



Stock Code : 6754

RICH HONOUR INTERNATIONAL DESIGNS CO., LTD.

Handbook for the 2025 Annual Meeting of Shareholders

Meeting Time : 9 a.m., Wednesday, May 28, 2025

Place : 15F., No. 99, Fuxing N. Rd., Songshan Dist., Taipei City, Taiwan (R.O.C.)

(Primasia Conference & Business Center)

Meeting Type: Physical shareholders meeting

Note :

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

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I. Meeting Procedure

RICH HONOUR INTERNATIONAL DESIGNS CO., LTD.

2025 Annual General Shareholders' Meeting Procedure

I. Call Meeting to Order

II. Chairman's Speech

III. Report Items

IV. Resolutions Item

V. Discussions Item

VI. Election Item

VII. Other Proposals

VIII. Extraordinary Motions

IX. Meeting Adjournment

II. Meeting Agenda

RICH HONOUR INTERNATIONAL DESIGNS CO., LTD.

2025 Annual General Shareholders' Meeting Agenda

Time : 9:00 a.m. May 28, 2025(Wednesday)

Place : 15F., No. 99, Fuxing N. Rd., Taipei City, Taiwan (R.O.C.)
(Primasia Conference & Business Center)

- I. Announcement of Commencement of the Meeting (Report of the Number of Shares Represented by Shareholders Present at the Meeting)
- II. Chairman's Speech
- III. Meeting Agenda
 - (I) Report Items
 - 1. Business Report of 2024.
 - 2. Audit Committee's Review Report of 2024.
 - 3. Report 2024 employees' profit sharing bonus and directors' compensation.
 - 4. Report 2024 earnings distribution.
 - (II) Resolutions Items
 - 1. To approve 2024 Business Report and Financial Statements.
 - 2. To approve the proposal for distribution of 2024 earnings.
 - (III) Discussions Items
 - 1. Amendment to provisions of the Measures of Articles of Association.
 - (IV) Election Items
 - 1. The election of all Directors (Including independent Directors) of the Company.
 - (V) Other Proposals
 - 1. To release non-competition restriction on New Directors (Including independent Directors) and representatives.
 - (VI) Extraordinary Motions
 - (VII) Meeting Adjournment

(I). Report Items

Report 1 :

Subject : To report the Business Report of 2024.

Description : Please refer to Attachment 1(Pages 8~12).

Report 2 :

Subject : Audit Committee's Review Report of 2024.

Description : Please refer to Attachment 2(Page 13).

Report 3 :

Subject : Report on the 2024 employees' profit sharing bonus and directors' compensation.

Description :

1. According to Article 20 of the Articles of Association, if there is any profit in a fiscal year, should be distributed to employees as remuneration in an amount of not less than three percent (3%) thereof and to directors as remuneration in an amount of no more than three percent (3%) of such profits. Notwithstanding the foregoing, in the event that the Company has accumulated losses, the Company shall first reserve an amount to offset such accumulated losses.
2. The distribution of remuneration to employees and directors for the year 2024, as approved by the Board of Directors, Distribute employee compensation of NT\$16,642,806 and directors' remuneration of NT\$2,880,000 in cash.

Report 4 :

Subject : Report on the 2024 earnings distribution.

Description : The proposal has been approved by the Board of Directors in accordance with authorization by the Article 21 of Association, and the amount of earnings for the year 2024 available for distribution to shareholders as dividend and bonus is NT\$264,000,000. Each shareholder will be entitled to receive a cash dividend of NT\$4 per share. Rounded to the nearest NT dollar, truncate the numbers after decimal place. Fractional amount will be aggregately recognized as other revenue in the accounting book of the Company.

(II). Resolutions Items

Proposal 1 : Proposed by the Board of Directors

Subject : To approve 2024 Business Report and Financial Statements.

Description :

1. The Company's 2024 Financial Statements were audited by independent auditors, Daphney Lyu and Steven Hsieh, at the CPA firm of Deloitte & Touche., reviewed by the Company's Audit Committee together with Business Report and approved in the Board Meeting on March 12, 2025.
2. The above financial reports please refer to attachment 1 of this conference manual (Pages 8~12) and attachment 3~4 (Pages 14~33).

Resolution :

Proposal 2 : Proposed by the Board of Directors

Subject : To approve the proposal for distribution of 2024 earnings.

Description :

1. The distribution of 2024 profits has been approved by the Board of Directors and by the Audit Committee.
2. Please refer to attachment 5 of this conference manual (Page 34) for distribution of 2024 profits.

Resolution :

(III). Discussions Items

Proposal 1 : Proposed by the Board of Directors

Subject : Amendment to provisions of the Measures of Articles of Association.

Description :

1. According to Article 14, paragraph 6 of Securities and Exchange Act, that the company who's the stocks are traded on marketing, should specify in articles of association. A certain percentage of its annual earnings shall be allocated for salary adjustments or compensation distributions for its non-executive employees, however, if the company still has accumulated losses, they should be compensated. It's clearly amendment to Company Articles of Association.
2. Please refer to attachment 6 of this conference manual (Page 35~36) for Articles of before and after amendment.

Resolution :

(IV). Election Items

Proposal 1 :

Proposed by the Board of Directors

Subject : Election of the company board directors (including independent director).

Description :

1. The company's board of directors will expire in this year. The elections hold by Shareholders' meeting with Article of the Company.
2. In accordance with Article 13 of the company's articles, this election will elect 8 seats for the 5th Board of Directors (including 4 independent directors). The election follows a candidate nomination system. Please refer to (Page 5-6) of this manual for the list of candidates. The term of office for the newly elected directors with a three-year term, term of period will begin on May 28, 2025 to May 27, 2028.
3. Please refer to (Page 56~58) for Rules for Election of Directors

Election Results:

List of candidates for directors (including independent directors)

Type	Name	Qualifications	Experience	Current Position	Shares held
Chairman	Jessica H.C. Wang	<ul style="list-style-type: none"> Master of EMBA, United Business Institutes in Belgium. DBA, United Business Institutes in Belgium. 	<ul style="list-style-type: none"> Rich Honour International Designs Co., Ltd./ Chairman 	<ul style="list-style-type: none"> Rich Honour International Designs Co., Ltd./ Chairman 	33,541,200 (Note 1)
Director	Hsin Li Yang	<ul style="list-style-type: none"> Department of Architecture and Urban Design, PCCU. 	<ul style="list-style-type: none"> Founder of Rich Honour Design Group 	<ul style="list-style-type: none"> Rich Honour International Designs Co., Ltd./ CEO 	5,308,800
Director	Ting Yu Yang	<ul style="list-style-type: none"> Northeastern University Master of Science in Project Management 	<ul style="list-style-type: none"> Rich Honour International Designs Co., Ltd./ Project Manager 	<ul style="list-style-type: none"> E Felix Investment Co., Ltd – Director Rich Honour International Designs Co., Ltd./ Project Manager and Director 	1,800,000
Director	I Chen Wang	<ul style="list-style-type: none"> Feng Chia University/ PhD in Environmental Engineering 	<ul style="list-style-type: none"> Taiwan Semiconductor Manufacturing Company Limited/ Engineer 	<ul style="list-style-type: none"> Rich Honour International Designs Co., Ltd./ Director 	—
Independent Directors	Wen Hung Lee	<ul style="list-style-type: none"> Dunghai University/ Institute of Industrial Design 	<ul style="list-style-type: none"> Ofuna Technology Co., Ltd./ Senior Vice President Ofuna Industry Co Ltd./ Assistant Manager and President Ofuna Develop Technology Co., Ltd. — GM 	<ul style="list-style-type: none"> TPCA Environment Foundation/ Consultant Hongcheng Smart Business Co., Ltd./ Director, Consultant Rich Honour International Designs Co., Ltd./ Independent Director 	—

Type	Name	Qualifications	Experience	Current Position	Shares held
Independent Directors	Chih Wei Chen	<ul style="list-style-type: none"> California State University, Los Angeles, MA Education 	<ul style="list-style-type: none"> RConnexion Zhiding Consulting Group/ Director Asiatic Fiber Corporation/ Chief CEO and COO of the industry 	<ul style="list-style-type: none"> RConnexion Zhiding Consulting Group/ Director Zhiding Interntional Ltd./ President Shoetown International Corporation Group Consultant Persona Grouppe./ CEO Chitec Technology Co., Ltd/ Indepe nent Director Rich Honour International Designs Co., Ltd./ Independent Directors 	—
Independent Directors	Hui Ying Wu	<ul style="list-style-type: none"> NCCU Department if Finance/ Master of Business Administration 	<ul style="list-style-type: none"> Holux Technology, Inc. — CFO Qisda Corporation/ Special Assistant 	<ul style="list-style-type: none"> KeyXentic Inc./ Directors Rich Honour International Designs Co., Ltd./ Independent Directors 	—
Independent Directors	Hsiao Lei Wang	<ul style="list-style-type: none"> PhD of Engineering, National Taiwan University 	<ul style="list-style-type: none"> China University of Technology Department of Interior Design Associate Professor 	<ul style="list-style-type: none"> China University of Technology Department of Interior Design Associate Professor Rich Honour International Designs Co., Ltd./ Independent Directors 	—

Note1 : Including Shares held through nominees 4,100,000

(V). Other Proposals

Proposal 5 :

Proposed by the Board of Directors

Subject : To approve the removal of the non-competition restrictions on the Board of Directors.

Description :

1. According to Article 209 of the Company Act, a Director, who acts for himself or on behalf of another person that is within the scope of the Company's business, shall clarify the essential content of his act to the Meeting of shareholders and secure its approval.
2. In the event that a new director of the Company has engaged in any of the abovementioned activities, the Company agrees to lift the non-competition restrictions on newly elected directors and their representatives, provided that this will not harm the Company's interests.
3. The newly elected directors concurrently serve in the positions of other companies as follows:

Name	Positions held in other companies at present
Jessica H.C. Wang	RHG INC. — Chairman Rich Honour Fabricating Co., Ltd. — Chairman Yuqiao Interior Designs Co., Ltd. — Chairman RHY Asia Ltd. — Chairman RHQ Holdings Ltd. — Chairman RHQ Furniture Co., Ltd. — Chairman 、GM
Hsin Li Yang	RHQ Furniture Co., Ltd — Director Rich Honour Design & Consulting (Shanghai) Co., Ltd. — Supervisor
I Chen Wang	RH International Designs Co., Ltd. — Supervisor 、 RHQ Furniture Co., Ltd. — Supervisor

(VI). Extraordinary Motions

(VII). Meeting Adjournment

III. Attachments

【Attachment 1】

RICH HONOUR INTERNATIONAL DESIGNS CO., LTD.

Business Report of 2024

Introduction

Urban renewal and railway construction are happening at a rapid pace in Taiwan. These, along with the thriving technology industry, have all contributed to the growth in domestic demand and consumption and enabled the Company to tap into the massive potential of the interior design market and achieve our best-ever operating performance in 2024.

I. Business results in 2024

(I) Business plan implementation results:

In 2024, the Company's annual consolidated operating revenue was NTD 5,107,938 thousand, increasing by 9.77% from NTD 4,653,172 thousand in 2023; the consolidated profits after tax and earnings per share were NTD 422,546 thousand and NTD 6.40, respectively, growing by 50.66% from NTD 280,454 thousand and NTD 4.25 in 2023. The main factors involved were revenue growth, as well as the effective implementation of lean project management and cost control.

Unit : NTD thousands: except EPS (NT\$)

Item	2024	2023	Difference	Increase (decrease)%
Revenues	5,107,938	4,653,172	454,766	9.77%
Gross profit	1,205,038	1,039,848	165,190	15.89%
Operating expenses	687,051	651,533	35,518	5.45%
Operating income	517,987	388,315	129,672	33.39%
Non-operating income and expenses	47,028	30,112	16,916	56.18%
Profit before income tax	565,015	418,427	146,588	35.03%
Income tax	142,469	137,973	4,496	3.26%
Net profit	422,546	280,454	142,092	50.66%
Earnings per share	6.40	4.25	2.15	50.59%

Note: The figures in this table are based on the 2024 year consolidated financial statements

reviewed by accountants.

(II) Execution of 2024 financial forecast: Not applicable.

