

YAGEO Corporation

2024 Annual Report

Notice to readers

This English-version annual report is a translation of the Chinese version. If there is any discrepancy between the English and Chinese versions, the Chinese version shall prevail

Taiwan Stock Exchange Market Observation Post System:

<https://mops.twse.com.tw>

Website: <https://www.yageo.com>

Printing date: May 2, 2025

✧ **Spokesperson**

Name: Thomas Chang

Title: Sr. Director

Phone: 886-2-66299999

E-mail: IR@yageo.com

✧ **Deputy Spokesperson**

Name: Kevin Yang

Title: Accounting Officer and Corporate Governance Officer

Phone: 886-2-66299999

E-mail: IR@yageo.com

✧ **Stock Transfer Agent**

MasterLink Securities Corp.

B1, No.35, Ln. 11, Guangfu N. Rd., Taipei,

Taiwan

Phone: 886-2-27686668

www.masterlink.com.tw

✧ **Auditors**

Deloitte & Touche

Meng-Chieh Chiu and Chun-Yu Wang

20F, No. 100, Songren Rd., Xinyi Dist.,

Taipei, Taiwan

Phone.: 886-2-27259988

www.deloitte.com.tw

✧ **Overseas Securities Exchange**

Luxembourg Stock Exchange

Disclosed information can be found at

<https://www.bourse.lu>

✧ **Yageo Corporation Website**

<https://www.yageo.com>

Contents

I. Letter to Shareholders	1
II. Corporate Governance Report	3
2.1 Directors and Management Team.....	3
2.2 Remuneration of Directors and Management Team.....	16
2.3 Implementation of Corporate Governance	20
2.4 Information on CPA professional fees:	50
2.5 Information on replacement of certified public accountant:	51
2.6 Where the Company's Chairman, General Manager, or Officers in charge of Finance or Accounting matters has in the most recent year held a position at the Accounting Firm of its Certified Public Accountant or at an Affiliated Enterprise of such Accounting Firm: None	51
2.7 Any transfer of equity interests and/or pledge of or change in equity interests (during the most recent fiscal year or during the current fiscal year up to the date of publication of the Annual Report) by a Director, Managerial Officer, or shareholder with a stake of more than 10 percent during the most recent fiscal year or during the current fiscal year up to the date of publication of the Annual Report:	51
2.8 Relationship information, if among the Company's 10 largest shareholders any one is a related party or a relative within the second degree of kinship of another	52
2.9 The total number of shares and total equity stake held in any single enterprise by the Company, its Directors, Managers, and any Companies controlled either directly or indirectly by the Company	53
III. Information on Capital Raising Activities	56
3.1 Capital and shares.....	56
3.2 Status of corporate bonds:	60
3.3 Preferred Stock	62
3.4 Global depository receipts.....	62
3.5 Employee share subscription warrants	62
3.6 Issuance of New Restricted Employee Shares	62
3.7 Shares issued for mergers and acquisitions	68
3.8 Capital utilization plan	68
IV. Operational Highlights.....	69
4.1 Business Activities	69
4.2 Market, Production and Sales Review	74
4.3 Status of Employees	77
4.4 Disbursements for environmental protection:	77
4.5 Labor Relations	77
4.6 Information communication security management.....	79
4.7 Important Contracts.....	81
V. Review and Analyze of Financial Position, Financial Performance, and Risk Management	

.....	82
5.1 Analysis of Financial Status	82
5.2 Analysis of Financial Performance	83
5.3 Analysis of Cash Flow.....	83
5.4 Major capital expenditures	84
5.5 Reinvestment policy for the most recent fiscal year, the main reasons for the profits/losses generated thereby, the plan for improving re-investment profitability, and investment plans for the coming year	84
5.6 Analyze and assess	85
5.7 Other major matters.....	88
VI.Special Mention	89
6.1 Information related to the Company’s affiliated	89
6.2 The status of issuing private placement securities	89
6.3. Other necessary supplementary notes	89
VII. The occurrence of any events as stated in Article 36, paragraph 3,subparagraph 2 of the Securities Exchange Act that had significant impact on shareholder’s equity or securities prices in the most recent year and up to the publication of the Annual Report.	89

I. Letter to Shareholders

Dear Shareholders,

In 2024 we achieved record high sales while expanding Gross Margin, Operating Margin, Net Income, and Earnings Per Share. This was achieved by executing with focus our strategy of growing our premium markets and products, developing deeper relationship with our customers, disciplined control of expenses and inventory, and transforming our organization and how we work.

YAGEO has truly become a platform company with the stability and resiliency to help us navigate and win in a turbulent macroeconomic and geopolitical environment. This has also enabled us to capture the opportunity in Artificial Intelligence and Electronic Vehicles; and we will continue to work towards being built into tomorrow.

1. 2024 Financial Performance:

2024 consolidated sales reported NT\$ 121,667 million with gross margin rate of 34.4%. The operating income reached NT\$ 23,386 million with 19.2% operating profit margin. Net consolidated profits after tax attributable to parent company amounted to NT\$ 19,356 million or earnings per share of NT\$ 38.13.

2. 2024 Budget Execution Rate:

Not applicable. YAGEO did not disclose financial projection for 2024.

3. Financial Ratio Analysis:

Financial Ratio		2024
Capital Structure	Debt Ratio (%)	55.67
	Long-term Funds to Fixed Asset (%)	380.51
Liquidity	Current Ratio (%)	138.88
Profitability indicator	Return on Asset (%)	6.16
	Return on Equity (%)	12.99
	Net Profit Margin (%)	16.02
	Earning Per Share (NT\$)	38.13

4. 2025 Operating Plan:

YAGEO will implement the following business development strategies and continue creating value for its shareholders, customers and employees.

- (1) Achieve annual revenue and profit targets: continue to expand into high-end markets such as Europe, the United States, and Japan, deepen long-term cooperative relationships with customers, and return to the revenue and profit growth mode.
- (2) Effective expense control and inventory management: Control expenses according to the achievement of revenue targets, and achieve efficient inventory management through flexible procurement strategies and capacity planning.
- (3) Grow organically and through M&A by: Continuing to integrate and unlock synergy in recently acquired Nexensos and Telemecanique Sensors businesses as well as further expanding our platform through acquisitions.
- (4) Expand high-end markets and increase the proportion of premium products: Continue to optimize product mix and customer portfolio, enhance global strategic partnerships, and focus on future technology applications and expand market share of premium business in Europe, America and Japan.

YAGEO is the world's only electronic component and service provider who has all three of the main pillars of the passive component industry—resistors, capacitors, and inductors, with each of the products having the leading position among its peers. Moreover, YAGEO has extended its product portfolio to circuit protection components, wireless components and sensors. After years of international acquisitions and internal product portfolio optimization, YAGEO has transformed to a premium solution platform provider with high design-in capability and extensive reach into those hard to penetrate segments and markets. YAGEO will continue to implement its transformation strategy, expand the proportion of premium business and global scale, and provide customers with global one-stop high-quality services through comprehensive product portfolios, focusing on high-end automotive, industrial, aerospace, smart healthcare, AI/5G/IoT segments to establish sustainable business strength and create higher value for our shareholders and the industry. I would like to thank our shareholders for your long-term and continuous support to Yageo, and wish you all good health and happiness.

Tie-Min Chen
Chairman

II. Corporate Governance Report

2.1 Directors and Management Team

2.1.1 Directors

As of March 31, 2025

Title/Name	Nationality/ Place of Incorporation/ Gender/Age	Date Elected	Term Expires	Date First Elected	Shareholding when Elected		Current Shareholding		Spouse & Minor Shareholding		Shareholding by Nominee Arrangement		Experience (Education)	Other Position	Other heads, Directors or Supervisors as Spouse or kin within the second degree			Note
					Shares	%	Shares	%	Shares	%	Shares	%			Title	Name	Relatio nship	
Chairman TMC Family Heritage Representative Tie-Min Chen	ROC Male 61-70	2024-5-30	2027-5-29	2024-5-30	5,000		29,220,353	5.63	-	-	-	-	NA	NA	-	-	-	-
		2024-5-30	2027-5-29	2024-5-30	29,589,231	6.98	-	-	35,360,267	6.82	-	-	Honorary Doctorate in Management, National Sun Yat-sen University BS in Engineering, National Cheng Kung University President of Yageo Corp	Founder and Chairman of Yageo Corp. Chairman: TONG HSING ELECTRONIC INDUSTRIES ,LTD., Advanced Power Electronics Co., Ltd., uPI Semiconductor Corp., XSEMI Corporation, Kuo-Shin Investment Ltd. & TMC Family Heritage Strategic Investment Management Committee of YAGEO Corp.	-	-	-	-
Director Hsu Chang Investment Ltd Representatives Chin-San Wang	ROC Male 71-80	2024-5-30	2027-5-29	1998-6-2	3,199,050	0.80	3,822,341	0.73	-	-	-	-	NA	NA	-	-	-	-
		2024-5-30	2027-5-29	2012-6-13	-	-	-	-	-	-	-	-	EMBA, National Taiwan University BA in Accounting, Soochow University CEO and Vice Chairman of Deloitte & Touche	Independent Director: Taiwan Cement Corp., DA-CIN CONSTRUCTION CO.,LTD., TAIWAN NAVIGATION CO., LTD., Fulin Plastic Industry (Cayman) Holding Corp. Director: YFY Inc.	-	-	-	-

