawal is provided.

After exercising voting rights in writing or electronically, if a shareholder intends to attend the shareholders' meeting in person or virtually, they must notify the Company of the revocation of the previous declaration of intention to exercise voting rights in the same manner two days before the shareholders' meeting. In the event of a late revocation, the voting rights exercised in writing or electronically shall prevail. If voting rights are exercised in writing or electronically and a proxy is appointed to attend the shareholders' meeting, the voting rights exercised by the proxy shall prevail.

Resolutions shall be adopted with the consent of more than half of the voting rights of the shareholders present, unless otherwise provided by the Company Act and the Articles of Incorporation. During the voting, the chairman or his designated personnel shall announce the total number of voting rights represented by the attending shareholders for each proposal, and results (including approvals, rejections, and abstentions) shall be published on the Market Observation Post System on the same day.

Where there is an amendment or substitution in the same proposal, the Chairperson shall determine the voting sequence. If one of the versions is approved, the others shall be deemed rejected without further voting.

Vote monitoring and counting for proposals shall be conducted by personnel designated by the Chairperson, provided that all monitoring personnel shall be shareholders of the Company.

Vote counting for shareholders' meeting proposals or elections shall be conducted in a public place at the venue of the shareholders' meeting. When all votes have been counted, the results, including the statistical tallies of the numbers of votes, shall be announced on-site and recorded.

When the Company holds a shareholders' meeting virtually, after the Chairperson declares the meeting open, shareholders participating in the meeting online shall vote on proposals and elections on the virtual meeting platform before the Chairperson announces the voting session ends or will be deemed to have abstained from voting.

If a shareholders' meeting is held virtually, votes shall be counted at once after the Chairperson announces the closing of the vote and results of votes and elections shall be announced immediately.

When the Company holds a video-assisted shareholders' meeting, if shareholders who have registered to attend the shareholders' meeting by virtually in accordance with Article 6 decide to attend the physical shareholders' meeting in person, they shall revoke their registration in the same manner as the registration two days before the shareholders' meeting. In the event of a late revocation, they may only attend the shareholders' meeting virtually.

When shareholders exercise voting rights in writing or electronically, without revoking their declarations of intention, and participating in the shareholders' meeting virtually, except for extemporaneous motions, they shall not exercise voting rights on the original proposals or make any amendments to the original proposals or exercise voting rights on amendments to the original proposal.

Article XIV

The shareholders' meeting shall elect directors in accordance with the relevant election regulations established by the Company, and shall announce the election results on-site immediately, including the names and vote counts of elected and non-elected candidates.

Ballots cast for the purpose of the election in the preceding paragraph shall be sealed and signed by the monitoring personnel and kept in safe custody for at least one year. However, if a shareholder files a litigation in accordance with Article 189 of the Company Act, the ballots shall be preserved until the end of litigation.

Article XV

Resolutions of the shareholders' meeting shall be recorded in minutes, signed or sealed by the Chairperson, and distributed to the shareholders within 20 days after the meeting. The meeting minutes may be produced and distributed in electronic form.

The Company may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the Market Observation Post System.

The minutes shall be recorded in accordance with the year, month, day, and place of the meeting, name of the Chairperson, resolution methods, and a summary of the deliberations and their voting results (including the number of votes). If there is an election of directors, the number of votes

received by each candidate shall be disclosed. The minutes shall be retained for the duration of the existence of the Company.

If the shareholders' meeting is held virtually, the minutes shall record, in addition to the matters specified in the preceding paragraph, the start and end time of the meeting, the manner of convening the meeting, the names of the Chairperson and the secretary, as well as actions to be taken in case of obstacles to the virtual meeting platform or participation by video due to natural disasters, incidents, or other force majeure situations.

If the Company convenes a shareholders' meeting virtually, in addition to handling matters according to the preceding provisions, it shall specify in the minutes the alternative measures provided for shareholders with difficulties participating in the shareholders' meeting virtually.

Article XVI

On the day of a shareholders' meeting, the Company shall compile and clearly display a statistical table, in writing or electronically, listing the number of shares solicited, the number of shares represented by proxies, and the number of shares attended by shareholders. If the shareholders' meeting is held virtually, the Company shall upload the aforementioned information to the virtual meeting platform at least 30 minutes prior to the commencement of the meeting and keep this information disclosed until the end of the meeting.

During the Company's virtual shareholders' meetings, when a meeting is called to order, the total number of shares held by attending shareholders shall be disclosed on the virtual meeting platform. If attendance numbers are updated during the meeting, the updated figures shall also be disclosed immediately.

If there are any resolutions of the shareholders' meeting that fall under the provisions of laws and regulations or significant information as stipulated by the Taiwan Stock Exchange Corporation and the Taipei Exchange, the Company shall transmit the content to the Market Observation Post System within the specified time.

Article XVII

Personnel responsible for handling the shareholders' meeting shall wear identification badges or armbands.

The Chairperson may instruct inspectors or security personnel to assist in maintaining the order of the venue. When doing so, inspectors or security personnel shall wear an armband or badge clearly marked with "Inspector."

Where the venue is equipped with sound amplification equipment, shareholders may only speak using devices provided by the Company. The Chairperson shall stop any shareholder using unauthorized equipment.

Where a shareholder violates the rules of procedure and refuses to comply with the Chairperson's correction, thereby obstructing the progress of the

meeting, the Chairperson may instruct the inspector or security personnel to escort the shareholder from the meeting.

Article XVIII During the meeting, the Chairperson may announce recesses as appropriate. In the event of force majeure, the Chairperson may declare a temporary suspension of the meeting and announce the date of adjournment based on the situation.

If the meeting venue is no longer available for continued use and not all items on the agenda (including extemporary motions) are concluded, the shareholders' meeting may continue at another venue.

According to Article 182 of Company Act, the shareholders' meeting may be postponed or adjourned within five days for resolution.

Article XIX For virtual shareholder's meetings, the Company shall immediately disclose the results of all proposals and elections on the virtual meeting platform after the voting is completed in accordance with the regulations, and this disclosure shall continue at least 15 minutes after the Chairperson announces the meeting adjourned.

Article XX For virtual shareholder's meetings, the Chairperson and secretary shall be present at the same location, and the Chairperson shall announce the address of that location at the beginning of meeting.

Article XXI For virtual shareholder's meetings, the Company may provide shareholders with a simple connectivity test before the meeting and provide real-time support before and during the meeting to resolve technical issues related to communication.

For virtual shareholder's meetings, when declaring the meeting open, the Chairperson shall also announce that, except for circumstances set forth in Article 44-20 of Regulations Governing the Administration of Shareholder Services of Public Companies where a meeting does not need to be postponed or adjourned, if due to natural disasters, incidents, or force majeure, the virtual meeting platform or participation is interrupted for more than 30 minutes before the meeting is adjourned, the rules for rescheduling or resuming the meeting under Article 182 of the Company Act shall not apply.

For meetings postponed or resumed as described in the preceding paragraph, shareholders who have not registered to participate in the original meeting by video shall not be allowed to attend the postponed or resumed session.

For meetings postponed or resumed as described in the second paragraph, shareholders who have registered to participate and have successfully signed by video for the original meeting but do not participate in the postponed or continued meeting, shall still have their number of shares presented, voting rights exercised, and election rights counted towards the

quorum, voting results, and election outcomes of the postponed or continued meeting.

When the shareholders' meeting is postponed or adjourned in accordance with the provisions of the preceding two paragraphs, proposals for which voting and vote counting have been completed and the results or the list of elected directors have been announced, do not need to be discussed or resolved again.

For video-assisted shareholders' meetings, if the virtual meeting is interrupted as described in the second paragraph, and if after excluding virtual attendees, the quorum is still met based on physical attendees, the meeting shall proceed without needing to be postponed or adjourned.

Under the circumstances where a meeting should continue as in the preceding paragraph, shareholders who had attended virtually shall have their shares counted towards the total number of shares represented, but shall be regarded as having abstained from all proposals of the meeting.

When the meeting is postponed or resumed according to the second paragraph, the Company shall handle the relevant preparatory work based on the original shareholders' meeting date in accordance with the requirements listed under Article 44-20, Paragraph 7 of the Regulations Governing the Administration of Shareholder Services of Public Companies.

The Company shall also comply with the deadlines stipulated in the latter part of Article 12 and Paragraph 3 of Article 13 of the Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, as well as Paragraph 2 of Article 44-5, Article 44-15, and Paragraph 1 of Article 44-17 of the Regulations Governing Shareholder Services of Public Companies, based on the date of the rescheduled or resumed meeting.

Article XXII When convening a virtual shareholders' meeting, the Company shall provide appropriate alternatives for shareholders who have difficulties attending virtually. In addition to the circumstances specified in Paragraph 6, Article 44-9 of the Regulations Governing the Administration of Shareholder Services of Public Companies, the Company shall at least provide shareholders with connection equipment and necessary assistance, and shall specify the period during which shareholders may apply to the Company for such assistance and other matters requiring attention.