(III) Profitability analysis:

Item	2024	2023
Return on assets (%)	8.76%	6.05%
Return on equity (%)	18.67%	13.10%
Ratio of income before tax to paid-in capital (%)	85.61%	63.40%
Net profit margin (%)	8.27%	6.03%
Earnings per share (NT\$)	6.40	4.25

Note: The figures in this table are based on the 2024 year consolidated financial statements reviewed by accountants.

(IV) Status of R&D:

1. Smart Technology and Digital Applications

3D modeling, virtual reality (VR) and augmented reality (AR) technologies were combined with AI assistive technologies to improve design precision and efficiency through better client communications.

2. Building a corporate information system suitable for interior decoration:

Development productivity-boosting management tools such as an industry-specific project management app and cloud services that were integrated with our ERP.

3. Strengthening prefabricated (modular) production:

Labor shortages will lead to more widespread adoption of prefabricated construction techniques; smart machine tools and other equipment will be introduced where appropriate to reduce attrition, boost productivity, and improve safety.

4. Green Energy and Environmental Protection

Applied new techniques, new technologies and new materials to develop green energy and smart space decoration design to achieve sustainable green building.

II. Overview of the 2024 business plan

(I). Overview of the industry:

1. Hospitality and Medical Care:

A. Hospitality: A number of high-end hotels were opened in the Xinyi District in 2025. The completion of hotel re-developments as well as the

refurbishment of local hotels will all generate growing demand for high-quality interior decoration and design.

- B. Senior Citizen Health and Care: Taiwan is set to become a super-aged society in 2025. The rise of the Orange Economy promises to create new business opportunities. The demand for senior-friendly housing will also increase as well. Senior-friendly and therapeutic environments will now become an important field in design.
 - C. Smart Healthcare: Large medical centers are being expanded to boost their competitive edge in international specialist care. New regional hospitals are also being established to improve rural healthcare.
2. Commercial and Office Spaces: ESG trends mean the integration of green buildings with Transit-Oriented Development (TOD) is gradually becoming a key trend in the commercial and office market. Smart zero-carbon buildings will form the core of future architectural design and play a vital role in the development of sustainable developments.
3. Commercial office space:
- A. Regional development is now being promoted in the industrial and living circles of the six metropolitan regions under the “Balanced Taiwan” concept. More regional department store and business facilities will be developed in the future.
 - B. Despite a slump in the premium luxury goods industry in the second half of 2024, the value experience offered by brick-and-mortar stores still offer significant market potential. Brands are continuing to strengthen their brand perception through innovation and adjustments as mature age customers (i.e. the “Silver Generation”) gradually become the dominant consumer segment.

(II). Operational strategies in 2025 :

Interior design not only connects people with the environment but is also closely linked to socio-economic development. The focus at RHG Inc. has always been on the optimization of space and environment to create the space of every client’s dreams. RHG is now poised to enter our 5th age. Smart cities and green buildings are about to enter a period of high-speed development as well. We are delighted to play a part in the urban transformation of Taiwan once again. In the future, RHG will draw on the expertise of three generations of employees to shine in this new era. We will carry on the wisdom of our team and engage in continued innovation to make our own contribution to the sustainable development of planet Earth.

Overhauling of the risk management system to enhance corporate survivability and resilience

A comprehensive risk management system will ensure sustainable development by enhancing the ability of the business to respond to external challenges and uncertainty.

1. Collaboration between the young and old to consolidate project experience and boost teamwork

Project experience is combined with teamwork to provide clients with a diverse range of one-stop services.

2. Embracing smart technology and digitization applications to support Group growth

Smart technology and digitization tools will be actively leveraged to take advantage of market opportunities and contribute to continued growth and innovation within the Group.

3. Promotion of sustainable development through ESG

ESG will continue to be emphasized in our development strategy. International certifications such as WELL, LEED, and EcoVadis will be integrated with new technologies, materials, and techniques as we play an active role in sustainable development and green transformation around the world.

(III). Forecasted sales, forecast basis, and key production & marketing policies

Commercial spaces, hospitality & care, and office spaces form the core business of the Company. Urban renewal and the reconstruction of aging buildings in Taiwan is now generating strong demand in the interior design market. While China is currently going through an economic slump, our comprehensive cross-strait portfolio allows for agile distribution of resources to reduce the risks associated with labor shortages. We will continue to make the most of our Company's core competitiveness to provide clients with value and services that they can see.

III. Our future development strategy is influenced by the external competition environment, the regulatory environment, and the overall business environment. Issues such as geopolitics, trade wars, the rise of AI, the super-aged society, and labor shortages may seem to be crises at first but also represent opportunities for innovation. The introduction of AI technology in particular is not only a new challenge but also part of our diversified team-building process. We are responding actively to these challenges while meeting and surpassing client expectations remains our core objective. We will open up new opportunities to maintain our brand credibility and competitiveness.

For 2025, we will closely monitor every opportunity, continue to expand our business portfolios, consolidate our core business, and set our sights on the rest of the world and steady growth.

The Company wishes you

Good health and all the best

RICH HONOUR INTERNATIONAL DESIGNS CO., LTD.

Audit Committee's Review Report

The board of directors has prepared the Company's 2024 business report, financial statements, and proposal for allocation of profits. The financial statements have been audited and certified by certified public accountants, Daphney Lyu and Steven Hsieh, at the CPA firm of Deloitte & Touche, and the review report was issued accordingly. The above business report, financial statements and proposal for allocation of profits have been reviewed and determined to be accurate by the Audit Committee. In accordance with relevant requirements of the Securities and Exchange Act and the Company Act, we hereby submit this report; please make an approval for it.

RICH HONOUR INTERNATIONAL DESIGNS CO., LTD.

Chairman of the Audit Committee : Hui Ying Wu

March 12, 2025

【Attachment 3】

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Rich Honour International Designs Co., Ltd.

Opinion

We have audited the accompanying parent company only financial statements of Rich Honour International Designs Co., Ltd. (the “Company”), which comprise the parent company only balance sheets as of December 31, 2024 and 2023, and the parent company only statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the parent company only financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying parent company only financial statements present fairly, in all material respects, the parent company only financial position of the Company as of December 31, 2024 and 2023, and its parent company only financial performance and its parent company only cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), International Financial Reporting Interpretations Committee (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements section of our report. We are independent of the Company in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the parent company only financial statements for the year ended December 31, 2024. These matters were addressed in the context of our audit of the parent company only financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matters identified in the Company's parent company only financial statements for the year ended December 31, 2024 are stated as follows:

Assessment of Completion Progress of Construction Contracts across Periods

The Company is primarily engaged in interior decoration. The relevant revenue and costs are calculated and recognized based on the completion progress of contracts (the percentage of each contract's costs incurred as of the end of the reporting period in total contract costs). As the estimation of the expected total costs involved the management's significant judgments and the calculation of completion progress was considered significant for revenue recognition, the CPAs included the correctness of the calculation of revenue recognized for unfinished projects as a key audit matter for the parent company only financial statements for this year. Please refer to Note 4 (10), Note 5, and Note 18 to the financial statements for information on construction revenue.

Our primary audit procedures performed included the following:

1. Understanding the control mechanism for the Company's project revenue operating procedures, assessing the adequacy of the design and implementation of operating procedures related to the recognition of operating revenue, and randomly selecting projects to check if their total cost budgets were promptly set and duly approved.
2. Randomly selecting projects that were unfinished as of the end of the year to review their budget sheets, project change documents, and other relevant documents and recalculate their completion progress in order to assess the correctness of the amount of construction revenue recognized.

Responsibilities of Management and Those Charged with Governance for the Parent Company Only Financial Statements

Management is responsible for the preparation and fair presentation of the parent company only financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and IFRS, IAS, IFRIC, and SIC endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, and for such internal control as management determines is necessary to enable the preparation of parent company only financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements

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

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

1. Identify and assess the risks of material misstatement of the parent company only financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the parent company only financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the parent company only financial statements, including the disclosures, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within the Company to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision, and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the parent company only financial statements for the year ended December 31, 2024 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audits resulting in this independent auditors' report are I-Chen Lu and Ming-Chung Hsieh.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 17, 2025

Notice to Readers

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

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

RICH HONOUR INTERNATIONAL DESIGNS CO., LTD.

PARENT COMPANY ONLY BALANCE SHEETS **DECEMBER 31, 2024 AND 2023** (In Thousands of New Taiwan Dollars)

ASSETS	2024		2023	
	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalents (Note 6)	\$ 704,132	18	\$ 766,480	20
Current financial assets at amortized cost (Notes 8 and 26)	57,386	1	75,831	2
Current contract assets (Notes 18)	1,083,719	27	821,394	22
Net notes receivable (Notes 9 and 18)	-	-	67	-
Trade receivables (Notes 9 and 18)	458,035	12	469,489	13
Trade receivables from related parties (Notes 9, 18 and 25)	1,783	-	1,534	-
Other receivables	654	-	1,156	-
Other receivables from related parties (Note 25)	95,187	2	143,011	4
Prepayments	18,297	1	40,591	1
Other current assets	5,035	-	7,762	-
Total current assets	<u>2,424,228</u>	<u>61</u>	<u>2,327,315</u>	<u>62</u>
NON-CURRENT ASSETS				
Financial assets at fair value through other comprehensive income-non-current (Notes 7 and 24)	\$ 49,150	1	\$ -	-
Investments accounted for using the equity method (Note 10)	1,473,282	37	1,387,415	37
Property, plant and equipment (Notes 11 and 26)	17,334	-	17,831	1
Right-of-use assets (Notes 12 and 26)	18,707	1	10,090	-
Other intangible assets (Note 13)	4,365	-	5,115	-
Deferred tax assets (Note 20)	6,501	-	5,248	-
Prepayments for business facilities	2,140	-	-	-
Refundable deposits	6,176	-	7,276	-
Other non-current assets	1,624	-	1,083	-
Total non-current assets	<u>1,579,279</u>	<u>39</u>	<u>1,434,058</u>	<u>38</u>
TOTAL	<u>\$ 4,003,507</u>	<u>100</u>	<u>\$ 3,761,373</u>	<u>100</u>
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Contract liabilities (Note 18)	\$ 151,158	4	\$ 273,261	7
Trade payables (Note 14)	910,787	23	916,020	24
Trade payables from related parties (Notes 14 and 25)	344,256	8	247,252	7
Other payables (Notes 15)	124,869	3	113,653	3
Current tax liabilities (Note 20)	47,441	1	18,899	1
Lease liabilities – current (Note 12)	8,814	-	5,644	-
Other current liabilities	25,476	1	29,634	1
Total current liabilities	<u>1,612,801</u>	<u>40</u>	<u>1,604,363</u>	<u>43</u>
NON-CURRENT LIABILITIES				
Lease liabilities – non-current (Note 12)	10,048	1	5,421	-
Other non-current liabilities	6,239	-	257	-
Total non-current liabilities	<u>16,287</u>	<u>1</u>	<u>5,678</u>	<u>-</u>
Total liabilities	<u>1,629,088</u>	<u>41</u>	<u>1,610,041</u>	<u>43</u>
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY (Note 16)				
Share Capital				
Ordinary shares	660,000	16	660,000	18
Capital surplus	687,087	17	687,087	18
Retained earnings				
Legal reserve	193,921	5	165,876	4
Special reserve	108,028	3	91,906	3
Unappropriated earning	801,870	20	654,491	17
Total retained earnings	1,103,819	28	912,273	24
Other equity	(76,487)	(2)	(108,028)	(3)
Total equity	<u>2,374,419</u>	<u>59</u>	<u>2,151,332</u>	<u>57</u>
TOTAL	<u>\$ 4,003,507</u>	<u>100</u>	<u>\$ 3,761,373</u>	<u>100</u>

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

RICH HONOUR INTERNATIONAL DESIGNS CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023