Title/Name	Nationality/ Place of Incorporation/ Gender/Age	Date Elected	Term Expires	Date First Elected	Shareholding when Elected		Current Shareholding		Spouse & Minor Shareholding		Shareholding by Nominee Arrangement		Experience (Education)	Other Position	Other heads, Directors or Supervisors as Spouse or kin within the second degree			Note
					Shares	%	Shares	%	Shares	%	Shares	%			Title	Name	Relatio nship	
Director Hsu Chang Investment Ltd Representatives Shih-Chien Yang	ROC Male 71-80	2024-5-30	2027-5-29	1998-6-2	3,199,050	0.80	3,822,341	0.73	-	-	-	-	NA	NA	-	-	-	-
		2024-5-30	2027-5-29	2005-6-20	-	-	-	-	-	-	-	-	-	Ph.D., Electrical Engineering, Northwestern University MS, Electrical Engineering, Northwestern University Deputy Minister, Ministry of Economic Affairs	Chairman: Global Strategic Investment Management Inc. Independent Director: TOPKEY Corp., WUS Printed Circuit Co., Ltd.,	-	-	-
Director Hsu Chang Investment Ltd Representatives Deng-Rue Wang	ROC Male 61-70	2024-5-30	2027-5-29	1998-6-2	3,199,050	0.80	3,822,341	0.73	-	-	-	-	NA	NA	-	-	-	-
		2024-5-30	2027-5-29	2020-5-4	-	-	-	-	-	-	-	-	-	EMBA, National Taiwan University Master in Computer, University of Massachusetts Chief Operating Officer of Yageo Corp. Senior Vice President & CFO of Qsida Company	CEO and GM of YAGEO Corp. Chairman: CHILISIN ELECTRONICS CORP Director: Kuo-Shin Investment Ltd.	-	-	-
Director Hsu Chang	ROC Male	2024-5-30	2027-5-29	1998-6-2	3,199,050	0.80	3,822,341	0.73	-	-	-	-	NA	NA	-	-	-	-

Title/Name	Nationality/ Place of Incorporation/ Gender/Age	Date Elected	Term Expires	Date First Elected	Shareholding when Elected		Current Shareholding		Spouse & Minor Shareholding		Shareholding by Nominee Arrangement		Experience (Education)	Other Position	Other heads, Directors or Supervisors as Spouse or kin within the second degree			Note
					Shares	%	Shares	%	Shares	%	Shares	%			Title	Name	Relatio nship	
Investment Ltd Representatives Ching-Chang Yen	71-80	2024-5-30	2027-5-29	2021-7-7	-	-	-	-	-	-	-	-	University of Wisconsin- Madison(SJD) Master of Laws, University of Michigan First Ambassador(WTO) Minister of Finance	Chair Professor of Law, Yan Jiagan Foundation of Soochow University	-	-	-	-
Director Hsu Chang Investment Ltd Representatives Shu-Chen Tsai	ROC Female 61-70	2024-5-30	2027-5-29	1998-6-2	3,199,050	0.80	3,822,341	0.73	-	-	-	-	NA	NA	-	-	-	-
		2024-5-30	2027-5-29	2024-5-30	16,311	0.00385	19,488	0.0038	-	-	-	-	Sheng Kung Girl's High School Chairman & General Manager of Hsin Bung International Co., Ltd.	Chairman & General Manager of Hsin Bung International Co., Ltd. Director of TONG HSING ELECTRONIC INDUSTRIES ,LTD.	-	-	-	-
Independent Director Cheng-Ling Lee	ROC Male 61-70	2024-5-30	2027-5-29	2012-6-13	-	-	-	-	-	-	-	-	BA in Accounting, Tam- Kang University Vice Chairman of Yageo Corp. Audit manager of Deloitte & Touche	None	-	-	-	-

Title/Name	Nationality/ Place of Incorporation/ Gender/Age	Date Elected	Term Expires	Date First Elected	Shareholding when Elected		Current Shareholding		Spouse & Minor Shareholding		Shareholding by Nominee Arrangement		Experience (Education)	Other Position	Other heads, Directors or Supervisors as Spouse or kin within the second degree			Note
					Shares	%	Shares	%	Shares	%	Shares	%			Title	Name	Relatio nship	
Independent Director Hsu Tun Son Lin	Dominica Male 71-80	2024-5-30	2027-5-29	2018-6-5	-	-	-	-	-	-	-	-	King's College London, University of London(PH.D) Master in Economics, London School of Economics and Political Science	Chairman and Managing Partner of Whitesun Equity Partners Ltd. Independent Director: UBRIGHT OPTRONICS Corp., TAIWAN ENVIRONMENT SCIENTIFIC CO., LTD., Global Mixed-mode Technology Inc.	-	-	-	-
Independent Director Lai-Fu Lin	ROC Male 61-70	2024-5-30	2027-5-29	2024-5-30	-	-	-	-	-	-	-	-	ROC Certified Public Accountant	Partner of UHY L&C Company, CPAs	-	-	-	-

Note1: The above Directors also serve for the subsidiaries, please refer to the “6.1.1 Each affiliated company’s Director, Supervisor, and GM” of the Annual report

Note2: Chairman and GM (or someone with an equivalent job responsibility, i.e. the highest ranking manager of the company) are not (1) the same person, (2) in a marital relationship with each other, or (3) within one degree of consanguinity.

2.1.1.1 Major shareholders of the institutional shareholders

As of Mar 31, 2025

Name of Institutional Shareholders	Major Shareholders
TMC Family Heritage	Tie-Min Chen (99.999%) Others (0.001%)
Hsu Chang Investment Ltd	Hsu Tai Investment Ltd. (100%)

2.1.1.2 Major shareholders of the Company's major institutional shareholders

As of Mar 31, 2025

Name of Institutional Shareholders	Major Shareholders
Hsu Tai Investment Ltd.	Hwei-Jan Lee (26.08%) XuTaiLong Enterprise Company Limited (24.63%) XuChangLong Enterprise Company Limited (24.63%) ShiHengLong Enterprise Company Limited (24.63%) Others (0.03%)

2.1.1.3 Professional qualifications and independence analysis of Directors

Criteria Name	Professional qualifications	Independence	Number of Other Public Companies in Which the Individual is Concurrently Serving as an Independent Director
Tie-Min Chen	For Directors' professional qualification and experience, please refer to "2.1.1 Directors" of this Annual Report. None of the Directors has been in or is under any circumstances stated in Article 30 of the Company Law. (Note 1)	Not Applicable	0
Chin-San Wang			4
Shih-Chien Yang			2
Deng-Rue Wang			0
Ching-Chang Yen			0
Shu-Chen Tsai			0
Cheng-Ling Lee		All of the following situations apply to each and every of the Independent Directors: 1. Satisfy the requirements of Article 14-2 of "Securities and Exchange Act" and "Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies" (Note 2) issued by Taiwan's Securities and Futures Bureau. 2. Independent Director (or nominee arrangement) as well as his/her spouse and minor children do not hold any TSMC shares. 3. Received no compensation or benefits for providing commercial, legal, financial, accounting services or consultation to the Company or to any its affiliates within the preceding two years, and the service provided is either an "audit service" or a "non-audit service".	0
Hsu Tun Son Lin	3		
Lai-Fu Lin	0		

Note 1: A person shall not act in a management capacity for a company, and if so appointed, must be immediately discharged if they have been:

1. Convicted for a violation of the Statutes for the Prevention of Organizational Crimes and: has not started serving the sentence; has not completed serving the sentence; or five years have not elapsed since completion of serving the sentence, expiration of probation, or pardon;
2. Convicted for fraud, breach of trust or misappropriation, with imprisonment for a term of more than one year, and: has not started serving the sentence; has not completed serving the sentence; or two years have not elapsed since completion of serving the sentence, expiration of probation, or pardon;
3. Convicted for violation of the Anti-Corruption Act, and: has not started serving the sentence; has not completed serving the sentence; or two years have not elapsed since completion of serving the sentence, expiration of probation, or pardon;
4. Adjudicated bankrupt or adjudicated to commence a liquidation process by a court, and having not been reinstated to his or her rights and privileges;
5. Sanctioned for unlawful use of credit instruments, and the term of such sanction has not expired yet;
6. if she/he does not have any or limited legal capacity; or

7. if she/he has been adjudicated to require legal guardianship and such requirement has not been revoked yet.