Article XXIII These Rules shall take effect after being approved by the shareholders' meeting. The same shall apply to any amendments.

**My Humble House Hospitality
Management Consulting Co., Ltd.
Articles of Incorporation**

Chapter I General Provisions

- Article I The Company is incorporated in accordance with the Company Act and named My Humble House Hospitality Management Consulting Co., Ltd.
- Article II The Company's business scope is as follows:
1. C103050 Manufacturing of Canning, Freezing, Dehydration, Pickled of Food
 2. C104020 Manufacture of Bakery and Steam Products
 3. C199030 Instant Meal Box Food Manufacturing
 4. C199990 Manufacturer of Other Food Products Not Elsewhere Classified
 5. F203010 Retail Sale of Food, Grocery and Beverage
 6. F299990 Retail Sale of Other Products
 7. F301020 Supermarkets
 8. F399010 Convenience Stores
 9. F399040 Retail Sale No Storefront
 10. F399990 Retail Sale of Other Integrated
 11. F501030 Beverage Shops
 12. F501050 Bars
 13. F501060 Restaurants
 14. F501990 Other Catering(Catering & Bando)
 15. G202010 Parking Area Operators
 16. I103060 Management Consulting
 17. I301040 The Third-Party Payment
 18. J601010 Arts and Literature Service
 19. J901011 Tourist Hotel
 20. J901020 Regular Hotel
 21. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.
- Article II-I The Company may provide guarantees to external parties for Business Needs.
- Article III The Company is headquartered in Taipei City and may establish branches at home or abroad when necessary by the resolution of the Board of Directors.
- Article IV Deleted.

Chapter II Shares

Article V The Company's authorized capital is NT\$2 billion, consisting of 200 million shares, with a par value of NT\$10 per share. The Board of Directors is authorized to issue such shares in tranches depending on actual needs, and the unissued shares may be issued as ordinary shares or preference shares in tranches depending on the Company's business needs.

Article V-I The Company may issue preference shares. The rights and obligations and other important issuance conditions are as follows:

1. If the Company reports earnings after the year-end financial closing, such earnings shall first be used to pay all applicable taxes and offset prior years' losses. Thereafter, a statutory reserve shall be allocated in accordance with legal requirements, followed by the appropriation or reversal of a special reserve as required by applicable laws or regulations issued by the competent authorities. Any remaining earnings may be used to distribute dividends on preferred shares for the current year, with priority over other distributions.
2. Preferred dividends shall not exceed the annual rate of interest of 5% and be calculated at the issue price per share. The dividends may be paid out in cash once per year. The Board of Directors or the Chairperson delegated by resolution of the Board of Directors shall set a record date for the payment of dividends from the preceding fiscal year. The amount of dividends to be paid in the year of issue and redemption is calculated based on the actual number of days of issuance in that year.
3. The Company reserves the discretion to distribute preferred dividends. If, based on the annual financial statements, the Company has no earnings or insufficient earnings, or the Board of Directors resolves not to distribute preferred dividends due to other necessary considerations, this shall not constitute a breach of contract, and preferred shareholders shall not raise any objection. Preference shares are non-cumulative; if a resolution is passed not to distribute or to partially distribute dividends, such dividends shall not be accumulated and deferred for payment in a subsequent year where there are earnings.
4. In addition to receiving the dividends mentioned in Paragraph 1, Subparagraph 2 of this Article, preferred shareholders shall not be entitled to participate in the distribution of earnings or capital surplus whether in cash or through capitalization for ordinary shares.
5. Preferred shares cannot be converted into ordinary shares.
6. As for the distribution of the Company's remaining assets, preferred shareholders shall have priority over ordinary shareholders and in the same order as shareholders of various preferred shares issued by the Company, while being subordinated to all general creditors. However, distribution to preferred shareholders shall not exceed the amount of issued and outstanding preferred shares calculated at the issue price upon

distribution.

7. Preferred shareholders shall not have voting rights and the right to be elected at ordinary shareholders' meetings. However, they shall have voting rights at preferred shareholders' meetings or matters involving preferred shareholders' rights and obligations.
8. There is no maturity date for preferred shares, and the preferred shareholders shall not request the Company to redeem the preferred shares they hold. However, the Company may redeem all or part of the preferred shares at any time from the day following the end of the two years after issuance at the initial issue price. The rights and obligations of the issuance conditions under this Article shall continue to apply to the preferred shares not yet redeemed. If dividends are to be paid in the year of redemption, they shall be calculated based on the number of days the shares were outstanding during that year up to the redemption date.
9. The capital surplus from the preference shares (additional paid-in capital) shall not be used to increase share capital during the issuance period of the preferred shares except to offset losses.

The name, issuance date, and specific issuance conditions of preferred shares shall be determined by the Board of Directors at the time of issuance, in accordance with the Company's Articles of Incorporation and applicable laws and regulations, taking into account prevailing market conditions and investor demand.

Article VI The Company's total amount of reinvestments in external entities shall not be subject to the restriction under Article 13 of the Company Act, which limits such investments to no more than 40% of the Company's paid-in capital.

Article VII The Company's shares are all registered and are issued after being signed or sealed by the director(s) representing the Company and then certified by a bank that is competent to serve as a certifying and attesting institution for the issuance of share certificates as per laws. After the Company becomes a public company, it may be exempted from printing physical share certificates, provided that the shares are registered with a centralized securities depository institution.

Article VIII The transfer of shares shall be suspended 60 days before an annual general shareholders' meeting, 30 days before an extraordinary general meeting, or 5 days before the record date set by the Company for the distribution of dividends, bonuses, or other benefits.

Article VIII-I The Company's shareholder service shall be handled in accordance with the "Regulations Governing the Administration of Shareholder Services of Public Companies" after its shares are publicly offered, unless otherwise

prescribed by laws and regulations.

Chapter III Shareholders' Meetings

- Article IX Shareholders' meetings shall be classified as either annual meetings or special meetings. The annual general shareholders' meeting that shall be convened within six months after the end of each fiscal year. The extraordinary general meeting shall be held when necessary, in accordance with applicable laws and regulations.
- Article IX-I The Company shall notify all shareholders of the date, location, and agenda of the annual general shareholders' meeting at least 30 days in advance, and at least 15 days in advance for extraordinary general meetings. For shareholders holding fewer than 1,000 registered shares, such notices may be made through public announcement.
- Article IX-II The Company may convene shareholders' meetings via video conference or other methods announced by the central competent authority.
- Article X If a shareholder is unable to attend a shareholders' meeting for a specific reason, they may appoint a proxy by presenting the Company's proxy form, indicating the scope of the authorization therein. Unless otherwise stipulated in Article 177 of the Company Act and Article 25-1 of the Securities and Exchange Act, the "Regulations Governing the Use of Proxies for Attendance at Shareholders' Meetings of Public Companies" promulgated by the competent authority shall prevail.
- Article XI The Company's shareholders shall be entitled to one vote for each share held, unless otherwise provided by the Company Act.
- Article XII Unless otherwise stipulated by the Company Act, resolutions at a shareholder's meeting shall be adopted by a majority of the votes cast at a meeting attended by shareholders representing more than half of the total issued shares. After the Company's stock is listed on TWSE for trading, when a shareholders' meeting is held, shareholders may exercise their voting rights in writing or by electronic means, and the method for exercising such voting rights shall be specified in the shareholders' meeting notice.
- Article XII-I Resolutions of the shareholders' meeting shall be recorded in meeting minutes, which 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. Distribution may also be affected by public announcement.
- Article XII-II Any proposal to terminate the Company's status as a public company shall be submitted to the shareholders' meeting for approval by a special resolution

and then reported to the competent securities authority for approval. This article shall remain unchanged during the listing period.