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

	2024		2023	
	Amount	%	Amount	%
OPERATING REVENUE (Notes 18 and 25)				
Construction revenue	\$ 3,251,340	96	\$ 2,527,333	96
Service revenue	<u>126,723</u>	<u>4</u>	<u>119,145</u>	<u>4</u>
Total operating revenue	<u>3,378,063</u>	<u>100</u>	<u>2,646,478</u>	<u>100</u>
OPERATING COSTS (Notes 19 and 25)				
Construction costs	(2,578,441)	(77)	(2,054,594)	(78)
Service costs	<u>(109,854)</u>	<u>(3)</u>	<u>(107,917)</u>	<u>(4)</u>
Total operating costs	<u>(2,688,295)</u>	<u>(80)</u>	<u>(2,162,511)</u>	<u>(82)</u>
GROSS PROFIT	<u>689,768</u>	<u>20</u>	<u>483,967</u>	<u>18</u>
OPERATING EXPENSES (Notes 19 and 25)				
Selling and marketing expenses	(243,989)	(7)	(216,647)	(8)
General and administrative expenses	(147,192)	(5)	(138,470)	(5)
Expected credit (loss)/gain	<u>(8,928)</u>	<u>-</u>	<u>(24,552)</u>	<u>(1)</u>
Total operating expenses	<u>(400,109)</u>	<u>(12)</u>	<u>(379,669)</u>	<u>(14)</u>
PROFIT FROM OPERATIONS	<u>289,659</u>	<u>8</u>	<u>104,298</u>	<u>4</u>
NON-OPERATING INCOME AND EXPENSES (Notes 19 and 25)				
Interest income	11,927	1	9,161	1
Other income	6,268	-	5,098	-
Other gains and losses	5,140	-	1,575	-
Finance costs	(372)	-	(132)	-
Share of other comprehensive gain of subsidiaries	<u>172,976</u>	<u>5</u>	<u>184,330</u>	<u>7</u>
Total non-operating income and expenses	<u>195,939</u>	<u>6</u>	<u>200,032</u>	<u>8</u>
PROFIT BEFORE INCOME TAX	<u>485,598</u>	<u>14</u>	<u>304,330</u>	<u>12</u>
INCOME TAX EXPENSE (Note 20)	<u>(63,052)</u>	<u>(2)</u>	<u>(23,876)</u>	<u>(1)</u>
NET PROFIT FOR THE YEAR	<u>422,546</u>	<u>12</u>	<u>280,454</u>	<u>11</u>

(Continued)

RICH HONOUR INTERNATIONAL DESIGNS CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2024		2023	
	Amount	%	Amount	%
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translation of the financial statements of foreign operations	32,891	1	(16,122)	(1)
Unrealized (loss) gain on investment in debt instruments at fair value through other comprehensive income	<u>(1,350)</u>	<u>-</u>	<u>-</u>	<u>-</u>
Other comprehensive income (loss) for the period, net of income tax	<u>31,541</u>	<u>(1)</u>	<u>(16,122)</u>	<u>(1)</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 454,087</u>	<u>13</u>	<u>\$ 264,332</u>	<u>10</u>
EARNINGS PER SHARE (Note 21)				
From continuing operations				
Basic	<u>\$ 6.40</u>		<u>\$ 4.25</u>	
Diluted	<u>\$ 6.37</u>		<u>\$ 4.23</u>	

The accompanying notes are an integral part of the parent company only financial statements. (Concluded)

RICH HONOUR INTERNATIONAL DESIGNS CO., LTD.

**PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023**
(In Thousands of New Taiwan Dollars)

	Others												
	Capital Stock - Common Stock			Retained Earnings		Unappropriated Earnings		Remeasurement of Defined Benefit Plans		Exchange Differences on Translation of the Financial Statements of Foreign Operations		Unrealized Gain (Loss) on Financial Assets at Fair Value Through Other Comprehensive Income	
	(In Thousands)	Amount	Shares	Capital Surplus	Legal Reserve	Special Reserve	Unappropriated Earnings	Defined Benefit Plans	Foreign Operations			Total Equity	
BALANCE, JANUARY 1, 2023	66,000	\$ 660,000		\$ 720,087	\$ 131,349	\$ 105,770	\$ 605,900	\$ (7,194)	\$ (84,712)	\$ -	\$ -	\$ 2,131,200	
Appropriation of 2022 earnings													
Legal reserve	-	-		-	34,527	-	(34,527)	-	-	-	-	-	
Cash dividends distributed by the Company	-	-		-	-	-	(211,200)	-	-	-	-	(211,200)	
Reversal of special reserve	-	-		-	-	(13,864)	13,864	-	-	-	-	-	
Other changes in capital surplus													
Cash dividends from capital surplus	-	-		(33,000)	-	-	-	-	-	-	-	(33,000)	
Net profit for the year ended December 31, 2023	-	-		-	-	-	280,454	-	-	-	-	280,454	
Other comprehensive income (loss) for the year ended December 31, 2023, net of income tax	-	-		-	-	-	-	-	(16,122)	-	-	(16,122)	
Total comprehensive income (loss) for the year ended December 31, 2023	-	-		-	-	-	280,454	-	(16,122)	-	-	264,332	
BALANCE, DECEMBER 31, 2023	66,000	660,000		687,087	165,876	91,906	654,491	(7,194)	(100,834)	-	-	2,151,332	
Appropriation of 2023 earnings													
Legal reserve	-	-		-	28,045	-	(28,045)	-	-	-	-	-	
Special reserve	-	-		-	-	16,122	(16,122)	-	-	-	-	-	
Cash dividends distributed by the Company	-	-		-	-	-	(231,000)	-	-	-	-	(231,000)	
Net profit for the year ended December 31, 2024	-	-		-	-	-	422,546	-	-	-	-	422,546	
Other comprehensive income (loss) for the year ended December 31, 2024, net of income tax	-	-		-	-	-	-	-	32,891	(1,350)	-	31,541	
Total comprehensive income (loss) for the year ended December 31, 2024	-	-		-	-	-	422,546	-	32,891	(1,350)	-	454,087	
BALANCE, DECEMBER 31, 2024	66,000	\$ 660,000		\$ 687,087	\$ 193,921	\$ 108,028	\$ 801,870	\$ (7,194)	\$ (67,943)	\$ (1,350)	\$ -	\$ 2,374,419	

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

RICH HONOUR INTERNATIONAL DESIGNS CO., LTD.**PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars)**

	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	\$ 485,598	\$ 304,330
Adjustments for:		
Depreciation expense	14,855	12,831
Amortization expense	6,045	4,236
Expected credit loss recognized (reversed)	8,928	24,552
Finance costs	372	132
Interest income	(11,927)	(9,161)
Share of gain of subsidiaries	(172,976)	(184,330)
Loss on disposal of property, plant and equipment	52	11
Gain on lease modifications	(1,100)	-
Net changes in operating assets and liabilities		
Contract assets	(262,325)	(2,587)
Notes receivable	67	331
Trade receivables	2,526	(91,368)
Trade receivables – related parties	(249)	435
Other receivables	521	(462)
Other receivables – related parties	45,004	(4)
Prepayments	22,294	482
Other current assets	2,727	6,248
Contract liabilities	(122,103)	61,635
Trade payables	(5,233)	10,905
Trade payables – related parties	97,004	104,738
Other payables	11,216	5,802
Other current liabilities	(4,158)	2,351
Other non-current liabilities	6,025	-
Cash generated from operations	123,163	251,107
Interest received	14,728	6,304
Interest paid	(372)	(132)
Income tax paid	(35,763)	(28,811)
Net cash generated from operating activities	101,756	228,468
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition financial assets at fair value through other comprehensive income	(50,500)	-
Acquisition of financial assets at amortized cost	(137,441)	(105,669)
Proceeds from sale of financial assets at amortized cost	155,886	142,817
Payment for property, plant and equipment	(5,785)	(5,285)
Increase in refundable deposits	-	(4,523)
Decrease in refundable deposits	1,100	-
Payments for intangible assets	(5,295)	(4,610)

(Continued)

RICH HONOUR INTERNATIONAL DESIGNS CO., LTD.**PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars)**

	2024	2023
Increase in non-current assets	(541)	-
Increase in prepayments for equipment	(2,140)	-
Dividends received from subsidiaries	<u>\$ 120,000</u>	<u>\$ 143,000</u>
Net cash generated from investing activities	<u>75,284</u>	<u>165,730</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase in guarantee deposits received	-	201
Decrease in guarantee deposits received	(43)	-
Repayment of the principal portion of lease liabilities	(8,345)	(7,492)
Cash dividends	<u>(231,000)</u>	<u>(244,200)</u>
Net cash used in financing activities	<u>(239,388)</u>	<u>(251,491)</u>
NET INCREASE IN CASH	(62,348)	142,707
CASH AND CASH EQUIVALENTS, BEGINNING OF THE YEAR	<u>766,480</u>	<u>623,773</u>
CASH AND CASH EQUIVALENTS, END OF THE YEAR	<u><u>\$ 704,132</u></u>	<u><u>\$ 766,480</u></u>

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

(Concluded)

【Attachment 4】

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Rich Honour International Designs Co., Ltd.

Opinion

We have audited the accompanying consolidated financial statements of Rich Honour International Designs Co., Ltd. (the “Company”) and its subsidiaries (collectively referred to as the “Group”), which comprise the consolidated balance sheets as of December 31, 2024 and 2023, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the consolidated financial statements, including a summary of significant accounting policies.

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

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2024. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matters identified in the Group's consolidated financial statements for the year ended December 31, 2024 are stated as follows:

Assessment of Completion Progress of Construction Contracts across Periods

The Group is primarily engaged in interior decoration. The relevant revenue and costs are calculated and recognized based on the completion progress of contracts (the percentage of each contract's costs incurred as of the end of the reporting period in total contract costs). As the estimation of the expected total costs involved the management's significant judgments and the calculation of completion progress was considered significant for revenue recognition, the CPAs included the correctness of the calculation of revenue recognized for unfinished projects as a key audit matter for the consolidated financial statements for this year. Please refer to Note 4 (11), Note 5, and Note 20 to the financial statements for information on construction revenue.

Our primary audit procedures performed included the following:

1. Understanding the control mechanism for the Group's project revenue operating procedures, assessing the adequacy of the design and implementation of operating procedures related to the recognition of operating revenue, and randomly selecting projects to check if their total cost budgets were promptly set and duly approved.
2. Randomly selecting projects that were unfinished as of the end of the year to review their budget sheets, project change documents, and other relevant documents and recalculate their completion progress in order to assess the correctness of the amount of construction revenue recognized.

Other Matter

We have also audited the parent company only financial statements of Rich Honour International Designs Co., Ltd. as of and for the years ended December 31, 2024 and 2023, on which we have issued an unmodified opinion.

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

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

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

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

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision, and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the year ended December 31, 2024 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audits resulting in this independent auditors' report are I-Chen Lu and Ming-Chung Hsieh.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 17, 2025

Notice to Readers

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

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

RICH HONOUR INTERNATIONAL DESIGNS CO., LTD. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

DECEMBER 31, 2024 AND 2023

(In Thousands of New Taiwan Dollars)

ASSETS	2024		2023	
	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalents (Note 6)	\$ 1,406,448	28	\$ 1,264,114	27
Current financial assets at amortized cost (Notes 8 and 28)	217,782	4	433,130	9
Current contract assets (Note 20)	1,333,853	27	1,111,705	24
Net notes receivable (Notes 9 and 20)	-	-	67	-
Trade receivables (Notes 9 and 20)	695,356	14	779,958	16
Other receivables	7,154	-	6,332	-
Current tax assets (Note 22)	20,697	-	16,677	-
Inventories (Note 10)	36,019	1	35,879	1
Prepayments	174,269	4	102,902	2
Other current assets	28,185	1	29,342	1
Total current assets	3,919,763	79	3,780,106	80
NON-CURRENT ASSETS				
Financial assets at fair value through other comprehensive income-non-current (Notes 7 and 26)	\$ 49,150	1	\$ -	-
Non-current financial assets at amortized cost (Notes 8 and 28)	44,780	1	5,855	-
Property, plant and equipment (Note 12 and 28)	849,896	17	867,719	18
Right-of-use assets (Note 14)	36,834	1	28,098	1
Other intangible assets (Note 14)	5,451	-	6,619	-
Deferred tax assets (Note 22)	25,860	1	33,511	1
Prepayments for business facilities	2,140	-	-	-
Refundable deposits	7,687	-	10,154	-
Other non-current assets	4,588	-	4,077	-
Total non-current assets	1,026,386	21	956,033	20
TOTAL	\$ 4,946,149	100	\$ 4,736,139	100
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term borrowings (Notes 15, 26 and 28)	\$ 76,500	2	\$ 89,500	2
Contract liabilities (Note 20)	349,100	7	407,245	8
Trade payables (Note 16)	1,503,224	30	1,519,340	32
Other payables (Note 17)	251,232	5	225,374	5
Current tax liabilities (Note 22)	53,015	1	37,161	1
Lease liabilities - current (Note 13)	8,814	-	5,644	-
Other current liabilities	56,546	1	47,272	1
Total current liabilities	2,298,431	46	2,331,536	49
NON-CURRENT LIABILITIES				
Deferred tax liabilities (Note 22)	256,999	5	247,580	6
Lease liabilities - non-current (Note 13)	10,048	1	5,421	-
Other non-current liabilities	6,252	-	270	-
Total non-current liabilities	273,299	6	253,271	6
Total liabilities	2,571,730	52	2,584,807	55
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY (Note 19)				
Share Capital				
Ordinary shares	660,000	13	660,000	14
Capital surplus	687,087	14	687,087	14
Retained earnings				
Legal reserve	193,921	4	165,876	3
Special reserve	108,028	2	91,906	2
Unappropriated earning	801,870	16	654,491	14
Total retained earnings	1,103,819	22	912,273	19
Other equity	(76,487)	(1)	(108,028)	(2)
Total equity	2,374,419	48	2,151,332	45
TOTAL	\$ 4,946,149	100	\$ 4,736,139	100