Note 2:

1. Not a governmental, juridical person or its representative as defined in Article 27 of the Company Law.
2. During the two years before being elected and during the term of office, meet any of the following situations:
 - (1) Not an employee of the company or any of its affiliates;
 - (2) Not a director or supervisor of the company or any of its affiliates;
 - (3) Not a natural-person shareholder who holds shares, together with those held by the person's spouse, minor children, or held by the person under others' names, in an aggregate amount of one percent or more of the total number of issued shares of the company or ranks as one of its top ten shareholders;
 - (4) Not a spouse, relative within the second degree of kinship, or lineal relative within the third degree of kinship, of any of the officer in the preceding (1) subparagraph, or of any of the above persons in the preceding subparagraphs (2) and (3);
 - (5) Not a director, supervisor, or employee of a corporate/institutional shareholder that directly holds five percent or more of the total number of issued shares of the company, ranks as of its top five shareholders, or has representative director(s) serving on the company's board based on Article 27 of the Company Law;
 - (6) Not a director, supervisor, or employee of a company of which the majority of board seats or voting shares is controlled by a company that also controls the same of the company;
 - (7) Not a director, supervisor, or employee of a company of which the chairman or CEO (or equivalent) themselves or their spouse also serve as the company's chairman or CEO (or equivalent);
 - (8) Not a director, supervisor, officer, or shareholder holding five percent or more of the shares of a specified company or institution that has a financial or business relationship with the company; and
 - (9) Other than serving as a compensation committee member of the company, not a professional individual who, or an owner, partner, director, supervisor, or officer of a sole proprietorship, partnership, company, or institution that, provides commercial, legal, financial, accounting services or consultation to the company or to any affiliate of the company, or a spouse thereof, and the service provided is an "audit service" or a "non-audit service which total compensation within the recent two years exceeds NT\$500,000".

2.1.1.4 Board members Diversity and independence

A five-member board of directors has been determined to be the optimal size to facilitate our Company's scope of development, the holdings among the major shareholders and the practical needs. When determining the portfolio of the comprising members, considerations are given to the Company's operation type and development requirement that call for diversification, which, preferably, should include but not limited to standards that satisfy two areas: 1, basic criteria and values: gender, age, nationality and culture; and 2, professional knowledge and skill: professional background (such as legal, accounting, industry, finance, marketing or technology), professional skills and industry credentials.

The members of the board should all possess the knowledge, skills, and quality necessary for performing their offices. To achieve the goals of corporate governance, the board as an entirety shall possess the following capabilities: 1. operational judgment; 2, accounting and financial analysis; 3, administration and management; 4. crisis management; 5 industry knowledge; 6, international market perspective; and 7, leadership; and 8, decision-making.

Our Company's Articles of Association require the establishment of an independent director, who must possess professional knowledge and remain independent when performing duties without direct or indirect stake in our Company. When our Company and its affiliated company and other company and its affiliated company mutually nominate a director, supervisor or manager of the opposite party as a candidate for the said independent director, our Company shall disclose the said employment at the time of receiving the said nomination and explain the nominee's competency as an independent director. The votes of the elected independent director shall be disclosed. The abovementioned term of an affiliated company applies to the subsidiaries of our Company. An independent director during the term of the office may not transfer and assume the office of a non-independent director. The professional competency, shares holding, concurrent position restriction, validity of independence, method of nomination and other legal compliance matters concerning an independent director shall be governed by the Securities and Exchange Act, the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies and the regulations stipulated by the Taiwan Stock Exchange Corporation.

Our Company currently has 9 directors, including 3 independent directors; all possess the knowledge, skills, decision-making and managerial capabilities required for their office performance. Our Company will continue to arrange diversified advanced programs for the directors to enhance their decision-making quality and supervisory performance, and eventually strengthen the functional competency of the board.

The Company has only one female board director currently accounted for approximately 11% of the Board of Directors. The Company continues to contact and select female talents with industry expertise and director qualifications. The Company plans to elect two additional directors at the 2025 Regular Shareholders' Meeting. The Board of Directors has also nominated a female candidate with the hope to improve the gender composition of the Board of Directors through this election. In addition, female director candidates with professional backgrounds and governance capabilities will be elected with top priority in the next term of office in order to achieve the goal of having the number of female directors accounted for more than one-third of the Board of Directors.

The Company will continue to review the composition of the Board of Directors, conduct rolling reviews and adjustments to realize a balanced composition in terms of gender, expertise, age, background, etc., and to enhance the overall operational effectiveness of the Board of Directors.

● The situation of Directors implementing the Board diversity policy :

Title		Chairman	Director					Independent Director		
Name		Tie-Min Chen	Chin-San. Wang	Shih-Chien Yang	Deng-Rue Wang	Ching-Chang Yen	Shu-Chen Tsai	Cheng-Ling Lee	Hsu Tun Son Lin	Lin, Lai-Fu
Basic conditions and qualifications	Gender	Male	Male	Male	Male	Male	Female	Male	Male	Male
	Age	61~70	71~80	71~80	61~70	71~80	61~70	61~70	51~60	71~80
	Nationality	ROC	ROC	ROC	ROC	ROC	ROC	ROC	Dominica	ROC
	Employee or manager of the Company	✓			✓					
Professional qualifications and experience	Industry	✓	✓	✓	✓	✓	✓	✓	✓	✓
	Academic					✓				
	Law					✓				
	Accounting & Finance	✓	✓	✓	✓	✓	✓	✓	✓	✓
Capability	Operational Judgment	✓	✓	✓	✓	✓	✓	✓	✓	✓
	Accounting & Finance Analyzing	✓	✓	✓	✓	✓	✓	✓	✓	✓
	Business Operation Management	✓	✓	✓	✓	✓	✓	✓	✓	✓
	Risk Management	✓	✓	✓	✓	✓	✓	✓	✓	✓
	Industry Knowledge	✓	✓	✓	✓	✓	✓	✓	✓	✓
	Global Market Observation	✓	✓	✓	✓	✓	✓	✓	✓	✓
	Leadership	✓	✓	✓	✓	✓	✓	✓	✓	✓
	Decision Making	✓	✓	✓	✓	✓	✓	✓	✓	✓

● Continuing Education/Training of Directors in 2024 :

Name	Date	Host by	Training Title	Duration
Shih-Chien Yang	10/29	Accounting Research and Development Foundation	The “Contests for Corporate Control” related legal responsibilities and case analysis	3.0
	10/29	Accounting Research and Development Foundation	Corporate ESG Practice Special Topic: The “Gender Equality and Human Rights” related legal liability case study	3.0
Cheng-Ling Lee	10/29	Accounting Research and Development Foundation	The “Contests for Corporate Control” related legal responsibilities and case analysis	3.0
	10/29	Accounting Research and Development Foundation	Corporate ESG Practice Special Topic: The “Gender Equality and Human Rights” related legal liability case study	3.0
Deng-Rue Wang	10/29	Accounting Research and Development Foundation	The “Contests for Corporate Control” related legal responsibilities and case analysis	3.0
	10/29	Accounting Research and Development Foundation	Corporate ESG Practice Special Topic: The “Gender Equality and Human Rights” related legal liability case study	3.0
Hsu Tun Son Lin	10/29	Accounting Research and Development Foundation	The “Contests for Corporate Control” related legal responsibilities and case analysis	3.0
	10/29	Accounting Research and Development Foundation	Corporate ESG Practice Special Topic: The “Gender Equality and Human Rights” related legal liability case study	3.0
Tie-Min Chen	10/29	Accounting Research and Development Foundation	The “Contests for Corporate Control” related legal responsibilities and case analysis	3.0
	10/29	Accounting Research and Development Foundation	Corporate ESG Practice Special Topic: The “Gender Equality and Human Rights” related legal liability case study	3.0
Lai-Fu Lin	10/29	Accounting Research and Development Foundation	The “Contests for Corporate Control” related legal responsibilities and case analysis	3.0
	10/29	Accounting Research and Development Foundation	Corporate ESG Practice Special Topic: The “Gender Equality and Human Rights” related legal liability case study	3.0
	11/25	The National Federation of CPA Associations of the R.O.C.	Corporate M&A Strategy - Discussion on Corporate M&A Laws and Practices	4.0
	12/05	The National Federation of CPA Associations of the R.O.C.	The latest regulations and practical case study of the Anti-Money Laundering Act	3.0
Chin-San Wang	08/08	Securities and Futures Institute	How do directors and supervisors supervise the company to properly handle enterprise risk management and crisis (including gender equality)	3.0
	10/29	Accounting Research and Development Foundation	The “Contests for Corporate Control” related legal responsibilities and case analysis	3.0
	10/29	Accounting Research and Development Foundation	Corporate ESG Practice Special Topic: The “Gender Equality and Human Rights” related legal liability case study	3.0