Chapter IV Directors

- Article XIII The Company shall have seven to twelve directors, who shall serve a term of three years and be elected by the shareholders' meeting from a list of candidates with legal capacity. Directors may be re-elected.
Among the above number of directors, the number of independent directors shall not be fewer than three and shall not be less than one-third of the total number of directors.
The shareholders' meeting shall elect such directors from a list of candidates through a candidate nomination system under Article 192-1 of the Company Act. The methods of accepting the nomination for director candidates and relevant matters, such as announcements, shall be handled in accordance with the Company Act, the Securities and Exchange Act, and other applicable laws and regulations. Independent directors and non-independent directors shall be elected together, with their elected quotas counted separately. The professional qualifications, shareholdings, restrictions on concurrent positions, and other compliance matters for independent directors shall be governed by the regulations stipulated by the competent securities authority. The Company has established an audit committee in lieu of supervisors in accordance with Article 14-4 of the Securities and Exchange Act. The audit committee is formed by all independent directors and is responsible for implementing supervisors' duties specified in the Company Act, the Securities and Exchange Act, and other laws and regulations.
- Article XIII-I The Company may, during the term of office of its directors and key officers, take out liability insurance covering the scope of business they perform. The Board of Directors meetings shall be delegated to handle the relevant business with full authority.
- Article XIV The Board of Directors shall be formed by directors. A chairman shall be elected from among the directors with the attendance of at least two-thirds of all directors and with the approval of more than half of those present. The Chairman shall represent the Company externally. A vice chairman may be elected in the same manner.
The convening and notification of a board meeting shall be conducted in accordance with Articles 203 and 204 of the Company Act unless otherwise provided by the Company Act.
A board meeting notice may be sent by email or fax. In the event of emergencies, a board meeting may be convened at any time.
- Article XIV-I The resolution of the Board of Directors shall, unless otherwise provided by the Company Act, require the attendance of a majority of the directors and the approval of a majority of those present. The directors who participate in

a board meeting virtually shall be deemed to have attended it in person. A director who is unable to attend a board meeting may appoint another director as proxy by issuing a proxy form, specifying the scope of authorization with respect to the matters to be discussed at the meeting. Each director may act as proxy for only one other director.

Article XV When the Chairman is on leave or unable to exercise the powers as the chair for a specific reason, his deputy shall be handled in accordance with Article 208 of the Company Act.

Article XVI The Board of Directors is delegated to determine the remuneration to the Chairman and directors based on the level of their participation in the Company's operations, the values of their contributions, and the general standards in the industry.

Chapter V Managers

Article XVII The Company may have managers in place, whose appointment, dismissal, and remuneration shall be handled in accordance with Article 29 of the Company Act.

Chapter VI Accounting

Article XVIII At the end of each fiscal year, the Board of Directors shall prepare (1) a business report; (2) financial statements; (3) a statement of earnings distribution or deficit compensation; and other documents. These documents shall be submitted to the annual general shareholders' meeting for adoption in accordance with legal procedures.

Article XIX Deleted.

Article XX Where the Company makes a profit for a fiscal year, no less than 1% of such profit shall be allocated as employee remuneration, of which no less than 50% shall be allocated to grassroots employees. The remuneration shall be distributed in the form of stock or cash by resolution of the Board of Directors. The recipients may include employees of subsidiaries who meet certain criteria. The Company may also allocate not more than 1% of the profit as director remuneration by resolution of the Board of Directors. Profit-sharing remuneration for employees and directors shall be determined by a resolution of the Board of Directors with the presence of at least two-thirds of the directors and the approval of a majority of the directors present, and shall be reported to the shareholders' meeting. However, if the Company still has a cumulative deficit, the amount necessary to offset such deficit shall first be reserved before any allocation of employee and director remuneration

based on the percentages stated above.

If the Company has earnings for a fiscal year, such earnings shall first be used to pay all applicable taxes and offset a cumulative deficit. Ten percent (10%) of the remaining profit shall then be allocated as legal reserve, unless it has reached the total amount of the Company's paid-in capital. Thereafter, a special reserve shall be allocated or reversed in accordance with laws or the competent authority's regulations, and preferred dividends shall be distributed. Any remaining earnings, together with undistributed retained earnings from prior years, shall be proposed by the Board of Directors as the basis for distributing dividends to shareholders. In the case of distribution by means of issuance of new shares, the proposal shall be submitted to the shareholders' meeting for approval. In the case of distribution in cash, the Board of Directors shall be delegated to resolve this decision with the approval of more than half of the directors present at a board meeting attended by at least two-thirds of all directors, and the distribution shall be reported to the shareholders' meeting.

When the Company, in accordance with Article 241 of the Company Act, distributes all or part of its legal reserve and capital reserve by issuing new shares or cash to shareholders in proportion to their shareholding, such distribution shall be resolved in the manner set forth in the preceding paragraph.

Article XX-I The distribution of the Company's earnings shall take into account its operational environment and stage of growth, as well as the interests of shareholders, dividend equalization, and long-term financial planning. The Board of Directors shall determine the method and amount of earnings distribution based on operational results and capital planning. Each year, no less than 10% of distributable earnings shall be allocated as shareholder dividends. Dividends may be distributed in the form of cash or shares, provided that cash dividends shall account for no less than 20% of the total dividends distributed for that year.

Chapter VII Supplementary Provisions

Article XXI Matters not specified in the Articles of Incorporation shall be handled in accordance with the Company Act and other laws and regulations.

Article XXII The Articles of Incorporation was established on January 6, 2000.
The first amendment was made on April 4, 2002.
The second amendment was made on July 25, 2002.
The third amendment was made on September 13, 2002.
The fourth amendment was made on May 15, 2003.
The fifth amendment was made on September 10, 2004.
The sixth amendment was made on March 30, 2005.
The seventh amendment was made on June 30, 2005.
The eighth amendment was made on April 17, 2008.

The ninth amendment was made on May 27, 2011.
The tenth amendment was made on June 15, 2012.
The 11th amendment was made on May 30, 2014.
The 12th amendment was made on December 5, 2014.
The 13th amendment was made on June 2, 2015.
The 14th amendment was made on June 2, 2016.
The 15th amendment was made on June 8, 2018.
The 16th amendment was made on May 28, 2019.
The 17th amendment was made on August 27, 2021.
The 18th amendment was made on May 30, 2022.
The 19th amendment was made on May 30, 2023.
The 20th amendment was made on June 3, 2025.

My Humble House Hospitality Management Consulting Co., Ltd.
Procedures for the Acquisition and Disposal of Assets
(Before Amendment)

Article I : Purpose and Legal Basis

To strengthen the Company's asset management and implement information transparency, these Procedures are established in accordance with the Regulations Governing the Acquisition and Disposal of Assets by Public Companies transparency pursuant to Article 36-1 of the Securities and Exchange Act.

Article II : Scope of Assets

1. Securities, including investments in stocks, government bonds, corporate bonds, financial bonds, securities representing interest in a fund, depositary receipts, call (put) warrants, beneficial interest securities, and asset-backed securities.
2. Real property, including land, buildings, structures, investment property, and inventories of the construction industry, and equipment.
3. Memberships.
4. Intangible assets such as patent rights, copyright, trademarks, and franchise rights.
5. Right-of-use assets
6. Claims of financial institutions, including receivables, bills purchased and discounted, loans, and overdue receivables.
7. Derivatives.
8. Assets acquired or disposed of through mergers, demergers, acquisitions, or transfer of shares in accordance with applicable law.
9. Other material assets.

Article III : Definitions

1. Derivatives refer to forward contracts, options contracts, futures contracts, leverage margin contracts, and swap contracts, combinations of the above contracts, or hybrid contracts or structured products with embedded derivatives, the value of which is derived from a specific interest rate, financial instrument price, commodity price, foreign exchange rate, index of prices or rates, credit rating or credit index, or other variables. The term "forward contracts" as used herein does not include insurance contracts, performance contracts, after-sales service contracts, long-term lease contracts, and long-term purchase (sales) contracts.
2. Assets acquired or disposed of through merger, demerger, acquisition, or transfer of shares in accordance with applicable law refer to assets acquired or disposed of through a merger, demerger, or acquisition conducted in accordance with the

Business Mergers and Acquisitions Act, Financial Holding Company Act, Financial Institutions Merger Act, or other applicable laws, or through the issuance of new shares in exchange for shares of another company (hereinafter referred to as “transfer of shares”) in accordance with Article 156-3 of the Company Act.

3. Related parties and subsidiaries shall be identified in accordance with the provisions of Regulations Governing the Preparation of Financial Reports by Securities Issuers.
4. Professional appraiser refers to a real property appraiser or other person duly authorized by law to engage in the appraisal of real property or equipment.
5. Date of occurrence refers to the date of contract signing, date of payment, date of consummation of the transaction, date of transfer, date of the Board of Directors resolution, or any other date on which the transaction counterparty and transaction amount are sufficiently determined, whichever is earlier. However, for investments that require the approval of a competent authority, the earlier of the aforementioned date or the date on which approval from the competent authority is received shall prevail.
6. Investment in Mainland China refers to investment in Mainland China conducted in accordance with the Regulations Governing the Approval of Investment or Technical Cooperation in Mainland China, promulgated by the Investment Commission, Ministry of Economic Affairs.
7. Professional investors refer to financial holding companies, banks, insurance companies, bills finance companies, trust enterprises, securities firms conducting proprietary trading or underwriting business, futures commission merchants conducting proprietary trading business, securities investment trust enterprises, securities investment consulting enterprises, and fund management companies, which are established in accordance with the law and are regulated by the local financial supervisory authority.
8. Securities Exchange: A domestic securities exchange refers to the Taiwan Stock Exchange Corporation. A foreign securities exchange refers to any organized securities trading market regulated by the securities supervisory authority of the relevant country.
9. Securities firm’s business premises: For a domestic securities firm, its business premises refer to the premises where the securities firm sets up a dedicated counter to conduct transactions in accordance with the Regulations Governing Securities Trading on the Taipei Exchange. For a foreign securities firm, its business premises refer to the business premises of a financial institution that is regulated by a foreign securities supervisory authority and is authorized to engage in securities business.