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

RICH HONOUR INTERNATIONAL DESIGNS CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023

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

	2024		2023	
	Amount	%	Amount	%
OPERATING REVENUE (Notes 20, 27 and 32)				
Construction revenue	\$ 4,977,950	97	\$ 4,530,544	97
Service revenue	<u>129,988</u>	<u>3</u>	<u>122,628</u>	<u>3</u>
Total operating revenue	<u>5,107,938</u>	<u>100</u>	<u>4,653,172</u>	<u>100</u>
OPERATING COSTS (Notes 10 and 21)				
Construction costs	(3,785,906)	(74)	(3,497,185)	(75)
Service costs	<u>(116,994)</u>	<u>(2)</u>	<u>(116,139)</u>	<u>(3)</u>
Total operating costs	<u>(3,902,900)</u>	<u>(76)</u>	<u>(3,613,324)</u>	<u>(78)</u>
GROSS PROFIT	<u>1,205,038</u>	<u>24</u>	<u>1,039,848</u>	<u>22</u>
OPERATING EXPENSES (Notes 21 and 27)				
Selling and marketing expenses	(417,122)	(8)	(389,023)	(8)
General and administrative expenses	(247,352)	(5)	(235,763)	(5)
Research and development expenses	(13,048)	(1)	(6,817)	-
Expected credit loss	<u>(9,529)</u>	<u>-</u>	<u>(19,930)</u>	<u>(1)</u>
Total operating expenses	<u>(687,051)</u>	<u>(14)</u>	<u>(651,533)</u>	<u>(14)</u>
PROFIT FROM OPERATIONS	<u>517,987</u>	<u>10</u>	<u>388,315</u>	<u>8</u>
NON-OPERATING INCOME AND EXPENSES (Note 21)				
Interest income	21,772	-	15,776	-
Other income	22,541	1	17,903	1
Other gains and losses	4,653	-	(1,793)	-
Finance costs	<u>(1,938)</u>	<u>-</u>	<u>(1,774)</u>	<u>-</u>
Total non-operating income and expenses	<u>47,028</u>	<u>1</u>	<u>30,112</u>	<u>1</u>
PROFIT BEFORE INCOME TAX	565,015	11	418,427	9
INCOME TAX EXPENSE (Note 22)	<u>(142,469)</u>	<u>(3)</u>	<u>(137,973)</u>	<u>(3)</u>
NET PROFIT FOR THE YEAR	<u>422,546</u>	<u>8</u>	<u>280,454</u>	<u>6</u>

(Continued)

RICH HONOUR INTERNATIONAL DESIGNS CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023

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

	2024		2023	
	Amount	%	Amount	%
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translation of the financial statements of foreign operations	41,114	1	(20,152)	-
Unrealized (loss) gain on investment in debt instruments at fair value through other comprehensive income	(1,350)	-	-	-
Income tax related to items that may be reclassified subsequently to profit or loss (Note 22)	<u>(8,223)</u>	<u>-</u>	<u>4,030</u>	<u>-</u>
	<u>31,541</u>	<u>-</u>	<u>(16,122)</u>	<u>-</u>
Other comprehensive income (loss) for the period, net of income tax	<u>31,541</u>	<u>-</u>	<u>(16,122)</u>	<u>-</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 454,087</u>	<u>6</u>	<u>\$ 264,332</u>	<u>6</u>
NET PROFIT ATTRIBUTABLE TO:				
Owners of the Company	<u>\$ 422,546</u>	<u>6</u>	<u>\$ 280,454</u>	<u>6</u>
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:				
Owners of the Company	<u>\$ 454,087</u>	<u>6</u>	<u>\$ 264,332</u>	<u>6</u>
EARNINGS PER SHARE (Note 22)				
From continuing operations				
Basic	<u>\$ 6.40</u>		<u>\$ 4.25</u>	
Diluted	<u>\$ 6.37</u>		<u>\$ 4.23</u>	

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

(Concluded)

RICH HONOUR INTERNATIONAL DESIGNS CO., LTD. AND SUBSIDIARIES

**CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023
(In Thousands of New Taiwan Dollars)**

	Others									
	Capital Stock - Common Stock Shares (In Thousands)	Amount \$	Capital Surplus \$	Retained Earnings Legal Reserve \$	Special Reserve \$	Unappropriated Earnings \$	Remeasurement of Defined Benefit Plans \$	Exchange Differences on Translation of the Financial Statements of Foreign Operations \$	Unrealized Gain (Loss) on Financial Assets at Fair Value Through Other Comprehensive Income \$	Total Equity \$
BALANCE, JANUARY 1, 2023	66,000	\$ 660,000	\$ 720,087	\$ 131,349	\$ 105,770	\$ 605,900	\$ (7,194)	\$ (84,712)	\$ -	\$ 2,131,200
Appropriation of 2022 earnings										
Legal reserve	-	-	-	34,527	-	(34,527)	-	-	-	-
Cash dividends distributed by the Company	-	-	-	-	-	(211,200)	-	-	-	(211,200)
Reversal of special reserve	-	-	-	-	(13,864)	13,864	-	-	-	-
Other changes in capital surplus										
Cash dividends from capital surplus	-	-	(33,000)	-	-	-	-	-	-	(33,000)
Net profit for the year ended December 31, 2023										
Other comprehensive income (loss) for the year ended December 31, 2023, net of income tax	-	-	-	-	-	280,454	-	(16,122)	-	280,454
Total comprehensive income (loss) for the year ended December 31, 2023	-	-	-	-	-	280,454	-	(16,122)	-	264,332
BALANCE, DECEMBER 31, 2023	66,000	660,000	687,087	165,876	91,906	654,491	(7,194)	(100,834)	-	2,151,332
Appropriation of 2023 earnings										
Legal reserve	-	-	-	28,045	-	(28,045)	-	-	-	-
Special reserve	-	-	-	-	16,122	(16,122)	-	-	-	-
Cash dividends distributed by the Company	-	-	-	-	-	(231,000)	-	-	-	(231,000)
Net profit for the year ended December 31, 2024										
Other comprehensive income (loss) for the year ended December 31, 2024, net of income tax	-	-	-	-	-	422,546	-	-	-	422,546
Total comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	-	-	-	32,891	(1,350)	31,541
Net profit for the year ended December 31, 2024										
Other comprehensive income (loss) for the year ended December 31, 2024	-	-	-	-	-	422,546	-	32,891	(1,350)	454,087
BALANCE, DECEMBER 31, 2024	66,000	\$ 660,000	\$ 687,087	\$ 193,921	\$ 108,028	\$ 801,870	\$ (7,194)	\$ (67,943)	\$ (1,350)	\$ 2,374,419

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

RICH HONOUR INTERNATIONAL DESIGNS CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	\$ 565,015	\$ 418,427
Adjustments for:		
Depreciation expense	48,635	46,442
Amortization expense	8,040	6,187
Expected credit loss recognized	9,529	19,930
Finance costs	1,938	1,774
Interest income	(21,772)	(15,776)
Loss on disposal of property, plant and equipment, net	208	94
Loss on inventories valuation and obsolescence	34	263
Gain on lease modifications	(1,100)	-
Net changes in operating assets and liabilities		
Contract assets	(222,148)	137,816
Notes receivable	67	331
Trade receivables	75,033	(45,259)
Other receivables	(361)	(456)
Inventories	(416)	(9,282)
Prepayments	(71,367)	33,044
Other current assets	1,157	6,760
Contract liabilities	(58,145)	59,946
Trade payables	(16,116)	42,714
Other payables	25,855	11,634
Other current liabilities	9,274	5,112
Other non-current liabilities	6,025	-
Cash generated from operations	359,385	719,701
Interest received	21,311	15,581
Interest paid	(1,935)	(1,754)
Income tax paid	(122,286)	(167,918)
Net cash generated from operating activities	<u>256,475</u>	<u>565,610</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition financial assets at fair value through other comprehensive income	(50,500)	-
Acquisition of financial assets at amortized cost	(2,136,041)	(2,039,787)
Proceeds from sale of financial assets at amortized cost	2,324,563	1,899,502
Payment for property, plant and equipment	(11,971)	(9,262)
Proceeds from disposal of property, plant and equipment	-	60
Increase in refundable deposits	-	(6,633)
Decrease in refundable deposits	2,467	-
Payments for intangible assets	(6,834)	(6,115)

(Continued)

RICH HONOUR INTERNATIONAL DESIGNS CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2024 AND 2023 (In Thousands of New Taiwan Dollars)

	2024	2023
Decrease in other non-current assets	\$ (511)	\$ 34
Increase in prepayments for equipment	<u>(2,140)</u>	<u>-</u>
Net cash used in investing activities	<u>119,033</u>	<u>(162,201)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase in short-term loans	-	21,000
Decrease in short-term loans	(13,000)	-
Increase in guarantee deposits received	-	200
Decrease in guarantee deposits received	(43)	-
Repayment of the principal portion of lease liabilities	(8,345)	(7,492)
Cash dividends	<u>(231,000)</u>	<u>(244,200)</u>
Net cash used in financing activities	<u>(252,388)</u>	<u>(230,492)</u>
EFFECTS OF EXCHANGE RATE CHANGES ON CASH	<u>19,214</u>	<u>(8,520)</u>
NET INCREASE (DECREASE) IN CASH	142,334	164,397
CASH AND CASH EQUIVALENTS, BEGINNING OF THE YEAR	<u>1,264,114</u>	<u>1,099,717</u>
CASH AND CASH EQUIVALENTS, END OF THE YEAR	<u>\$1,406,448</u>	<u>\$1,264,114</u>

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

(Concluded)

【Attachment 5】

RICH HONOUR INTERNATIONAL DESIGNS CO., LTD.
PROFIT DISTRIBUTION TABLE
Year 2024

Unit: NT\$	
Items	Amount
Undistributed surplus earnings in the beginning of the year	379,324,199
Add : Net profit after tax in 2024	422,545,617
Return of special surplus reserve	31,541,294
Less: Provisioned as legal reserve (10%)	(42,254,562)
Retained earnings available for distribution	791,156,548
Distributable items	
Dividends to common shares holders @4×66,000,000	(264,000,000)
Unappropriated retained earnings	527,156,548

RICH HONOUR INTERNATIONAL DESIGNS CO., LTD.

Comparison Table for Draft Amendments to the Measures of Articles of Association.