Name	Date	Host by	Training Title	Duration
	11/08	Securities and Futures Institute	Carbon trading mechanism and carbon management application	3.0
Ching-Chang Yen	10/29	Accounting Research and Development Foundation	The “Contests for Corporate Control” related legal responsibilities and case analysis	3.0
	10/29	Accounting Research and Development Foundation	Corporate ESG Practice Special Topic: The “Gender Equality and Human Rights” related legal liability case study	3.0
Shu-Chen Tsai	10/29	Accounting Research and Development Foundation	The “Contests for Corporate Control” related legal responsibilities and case analysis	3.0
	10/29	Accounting Research and Development Foundation	Corporate ESG Practice Special Topic: The “Gender Equality and Human Rights” related legal liability case study	3.0

2.1.2 Major Managers

As of Mar 31, 2025

Title/Name	Nationality/ Gender	Date Effective	Shareholding		Spouse & Minor Shareholding		Shareholding by Nominee Arrangement		Experience (Education)	Other Position	Managers who are Spouses or Within Two Degrees of Kinship		
			Shares	%	Shares	%	Shares	%			Title	Name	Relationship
Chairman and Strategic Investment Management Tie-Min Chen	ROC Male	1993-6-3	0	0	0	0	0	0	Please refer to the “2.1.1 Directors Experience” of the Annual report	Note 1	-	-	-
CEO & GM Deng-Rue Wang	ROC Male	2020-5-4	0	0	0	0	0	0	Please refer to the “2.1.1 Directors Experience” of the Annual report	Note 1	-	-	-
CFO Eddie Chen	ROC Male	2021-7-15	0	0	0	0	0	0	MBA, Wharton School of the University of Pennsylvania Managing Director: KHL Capital CFO: Fubon Financial Holding Co., Ltd., Chimei Innolux Corp.	Note 1	-	-	-
Executive Vice President T.Y. Chang	ROC Male	2022-6-1	0	0	0	0	0	0	EMBA, National Sun Yat-sen University Master in Material Science, National Cheng Kung University (NUKU) Vice President, UNIOHM General Manager, COMPAL-LIZ Director of Chip Resistor & MLCC PBG, YAGEO Corp. Director of MLCC PBG, Philips	Note 1	-	-	-
Senior Vice President Brian Liu	ROC Male	2022-8-8	0	0	0	0	0	0	Master in Electrical Engineering, National Chung Cheng University Vice President, RALEC Vice President, COMPAL-LIZ Vice President, Resistor, YAGEO Corp. Technical Director , HSIN BUNG Quality Assurance Manager of Chip Resistor, YAGEO Corp	None	-	-	-
Senior Vice President C.T Lee	ROC Male	2016-7-11	27,689	0.0053	493	0.0001	0	0	Ph.D., Resources Engineering , National Cheng Kung University	None	-	-	-
Chief Information Officer Chris Yang	ROC Male	2020-8-1	38,766	0.0075	19,019	0.0037	0	0	Master, Information Engineering, Feng Chia University Bachelor, Computer Science, Soochow University Director of TPO Displays Corp. Senior Manager of NXP Semiconductors Manager of Philips Taiwan	None	-	-	-

Title/Name	Nationality/ Gender	Date Effective	Shareholding		Spouse & Minor Shareholding		Shareholding by Nominee Arrangement		Experience (Education)	Other Position	Managers who are Spouses or Within Two Degrees of Kinship		
			Shares	%	Shares	%	Shares	%			Title	Name	Relationship
Chief HR Officer Alison Tung	ROC Female	2020-10-5	0	0	0	0	0	0	M.A. in Industrial & Organizational Psychology , New York University Vice President of Human Resource ,TSRC Corp.	None	-	-	-
Chief Procurement Officer William Chen	ROC Male	2024-5-1	0	0	0	0	0	0	Executive M.B.A., Graduate Institute of Finance, National Taiwan University Master of Engineering, College of Engineering, Cornell University CPO – Chief Procurement Officer, GlobalWafers Co. Ltd. Regional Director – Customer Services Center, Asia Pacific, NXP Semiconductors Assistant Vice President – Sales/Marketing, Procurement, HR & Administration, Actron Technology	None			
Chief Legal Officer Benjamin Kao	ROC Male	2025-3-3	0	0	0	0	0	0	Juris Doctor (J.D.), University of Minnesota-Twin Cities School of Law Master of Laws (LL. M.), Columbia University School of Law in the City of New York General Counsel & Chief Legal Officer, Giant Group EMEA Head of Legal & Senior Legal/IP Counsel, Delta Electronics Group Legal Advisor, Permanent Mission of Taiwan, P.K.M. to the WTO in Geneva, Switzerland.	None	-	-	-
Vice President Nick Chen	ROC Male	2022-8-1	0	0	0	0	0	0	Duo Majors Environmental Science and Biology, Long Island University DACHSER Taiwan Inc, Managing Director DHL Express Taiwan, VP Operations	None			
Accounting Officer and Corporate Governance Officer Kevin Yang	ROC Male	2020-6-30	0	0	0	0	0	0	Master in Accounting, National Taiwan University Bachelor in Economics, National Taiwan University Head of Finance, Yageo Corporation Senior Manager of Audit, Deloitte & Touche	Note 1	-	-	-

Note1: The above Managers also serve for the subsidiaries, please refer to the “6.1.1 Each affiliated company’s Director, Supervisor, and GM” of the Annual report

Note2: No any managerial officer in charge of finance or accounting matters has in the most recent year held a position at the accounting firm of its certified public accountant or at an affiliated enterprise of such accounting firm.

Note3: GM (or someone with an equivalent job responsibility, i.e. the highest ranking manager of the company) and Chairman are not (1) the same person, (2) in a marital relationship with each other, or (3) within one degree of consanguinity: None.

2.2 Remuneration of Directors and Management Team

2.2.1 Remuneration of Directors

Unit: NT\$ thousands

Title/ Name	Remuneration								Total amount (A+B+C+D) and ratio of total amount to net income (%)		Relevant Remuneration Received by Directors Who are Also Employees								Total amount (A+B+C+D+E+F+G) and ratio of total amount to net income (%)		Compensation Paid to Directors from an Invested Company Other than the Company's Subsidiary
	Base Compensation (A)		Severance Pay and Pensions (B)		Directors Compensation (C)		Allowances (D)				Salary, Bonuses, and Allowances (E)		Severance Pay and Pensions (F) (Note1)		Employee Compensation (G)						
	The company	From all consolidated entities	The company	From all consolidated entities	The company	From all consolidated entities	The company	From all consolidated entities	The company	From all consolidated entities	The company	From all consolidated entities	The company	From all consolidated entities	The company	From all consolidated entities	From all consolidated entities		The company	From all consolidated entities	
																	Cash	Stock			
Chairman Tie-Min Chen	-	-	-	-	47,932	47,932	-	-	47,932 (0.25%)	47,932 (0.25%)	13,807	13,807	-	-	1,000	-	1,000	-	62,739 (0.32%)	62,739 (0.32%)	-
Director TMC Family Heritage	-	-	-	-	66,192	66,192	-	-	66,192 (0.34%)	66,192 (0.34%)	-	-	-	-	-	-	-	-	66,192 (0.34%)	66,192 (0.34%)	-
Independent Director Cheng-Ling Lee Hsu Tun Son Lin Lai-Fu Lin (Note 2) Hong-So Chen (Note 3)	3,056	3,056	-	-	-	-	144	144	3,200 (0.02%)	3,200 (0.02%)	-	-	-	-	-	-	-	-	3,200 (0.02%)	3,200 (0.02%)	-
	2,800	2,800	-	-	-	-	-	-	2,800 (0.01%)	2,800 (0.01%)	-	-	-	-	-	-	-	-	2,800 (0.01%)	2,800 (0.01%)	-
	1,083	1,083	-	-	-	-	84	84	1,167 (0.01%)	1,167 (0.01%)	-	-	-	-	-	-	-	-	1,167 (0.01%)	1,167 (0.01%)	-
	940	940	-	-	-	-	60	60	1,000 (0.01%)	1,000 (0.01%)	-	-	-	-	-	-	-	-	1,000 (0.01%)	1,000 (0.01%)	-
Director Hsu Chang Investment Ltd	-	-	-	-	570,619	570,619	-	-	570,619 (2.95%)	570,619 (2.95%)	-	-	-	-	-	-	-	-	570,619 (2.95%)	570,619 (2.95%)	-
Representatives																					
Chin-San Wang	2,156	2,156	-	-	-	-	144	144	2,300 (0.01%)	2,300 (0.01%)	-	-	-	-	-	-	-	-	2,300 (0.01%)	2,300 (0.01%)	-
Shih-Chien Yang	2,156	2,156	-	-	-	-	144	144	2,300 (0.01%)	2,300 (0.01%)	-	-	-	-	-	-	-	-	2,300 (0.01%)	2,300 (0.01%)	-
Ching-Chang Yen	4,856	4,856	-	-	-	-	144	144	5,000 (0.03%)	5,000 (0.03%)	-	-	-	-	-	-	-	-	5,000 (0.03%)	5,000 (0.03%)	-
Tzong-Yeong Lin (Note 3)	1,700	1,700	-	-	-	-	-	-	1,700 (0.01%)	1,700 (0.01%)	-	-	-	-	-	-	-	-	1,700 (0.01%)	1,700 (0.01%)	-
Deng-Rue Wang	-	-	-	-	-	-	-	-	-	-	144,744	144,744	108	108	2,000	-	2,000	-	146,852 (0.76%)	146,852 (0.76%)	-
Shu-Chen Tsai (Note 2)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-