Article IV : For the appraisal reports or opinions from a certified public accountant (CPA), attorneys, or securities underwriters obtained by the Company, such professional appraisers and their appraisal personnel, CPAs, attorneys, or securities underwriters shall meet the following requirements:

1. They shall not have previously been sentenced to imprisonment for 1 year or longer for a violation of the Act, the Company Act, the Banking Act, the Insurance Act, the Financial Holding Company Act, or the Business Entity Accounting Act, or for fraud, breach of trust, embezzlement, forgery, or occupational crime, with such conviction being final. However, this restriction shall not apply where three years have elapsed since the completion of the sentence, the expiration of the probation period, or the granting of a pardon.
2. They shall not be a related party or de facto related party of any party to the transaction.
3. If the Company is required to obtain appraisal reports from two or more professional appraisers, the different professional appraisers or appraisal officers may not be related parties or de facto related parties of each other.

When issuing appraisal reports or opinions, the personnel referred to in the preceding paragraph shall act in accordance with the self-regulatory rules of their respective industry associations and the following requirements:

1. Prior to undertaking an engagement, they shall prudently assess their own professional capabilities, practical experience, and independence.
2. In performing the engagement, they shall properly plan and execute appropriate operational procedures in order to form conclusions and issue reports or opinions accordingly, and shall faithfully document the procedures performed, data collected, and conclusions in the engagement working papers.
3. They shall evaluate the appropriateness and reasonableness of the data sources, parameters, and information used as the basis for issuing an appraisal report or opinion.
4. The statement of declarations shall include matters such as the professional competence and independence of the relevant personnel, confirmation that the information used is appropriate and reasonable, and have complied with relevant laws and regulations.

Article V : Procedures for the Acquisition or Disposal of Securities

1. Method of price determination and basis of reference

For the acquisition or disposal of securities, the financial statements of the target company for the most recent period that have been audited or reviewed by a CPA shall be obtained prior to the date of the transaction as a reference for evaluating the transaction price. However, this shall not apply where the securities have public

quotations in an active market or where the Financial Supervisory Commission (FSC) provides otherwise.

2. Engagement of experts for opinions

(1) Where the amount of the acquisition or disposal of securities by the Company reaches 20% of the Company's paid-in capital or NT\$300 million or more, the Company shall, prior to the date of occurrence, engage a CPA to render an opinion on the reasonableness of the transaction price. However, this shall not apply where the securities have a publicly quoted price on an active market or where the FSC has otherwise provided.

(2) Where the Company acquires or disposes of assets through court auction procedures, the evidentiary documents issued by the court may be substituted for the appraisal report or a CPA opinion.

3. Authorization limits and levels

For the acquisition or disposal of long-term and short-term investment securities, except for equity transactions with related parties which shall require the approval of the Audit Committee and the Board of Directors, a single transaction of less than NT\$50 million must be submitted to the Chairman for approval before proceeding, and a single transaction exceeding NT\$50 million shall require the approval of the Audit Committee and the Board of Directors before it may be carried out. However, the acquisition or disposal of securities that are of low investment risk and do not affect capital gains or losses, such as government bonds, bonds with repurchase or resale conditions, and the subscription or redemption of domestic money market funds, shall be carried out upon approval by the authorized supervisor in accordance with the Company's "Table of Authority," and shall not be subject to the aforementioned restrictions.

4. Executing unit

The acquisition or disposal of long-term and short-term investment securities shall be executed by the finance department.

5. Transaction process

The procedures for the acquisition or disposal of securities shall be handled in accordance with the provisions of the "Investment Cycle" of the Company's internal control system.

Article VI : Procedures for the Acquisition or Disposal of Real Property, Equipment, or Right-of-Use Assets Thereof

1. Method of price determination and basis of reference

The acquisition or disposal of real property, equipment, or right-of-use assets thereof shall be reported and explained by the responsible unit with reference to the publicly announced current value, assessed value, actual transaction prices of

neighboring real property, recent transaction prices of similar assets, and other relevant information, and shall be conducted through one of the following methods: price inquiry, price comparison, price negotiation, or public tender.

2. Engagement of an expert to issue an appraisal report on real property, equipment, or right-of-use assets thereof

In acquiring or disposing of real property, equipment, or its right-of-use assets, unless transacting with a domestic government agency, commissioned construction on owned land, commissioned construction on rented land, or acquiring or disposing of equipment or its right-of-use assets held for business use, where the transaction amount reaches 20% of the Company's paid-in capital or NT\$300 million or more, the Company shall obtain an appraisal report issued by a professional appraiser prior to the date of occurrence, and the following requirements shall be met:

- (1) Where a limited price, specific price, or special price is required as a reference for the transaction price due to special circumstances, the transaction shall be first be submitted to and approved by the Board of Directors. The same procedure shall apply to any subsequent changes to the transaction terms.
 - (2) Where the transaction amount reaches NT\$1 billion or more, appraisals from two or more professional appraisers shall be obtained.
 - (3) Where the appraisal results of the professional appraiser meet any of the following circumstances, unless the appraisal results for the acquisition of assets are all higher than the transaction amount, or the appraisal results for the disposal of assets are all lower than the transaction amount, the Company shall engage a CPA to render a specific opinion on the reasons for the discrepancy and the appropriateness of the transaction price:
 - i. The discrepancy between the appraisal result and the transaction amount is 20% or more of the transaction amount.
 - ii. The discrepancy between the appraisal results of two or more professional appraisers is 10% or more of the transaction amount.
 - (4) The period between the date the professional appraiser issues the report and the date the contract is executed shall not exceed three months. However, where the same publicly announced land value is applicable and the period does not exceed six months, the original professional appraiser may issue a supplementary opinion.
 - (5) Where the Company acquires or disposes of assets through court auction procedures, the evidentiary documents issued by the court may be substituted for the appraisal report or a CPA opinion.
3. Authorization limits and levels

For the acquisition or disposal of real property, equipment, or right-of-use assets thereof, except for the acquisition or disposal of real property and equipment or right-of-use assets thereof from or to a related party, which shall be approved by the Audit Committee and passed by the Board of Directors. Where the transaction amount is less than NT\$100 million, the executing unit shall conduct an evaluation and submit it to the Chairman for approval before proceeding. Where the transaction amount exceeds NT\$100 million, it shall require the approval of the Audit Committee and the Board of Directors before it may be carried out.

4. Executing unit

The acquisition or disposal of real property, equipment, or right-of-use assets thereof shall be executed by the asset management unit and the relevant responsible units.

5. Transaction process

The acquisition or disposal of real property, equipment, or right-of-use assets thereof shall be handled in accordance with the Company's "Table of Authority" and the "Property, Plant and Equipment Cycle" of the internal control system.

Article VI-I: Procedures for the Acquisition or Disposal of Office Ornaments

1. Method of price determination and basis of reference

The acquisition or disposal of office ornaments shall be reported and explained by the responsible unit, with reference to information such as market inquiry results, transaction records of public auction markets, and trends in the art market.

2. Authorization limits and levels

For the acquisition or disposal of office ornaments, except for the acquisition or disposal of office ornaments from or to a related party in an amount of NT\$10 million (inclusive) or more, which shall require the approval of the Audit Committee and the Board of Directors, where the transaction amount is less than NT\$100 million, the executing unit shall conduct an evaluation and submit it to the Chairman for approval before proceeding. Where the transaction amount exceeds NT\$100 million, it shall require the approval of the Audit Committee and the Board of Directors before it may be carried out.

3. Executing unit

The acquisition or disposal of office ornaments shall be executed by the art management department, the asset management unit, and the relevant responsible departments.

4. Transaction procedures

The acquisition or disposal of office ornaments shall be handled in accordance with the provisions of the Company's "Office Ornaments Management Measures," "Table of Authority," and relevant internal control systems.

Article VII : Procedures for the Acquisition or Disposal of Intangible Assets or Right-of-use assets Thereof or Memberships

1. Method of price determination and basis of reference

The acquisition or disposal of intangible assets, right-of-use assets thereof, or memberships shall be negotiated with the counterparty by considering the potential future benefits and market fair value of such assets, and by referring to expert opinions where necessary.