Revised clause	Clause in force	Explanation
<p>Article 20: If the Company makes a profit in a specific fiscal year, it shall allocate no less than 3% of such profit for the employees' compensation and no more than 3% as the directors' remuneration. <u>The allocation is calculated based on profit before income tax unrecognized entries. However, if the Company has any accumulated losses, it should be calculated based on the remaining balance after deducting accumulated losses from the aforementioned profit before income tax. The employees compensation referred to in the preceding Paragraph shall allocate no less than 15% to adjusting salaries or distributing compensation for frontline employees., if the Company has any accumulated losses, it shall first allocate a certain amount to make up for such losses.</u> The employees compensation may be made in cash or stock and the distribution receivers may include employees of controlled or subordinate companies who meet certain conditions, and the board of directors shall determine such certain conditions. The distribution of employee compensation and directors' remuneration shall be implemented by the board of</p>	<p>Article 20: If the Company makes a profit in a specific fiscal year, it shall allocate no less than 3% of such profit for the employees' compensation and no more than 3% as the directors' remuneration. However, if the Company has any accumulated losses, it shall first allocate a certain amount to make up for such losses. The employees compensation referred to in the preceding Paragraph may be made in cash or stock, and the distribution receivers may include employees of controlled or subordinate companies who meet certain conditions, and the board of directors shall determine such certain conditions. The distribution of employee compensation and directors' remuneration shall be implemented by the board of directors with the presence of more than two-thirds of the directors and a resolution approved by more than half of directors present, and reported to the shareholders' meeting. The Company may stipulate that the personnel eligible for obtaining employee treasury stocks, employee stock option certificates, employee subscription of new shares, restricted stock awards, and employee compensation include employees of controlled or subordinate companies that meet certain conditions.</p>	<p>According to the letter No. 1130021633 of the Taiwan Stock Exchange Co., Ltd. on Nov. 11, 2024.</p>

Revised clause	Clause in force	Explanation
<p>directors with the presence of more than two-thirds of the directors and a resolution approved by more than half of directors present, and reported to the shareholders' meeting.</p> <p>The Company may stipulate that the personnel eligible for obtaining employee treasury stocks, employee stock option certificates, employee subscription of new shares, restricted stock awards, and employee compensation include employees of controlled or subordinate companies that meet certain conditions.</p>		
<p>Article 23: (Omitted)</p> <p>The 12th amendment was made on May 28, 2025.</p>	<p>Article 23: (Omitted)</p>	<p>Adding date of amendment.</p>

IV.Appendices

【Appendices 1】

RICH HONOUR INTERNATIONAL DESIGNS CO., LTD.

Regulations of Procedures of Shareholders' Meetings

Article1. In order to establish a good governance system of the shareholders' meeting of the Company, improve the supervisory function and enhance the management functions, these Regulations are formulated in accordance with Article 5 of the "[T-6-201707-008] Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies".

Article2. Matters related to the rules of procedure of the shareholders' meeting of the Company shall comply with the provisions of these Regulations, unless otherwise stipulated by laws and regulations or the Articles of Association.

Article3. (Notice of Convening of Shareholders' Meeting)

3.1.Unless otherwise stipulated in the Articles of Association of the Company or laws and regulations, the shareholders' meeting of the Company shall be convened by the board of directors.

The company shall hold a videoconference of the shareholders' meeting, unless otherwise stipulated in the stock affairs handling guidelines of companies offering shares to the public, which shall be specified in the articles of association and shall be resolved by the board of directors. Resolutions approved by more than half of the directors.

3.2.Changes to the method of convening the shareholders' meeting of the Company shall be subject to a resolution of the board of directors, and shall be made no later than the delivery of notice of convening of the shareholders' meeting.

3.3.The Company shall, 30 days prior to the general shareholders' meeting or 15 days prior to the extraordinary shareholders' meeting, upload the notice of convening of the shareholders' meeting, the power of attorney, the proposals for recognition, discussion, election or dismissal of directors, etc. in electronic formats to the official site of MOPs. 21 days prior to the general shareholders' meeting or 15 days prior to the extraordinary shareholders' meeting, the Company shall upload the shareholders' meeting handbook and the related supplementary materials in electronic format to the official site of MOPs. However, if the Company's paid-in capital at the end of the most recent fiscal year reaches NT\$10 billion or above, or the Company held the general shareholders' meeting in the most recent fiscal year in which and the total shareholding of foreign and mainland China investors recorded in the shareholders register reaches more than 30%, the above information shall be uploaded in electronic files electronic formats to the official site of MOPs 30 days prior to the general shareholders' meeting. 15 days prior to the shareholders' meeting, the Company shall complete the current meeting handbook and supplementary materials for shareholders' reference at any time, and display this information at the premises of the Company and the professional stock agency appointed by the Company.

3.4.The meeting handbook and supplementary materials specified in the preceding Paragraph shall be provided to shareholders for reference by the Company on the day of the

shareholders' meeting in the following ways:

- 3.4.1. Distributed on site where the physical shareholders' meeting is held.
- 3.4.2. When a hybrid shareholders' meeting is held, the handbook and material shall be distributed at the site of the shareholders' meeting and uploaded to the video conference platform in electronic formats.
- 3.4.3 When a video conference of shareholders' meeting is held, the handbook and material shall be uploaded to the video conference platform in electronic formats.
- 3.5. The notice shall specify the reason for the convening; if the notice is approved by the counterparties, it may be prepared in electronic formats.
- 3.6. Election or dismissal of directors, amendment of Articles of Association, capital reduction, application for cessation of public offering, relief of directors' non-competition agreement, capital increase from surplus, capital increase from public reserves, company dissolution, merger, division or matters specified in Paragraph 1 of Article 185 of "[T-6-201707-002] Company Act", Articles 26-1 and 43-6 of "[T-6-201707-029] Securities and Exchange Act", and Articles 56-1 and 60-2 of "[T-6-201707-039] Regulations Governing the Offering and Issuance of Securities by Securities Issuers" shall be listed and explained in the reason for the convening, and shall not be proposed as an extempore motion.
- 3.7. If the reasons for convening the general shareholders' meeting have stated the general re-election of directors and the date of their inauguration, after the re-election by the shareholders' meeting is completed, the same meeting shall not reach any resolution to change the date of the directors' inauguration by extempore motions or any other means.
- 3.8. Shareholders holding one percent (1%) or more of the total number of issued shares may submit a proposal to the Company at the general shareholders' meeting, the number of such proposal shall not exceed one, and any other proposal exceeding the limitation of the number will not be included in the discussion procedure of the meeting. In addition, for the proposals submitted by the shareholders fall under one of the circumstances of Paragraph 4 of Article 172-1 of [T-6-201707-002] Company Act, the board of directors may not list them as the proposals to be discussed. Shareholders may submit proposals urging the Company to promote public interests or fulfill its social responsibilities, and the procedure shall be conducted based on the relevant provisions of Article 172-1 of "[T-6-201707-002] Company Act", the number of such proposals shall not exceed one, and any other proposal exceeding the limitation of the number will not be included in the discussion procedure of the meeting.
- 3.9. The Company shall announce the acceptance of shareholders' proposals, the methods of acceptance in writing or electronically, the place of acceptance and the acceptance period prior to the book closure date before the convening of the general shareholders' meeting, and such acceptance period shall not be less than ten days.
- 3.10. The content of any of the proposals proposed by shareholders shall not exceed 300 words. If the number exceeds 300 words, the proposal will not be included for discussion; the proposing shareholder shall attend the general shareholders' meeting in person or by proxy, and participate in the discussion of the proposal.

- 3.11. The Company shall notify the proposing shareholders of the handling results before the date of notice of convening the shareholders' meeting, and list the proposals in compliance with the provisions of this Article in the notice. For shareholders' proposals that are not included for discussion, the board of directors shall explain the reasons for rejection at the shareholders' meeting.

Article 4. (Proxy for Attending the Shareholders' Meeting and Authorization)

- 4.1. Any of the shareholders may, at each shareholders' meeting, issue a power of attorney stipulated by the Company specifying the scope of authorization to appoint a proxy to attend the shareholders' meeting.
- 4.2. Each shareholder may only issue one power of attorney to appoint only one proxy, which shall be delivered to the Company five days before the convening shareholders' meeting. In the event of any repetitive powers of attorney, the one that is served first shall prevail. However, such provision does not apply to those powers of attorney issued prior to the declaration of revocation.
- 4.3. After the power of attorney is delivered to the Company, shareholders who wish to attend the shareholders' meeting shall notify the Company in writing of the revocation of the proxy two days before the shareholders' meeting. In the event of overdue revocation, the voting right exercised by the authorized proxy shall prevail.
- 4.4. After the power of attorney is delivered to the Company, shareholders who wish to attend the shareholders' meeting by video conferencing shall notify the Company in writing of the revocation of the proxy two days before the shareholders' meeting. In the event of overdue revocation, the voting right exercised by the authorized proxy shall prevail.

Article 5. (Principles of the Venue and Time of the Shareholders' Meeting)

- 5.1. The venue of the shareholders' meeting shall be the place where the Company is located or a venue that is convenient for shareholders to attend and suitable for the shareholders' meeting. The meeting shall not start earlier than 9:00 a.m. or later than 3:00 p.m. and the opinions of independent directors shall be properly considered.
- 5.2. When the Company convenes the video conference of the shareholders' meeting, the above provisions on the venue will not apply.

Article 6. (Preparation of the Attendance Book)

- 6.1. The Company shall state in the meeting notice the time and place of the registration of the shareholders, solicitors, and proxies (hereinafter collectively referred to as shareholders), and other matters that shall be noted.
- 6.2. The time for accepting shareholders' registration in the preceding Paragraph shall last at least 30 minutes before the start of the meeting; the registration place shall be clearly marked, and appropriate and competent personnel shall be assigned to handle works of registration; the registration for video conference of the shareholders' meeting shall last 30 minutes before the start of the meeting and accepted at the platform for video conference. Shareholders who complete the registration shall be deemed to have attended the shareholders' meeting in person.
- 6.3. Shareholders shall present the attendance certificate, sign-in card or other certification to

attend the shareholders' meeting. The Company shall not arbitrarily add any other certification documents required for shareholders to attend; the solicitors who are soliciting the powers of attorney shall present identification documents for verification.

6.4.The Company shall prepare the attendance book for the attending shareholders to sign in, or the attending shareholders may hand in the sign-in cards in lieu of signing in.

6.5.The Company shall deliver the procedures handbooks, annual reports, attendance certificate, speech slips, voting ballots and other meeting materials to the shareholders attending the shareholders' meeting; if there is any election of directors, the election ballots shall be attached.

6.6.For the shareholder who is a government or legal person, the number of representatives attending the shareholders' meeting is not limited to one person. When a legal person is appointed to attend the shareholders' meeting, only one representative of such legal person may be appointed to attend the meeting.

6.7.If the shareholders' meeting is held by video conference, shareholders who wish to attend by video conference shall register with the Company two days before the convening of the meeting.

6.8.If the shareholders' meeting is held by video conference, the Company shall upload the procedure handbook, annual report and other relevant materials to the video conference platform of the shareholders' meeting at least 30 minutes prior to the convening of the meeting, and continue to make these materials available until the closure of the meeting.

Article6-1.(Convening Video Conference of the Shareholders' Meeting, and the Matters to be included in the Convening Notice)

When the Company holds a video conference of the shareholders' meeting, the following matters shall be stated in the notice of convening the shareholders' meeting:

6-1.1.Approach for shareholders' participation in video conferences and methods for exercising their rights.

6-1.2.The obstruction and handling methods for interruption of video conference due to natural disasters, incidents or other force majeure factors shall include, at minimum, the following matters:

6-1.2.1. The time of occurrence of the factor that results in making the meeting required to be postponed or resumed, and the date the meeting is postponed to or re-convened.

6-1.2.2. Shareholders who have not registered to participate in the original shareholders' meeting by video conference shall not participate in the postponed or resumed meeting.

6-1.2.3. When holding hybrid shareholders' meetings and the part of video conference is interrupted, the shareholders' meeting shall continue if, after deducting the number of shares of shareholders attending the video conference, the balance number of shares of attending shareholders reaches the statutory quota for the shareholders meeting. The number of shares of shareholders who attend the shareholders' meeting by means of video

conference shall be included in the total number of shares of the shareholders present and regarded as abstentions for all of the resolutions of the shareholders' meeting.

6-1.2.4. The handling of situations in which all resolutions of proposals have already been announced and no extempore motion has been made.

6-1.3. For holding a video conference of shareholders' meeting, it shall specify appropriate alternatives for shareholders who have difficulty participating in the shareholders' meeting by video conference. Except for the circumstances stipulated in Item 6 of Article 44-9 of the Standards for the Handling of Share Affairs of Public Offering Companies, shareholders shall at least be provided with connection equipment and necessary assistance, and shall specify the period during which shareholders may apply to the company and other relevant matters to be noted.