- Independent Directors' remuneration policies, procedures, standards and structure, as well as the linkage to responsibilities, risks and time spent:
The remuneration of the Directors of the Company should fully reflect the personal performance and the long-term business performance of the company, and the Company should consider the risks of operation. For Independent Directors, the Company should establish reasonable remunerations different from Directors.
According to the Company's Articles 16-1, the Board of Directors is authorized to determine the salary for the Directors, taking into account the extent and value of the services provided for the management of the Corporation and the standards of the industry. If there is profit generated for the year, according to Articles 24 the Company shall set aside no more than 3% of pre-tax income before deduction of employees' compensation and remuneration to directors for director remuneration. Which should be reasonable to consider factors such as time invested by individuals, responsibility, risks, and company performance.
- In addition to the above disclosed, Director Remuneration received for the services of all companies in the financial report (such as providing consulting services as a non-employee of parent company/all consolidated entities/non-consolidated affiliates) amount is 0.

Note 1: Retirement pension is the amount of 6% of the monthly salary of the employee to the Bureau of Labor Insurance.

Note 2: Appointed on May 30, 2024

Note 3: Resigned on May 30, 2024

2.2.2 Remuneration of Major Managers

Unit: NT\$ thousands

Title Name	Salary(A)		Severance Pay and Pensions (B) (Note 1)		Bonuses and Allowances (C) (Note 2)		Employee Compensation (D) (Note 3)				Total amount (A+B+C+D) and ratio of total amount to net income (%)		Compensation Paid from an Invested Company Other than the Company and Company's Subsidiary
	The company	From all consolidated entities	The company	From all consolidated entities	The company	From all consolidated entities	The company		From all consolidated entities		The company	From all consolidated entities	
							Cash	Stock	Cash	Stock			
Chairman & Strategic Investment Management Tie-Min Chen	184,680	190,917	969	969	78,678	84,148	15,000	-	15,000	-	279,327 (1.44%)	291,034 (1.50%)	-
CEO & GM Deng-Rue Wang													
CFO Eddie Chen													
Executive Vice President T.Y. Chang													
Senior Vice President Brian Liu													
Senior Vice President C.T Lee													
Chief Information Officer Chris Yang													
Chief HR Officer Alison Tung													
Chief Procurement Officer William Chen													
Vice President Nick Chen													
Accounting Officer and Corporate Governance Officer Kevin Yang													

Note 1: Retirement pension is the amount of 6% of the monthly salary of the employee to the Bureau of Labor Insurance.

Note 2: Includes expenses recognized under IFRS 2 for restricted employee shares.

Note 3: Earnings distribution employee bonus is presented in estimates.

Range of Remuneration

Range of Remuneration	Name of Major Managers	
	The company	From all consolidated entities
Under NT\$ 1,000,000	0	0
NT\$1,000,001 ~ NT\$2,000,000	0	0
NT\$2,000,001 ~ NT\$3,500,000	0	0
NT\$3,500,001 ~ NT\$5,000,000	0	0
NT\$5,000,001 ~ NT\$10,000,000	Brian Liu, Nick Chen, William Chen, Kevin Yang	Brian Liu, Nick Chen, William Chen, Kevin Yang
NT\$10,000,001 ~ NT\$15,000,000	Tie-Min Chen, C.T Lee, Chris Yang	Tie-Min Chen, C.T Lee, Chris Yang
NT\$15,000,001 ~ NT\$30,000,000	TY Chang, Alison Tung	TY Chang, Alison Tung
NT\$30,000,001 ~ NT\$50,000,000	Eddie Chen	Eddie Chen
NT\$50,000,001 ~ NT\$100,000,000	0	0
Over NT\$100,000,000	Deng-Rue Wang	Deng-Rue Wang
Total	11	11

2.2.3 Employee Compensation of the Managers:

As of December 31, 2024

Unit: NT\$ thousands

	Title	Name	Employee Compensation - in Stock (Fair Market Value)	Employee Compensation - in Cash	Total	Ratio of Total Amount to Net Income (%)
Manager	Chairman & Strategic Investment Management	Tie-Min Chen	-	15,000	15,000	0.08
	CEO & GM	Deng-Rue Wang				
	CFO	Eddie Chen				
	Executive Vice President	T.Y. Chang				
	Senior Vice President	Brian Liu				
	Senior Vice President	C.T Lee				
	Chief Information Officer	Chris Yang				
	Chief HR Officer	Alison Tung				
	Chief Procurement Officer	William Chen				
	Vice President	Nick Chen				
Accounting Officer and Corporate Governance Officer	Kevin Yang					

2.2.4 Separately compare and describe total remuneration, as a percentage of net income stated in the parent company only financial reports or individual financial reports, as paid by this company and by each other company included in the consolidated financial statements during the past 2 fiscal years to directors, supervisors, general managers, and assistant general managers, and analyze and describe remuneration policies, standards, and packages, the procedure for determining remuneration, and its linkage to operating performance and future risk exposure:

1. Analysis of the ratio of total remuneration paid to net income during the past 2 fiscal years to directors and major managers :

Year	Ratio of total remuneration paid to net income (%)			
	2024		2023	
	The company	From all consolidated entities	The company	From all consolidated entities
Directors	4.47	4.47	4.73	4.70
Major Managers	1.44	1.50	1.50	1.52

2. Remuneration policies, standards, and packages, the procedure for determining remuneration, and its linkage to operating performance and future risk exposure:

Subject to the governing laws and regulations, our Company shall offer directors remunerations that justify their individual performance and our Company's long-term operation performance, while taking into account of our Company's operational risks. Our Company may, at its discretion, offer different but reasonable remuneration for independent directors.

According to Article 16-1 of our Company's Articles of Association, the Board of Directors is authorized to determine the directors' remuneration by referencing to the standard commonly accepted by the same-trade businesses. In addition, Article 24 allows maximum 3% of current fiscal pre-tax profit, if any, less remunerations for employee and directors, be allocated to the directors of the board.

It is deemed reasonable, considering the factors such as individual's time invested and responsibilities and risk assumed and our Company's operation performance.

Managers' remunerations include salary and bonus. The said salary varies according to position, professional competency and duties. Bonus is paid depending on our Company's fiscal performance, operation status and individual performance. Subject to fiscal profit, employee remunerations are paid according to our Company's Articles of Association. The remuneration determination procedure includes considerations of our Company's future operation performance and development and is therefore deemed reasonable and may balance sustainable business and risk control.