2. Engagement of experts to issue opinions

(1) Where the transaction amount for the acquisition or disposal of intangible assets or right-of-use assets thereof or memberships reaches 20% of the Company's paid-in capital or NT\$300 million or more, the Company shall, prior to the date of occurrence, engage a CPA to express an opinion on the reasonableness of the transaction price, except for transactions with domestic government agencies.

(2) Where the Company acquires or disposes of assets through court auction procedures, the evidentiary documents issued by the court may be substituted for the appraisal report or a CPA opinion.

3. Authorization limits and levels

For the acquisition or disposal of intangible assets or right-of-use assets thereof or memberships, the transaction price and terms shall be determined with reference to the fair market price, and an analysis shall be prepared and submitted for approval through the appropriate levels of authority. Except for the acquisition or disposal of trademarks or intangible assets for non-business use from or to related parties, which shall require the approval of the Audit Committee and the Board of Directors, transactions with an amount of less than NT\$50 million shall be handled after being submitted to and approved by the Chairman. Transactions with an amount exceeding NT\$50 million shall require the approval of the Audit Committee and the Board of Directors before they may be carried out.

4. Executing unit

For the acquisition or disposal of intangible assets or right-of-use assets thereof or membership operations, the executing units shall be the finance department and the relevant responsible units.

5. Transaction process

The Company's acquisition or disposal of intangible assets or right-of-use assets thereof or memberships shall be handled in accordance with the "Property, Plant and Equipment Cycle" provisions of the Company's internal control system.

Article VIII : The calculation of the transaction amounts in the preceding three articles shall be handled in accordance with the provisions of Article XIII, Paragraph 1, Subparagraph

2. The term “within one year” as used herein shall be calculated by tracing back one year from the date of occurrence of the current transaction. Portions for which an appraisal report from a professional appraiser or a CPA opinion has already been obtained in accordance with these Procedures need not be included in the calculation.

Article IX : Procedures for Handling Transactions with Related Parties

1. When the Company acquires or disposes of assets from or to a related party, in addition to handling relevant resolution procedures and evaluating the reasonableness of transaction terms in accordance with the provisions of Articles V, VI, VII, and this Article, if the transaction amount reaches 10% of the Company’s total assets, 20% of paid-in capital, or NT\$300 million or more, the Company shall also obtain an appraisal report from a professional appraiser or a CPA opinion in accordance with Articles V, VI, and VII.

The calculation of the transaction amount in the preceding paragraph shall be handled in accordance with the provisions of Article VIII.

In determining whether a counterparty is a related party, in addition to considering its legal form, the substance of the relationship shall also be considered.

2. Assessment and operating procedures

When the Company intends to acquire or dispose of real property or its right-of-use assets from or to a related party, or when it intends to acquire or dispose other than real property or its right-of-use assets from or to a related party and the transaction amount reaches 20% of the Company’s paid-in capital, 10% of total assets, or NT\$300 million or more, except for trading of domestic government bonds, bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises, the Company may not proceed to enter into a transaction contract or make a payment until the following matters have been approved by the Audit Committee and passed by the Board of Directors:

- (1) The purpose, necessity, and anticipated benefit of the acquisition or disposal of assets.
- (2) The reason for choosing the related party as a transaction counterparty.
- (3) Information relating to the assessment of the reasonableness of the proposed transaction terms in accordance with Paragraph 1, Subparagraph 3 of this Article, where real property or right-of-use assets thereof are acquired from a related party.
- (4) The date and price at which the related party originally acquired the real property, the transaction counterparty, and its relationship to the Company and the related party.

- (5) Monthly cash flow forecasts for the year commencing from the anticipated month of signing of the contract, and evaluation of the necessity of the transaction, and reasonableness of the funds utilization.
- (6) An appraisal report from a professional appraiser or a CPA's opinion obtained in compliance with paragraph 1 of this Article.
- (7) Restrictive covenants on the current transaction and other material terms.

For the following transactions conducted between the Company and its parent company or subsidiaries, or between subsidiaries in which the Company directly or indirectly holds 100% of the issued shares or total capital, the Board of Directors may authorize the Chairman to make a decision first within a certain limit, and subsequently submit the matter to the most recent Board of Directors meeting for ratification:

- (1) Acquisition or disposal of equipment for business use or right-of-use assets thereof.
- (2) Acquisition or disposal of real property right-of-use assets for business use.

Where the Company or its subsidiary that is not a domestic public company enters into a transaction under Paragraph 2, and the transaction amount reaches 10% or more of the public company's total assets, the public company shall submit the information listed in Paragraph 2 to the shareholders' meeting for approval before the transaction contract may be executed and payment made. However, transactions between the Company and its parent company or subsidiaries, or between subsidiaries, shall not be subject to this restriction.

The calculation of the transaction amounts referred to in Paragraph 2 and the preceding paragraph shall be made in accordance with Subparagraph 2, Paragraph 1 of Article XIII herein, and the term "within one year" as used herein refers to the year preceding the date of occurrence of the current transaction. Items that have been submitted to the shareholders' meeting, approved by the Audit Committee, and passed by the Board of Directors in accordance with these Procedures need not be counted toward the transaction amount.

3. Assessment of the reasonableness of transaction costs

- (1) When acquiring real property or right-of-use assets thereof from a related party, the Company shall evaluate the reasonableness of the transaction costs by the following means:
 - i. Based upon the related party's transaction price plus necessary interest on funding and the costs to be duly borne by the buyer. The cost of "necessary interest on funding" is imputed as the weighted average interest rate on borrowing in the year the Company purchases the property, provided that

such rate shall not exceed the maximum non-financial industry lending rate announced by the Ministry of Finance.

- ii. Where the related party has previously obtained a mortgage loan from a financial institution secured by the subject property, the total appraised lending value of the financial institution for that property may be used as the reference value, provided that the actual cumulative amount lent by the financial institution against the property has reached 70% or more of the total appraised lending value, and the lending period has exceeded one year. However, this shall not apply where the financial institution is a related party of one of the transaction counterparties.
- (2) Where land and structures thereupon are combined as a single property purchased or leased in one transaction, the transaction costs for the land and the structures may be separately appraised in accordance with either of the means listed in the preceding paragraph.
 - (3) When the Company acquires real property or right-of-use assets from a related party and appraises the cost of the real property or right-of-use assets in accordance with the provisions of the preceding two items, the Company shall also engage a CPA to check the appraisal and render a specific opinion.
 - (4) Where the Company acquires real property or right-of-use assets thereof from a related party under any of the following circumstances, the acquisition shall be conducted in accordance with the provisions of Paragraph 1, Subparagraph 2 of this Article, and the provisions of Paragraph 1, Subparagraph 3 of this Article shall not apply:
 - i. The related party acquired the real property or its right-of-use assets through inheritance or a gift.
 - ii. More than five years have elapsed between the date on which the related party entered into the contract to acquire the real property or its right-of-use assets and the date of the current transaction.
 - iii. The real property is acquired through a joint development contract with the related party, or through commissioned construction on owned land or leased land where the related party was engaged to construct the real property.
 - iv. The real property for business use is acquired by the Company with its parent or subsidiaries, or by its subsidiaries in which the Company directly or indirectly holds 100% of the issued shares or total capital.
 - (5) Where the results of the Company's evaluation conducted in accordance with the provisions of Item 1 and Item 2, Subparagraph 3, Paragraph 1 of this Article are both lower than the transaction price, the matter shall be handled

in accordance with the provisions of Item 6, Subparagraph 3, Paragraph 1 of this Article. However, where the following circumstances exist, objective evidence has been submitted, and specific opinions on reasonableness have been obtained from a professional real property appraiser and a CPA, this restriction shall not apply:

- i. Where the related party acquired undeveloped land or leased land for development, it may submit proof of compliance with one of the following conditions:
 - (a) Undeveloped land is appraised using the methods prescribed in this Article, and the buildings are valued based on the related party's cost of construction sales plus a reasonable construction profit, and the combined total exceeds the actual transaction price. The term "reasonable construction profit" shall be deemed the average gross operating profit margin of the related party's construction division over the most recent three years or the gross profit margin for the construction industry for the most recent period as announced by the Ministry of Finance, whichever is lower.
 - (b) Other transaction cases involving unrelated parties within the preceding one year for other floors of the same property or in the neighboring area, where the area is comparable, and the transaction terms are substantially equivalent after adjustments for reasonable floor or area land prices in accordance with standard property market sale or leasing practices.
- ii. Where the Company provides evidence that the terms of the acquisition of real property from, or the lease of right-of-use assets of real property from, a related party are comparable to other non-related party transaction cases in the neighboring area within the preceding one year, and the area is comparable.

The term "neighboring area transaction cases" as used above shall, in principle, refer to transactions on the same or adjacent city blocks within a radius of no more than 500 meters from the subject property, or transactions with comparable publicly announced current values. The term "comparable area" shall, in principle, mean that the area of the non-related party transaction case is not less than 50% of the area of the subject property. The term "within one year" shall be calculated by tracing back one year from the date of occurrence of the acquisition of the real property or right-of-use assets thereof.