Article 7. (Chairman of the Shareholders' Meeting and Non-Voting Attendees)

7.1. If the shareholders' meeting is convened by the board of directors, the chairman of the board of directors shall be the chairman of the shareholders' meeting. When the chairman asks for leave or is unable to exercise his/her functions and powers for any reason, the vice chairman shall act as the proxy. If there is no vice chairman or the vice chairman also asks for leave or is unable to exercise his/her functions and powers for any reason, the chairman shall appoint a managing director to act as the proxy; if there is no managing director, one director shall be appointed to act as the proxy. If the chairman does not designate any proxy, the managing director or the directors shall elect one among them to act as the proxy.

7.2. The chairman of the preceding Paragraph shall be a managing director or a director who has served for more than six months and who has a proper understanding of the Company's financial and business status. The same applies if the chairman is the representative of the legal person directors.

7.3. The shareholders' meeting convened by the board of directors is preferred to be chaired by the chairman in person, and more than half of the directors of the board of directors and at least one independent director present in person, and at least one representative of members of various functional committees attend the meeting, and the attendance shall be recorded in the minutes of the shareholders' meeting.

7.4. If the shareholders' meeting is convened by a person with the right to convene other than the board of directors, the chairman shall be such person with the right to convene. If there are two or more persons with the right to convene meetings, one of such persons shall be elected as the chairman.

7.5. The Company may designate appointed lawyers, accountants or relevant personnel to attend the shareholders' meeting as attendees.

Article 8. (Retention of Audio or Video Recording of the Process of Shareholders' Meetings)

8.1. The Company shall record the entire process of registration, the discussion, and voting of the shareholders' meeting continuously and uninterruptedly starting from the time of acceptance of shareholders' registration.

- 8.2.The audio-visual materials in the preceding Paragraph shall be kept for at least one year. However, if a shareholder files a lawsuit in accordance with Article 189 under the “[T-6-201707-002] Company Act”, it shall be preserved until such lawsuit is concluded.
- 8.3.If the shareholders’ meeting is held in the manner of video conference, the Company shall record and retain the audio and video recording of the shareholders’ sign-in, registration, login, questioning, voting and voting results, etc., continuously and uninterruptedly throughout the entire video conference.
- 8.4.The above-mentioned materials and audio and video recordings shall be properly preserved by the Company during its period of existence, and the audio and video recording shall be provided to those who are appointed to handle video conference affairs for retention.
- 8.5.If the shareholders’ meeting is held in the manner of video conference, the Company shall record the back-end operation interface of the video conference platform.

Article9. (Calculation of Number of Shares of Shareholders Attending the Shareholders’ Meeting)

- 9.1.Attendance at the shareholders’ meeting shall be calculated on the basis of shares. The number of shares attended shall be calculated by adding the number of shares registered in the attendance book or the submitted sign-in cards and the video conferencing platform with the number of shares exercising voting rights in writing or electronically.
- 9.2.When the meeting time has been reached, the chairman shall announce that the meeting is started, and simultaneously announce the number of non-voting rights and the number of shares attended.
- 9.3.However, when shareholders representing more than half of the total number of issued shares are not present, the chairman may announce that the meeting to be postponed. The times of postponements shall not exceed two, and the total postponement time shall not exceed one hour. If there are still not sufficient shareholders representing more than one-third of the total number of issued shares attending the meeting after two postponements, the chairman shall announce the adjournment of the meeting; if the shareholders’ meeting is held in the manner of video conference, the Company shall also announce the adjournment of meeting on the video conference platform.
- 9.4.If the number of shareholders who represent more than one-third of the total number of issued shares is present after the second postponement in the preceding Paragraph, a temporary resolution may be reached pursuant to Paragraph 1 of Article 175 of “[T-6-201707-002] Company Act”, which will be notified to all shareholders the convening of the shareholders’ meeting within one month; if the shareholders’ meeting is convened in the manner of video conference, shareholders who wish to attend by video conference shall re-register with the Company in accordance with Article 6.
- 9.5.When, prior to the conclusion of the meeting, the number of shares represented by shareholders present reaches more than half of the total number of issued shares, the chairman may make a temporary resolution in accordance with Article 174 of “[T-6-201707-002] Company Act” for re-referring to the shareholders’ meeting for voting.

Article10. (Discussion of Proposals)

- 10.1.If the shareholders' meeting is convened by the board of directors, the agenda shall be determined by the board of directors, and relevant proposals (including extempore motions and amendments to original proposals) shall be voted on a case-by-case basis. The meeting shall be proceeded in accordance with the scheduled agenda, and shall not be changed without the resolution of the shareholders' meeting.
- 10.2.If the shareholders' meeting is convened by a person other than the board of directors who has the right to convene, the provisions of the preceding Paragraph shall apply mutatis mutandis.
- 10.3.Before the meeting (including extempore motions) agenda mentioned in the aforesaid two paragraphs is adjourned, the chairman shall not declare the meeting adjourned without resolution; if the chairman violates the Regulations and announces the adjournment of the meeting, the other members of the board of directors shall promptly assist the shareholders present in accordance with legal procedures to elect a person to be the chairman with the consent of more than half of the voting rights of the shareholders present to continue the meeting process.
- 10.4.The chairman shall provide sufficient explanations and opportunities for discussion on the proposals and the amendments or extempore motions proposed by shareholders. When the chairman deems that the voting has reached a sufficient level, he/she may announce the suspension of the discussion for voting and arrange a suitable time for voting.

Article 11. (Speeches by Shareholders)

- 11.1.Before any attending shareholder makes any speech, he/she shall fill in the speech slip stating the gist of the speech, the shareholder's account number (or attendance certificate number) and account name, and the chairman will determine the order for presenting speeches.
- 11.2.The attending shareholders who only submit the speech slip without making speeches are deemed to have not made speeches. If the content of the spoken speech is inconsistent with the record of speech slip, the content of the spoken speech shall prevail.
- 11.3.Each shareholder's speech on the same proposal shall not exceed two times (each time shall not exceed five minutes) without the consent of the chairman. However, if the shareholder's speech violates the regulations or exceeds the scope of the agenda, the chairman may stop such shareholder from making a speech.
- 11.4.When an attending shareholder makes a speech, other shareholders shall not interfere with his/her speech unless having obtained the consent of the chairman and the speaking shareholder, and the chairman shall stop anyone violating such provision.
- 11.5.When a legal person shareholder appoints two or more representatives to attend the shareholders' meeting, only one of these representatives may make a speech on each of the proposals.
- 11.6.After attending shareholders' speeches, the chairman may reply in person or designate relevant personnel for replying.
- 11.7.If the shareholders meeting is held in the manner of video conference, the shareholders

attending by video conference may raise questions in text form on the video conference platform of the shareholders meeting after the chairman announces the starting of the meeting and before the announcement of the adjournment of the meeting. The texts shall not exceed 200 words, and the provisions of Articles 11.1 to 11.5 do not apply.

- 11.8.If the raised questions mentioned in the preceding Paragraph do not violate the regulations or does not exceed the scope of the agenda, such question shall be disclosed on the video conference platform of the shareholders' meeting for the general public's reference.

Article12. (Calculation of Voting Shares and Recusal System)

- 12.1.Voting at the shareholders' meeting shall be calculated on the basis of shares.
- 12.2.The number of shares of shareholders without voting rights shall not be included in the total number of issued shares in the resolution of the shareholders' meeting.
- 12.3.Shareholders who have personal interests in the matters discussed in the meeting and may be harmful to the interests of the Company shall not participate in voting, and shall not exercise their voting rights on behalf of other shareholders.
- 12.4.The number of shares for which voting rights shall not be exercised based on the preceding Paragraph shall not be included in the number of voting rights of attending shareholders.
- 12.5.Except for a trust enterprise or a stock agency approved by the securities competent authority, when one proxy is appointed by two or more shareholders at the same time, the voting rights of the proxy shall not exceed 3% of the total voting rights of the issued shares. The excess voting rights shall not be included.

Article13. (Voting, Scrutineering and Counting of Votes)

- 13.1.Shareholders have one vote per share, except those who are restricted or have no voting rights in accordance with Paragraph 2 of Article 179 of "[T-6-201707-002] Company Act."
- 13.2.When the Company convenes a shareholders' meeting, it may adopt electronic or written manners to exercise the voting rights; when exercising voting rights in writing or electronically, the method for exercising rights shall be specified in the notice of convening of the shareholders' meeting. Shareholders who exercise their voting rights in writing or electronically are deemed to have attended the shareholders' meeting in person. However, the extempore motions and the amendment to the original proposals at the shareholders' meeting shall be deemed as abstention. Therefore, the Company shall refrain from submitting the extempore motions and the amendments to the original proposals.
- 13.3.In the event of exercising voting rights in writing or electronically in the preceding Paragraph, the statement of intent shall be delivered to the Company two days prior to the convening of shareholders' meeting. If multiple statements of intent are delivered, the earliest statement that was delivered shall prevail. However, such provision does not apply to prior statements of intent that have been declared revoked.
- 13.4.After shareholders exercise their voting rights in writing or electronically, if they wish to

attend the shareholders' meeting in person or by video conference, they shall revoke their statements of intention to exercise the voting rights in the preceding Paragraph two days prior to the convening of shareholders' meeting in the same manner as the exercise of voting rights; if the revocation is overdue, the voting rights exercised in writing or electronically shall prevail. If the voting rights are exercised in writing or electronically and a proxy is appointed via the power of attorney to attend the shareholders' meeting, the voting rights exercised by the proxy appointed shall prevail.

- 13.5. Unless otherwise stipulated in "[T-6-201707-002] Company Act" and the Articles of Association of the Company, voting on the resolution shall be passed with the consent of more than half of the voting rights of the shareholders present. When voting, the chairman or his/her designee shall announce the total number of voting rights of the shareholders present on a proposal-by-proposal basis. And on the day after the convening of the shareholders' meeting, the results of shareholders' approval, objection and abstention shall be uploaded to the official site of MOPs.
- 13.6. When there are several amendments or alternatives to the same proposal, the chairman shall determine the order of voting on such proposal with the original one. If one of the proposals reaches resolution, the other proposals shall be deemed to be rejected and no further voting would be required.
- 13.7. The scrutineers and vote-counters for voting on the resolution shall be designated by the chairman, but the scrutineers shall have the identity as shareholders.
- 13.8. The counting of votes for voting on proposals or election at the shareholders' meeting shall be done at a public place at the venue of the meeting, and after the votes are fully counted, the results shall be announced on the spot, including the weight for statistics, and a record shall be made.
- 13.9. When the Company convenes the shareholders' meeting in the manner of video conference, the shareholders who attend by video conference shall conduct voting on various resolutions and election proposals on the video conference platform after the chairman announces the start of the meeting. The voting shall be completed before the chairman announces the conclusion of voting, and the voting overdue shall be deemed to have been waived.
- 13.10. If the shareholders' meeting is held in the manner of video conference, after the chairman announces the conclusion of voting, the votes shall be counted in overall for once, and the voting and election results shall be announced.
- 13.11. When the Company holds a hybrid shareholders' meeting, the shareholders, solicitors or proxies who have registered to attend the shareholders' meeting by video conference in accordance with the provisions of Article 6 and later wish to attend the face-to-face shareholders' meeting in person shall submit the revocation of registration two days prior to the convening of shareholders' meeting in the same manner for registration; if the revocation is overdue, they may only attend the shareholders' meeting by video conference.
- 13.12. Except for extempore motions, those who exercise their voting rights in writing or

electronically without revoking their statement of intention and participate in the shareholders' meeting by video conferencing shall not exercise their voting rights on the original proposals, propose amendments or exercise the voting rights for amendments to the original proposals.

Article 14. (Election Matters)

14.1. When an election of directors is held during the shareholders' meeting, it shall be handled in accordance with the relevant election and appointment regulations set by the Company, and the election results shall be announced on spot, including the list of elected directors and their voting rights, and the list of candidates of directors and supervisors not elected and their voting rights.

14.2. The ballots for election in the preceding Paragraph shall be sealed and signed by the scrutineers, and shall be properly preserved for at least one year. However, if a shareholder files a lawsuit in accordance with Article 189 under the "[T-6-201707-002] Company Act", it shall be preserved until such lawsuit is concluded.

Article 15. (Minutes of Meeting and Matters of Signature)

15.1. The resolutions of the shareholders' meeting shall be made into minutes, which shall be signed or sealed by the chairman, and shall be distributed to all shareholders within 20 days after the meeting. The production and distribution of meeting minutes may be conducted electronically.