2.3 Implementation of Corporate Governance

2.3.1 The state of operations of the Board of Directors:

A total of 8 (A) meetings of the Board of Directors were held in the previous period. The attendances of directors were as follows:

Title	Name	Attendance in Person (B)	By Proxy	Attendance Rate (%) 【B/A】	Remarks
Chairman	TMC Family Heritage Representative Tie-Min Chen	7	1	88	Reelected on May 30, 2024
Director	Hsu Chang Investment Ltd Representatives Chin-San Wang	7	1	88	Reelected on May 30, 2024
Director	Hsu Chang Investment Ltd Representatives Shih-Chien Yang	8	0	100	Reelected on May 30, 2024
Director	Hsu Chang Investment Ltd Representatives Ching-Chang Yen	6	2	75	Reelected on May 30, 2024
Director	Hsu Chang Investment Ltd Representatives Deng-Rue Wang	8	0	100	Reelected on May 30, 2024
Director	Hsu Chang Investment Ltd Representatives Shu-Chen Tsai	4	1	80 (out of 5 scheduled meetings)	New appointment on May 30, 2024
Director	Hsu Chang Investment Ltd Representatives Tzong-Yeong Lin	1	2	33 (out of 3 scheduled meetings)	Stepped down on May 30, 2024
Independent Director	Cheng-Ling Lee	6	2	75	Reelected on May 30, 2024
Independent Director	Hsu Tun Son Lin	7	0	88	Reelected on May 30, 2024
Independent Director	Lai-Fu Lin	5	0	100 (out of 5 scheduled meetings)	New appointment on May 30, 2024
Independent Director	Hong-So Chen	3	0	100 (out of 3 scheduled meetings)	Stepped down on May 30, 2024

Other mentionable items:

a. If any of the following circumstances occur, the dates of the meetings, sessions, contents of motion, all independent directors' opinions and the company's response should be specified:

● Matters referred to in Article 14-3 of the Securities and Exchange Act.

BOD	Subjects	Resolution results	Opinions of independent directors	Company's treatment of the pinions	Company's treatment of the pinions
2024-02-29	2023 annual surplus transferred to capital for the issuance of new shares.	Approved	None	None	None
	Disposal of 30% of the share capital of Nippon Yttrium Co..	Approved	None	None	None
	Proposed issuance of domestic unsecured general corporate bonds.	Approved	None	None	None
	The Company's offering endorsement/guarantee to the subsidiaries for applying for bank credit line.	Approved	None	None	None
2024-04-18	The Proposal of the amendment to the Operational Procedures for Loaning of Funds and Making of Endorsements/Guarantees.	Approved	None	None	None
	2024 employee restricted stock awards.	Approved	None	None	None
	The proposal of planning to loan NT\$3 billion to Kuo-Shin Investment Ltd.	Approved	None	None	None
2024-05-24	The Company's offering endorsement/guarantee to the subsidiaries for applying for bank credit line.	Approved	None	None	None
	The proposal of planning to subscribe the private placement of common shares of uPI Semiconductor Corp.	Approved	None	None	None
2024-07-30	The proposal of increasing investment of cash capital NT\$1 billion in Kuo-Shin Investment Ltd., a wholly owned subsidiary of the Company.	Approved	None	None	None
	The Company's offering endorsement/guarantee to the subsidiaries for applying for bank credit line.	Approved	None	None	None
2024-10-29	CPAs appointment.	Approved	None	None	None
	The Company's offering endorsement/guarantee to the subsidiaries for applying for bank credit line.	Approved	None	None	None

- Other matters involving objections or expressed reservations by independent directors that were recorded or stated in writing that require a resolution by the board of directors. None

b. If there are directors' avoidance of motions in conflict of interest, the directors' names, contents of motion, causes for avoidance and voting should be specified:

Name of Director: Cheng-Ling Lee, Hsu Tun Son Lin, Chin-San Wang, Shih-Chien Yang, Deng-Rue Wang

Proposal: It is proposed to have the roster of director (including independent director) candidates nominated by the Board of Directors approved.

Reasons for Avoidance of Motions in Conflict of Interest: In terms of examining the qualifications of director (including independent director) candidates, except for the recusal of the parties with conflict of interest, the other matters are to be reviewed by the attending directors (including independent director), the director candidates nominated by the Board of Directors will be included in the roster of director candidates for the Company's 2024 Regular Shareholders' Meeting.

c. Performance evaluation of the Board of Directors:

The Company established the "Board of Directors Performance Evaluation" in 2020. When electing or nominating members of the board of directors, the Company base its election on the evaluation results of the performance of the board and base its determination of an individual director's remuneration on the evaluation results of his or her performance. The Company reported the evaluation results in the February 27, 2025 Board of Directors, the results will be a reference for enhancing the professional competence of the Board of Directors and had been announced on the Company website for investors' reference.

- The situation of Board of Directors performance evaluation

Evaluation Cycle	Period of Evaluation	Scope of Evaluation	Method of Evaluation	Evaluation Content	Score	Evaluation result
Performed once a year	2024-01-01~2024-12-31	Board Performance Evaluation	Internal evaluation of the Board	A. Participation in the operation of the Company. B. Improvement of the quality of the Board of Directors' decision making. C. Composition and structure of the Board of Directors. D. Election and continuing education of the Directors. E. Internal control.	4.87	Excellent
Performed once a year	2024-01-01~2024-12-31	The evaluation of Individual Directors	Self-evaluation by individual Board members	A. Familiarity with the goals and missions of the company. B. Awareness of the duties of a director. C. Participation in the operation of the company. D. Management of internal relationship and	4.92	Excellent

Evaluation Cycle	Period of Evaluation	Scope of Evaluation	Method of Evaluation	Evaluation Content	Score	Evaluation result
				communication. E. The director's professionalism and continuing education. F. Internal control.		
Performed once a year	2024-01-01~2024-12-31	Audit Committee Evaluation	Internal evaluation of the Audit Committee	A. Participation in the operation of the Company. B. Awareness of the duties of Audit Committees. C. Improvement of the quality of the Audit Committee's decision making. D. Composition of Audit Committees and selection of members. E. Internal control.	4.77	Excellent
Performed once a year	2024-01-01~2024-12-31	Compensation Committee Evaluation	Internal evaluation of the Compensation Committee	A. Participation in the operation of the Company. B. Awareness of the duties of Compensation Committees. C. Improvement of the quality of the Compensation Committee's decision making. D. Composition of Compensation Committees and selection of members. E. Internal control.	4.95	Excellent
Performed once a year	2024-01-01~2024-12-31	Nomination Committee Evaluation	Internal evaluation of the Nomination Committee	A. Participation in the operation of the Company. B. Awareness of the duties of Nomination Committees. C. Improvement of the quality of the Nomination Committee's decision making. D. Composition of Nomination Committees and selection of members. E. Internal control.	5	Excellent

Note: The results number 1: poor; number 2: fair; number 3: average; number 4: Good; number 5: Excellent

d. Measures taken to strengthen the functionality of the board: The Board of Directors has established an Audit Committee and a Remuneration Committee to assist the board in carrying out its various duties.

The Company established the Audit Committee on June 5, 2018, also established the Compensation Committee and the Corporate Sustainability Committee in 2020. The Company has set up a Chinese/English website (www.yageo.com) to disclose information regarding the Company's financials, business, shareholders' meetings, investor conference and corporate governance status to enhance information transparency.

2.3.2 The state of operations of the Audit Committee:

(1) Major matters:

The Audit Committee of the Company is composed of 3 independent Directors, the Audit Committee assists the Board in fulfilling its oversight of the quality and integrity of the accounting, auditing, reporting, and financial control practices of the Company.

The Audit Committee is responsible to review the following major matters:

- (a) Financial reports;
- (b) Internal control systems and including related policies and procedures;
- (c) Material asset or derivatives transactions;
- (d) Material lending funds, endorsements or guarantees;
- (e) Derivatives and cash investments;
- (f) Hiring or dismissal of an attesting CPA, or the compensation given thereto;
- (g) Appointment or discharge of financial, accounting, or internal auditing officers;

(2) Total of 6 (A) Audit Committee meetings were held in the previous period. The attendance of the independent directors was as follows:

Title	Name	Attendance in Person (B)	By Proxy	Attendance Rate (%) 【B/A】	Remarks
Independent director	Cheng-Ling Lee	5	1	83	Reelected on May 30, 2024
Independent director	Hsu Tun Son Lin	6	0	100	Reelected on May 30, 2024
Independent director	Lai-Fu Lin	2 (out of 2 scheduled meetings)	0	100	New appointment on May 30, 2024
Independent director	Hong-So Chen	4 (out of 4 scheduled meetings)	0	100	Stepped down on May 30, 2024

(3) Other mentionable items:

(3-1) If any of the following circumstances occur, the dates of meetings, sessions, contents of motion, resolutions of the Audit Committee and the Company's response to the Audit Committee's opinion should be specified:

(a) Matters referred to in Article 14-5 of the Securities and Exchange Act.