(6) Where the Company acquires real property or right-of-use assets thereof from a related party, and the results of the appraisal conducted in accordance with the provisions of Items 1 through 5, Subparagraph 3, Paragraph 1 of this Article are all lower than the transaction price, the following matters shall be handled:

- i. A The difference between the transaction price and the appraised cost of the real property or right-of-use assets thereof shall be set aside as a special reserve in accordance with Article 41, Paragraph 1 of the Securities and Exchange Act, and shall not be distributed as dividends or capitalized for the issuance of bonus shares. Where an investor that accounts for its investment in the Company using the equity method is a public company, such investor shall also set aside a special reserve in proportion to its shareholding percentage in accordance with Article 41, Paragraph 1 of the Securities and Exchange Act.
- ii. Independent directors of the Audit Committee shall act in accordance with Article 218 of the Company Act.
- iii. The handling of matters under Sub-items 1 and 2 of Item 6, Subparagraph 3, Paragraph 1 of this Article shall be reported to the shareholders' meeting, and the detailed contents of the transaction shall be disclosed in the annual report and the prospectus.

Where the Company has set aside special reserve under this item, it may not utilize the special reserve until it has recognized a loss on decline in market value of the assets it purchased or leased at a premium, or they have been disposed of, or the leasing contract has been terminated, or adequate compensation has been made, or the original condition has been restored, or there is other evidence confirming that there was nothing unreasonable about the transaction, and the FSC has given its consent.

(7) When the Company acquires real property or right-of-use assets from a related party, and there is other evidence indicating that the transaction is not conducted at arm's length, the matter shall also be handled in accordance with Item 6, Subparagraph 3, Paragraph 1 of this Article.

Article X : Procedures for the Acquisition or Disposal of Claims of Financial Institutions
In principle, the Company does not engage in transactions involving the acquisition or disposal of claims of financial institutions. Should the Company intend to engage in such transactions in the future, it shall submit the matter for the approval of the Audit Committee and the Board of Directors before establishing the relevant evaluation and operating procedures.

Article XI : Procedures for the Acquisition or Disposal of Derivatives

1. Trading principles and policies

(1) Type of transaction

- i. The nature of derivatives trading is divided into two types based on its purpose: “non-trading” (hedging transactions not for trading purposes) and “trading” (non-hedging transactions for trading purposes).
- ii. Matters relating to bond margin trading shall be handled *mutatis mutandis* in accordance with the provisions of these Procedures.

(2) Operating or hedging strategies

The engagement in derivative financial product transactions shall aim to ensure the Company’s operating profits and hedge risks. The selection of transaction products shall primarily focus on hedging risks arising from the Company’s business operations, and the currencies operated shall be limited to foreign currency receipts and payments arising from the Company’s business relationships. Transactions for other specific purposes shall be subject to careful evaluation and may only be conducted after being submitted to the Audit Committee for approval and subsequently authorized by the Board of Directors.

(3) Division of authority and responsibility

i. Finance department

- (a) Collect market information, assess trends and risks, acquire thorough knowledge of the types and characteristics of financial products and their relevant laws and regulations, operating techniques, and engage in derivatives trading in accordance with the instructions and authorization of the responsible supervisor.
- (b) Regularly evaluate held positions and prepare evaluation reports.
- (c) File reports and make public announcements in accordance with the regulations of the competent authority.

ii. Accounting department

Accounting processing and preparation of financial statements are performed in accordance with International Financial Reporting Standards (IFRS) as recognized by the Financial Supervisory Commission.

iii. Internal audit department

Periodically evaluate whether derivatives trading complies with operational procedures and prepare audit reports.

(4) Performance evaluation guidelines

i. “Non-trading” derivatives (hedging transactions)

- (a) Performance evaluation shall be based on the gains or losses arising from the difference between the exchange rate costs on the

Company's books and the derivatives trading.

- (b) The Company adopts a monthly mark-to-market valuation method to assess gains or losses, in order to fully grasp and express the valuation risks of derivatives trading.
- (c) The finance department shall periodically provide valuation reports on derivatives, market trends, and market analysis to management as a basis for decision-making.

ii. "Trading" derivatives (transactions for specific purposes)

The actual realized profit and loss shall be used as the basis for performance evaluation, and accounting personnel shall periodically prepare reports on derivatives positions for management's reference.

(5) Trading limit

i. Total contract amount

(a) "Non-trading" derivatives (hedging transactions)

The finance department shall monitor the overall positions of the Company to hedge transaction risks. The total contract amount of hedging transactions shall not exceed the overall net position of the Company. If this limit is exceeded, the matter shall be submitted to the Audit Committee for consent and approved by the Board of Directors.

(b) "Trading" derivatives (transactions for specific purposes)

The total contract amount of derivatives transactions for specific purposes shall not exceed US\$5 million.

ii. Authorization for derivatives trading

(a) Approval authority for hedging transactions

Hedging derivatives transactions may only be executed after approval by the Chairman.

(b) Approval authority for transactions for specific purposes

Derivatives transactions for specific purposes must be submitted to the Audit Committee for approval and may only be executed after being approved by the Board of Directors.

iii. Loss limit

(a) The purpose of hedging derivative transactions is to hedge risks; therefore, it is not necessary to set a loss limit.

(b) The aggregate contract loss limit for transactions for specific purposes is set at US\$500 thousand, and the maximum loss limit for individual contracts is set at 10% of the contract amount.

2. Risk management measures

- (1) Credit risk management: In principle, the counterparties to transactions shall be banks that have business relationships with the Company and are capable of providing professional information.
- (2) Market price risk management: The finance department shall conduct market-to-market valuations on an ongoing basis and monitor the potential impact of future market price fluctuations on the gains or losses of positions held.
- (3) Liquidity risk management: To ensure market liquidity, the principle of selecting derivative products for trading shall be high liquidity and large trading volume. The financial institutions entrusted with trading must have sufficient equipment and information systems and be capable of conducting transactions in any market.
- (4) Cash flow risk management: To ensure the stability of the Company's working capital turnover, the source of funds for the Company to engage in derivatives trading shall be limited to its own funds, and the transaction amount shall take into account the capital requirements as projected in future cash flow and outflow forecasts.
- (5) Operational risk management:
 - i. The Company's authorized limits and operating procedures shall be strictly observed, and transactions shall be incorporated into the internal audit process in order to prevent operational risks.
 - ii. Personnel engaging in the execution of derivative transactions shall not concurrently serve as personnel responsible for confirmation and settlement operations.
 - iii. Risk measurement, monitoring, and control personnel shall be assigned to a different department than the personnel in the preceding subparagraph, and shall report to the Audit Committee and the Board of Directors or senior management who do not bear responsibility for trading or position decision.
- (6) Legal risk management: Contract documents for derivative financial instruments signed with financial institutions must be reviewed by legal personnel before formal execution, in order to avoid legal risks.
- (7) Product risk management: Internal trading personnel shall possess complete and accurate professional knowledge regarding the financial products traded, and shall require banks to fully disclose risks to avoid losses resulting from the misuse of financial instruments.

3. Internal audit system

- (1) Internal audit personnel shall periodically review the adequacy of internal

controls for derivatives trading and shall conduct monthly audits of the trading department's compliance with these Procedures and prepare audit reports. Should any material violation be discovered, the Audit Committee shall be notified in writing.

- (2) Internal audit personnel shall, by the end of February of the following year, summarize the monthly audit reports together with the status of execution of the annual internal audit plan and report them to the competent authority. The status of improvement of any abnormalities shall be reported to the competent authority for recordation no later than the end of May of the following year.

4. Periodic evaluation methods and handling of abnormalities

- (1) The Board of Directors shall authorize senior management personnel to periodically evaluate whether derivatives trading is indeed handled in accordance with the transaction procedures established by the Company, and whether the risks undertaken are within the permitted scope of tolerance. Upon discovery of any abnormal circumstances, such as losses on held positions exceeding the upper limit, a report shall be made immediately to the Audit Committee and the Board of Directors, and responsive measures shall be taken.
- (2) Derivatives trading positions held shall be evaluated at least once per week. However, hedging transactions undertaken for business operational needs shall be evaluated at least twice per month. Evaluation reports shall be submitted to the senior management personnel authorized by the Board of Directors.