15.2. For the distribution of the minutes specified in the preceding Paragraph, the Company may publish the minutes on the official site of MOPs.

15.3. The minutes of the meeting shall record the day, month, year, venue, name of the chairman, method of resolution, summary of the agenda and voting results (including statistical weights). If an election of directors has taken place, the details of the number of votes obtained by each candidate shall also be disclosed. The minutes of meeting shall be kept during the existence of the Company.

15.4. If the shareholders' meeting is held in the manner of video conference, the minutes of the shareholders' meeting shall record, in addition to the items required to be recorded based on the preceding Paragraph, the starting and ending time of the shareholders' meeting, the method for convening the meeting, the name of the chairman and the minute taker, and the information on the alternative measures for participation by shareholders with difficulty in participating by video conference, and the methods and results of handling of unavailability of video conference platform due to force majeure factors or any difficulty in participating via video conference.

15.5. In addition to complying with the provisions of the preceding Paragraph when convening the shareholders' meeting in the manner of video conference, the Company shall also specify in the minutes of the meeting the alternative measures for shareholders who have difficulty in participating in the meeting via video conference.

Article 16. (External Announcement)

16.1. For the number of shares acquired by the solicitor, the number of shares represented by the proxy, and the number of shares of shareholders attending in writing or

electronically, the Company shall, on the day of the shareholders' meeting, prepare a statistical table in the prescribed format, and make clear disclosure at the venue of the shareholders' meeting venue. If the shareholders' meeting is held in the manner of video conference, the Company shall upload and disclose the above-mentioned information to the video conference platform of the shareholders' meeting at least 30 minutes before the start of the meeting until the adjournment of such meeting.

16.2. When the Company holds a video conference of the shareholders' meeting, upon the announcement of the start of the meeting, the voting rights of attending shareholders shall be disclosed on the video conference platform. The same applies if the voting rights are additionally counted during the meeting.

16.3. If the resolutions of the shareholders' meeting are material information stipulated by laws and regulations or the TWSE, the Company shall upload the content of such material information to the official site of MOPs within the specified time limit.

Article 17. (Maintenance of Order at the Venue)

17.1. Personnel handling the shareholders' meeting shall bear ID cards or armbands.

17.2. The chairman may direct security personnel to assist in maintaining order at the venue. When the security personnel are present to assist in maintaining order, they shall bear armbands or ID cards displaying the word "SECURITY".

17.3. If the venue has any amplifying equipment installed, the chairman may stop the shareholders from speaking with such equipment other than those provided by the Company.

17.4. Any shareholder violates the Regulations of Procedures, fails to follow the chairman's request for corrections, and obstructs the progress of the meeting and without cooperating after being requested to stop the violation, the chairman may instruct the security personnel to ask such shareholder to leave the venue.

Article 18. (Recess and Resumption)

18.1. During the progress of the meeting, the chairman may determine to announce a recess. In the event of any factor of force majeure, the chairman may determine to suspend the meeting temporarily, and announce the time for the resumption of the meeting as the case may be.

18.2. If, prior to the conclusion of the agenda (including extempore motions) of the shareholders' meeting, the venue for the meeting cannot continue to be used for holding the meeting, the shareholders' meeting may reach a resolution to find another venue to continue the progress of such meeting.

18.3. The shareholders' meeting may, in accordance with Article 182 of "[T-6-201707-002] Company Act", reach a resolution to postpone or resume the meeting within five days.

Article 19. (Information Disclosure of Video Conference)

If the shareholders' meeting is held by video conference, the Company shall immediately disclose the voting and election results of various proposals on the video conference platform of the shareholders' meeting in accordance with the regulations, and shall continue to disclose

the information for at least 15 minutes after the chairman announces the adjournment of the meeting.

Article 20. (Location of the Chairman and the Minute Taker of the Video Conference of the Shareholders' Meeting)

When the company holds a video conference of shareholders' meeting, the chairman and the minute taker shall be at the same place in Taiwan, and the chairman shall announce the address of the place at the time of the official convening of the meeting.

Article 21. (Handling of Signal Interruption)

21.1. If the shareholders' meeting is held in the manner of video conference, the Company may provide a simple connection test for shareholders before the start of the meeting, and provide relevant services immediately before and during the meeting to assist in handling technical problems of communication.

21.2. If the shareholders' meeting is held by video conference, the chairman shall, when announcing the start of the meeting, separately announce that except as stipulated in Paragraph 4 of Article 44-20 of "[T-6-202203-070] Regulations Governing the Administration of Shareholder Services of Public Companies", if before the chairman officially announces the adjournment of the meeting there is any difficulty to attend the meeting in the manner of video conference due to natural disasters, incidents or other force majeure factors, which lasts for more than 30 minutes, the meeting shall be postponed or resumed within five days and Article 182 of "[T-6-201707-002] Company Act" shall not apply.

21.3. In the event of the occurrence of the preceding Paragraph, which requires the meeting to be postponed or re-convened. Shareholders who have not registered to participate in the original shareholders' meeting by video conference shall not participate in the postponed or re-convened meeting.

21.4. When the meeting is required to be postponed or resumed in accordance with the provisions of Paragraph 2, for shareholders who have registered to participate in the original shareholders' meeting by video conference but have not participated in the postponed or resumed the meeting, the number of shares and the voting rights exercised at the original shareholders' meeting shall be included in the total number of shares and voting rights of shareholders present at the postponed or resumed meeting.

21.5. In accordance with the provisions of Paragraph 2, when the shareholders' meeting is postponed or resumed, the completed voting and counting of votes, the voting results or the list of elected directors and supervisors that have been resolved are not required to be re-discussed or resolved again.

21.6. When the Company holds a hybrid shareholders' meeting and the part of video conference is interrupted due to a situation stated in Paragraph 2, the postponement or re-convening of the meeting stated in Paragraph 2 will not be required if after deducting the number of shares of shareholders attending the video conference the balance number of shares of attending shareholders reaches the statutory quota for the shareholders meeting.

21.7. In the event of the occurrence of the above-mentioned resumed meeting, the number of

shares of shareholders who attend the shareholders' meeting by video conference shall be included in the total number of shares of the shareholders present, but shall be regarded as abstention for all the resolutions of the shareholders meeting.

21.8. The Company postponing or resuming the meeting in accordance with the provisions of Paragraph 2 shall comply with the provisions set out in Paragraph 7 of Article 44-20 of "[T-6-202203-070] Regulations Governing the Administration of Shareholder Services of Public Companies", and shall handle relevant preparatory works according to the date of the original shareholders' meeting and the provisions of this Article.

21.9. For the periods specified in the second sentence of Article 12 and Paragraph 3 of Article 13 of "[T-6-202203-069] Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies", and Paragraph 2 of Article 44-5, Article 44-15 and Paragraph 1 of Article 44-17 of "[T-6-202203-070] Regulations Governing the Administration of Shareholder Services of Public Companies", the Company shall postpone or resume the date of the shareholders' meeting in accordance with Paragraph 2.

Article 22. (Solving Digital Divide)

For holding a video conference of shareholders' meeting by the Company, it shall specify appropriate alternatives for shareholders who have difficulty participating in the shareholders' meeting by video conference. Except for the circumstances stipulated in Item 6 of Article 44-9 of the Standards for the Handling of Share Affairs of Public Offering Companies, shareholders shall at least be provided with connection equipment and necessary assistance, and shall specify the period during which shareholders may apply to the company and other relevant matters to be noted.

Article 23. Matters not covered in these Regulations shall be handled in accordance with "[T-6-201707-002] Company Act", the Articles of Association and relevant laws and regulations.

Article 24. These Regulations shall be implemented after being approved by the shareholders' meeting, and the same shall apply to its amendments.

RICH HONOUR INTERNATIONAL DESIGNS CO., LTD.

Articles of Association (Before amendments)

1. General Terms

Article 1: The Company is organized in accordance with the provisions of the Company Act, and its name is RICH HONOUR INTERNATIONAL DESIGNS CO., LTD.

Article 2: The Company's business items are as follows:

- 001. E801010 Interior Decoration
- 002. E801060 Interior Decoration
- 003. F105050 Wholesale of Furniture, Bedding Kitchen Utensils and Fixtures
- 004. F107010 Wholesale of Paints, Coating and Varnishes
- 005. F111090 Wholesale of Building Materials
- 006. F205040 Retail Sale of Furniture, Bedding Kitchen Utensils and Fixtures
- 007. F207010 Retail Sale of Paints, Coating and Varnishes
- 008. F211010 Retail Sale of Building Materials
- 009. F401010 International Trade
- 010. I401010 General Advertisement Service
- 011. I503010 Landscape and Interior Designing
- 012. ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3: The Company establishes its head office in Taipei City, and may establish branch offices at domestic and foreign regions when necessary.

Article 3-1: The Company may provide external guarantees for business needs, and handle the relevant operation in accordance with the regulations of the Company's endorsement guarantee operation regulations.

Article 3-2: When the Company has limited liability for another company, the total amount of investment will not be subject to the limitation of Article 13 of the Company Act, which states a threshold of 40% of the paid-in capital.

Article 4: The Company's announcement shall be made in a manner based on the provisions of Article 28 of the Company Act.

2. Shares

Article 5: The total capital of the Company is NT\$1,000,000,000, which is divided into 100 million shares, and each share is NT\$10, which will be issued in tranches.

Article 6: The Company's shares are in registered form, signed or stamped by the directors representing the Company, and issued after obtaining the verification in accordance with the laws and regulations.

The shares issued by the Company may also be exempt from printing stock certificates, provided, however, that they shall be registered with the centralized securities depository enterprises; such provisions shall be applicable to the issuance of other negotiable securities.

Changes recorded in the shareholders' register shall not be made within 60 days prior to the general shareholders' meeting, 30 days prior to the extraordinary shareholders' meeting, or 5 days prior to the base date determined by the Company to distribute dividends, bonuses or other benefits.

3. Shareholders' Meeting

Article 7: The shareholders' meeting is distinguished into two types, regular and extraordinary meetings. The regular meeting is convened at least once a year, and the board of directors shall convene it within 6 months after the end of each fiscal year in accordance with the laws and regulations; and the extraordinary meeting is convened when necessary.

The convening notice and announcement of the shareholders' meeting of the Company shall be handled in accordance with the provisions of Article 172 of the Company Act. For shareholders holding less than 1,000 shares, the convening notice of the shareholders' meeting may be made in the manner of public announcement.

The convening notice in the preceding Paragraph may be made electronically upon the consent of the shareholders.

The Company's shareholders' meeting may be convened and held by means of video conference or any other methods announced by the central competent authority.

Article 8: Any shareholder unable to attend the shareholders' meeting in person for any reason may issue a power of attorney signed by itself or affixed with its seal and specifying the scope of authorization to entrust a proxy to attend the meeting on its behalf. In addition to the provisions of Article 177 of the Company Act, the rules for shareholders to attend the meeting by proxy shall be handled in accordance with the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies" promulgated by the competent authority.

- Article 9: Each shareholder of the Company has one voting right per share. However, the restricted shares or shares listed in Paragraph 2 of Article 179 of the Company Act shall have no voting rights.
- Article 9-1: When the Company convenes a shareholders' meeting, shareholders who exercise their voting rights in writing or electronically are deemed to have attended the shareholders' meeting in person. However, the provisional motion and the amendment of the original proposal at the shareholders' meeting shall be deemed as an abstention. The manifestation of intention shall be handled in accordance with Article 177-2 of the Company Act.
- Article 9-2: Unless otherwise stipulated by the Company Act, the shareholders' meeting shall be convened by the board of directors, and its chairman shall handle related processes in accordance with the provisions of Article 208 of the Company Act. If the meeting is convened by any other person having the convening right, he/she shall act as the chairman of that meeting; provided, however, that if there are two or more persons having the convening right, the chairman of the meeting shall be elected from these persons.
- Article 10: Unless otherwise stipulated by laws and regulations, the resolutions of the shareholders' meeting shall be made at a meeting attended by shareholders representing more than half of the total number of issued shares and with the consent of more than half of the voting rights of the shareholders present.
- Article 11: The resolutions of the shareholders' meeting shall be made into minutes. The production, distribution, and preservation of the meeting minutes shall be handled according to Article 183 of the Company Act and relevant laws and regulations.
- Article 12: If the Company intends to suspend the public offering, it shall submit the proposal to the shareholders' meeting for resolution and approval according to the provisions of the Company Act. The provision of this Article shall not be changed during the listing period.