Audit Committee	Subjects	Resolution results	Opinions of independent directors	Company's treatment of the opinions
2024-02-29	The Company's 2023 consolidated financial statement.	Approved	None	None
	2023 annual surplus transferred to capital for the issuance of new shares.	Approved	None	None
	The Company's Statement of Internal Control System.	Approved	None	None
	Issuance of domestic unsecured general corporate bonds.	Approved	None	None
	The Company's offering endorsement/guarantee to the subsidiaries for applying for bank credit line.	Approved	None	None
2024-04-18	The proposal of the amendment to the Operational Procedures for Loaning of Funds and Making of Endorsements/Guarantees.	Approved	None	None
	The proposal of planning to loan NT\$3 billion to Kuo-Shin Investment Ltd.	Approved	None	None
	The Company's offering endorsement/guarantee to the subsidiaries for applying for bank credit line.	Approved	None	None
2024-05-23	The proposal of planning to subscribe the private placement of common shares of uPI Semiconductor Corp.	Approved	None	None
2024-07-30	The Company's 2024Q2 consolidated financial statement.	Approved	None	None
	The Company's offering endorsement/guarantee to the subsidiaries for applying for bank credit line.	Approved	None	None
2024-10-29	CPAs appointment.	Approved	None	None
	The Company's offering endorsement/guarantee to the subsidiaries for applying for bank credit line.	Approved	None	None

(b) Other matters which were not approved by the Audit Committee but were approved by two-thirds or more of all directors:

None

(3-2) If there are independent directors' avoidance of motions in conflict of interest, the directors' names, contents of motion, causes for avoidance and voting should be specified: None.

(3-3) Communications between the independent directors, the Company's chief internal auditor and CPAs (e.g. the material items, methods and results of audits of corporate finance or operations, etc.) :

In addition to regularly submitting the audit report to the independent directors, the auditing unit of the company usually communicates with the independent directors by email, telephone or face-to-face discussion as usual. Communications between the independent directors, the Company's chief internal auditor and CPAs for 2024 have been published on the Company's website.

2.3.3 The state of the company's implementation of corporate governance, any departure of such implementation from the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies, and the reason for any such departure:

Evaluation Item	Implementation Status			Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Illustration	
1. Does the company establish and disclose the Corporate Governance Best-Practice Principles based on “Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies”?	✓		In compliance with the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies, the Company has in 2020 disclosed its “Guidelines for Corporate Governance Practice” approved by the Board of Directors at the Market Observation Post System as well as the Company’s official website.	None
2. Shareholding structure & shareholders’ rights (1) Does the company establish an internal operating procedure to deal with shareholders’ suggestions, doubts, disputes and litigations, and implement based on the procedure? (2) Does the company possess the list of its major shareholders as well as the ultimate owners of those shares? (3) Does the company establish and execute the risk management and firewall system within its conglomerate structure?	✓ ✓ ✓		(1) The Company has a spokesperson, deputy spokesperson and stock affairs department to effectively handle shareholders’ suggestions, doubts, disputes and litigation. (2) The company maintains a list of shareholders of major shareholders and the list of ultimate owners of those shares based on the register of shareholders provided by the stock agent. (3) The management responsibilities of the Company and the affiliated enterprises are clearly defined and operate independently; also, business transactions are conducted in compliance with the Company’s internal control system and the relevant requirements.	None

Evaluation Item	Implementation Status			Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Illustration	
(4) Does the company establish internal rules against insiders trading with undisclosed information?	✓		(4) As a measure to prevent violation of the applicable laws and regulations, the Company has promulgated its “Internal Critical Information Processing Operation” in 2020, of which importance and compliance are reiterated to and among internal personnel from time to time as per requirement stipulated by the securities market laws and regulations concerning securities and listed companies.	
3. Composition and Responsibilities of the Board of Directors (1) Does the Board develop and implement a diversified policy for the composition of its members?	✓		(1) The Company has established the diversified policy for the composition of Board’s members in “Guidelines for Corporate Governance Practice”. The board of directors of the company (including Independent directors) have relevant professional knowledge background and ability to implement the functions of the board of directors and improve the company's development goals. At present, the 9 Directors have professional abilities in accounting, law, management, leadership and strategy. The nomination and selection of members of the Company's Board of Directors is in accordance with the Company's Articles of association, adopting the candidate nomination system, in addition to evaluating the qualifications of each candidate's academic experience, and referring to the opinions of stakeholders, abide by the "director election method" to ensure the Board members Diversity and independence. The situation of Directors implementing the board diversity policy refers to “2.1.1.4 Board members Diversity and independence” section of this annual report.	None

Evaluation Item	Implementation Status			Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Illustration	
<p>(2) Does the company voluntarily establish other functional committees in addition to the Remuneration Committee and the Audit Committee?</p> <p>(3) Does the Company established methodology for evaluating the performance of its Board of Directors, on an annual basis, reported the results of performance to the Board of Directors, and use the results as reference for directors’ remuneration and renewal?</p> <p>(4) Does the company regularly evaluate the independence of CPAs?</p>	<p>✓</p> <p>✓</p>		<p>(2) The company has established functional committees for the Remuneration Committee, Audit Committee, Strategic Investment Management Committee, Sustainable Development Committee and Compensation Committee.</p> <p>(3) The company has established the “Board of Directors Performance Evaluation”, and has been performing board performance evaluation every year. The methods of evaluation include the internal evaluation of the board and self-evaluation by individual board members. External professional institutions or teams of experts and scholars are hired to perform evaluation every three years. Please refer to the “2.3 Implementation of Corporate Governance” section of this annual report.</p> <p>(4) The Company CPAs have avoided the commissioned matters and those who have a direct or indirect stake in themselves. The Board of Directors evaluates the independence, competence and professionalism of the CPA every year on a regular basis, and requests the CPA to provide the statement of independence every year. The Board of Directors reviews the independence and appointment of the CPA based on his/he profile. The Board of Directors of the Company, on October 29, 2024, approved the engagement of the certifying CPA for the 2025 financial statements after evaluating the CPA’s independence and suitability with reference to the Audit Quality Indicators (AQIs). (note 1).</p>	
<p>4. Does the Company appoint competent and appropriate corporate governance personnel and corporate governance officer to be in charge of corporate governance affairs (including but not limited to furnishing information required for</p>	<p>✓</p>		<p>The Company appoint Corporate Governance Officer in 2020. The main duty is to supervise and implement corporate governance affairs, including handling matters related to board meetings and shareholders’ meetings</p>	<p>None</p>

Evaluation Item	Implementation Status			Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Illustration	
business execution by directors, assisting directors’ compliance of law, handling matters related to board meetings and shareholders’ meetings according to law, and recording minutes of board meetings and shareholders’ meetings)?			according to law, recording minutes of board meetings and shareholders’ meetings, assisting directors appointments and continuing education, furnishing information required for business execution by directors and assisting directors in complying with laws and regulations, etc. Please refer to the “2.3 Implementation of Corporate Governance” section of this annual report”.	
5. Does the company establish a communication channel and build a designated section on its website for stakeholders (including but not limited to shareholders, employees, customers, and suppliers), as well as handle all the issues they care for in terms of corporate social responsibilities?	✓		The company has spokesperson and management associated person assigned to establish a comprehensive communication channel. The Company has set up Social Responsibility Area, Stakeholder Area and CSR report on the website. And provides detailed contact information, including telephone numbers and email addresses in the “Stakeholder Area” section of the corporate website. In addition, personnel are in place to exclusively deal with issues of social responsibility, ensuring that various interested parties have channels to communicate with the Company.	None
6. Does the company appoint a professional shareholder service agency to deal with shareholder affairs?	✓		The Company designates MasterLink Securities Corp. to deal with shareholder affairs.	None
7. Information Disclosure (1) Does the company have a corporate website to disclose information regarding its financials, business and the status of corporate governance?	✓		(1) The Company has set up a Chinese/English website (www.yageo.com) to disclose information regarding the Company’s financials, business, shareholders’ meetings, investor conference and corporate governance status.	None
(2) Does the company have other information disclosure channels (e.g. building an English website, appointing designated people to handle information collection and disclosure, creating a spokesman system, webcasting investor conferences)?	✓		(2) The Company’s financials, business, and corporate governance status are fully disclosed on MOPS. And has assigned spokesperson and management associated person to handle.	