5. Supervisory and management principles of the Board of Directors when engaging in derivatives trading

- (1) The Board of Directors shall supervise and manage in accordance with the following principles:
 - i. The Board of Directors shall designate senior management personnel to continuously monitor and control derivatives trading risk.
 - ii. The Board of Directors shall periodically evaluate whether derivatives trading performance is consistent with established operational strategy and whether the risk undertaken is within the Company's permissible risk tolerance.
- (2) Senior management personnel authorized by the Board of Directors shall manage derivatives trading in accordance with the following principles:
 - i. Periodically evaluate whether the risk management measures currently in use are appropriate and ensure that such transactions are handled in accordance with the Regulations Governing the Acquisition and Disposal of Assets by Public Companies and these Procedures.
 - ii. Monitor transactions and gains and losses. Upon discovery of any

abnormalities, necessary responsive measures shall be taken, and a report shall be made immediately to the Audit Committee and the Board of Directors.

- (3) Where the Company engages in derivative transactions and authorizes relevant personnel to handle such matters in accordance with these Procedures, such transactions shall be reported to the Audit Committee and the Board of Directors thereafter.
- (4) When engaging in derivatives trading, the Company shall establish a logbook to record in detail for reference the types and amounts of derivatives transactions, the dates of approval by the Board of Directors, and the matters that shall be carefully evaluated pursuant to the provisions of Item 2 of Subparagraph 4 and Subparagraph 5 of this Article.

Article XII : Procedures for Handling Mergers, Demergers, Acquisitions, or Transfer of Shares

1. Determination of the transaction consideration and basis of reference

In conducting a merger, demerger, acquisition, or transfer of shares, comprehensive consideration shall be given to the past and future financial and business conditions of the participating companies, the expected future benefits, and fair methods of determining the transaction price by the market. The Company shall reference the professional opinions of CPAs, lawyers, or securities underwriters and negotiate the price with the counterparty in the merger, demerger, acquisition, or share transfer.

2. Engagement of experts for opinions

When conducting a merger, demerger, acquisition, or transfer of shares, prior to convening the Board of Directors to resolve on the matter, the Company shall engage a CPA, attorney, or securities underwriter to provide opinions on the reasonableness of the share exchange ratio, acquisition price, or distribution of cash or other property to shareholders, and submit it to the Board of Directors for deliberation and approval. However, this requirement shall not apply where the Company merges with a subsidiary in which the Company directly or indirectly holds 100% of the issued shares or authorized capital, and where such subsidiaries merge with one another.

3. Decision-making level

The resolution for conducting a merger, demerger, acquisition, or transfer of shares shall be handled in accordance with the provisions of the Company Act and relevant laws and regulations.

4. Submission of relevant information and disclosure of information in the event of failure to obtain approval at a shareholders' meeting

- (1) When participating in a merger, demerger, or acquisition, the Company shall prepare a public document addressed to shareholders prior to the shareholders' meeting, setting forth the material terms and related matters of the merger, demerger, or acquisition. This document, together with the expert opinion referred to in Paragraph 2 of this Article and the shareholders' meeting notice, shall be delivered to the shareholders as a reference for their decision on whether to approve the merger, demerger, or acquisition. However, this shall not apply where the merger, demerger, or acquisition, this restriction may be resolved without convening a shareholders' meeting under other applicable laws.
 - (2) Where the shareholders' meeting of any participating companies in a merger, demerger, or acquisition fails to convene or pass a resolution due to lack of a quorum, insufficient votes, or other legal restriction, or the proposal is rejected by the shareholders' meeting, all companies participating in the merger, demerger or acquisition shall immediately publicly explain the reason, the follow-up measures, and the preliminary date of the next shareholders' meeting.
5. Convening of Board of Directors meetings and shareholders' meetings
- (1) All companies participating in a merger, demerger, or acquisition shall convene a Board of Directors meeting and a Shareholders' Meeting on the same day to resolve matters relevant to the merger, demerger, or acquisition, unless otherwise provided by other laws or where there are special factors for which prior consent has been reported and approved by the FSC.
 - (2) All companies participating in a transfer of shares shall convene a Board of Directors meeting on the day of the transaction, unless otherwise provided by other laws or where special circumstances have been reported to and approved in advance by the FSC.
 - (3) When participating in a merger, demerger, acquisition, or transfer of another company's shares, a company that is listed on an exchange or has its shares traded on an OTC market shall prepare a full written record of the following information and retain it for five years for reference:
 - i. Basic personnel information: The position titles, names, and national ID numbers (or passport numbers for foreign nationals) of all persons involved in the planning or implementation of any merger, demerger, acquisition, or share transfer plan prior to disclosure of the information.
 - ii. Dates of material events: The signing of any letter of intent or memorandum of understanding, the engagement of a financial or legal advisor, the execution of a contract, and the convening of a Board of Directors meeting.

- iii. Important documents and minutes: The merger, demerger, acquisition, and share transfer plans, any letter of intent or memorandum of understanding, material contracts, and minutes of Board of Directors meetings.
 - (4) When participating in a merger, demerger, acquisition, or share transfer, a company that is listed on an exchange or has its shares traded on an OTC market shall, within two days counting from the date of the Board of Directors resolution, file the basic personnel information and the dates of material events with the FSC for recordation through the Internet-based information system in the prescribed format.
 - (5) Where any companies participating in a merger, demerger, acquisition, or shares transfer is neither listed on an exchange nor has its shares traded on an OTC market, the listed company or the company whose shares are traded at a securities firm's place of business shall enter into an agreement with such company, and shall comply with the provisions of the preceding two Items.
6. Confidentiality undertakings and avoidance of insider trading
- All person participating in or privy to the plan for merger, demerger, acquisition, or transfer of shares shall issue a written undertaking of confidentiality and may not disclose the content of the plan prior to public disclosure of the information and may not trade, in their own name or under the name of another person, in any stock or other equity security of any company related to the plan for merger, demerger, acquisition, or transfer of shares.
7. Principles for changing the share exchange ratio or acquisition price
- When participating in a merger, demerger, acquisition, or transfer of shares, the share exchange ratio or acquisition price may not be arbitrarily altered unless under the following circumstances, and the circumstances permitting alteration shall be stipulated in the contract for the merger, demerger, acquisition, or transfer of shares:
- (1) Conduct Proceeds from issuing shares, issuance of convertible corporate bonds, or the issuance of bonus shares, issuance of corporate bonds with warrants, preferred shares with warrants, stock warrants, or other equity-based securities.
 - (2) An action, such as the disposal of material assets, that affects the Company's financial operations.
 - (3) An event, such as a major disaster or major change in technology, that affects the shareholder's equity or share price of the Company.
 - (4) Adjustment resulting from the buyback of treasury shares by any participating companies in the merger, demerger, acquisition, or transfer of shares.
 - (5) Changes in the number of entities or companies participating in the merger, demerger, acquisition, or transfer of shares.

(6) Other conditions stipulated in the agreement that permit changes and that have been publicly disclosed.

8. Mandatory contractual provisions

The contract for participation in a merger, demerger, acquisition, or transfer of shares shall record the rights and obligations of the companies participating in the merger, demerger, acquisition, or transfer of shares, and shall also include the following:

- (1) Handling of breach of contract.
- (2) Principles for the handling of equity-type securities previously issued or treasury stock previously bought back by any company that is extinguished in a merger or that is demerged.
- (3) The amount of treasury stock that the participating companies are permitted under law to buy back after the record date of calculation of the share exchange ratio, and the principles for handling thereof.
- (4) Treatment in the event of changes in the number or composition of the participating entities.
- (5) Preliminary progress schedule for plan execution, and anticipated completion date.
- (6) Scheduled date for convening the legally mandated shareholders' meeting if the plan is not completed on schedule.

9. Change of participants

If any company participating in a merger, demerger, acquisition, or share transfer wishes, after the information has been publicly disclosed, to proceed with a merger, demerger, acquisition, or share transfer with another company, all procedures or legal acts that have been completed in the original merger, demerger, acquisition, or share transfer shall be performed anew by all participating companies. However, where the number of participating companies has decreased, and the shareholders' meeting has already passed a resolution authorizing the Board of Directors to make changes, the participating companies shall not be required to convene another shareholders' meeting to re-adopt a resolution.

10. Where any company participating in a merger, demerger, acquisition, or share transfer is a non-public company, the Company shall enter into an agreement with such company and handle the matter in accordance with the provisions of Subparagraphs 5, 6, and 9 of this Article.