4. Directors and Audit Committee

- Article 13: The Company shall have 5 to 9 directors with a term of office of 3 years. The election of directors adopts the candidate nomination system stipulated in Article 192-1 of the Company Act. And the directors may be re-elected by the shareholders' meeting from the list of candidates.

Among the above-mentioned seats of directors of the Company, the number for independent directors shall be at least three seats, and shall not be less than one-fifth of the total seats of directors. The professional qualifications, shareholding, concurrent serving restrictions, nomination and election methods, and other matters to be complied with for independent directors shall be handled in accordance with the regulations promulgated by the securities regulatory authority.

In the election of directors of the Company, the cumulative voting system shall be adopted. Each share has the equivalent voting rights as the number of directors to be elected, collectively voting for one candidate or allocated to several ones. Independent and non-independent directors shall be elected altogether, and the elected quota shall be calculated separately.

The Company has established an Audit Committee in accordance with Article 14-4 of the Securities and Exchange Act. The Audit Committee shall be composed of all independent directors and be responsible for implementing the functions and powers of supervisors stipulated by the Company Act, the Securities and Exchange Act and other laws and regulations.

Article 14: An effective meeting of the board of directors shall be organized by the directors and attended by more than two-thirds of the directors. The chairman of the board shall be determined by the resolution reached by more than half of the directors present. The chairman shall chair the Company's shareholders' meetings and the board of directors' meetings and represent the Company externally.

Article 15: When the chairman asks for leave or is unable to exercise his powers for any reason, its designated proxy shall handle the matters according to Article 208 of the Company Act.

Article 16: Any director unable to attend the meeting for any reason may issue a power of attorney, which specifies the scope of authorization to designate another director as its proxy to attend the board of directors' meeting. Each director may only designate one proxy.

The board of directors' meeting may be held via video conferences, and directors who participate in the meeting via the approach of video conference shall be deemed to be present in person.

The meeting of the board of directors of the Company shall be held at least quarterly. For the convening of the board of directors' meeting, the reasons shall be stated, and the directors shall be notified within the time limit prescribed by the securities regulatory authority. However, in the event of an emergency, the meeting may be convened immediately at any time. The convening notice of a meeting of the board of directors of the Company may be given in writing, email or facsimile.

Article 17: The proceedings of the meeting of board of directors shall be made into minutes, whose production, distribution and preservation shall be handled in accordance with the provisions of the Company Act.

Article 17-1: The Company may purchase liability insurance for directors and important staff members who are legally obligated to pay compensation for the execution of their duties during their term of office. The board of directors is authorized to handle all matters concerning liability insurance.

Article 17-2: The Company may establish functional committees under the board of directors. The establishment and powers of relevant committees shall be handled in accordance with the regulations of the competent authority.

Article 17-3: When any of the directors perform the Company's business, regardless of the Company's operating profit or loss, the Company may pay the directors the remuneration negotiated on the basis of their involvement in the Company's operations and the value of their contributions as well as taking into account the general standards among the industry. If the Company has any earnings, the remuneration shall be distributed in accordance with the provisions of Article 20.

5. Managers

Article 18: The Company may set up positions of managers, whose appointment, dismissal and remuneration shall be handled in accordance with Article 29 of the Company Act.

6. Accounting

Article 19: At the end of each fiscal year of the Company, the board of directors shall prepare various documents such as business operation reports, financial statements, and proposals for distribution of earning or appropriation of making up for losses, and submit these documents to the general shareholders; meeting for approval in accordance with legal procedures.

Article 20: If the Company makes a profit in a specific fiscal year, it shall allocate no less than 3% of such profit for the employees' compensation and no more than 3% as the directors' remuneration. However, if the Company has any accumulated losses, it shall first allocate a certain amount to make up for such losses.

The employees compensation referred to in the preceding Paragraph may be made in cash or stock, and the distribution receivers may include employees of controlled or subordinate companies who meet certain conditions, and the board of directors shall determine such certain conditions.

The distribution of employee compensation and directors' remuneration shall be implemented by the board of directors with the presence of more than two-thirds of the directors and a resolution approved by more than half of directors present, and reported to the shareholders' meeting.

The Company may stipulate that the personnel eligible for obtaining employee treasury stocks, employee stock option certificates, employees subscription of new shares, restricted stock awards, and employee compensation include employees of controlled or subordinate companies that meet certain conditions.

Article 21: If the Company's annual final accounts have a net profit after taxation for the current period, it shall first make up the accumulated losses (including adjusting the amount of undistributed earning), and then allocate 10% as the legal reserve in accordance with the

laws and regulations unless the amount of legal reserve has reached the level of the paid-in capital. The rest shall be allocated or reversed as a special reserve in accordance with the laws or regulations of the competent authority. If there is still any positive balance, then together with the accumulated undistributed earning, the board of directors will formulate a surplus distribution proposal to be submitted to the shareholders' meeting for a resolution of the payment of dividends to shareholders.

The Company's dividend policy is based on the current and future development plans, consideration to the investment environment, funding demands and domestic/foreign competition conditions, and takes into account the interests of shareholders and other factors. For each fiscal year, no less than 10% of the distributable earnings for the current fiscal year shall be allocated as dividends to shareholders. However, when the accumulated distributable earning is less than 10% of the paid-in capital, no distribution will be made; the shareholders' dividends may be made in the form of shares or cash, of which the cash dividends shall not be less than 10% of the total dividends.

The Company authorizes the board of directors to distribute all or part of the distributable dividends and bonuses, and capital reserves or legal reserves in cash via a meeting with the presence of more than two-thirds of the directors reaching the resolution of more than half of the directors present, which shall be submitted to the shareholders' meeting.

Article 22: Any other matters not stipulated in the Articles of Association shall be handled in accordance with the provisions of the Company Act.

Article 23: The Articles of Association were formulated on December 8, 2014.

The first amendment was made on March 23, 2015.

The second amendment was made on May 22, 2015.

The third amendment was made on March 31, 2016.

The fourth amendment was made on September 30, 2016.

The fifth amendment was made on May 15, 2018.

The sixth amendment was made on November 8, 2018.

The seventh amendment was made on April 30, 2019.

The eighth amendment was made on June 21, 2019.

The ninth amendment was made on October 5, 2019.

The tenth amendment was made on June 24, 2020.

The eleventh amendment was made on June 9, 2022.

【Appendices 3】

RICH HONOUR INTERNATIONAL DESIGNS CO., LTD.

Rules for Election of Directors

To ensure a just, fair, and open election of directors, these Procedures are adopted pursuant to Articles 21 of “[T-6-201707-008] the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies”.

Article 1: Except as otherwise provided by law and regulation or by the Company’s Articles of Incorporation, elections of directors shall be conducted in accordance with these Procedures.

Article 2: The overall composition of the board of directors shall be taken into consideration in the selection of the Company's directors. The composition of the board of directors shall be determined by taking diversity into consideration and formulating an appropriate policy on diversity based on the Company's business operations, operating dynamics, and development needs. It is advisable that the policy include, without being limited to, the following two general standards:

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

the Board should possess the basic knowledge, skills, and competencies to perform their duties and the general required abilities are as follows:

1. The judgment of operation
2. The analytic ability of accounting and finances
3. The management ability
4. The ability to deal with crises
5. Industry knowledge
6. International market view
7. Leadership
8. Decision making

More than half of the seats of the Board should not be served by people that are spouses or relatives with the second degree of kinship. The Company is entitled to adjust the constitution of the member of the Board according to the results of the performance evaluation.

Article 3: The qualifications of the independent directors of the Company shall comply with Articles 2, 3 and 4 of the “[T-6-201707-055] Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Company”.

The election of independent directors of the Company shall comply with Articles 5, 6, 7, 8 and 9 of the “[T-6-201707-055] Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Company” and shall be conducted in accordance with Article 24 of the “[T-6- 201707-008] Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies”.

Article 4: The directors of company elections:

1. The cumulative voting method shall be used for election of the directors at the Company. Each share will have voting rights in number equal to the directors to be elected, and may be cast for a single candidate or split among.
2. Following Article 192-1 of “[T-6-201707-002] the Company Act”, the election of the Company's independent directors should adopt the candidate nomination system and the shareholders shall elect the directors from among the nominees listed in the roster of director candidates.
3. When the number of directors falls below five due to the dismissal of a director for any reason, the Company shall hold a by-election to fill the vacancy at its next shareholders meeting. When the number of directors falls short by one third of the total number prescribed in the Company's articles of incorporation, the Company shall call a special shareholders meeting within 60 days from the date of occurrence to hold a by-election to fill the vacancies.

When the number of independent directors falls below that required under the proviso of Article 14-2, paragraph 1 of “[T-6-201707-029] the Securities and Exchange Act”, a byelection shall be held at the next shareholders meeting to fill the vacancy. When the independent directors are dismissed en masse, a special shareholders meeting shall be called within 60 days from the date of occurrence to hold a by-election to fill the vacancies.

Article 5: A person with the right to convene shall prepare separate ballots for directors in numbers corresponding to the directors or supervisors to be elected. The number of voting rights associated with each ballot shall be specified on the ballots, which shall then be distributed to the attending shareholders at the shareholders meeting. Attendance card numbers printed on the ballots may be used instead of recording the names of voting shareholders.

Article 6: The number of directors will be as specified in the Company's articles of incorporation, with voting rights separately calculated for independent and non-independent director positions. Those receiving ballots representing the highest numbers of voting rights will be elected sequentially according to their respective numbers of votes. When two or more persons receive the same number of votes, thus exceeding the specified number of positions, they shall draw lots to determine the winner, with the chair drawing lots on behalf of any person not in attendance.

Article 7: The chairman should appoint several supervisors and counters to handle related tasks. The supervisor should possess the identity of a shareholder. The ballot box should be prepared by the Company and be opened by the supervisors to the shareholders to see before voting.

Article 8: If the candidate is a shareholder, the elector must fill in the candidate's household name and shareholder account number in the "Candidate" field of the election ballot. If the candidate is not a shareholder, the elector must fill in the candidate's name and the identification document number. However, when a government or corporate shareholder is the candidate, the elector must list the government or corporate name in the "Candidate Household Name" field of the election ballot. It is also allowed to include both the government or corporate name and the name of its representative. If there are multiple representatives, each representative's name must be listed separately, but only one representative's name may be included per ballot.

Article 9: A ballot is invalid if one of the following occurs:

1. The ballot was not prepared by a person with the right to convene.
2. A blank ballot is placed in the ballot box.
3. The writing on the ballot is blurred and cannot be identified.

4. The candidate whose name is entered in the ballot does not conform to the director candidate list.
5. Other words or marks are entered in addition to the number of voting rights allotted.

Article 10: The ballots shall be counted on the spot after the voting completed. The results shall be announced immediately by the chair, including the list of elected directors and their respective voting rights. The ballots for the election referred to in the preceding paragraph shall be sealed with the signature of the scrutineers and kept in proper custody for at least one year. However, if a shareholder files a lawsuit according to Article 189 of “[T-6-201707-002] the Company Act”, the records shall be retained until the end of the lawsuit.

Article 11: The Company’s board of directors shall issue a notice of election to the elected directors.

Article 12: The Procedures, and any amendments hereto, shall be implemented after approval in the shareholders' meeting.

RICH HONOUR INTERNATIONAL DESIGNS CO., LTD.

Shareholding of All Directors

- I. The Capital amount of company as NTD660,000,000 as total issued share as 66,000,000.
- II. According to Article 26 paragraph 2 of Securities and Exchange Act, the total shareholding of directors is at least 5,280,000 shares.
- III. Individual and collective directors' current numbers of shares held recorded on shareholders' roster as of March 30, 2025.

Position	Name	Number of Shares Held
Chairman	Jessica H.C. Wang	33,541,200
Director	Hsin Li Yang	5,308,800
Director	Ting Yu Yang	1,800,000
Director	I Chen Wang	0
Independent Directors	Chih Wei Chen	0
Independent Directors	Wen Hung Lee	0
Independent Directors	Hui Ying Wu	0
Independent Directors	Hsiao Lei Wang	0
Total		40,650,000