Article XIII : Procedures for Public Disclosure of Information

1. Public announcement and filing standards

Under any of the following circumstances, the Company acquiring or disposing of assets shall publicly announce and report the relevant information on the FSC-

designated website in the appropriate format as prescribed by regulations within two days, counting inclusively from the date of occurrence of the event:

- (1) Acquisition or disposal of real property or its right-of-use assets from or to a related party, or acquisition or disposal of assets other than real property or its right-of-use assets from or to a related party, where the transaction amount reaches 20% of the Company's paid-in capital, 10% of total assets, or NT\$300 million or more. This shall not apply to the trading of domestic government bonds, bonds under repurchase and resale agreements, or the subscription or redemption of money market funds issued by domestic securities investment trust enterprises.
- (2) Undertaking of a merger, demerger, acquisition, or transfer of shares.
- (3) Losses from derivatives trading reach the limits on aggregate losses or losses on individual contracts set out in these Procedures.
- (4) The type of assets acquired or disposed of is equipment for business use or right-of-use assets thereof, where the transaction counterparty is not a related party, and the transaction amount meets one of the following criteria:
 - i. Where the paid-in capital is less than NT\$10 billion, the transaction amount reaches NT\$500 million or more.
 - ii. Where the paid-in capital is NT\$10 billion or more, the transaction amount reaches NT\$1 billion or more.
- (5) Where the Company, which engages in the construction business, acquires or disposes of real property or right-of-use assets thereof for construction use, and its transaction counterparty is not a related party, and the transaction amount reaches NT\$500 million or more. Where the paid-in capital is NT\$10 billion or more, and real property of a self-constructed and completed construction project is disposed of, and the transaction counterparty is not a related party, the threshold shall be a transaction amount of NT\$1 billion or more.
- (6) Where real property is acquired through commissioned construction on owned land, commissioned construction on leased land, joint construction with allocation of housing units, joint construction with proportional sharing, or joint construction with separate sales, and the transaction counterparty is not a related party, and the amount the Company expects to invest in the transaction reaches NT\$500 million or more.
- (7) Any asset transaction, disposal of claims by a financial institution, or investment in Mainland China not covered in Subparagraphs 1 through 6 above, where the transaction amount reaches 20% of the Company's paid-in capital or NT\$300 million or more. However, this shall not apply to the following circumstances:

- i. Trading of domestic government bonds or foreign government bonds with a credit rating not lower than our country's sovereign rating.
 - ii. Where done by professional investors, securities trading on securities exchanges or OTC markets, or subscription of foreign corporate bonds or ordinary corporate bonds and general bank debentures without equity characteristics (excluding subordinated debt) that are offered and issued in the primary market, or subscription or redemption of securities investment trust funds or futures trust funds, or subscription or repurchase of exchange-traded notes, or subscription by a securities firm of securities as necessitated by its undertaking business or as an advisory recommending securities firm for an emerging stock company, in accordance with the rules of the Taipei Exchange.
 - iii. Trading of bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.
2. The aforementioned transaction amounts shall be calculated as follows
 - (1) The amount of each individual transaction.
 - (2) The cumulative transaction amount of acquisitions or disposals of the same nature with the same transaction counterparty within the preceding year.
 - (3) The cumulative amount of acquisitions or disposals (with acquisitions and disposals accumulated separately) of real property or right-of-use assets for the same development project within the preceding year.
 - (4) The cumulative amount of acquisitions or disposals (with acquisitions and disposals accumulated separately) of the same securities within the preceding year.

The term "within the preceding year" as used in the preceding paragraphs refers to the year preceding the date of occurrence of the current transaction. Amounts that have already been publicly announced in accordance with these Procedures need not be included in the calculation.
3. Public announcement and reporting procedures
 - (1) The Company shall compile monthly reports on the status of derivatives trading engaged in up to the end of the preceding month by the Company and any subsidiaries that are not domestic public companies and enter such information in the prescribed format into the information reporting website designated by the FSC by the 10th day of each month.
 - (2) When any item required to be publicly announced by the Company under the regulations contains an error or omission at the time of announcement that requires correction, the Company shall re-announce and re-file all items in their

entirety within two days counting from the date it becomes aware of such error or omission.

- (3) When acquiring or disposing of assets, the Company shall keep all relevant contracts, meeting minutes, logbooks, appraisal reports, and the opinions of CPAs, attorneys, and securities underwriters at the Company, where they shall be retained for at least five years, unless otherwise provided by other laws.
- (4) After the Company has announced and reported a transaction in accordance with the provisions of this Article and any of the following circumstances subsequently arises, the relevant information shall be announced and reported on the website designated by the FSC within two days from the date of occurrence of the event:
 - i. There is a change, termination, or rescission of the relevant contracts signed for the original transaction.
 - ii. The merger, demerger, acquisition, or share transfer is not completed in accordance with the scheduled timeline of the contract.
 - iii. There are changes to the content of the original announcement and filing.

Article XIV : Investment Limits for Non-Business-Use Real Property, Right-of-Use Assets Thereof, and Securities by the Company and its Subsidiaries

1. Other than acquiring assets for business use, the Company and its subsidiaries may also invest in and purchase non-business-use real property and its right-of-use assets and securities.
2. The investment limits for the Company and each of its subsidiaries in acquiring the aforementioned assets shall be as follows:
 - (1) The total amount of non-business-use real property and right-of-use assets thereof purchased by the Company and its subsidiaries shall not exceed 50% of the net worth shown on the respective financial statements of the Company and its subsidiaries.
 - (2) The total amount of investment in securities by the Company shall be limited to 50% of the net worth shown on the Company's own financial statements. Except for subsidiaries whose primary business is investment, the total amount of investment by other subsidiaries shall be limited to 50% of the net worth shown on the respective subsidiary's own financial statements.
 - (3) The Company's investment in any individual security shall be limited to 50% of the net worth shown on the Company's own financial statements. Except for subsidiaries whose primary business is investment, each subsidiary's investment in any individual security shall be limited to 50% of the net worth shown on the subsidiary's own financial statements.

Article XV : Control Procedures for the Acquisition or Disposal of Assets by Subsidiaries

1. The Company shall require its subsidiaries to establish their own “Procedures for the Acquisition or Disposal of Assets” in accordance with the relevant provisions of the Regulations Governing the Acquisition and Disposal of Assets by Public Companies. Such procedures shall be approved by the subsidiary’s Board of Directors and submitted to its shareholders’ meeting for approval, and the same shall apply to any amendments thereto. The subsidiaries shall execute in accordance with the established procedures.
2. Where a subsidiary of the Company is not a domestic public company, matters that shall be publicly announced and reported pursuant to the Regulations Governing the Acquisition and Disposal of Assets by Public Companies shall be handled by the Company on behalf of such subsidiary.
3. In the standards for public announcements and regulatory filings by a subsidiary, the phrase “paid-in capital” or “total assets” shall be based on the paid-in capital or total assets of the Company.

Article XVI : Penalties

When any relevant personnel of the Company violate the provisions of these Procedures, the responsible department shall impose disciplinary action based on the severity of the circumstances in accordance with the relevant regulations of the Company.

Article XVII : Supplementary Provisions

Any matters not covered in these Procedures shall be handled in accordance with relevant laws and regulations.

Article XVIII : Implementation and Amendment

1. These Procedures shall be implemented after being approved by the Audit Committee, passed by the Board of Directors, and submitted to and approved by the shareholders’ meeting. The same shall apply to any amendments hereto. If any director expresses a dissenting opinion with a record or a written statement, the Company shall submit the director’s dissenting materials to the Audit Committee.
2. The matters referred to in Paragraph I shall require the approval of more than one-half of all members of the Audit Committee and shall be submitted to the Board of Directors for a resolution. If such approval of one-half or more of all audit committee members is not obtained, the matter may be approved by two-thirds or more of all directors, and the resolution of the Audit Committee shall be recorded in the minutes of the Board of Directors meeting.
3. The terms “all Audit Committee members” and “all directors” as used in the preceding paragraph shall be calculated based on the actual number of persons currently holding those positions.

**My Humble House Hospitality
Management Consulting Co., Ltd.
Shareholding Status of All Directors**

- I. The Company has issued a total of 91,526,000 shares.
The statutory minimum number of shares held by all directors is 7,322,080 shares.
- II. As of the book closure date for the Annual General Meeting (March 28, 2026), the number of shares held by all directors is as follows:

Job Title	Name	Number of shares held (shares)	Shareholding
Chairperson	Po-Han Tsai	124,741	0.14%
Director	Camellian Co. Ltd. representative: Ellie Lai	7,112,743	7.77%
Director	Xuan Wei Investment Co., Ltd. representative: Chia-Hsuan Tsai	14,100,228	15.41%
Director	Tung-Fang-Mei Enterprises Co. Ltd. representative: En-Cheng Lu	15,474,546	16.91%
Director	Tung-Fang-Mei Enterprises Co. Ltd. representative: Chuan-Fang Cheng	15,474,546	16.91%
Director	Jih Sun Investment Co., LTD Representative: Chih-Jung Kan	676,231	0.74%
Independent Director	Chao-Ming Wang	0	0%
Independent Director	Tai-Hung Li	0	0%
Independent Director	Chien-Ju Liu	0	0%
Independent Director	Hsian-Chung Chen	0	0%
Total number of shares held by all directors		37,448,489	40.96%

Note: The number of shares held by all directors of the Company has reached the statutory percentage standard.