Evaluation Item	Implementation Status			Deviations from “the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Illustration	
(3) Does the Company appoint competent and appropriate corporate governance personnel and corporate governance officer to be in charge of corporate governance affairs (including but not limited to furnishing information required for business execution by directors, assisting directors’ compliance of law, handling matters related to board meetings and shareholders’ meetings according to law, and recording minutes of board meetings and shareholders’ meetings)?	✓		(3) The Company follows relevant laws and regulations to announce and report the annual financial statements, and announce and report the first, second and third quarter financial statements as well as the operating status of each month. And disclosed on MOPS and the Company's website.	
8. Is there any other important information to facilitate a better understanding of the company’s corporate governance practices (e.g., including but not limited to employee rights, employee wellness, investor relations, supplier relations, rights of stakeholders, directors’ and supervisors’ training records, the implementation of risk management policies and risk evaluation measures, the implementation of customer relations policies, and purchasing insurance for directors and supervisors)?	✓		<p>(1) Status of employee rights and employee wellness: Please refer to the “4.5 Labor Relations” section of this annual report.</p> <p>(2) Status of investor relations, Supplier relation, and the interests of Implementation of the stakeholder rights: Please refer to the “CSR report” on the Company website.</p> <p>(3) Status of continuing education of directors had been disclosed on MOPS.</p> <p>(4) Status of risk management policies and risk evaluation: Please refer to the “V. Review of Financial Conditions, Financial Performance, and Risk Management” of this annual report.</p> <p>(5) The Company has purchased D&O insurance for its directors.</p>	None
<p>9. Please explain the improvements which have been made in accordance with the results of the Corporate Governance Evaluation System released by the Corporate Governance Center, Taiwan Stock Exchange, and provide the priority enhancement measures.</p> <p>The Company has continued to handle relevant matters and measures regarding the results of the corporate governance evaluation.</p>				

Note1 Assessment table of independence of CPA

Description	Result
1. The CPA has no direct or significant indirect financial interests with the Company.	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO
2. The CPA has no significant and close business relationship with the Company.	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO
3. The CPA has not potential employment relationship with the Company.	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO
4. The CPA has not financing with the Company.	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO
5. The CPA has not accepted gifts or gifts of great value from the Company and its Directors and managers (the value of which exceeds the standard of general social etiquette) .	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO
6. The CPA has not provide the Company’s audit services for seven consecutive years.	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO
7. The CPA does not hold shares of the Company.	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO
8. The CPA himself, his spouse or dependent relatives and members of their audit team had not positions in the Company as Director, manager or a significant influence during the audit period or within the last two years. It is also determined that they will not serving related positions.	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO
9. Whether the CPA has complied the independence regulations in the Norm of Professional Ethics for Certified Public Accountant NO.10 and obtained the “Independence Declaration” issued by the CPA.	<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO

2.3.4 Functional Committees

2.3.4.1 Remuneration Committee

2.3.4.1.1 Remuneration Committee Members’ Professional Qualifications and Independent Analysis

Identity Name	Criteria	Independence Criteria	Number of Other Public Companies in Which the Individual is Concurrently Serving as a Remuneration Committee Member
	Professional Qualification and Experience		
Independent director Cheng-Ling Lee	Please refer to the “2.1.1.3. Professional qualifications and independence analysis of Directors” section of this annual report.		0
Independent director Hsu Tun Son Lin			3
Independent director Lai-Fu Lin			0

2.3.4.1.2 Remuneration Committee Meeting Status

- a. There are 3 members in the Remuneration Committee.
- b. Tenure of the Remuneration Committee: May 30, 2024 ~ May 29, 2027; A total of 4 (A) Remuneration Committee meetings were held in the previous period. The attendance record of the Remuneration Committee members was as follows:

Title	Name	Attendance in Person(B)	By Proxy	Attendance Rate (%) 【B/A】	Remarks
Convener	Cheng-Ling Lee	4	0	100	Reelected on May 30, 2024
Committee Member	Hsu Tun Son Lin	4	0	100	Reelected on May 30, 2024
Committee Member	Lai-Fu Lin	1 (out of 1 scheduled meetings)	0	100	New appointment on May 30, 2024
Committee Member	Hong-So Chen	2 (out of 3 scheduled meetings)	1	67	Stepped down on May 30, 2024

2.3.4.1.3 Other mentionable items:

a. In 2024, Compensation Committee meeting contents, resolution and the Company’s treatment of the pinions

Compensation Committee	Subjects	Resolution results	Company’s treatment of the opinions
2024-01-15	Year 2023 the Company's bonus.	Approved	Executed by the Human Resources
2024-02-29	Year 2023 employees’ compensation and remuneration to Directors distribution.	Approved	Report to the Board of Directors and approved
	Year 2024 management team performance bonus policy (YMIP)	Approved	Executed by the Human Resources
	Year 2024 management team performance bonus policy (YLIP)	Approved	Executed by the Human Resources
2024-04-18	Establishment of the Company's 2024 Regulations on Restricted Stock. We proposed to to issue the restricted stock by way of new shares.	Approved	Report to the Board of Directors and approved
2024-07-30	Establishment of performance targets for the issuance of new shares with restricted employee rights in 2024.	Approved	Report to the Board of Directors and approved
	The list of employees who were allotted shares in the first issuance of restricted stock in 2024 and the approved number of shares allotted to them.	Approved	Report to the Board of Directors and approved

b. If the board of directors declines to adopt or modifies a recommendation of the remuneration committee, it should specify the date of the meeting, session, content of the motion, resolution by the board of directors, and the Company’s response to the remuneration committee’s opinion (e.g., the remuneration passed by the Board of Directors exceeds the recommendation of the remuneration committee, the circumstances and cause for the difference shall be specified): None.

c. Resolutions of the remuneration committee objected to by members or expressed reservations and recorded or declared in writing, the date of the meeting, session, content of the motion, all members’ opinions and the response to members’ opinion should be specified: None.

2.3.4.2 Nomination Committee

2.3.4.2.1 Criteria and duties for members of nomination committee:

The Company has established a nomination committee in 2020 to enhance the performance of our Company’s board of directors, and the members’ duties are:

1. Formulate the portfolio and criteria for directors and high-ranking managers, as well as their successors.
2. Formulate and review the establishment, duties and performance of each sub-committees of the board of directors.
3. Strengthen corporate governance and practice, uphold stakeholders' interests.
4. Plan and execute the chairperson's advance study program.
5. Matters entrusted to the committee through the board's resolutions.

2.3.4.2.2 Attendance of Members at Nomination Committee Meetings

- a. There are 3 members in the Nomination Committee.
- b. Tenure of the Nomination Committee: May 30, 2024 ~ May 29, 2027; A total of 2 (A) Nomination Committee meetings were held in the previous period. The attendance record, professional qualification and experience of the Nomination Committee members was as follows:

Title	Name	Professional Qualification and Experience	Attendance in Person(B)	By Proxy	Attendance Rate (%) 【B/A】	Remarks
Convener	Cheng-Ling Lee	Please refer to the "2.1.1.3. Professional qualifications and independence analysis of Directors" section of this annual report.	2	0	100	Reelected on May 30, 2024
Committee Member	Hsu Tun Son Lin		2	0	100	Reelected on May 30, 2024
Committee Member	Lai-Fu Lin		N/A	N/A	N/A	New appointment on May 30, 2024
Committee Member	Hong-So Chen		2	0	100	Stepped down on May 30, 2024

2.3.4.2.3 Other mentionable items:

In 2024, Nomination Committee meeting contents, resolution and the Company’s treatment of the pinions

Compensation Committee	Subjects	Resolution results	Company’s treatment of the opinions
2024-02-29	The Company's Executive Plan for Directors' Performance Evaluation for 2023 and the Evaluation Report.	Approved	Executed by the Board of Directors Secretariat and Head of Corporate Governance and report to the Board of Directors
	The Company's 2024 Directors' training plan.	Approved	Executed by the Board of Directors Secretariat and Head of Corporate Governance
2024-04-18	The roster of director (including independent directors) candidates nominated by the Board of Directors is submitted for review.	Approved	Report to the Board of Directors and approved

2.3.4.3 Corporate Governance Officer

2.3.4.3.1 The scope of job and authority of the Corporate Governance Officer is to fulfill corporate governance, strengthen functional competency of the board and preserve shareholders’ rights. The board of our Company has passed its resolution on June 30, 2020 to appoint Kevin Yang, of the Finance and Accounting Department, as the Corporate Governance Officer, the highest-ranking supervisor in charge of our Company’s corporate governance affairs. The primary duties are to supervise and administer the operation of corporate governance, including tasks concerning board meetings and shareholder’s meetings in accordance with the laws, producing meeting minutes for the board and shareholders’ meetings, assisting the chairperson to perform office and finish advanced study program, providing data that chairperson may need to perform duties and supporting the chairperson regarding to legal compliance affairs.

2.3.4.3.2 Status quo on corporate governance practice

1. Administer all legally required matters regarding to the board and shareholders’ meetings.

Board meeting date registration, meeting notice, meeting manual, annual report, meeting minutes and public announcements are administered as required by laws.

Formulate the agenda for the Board meetings and notify the directors within the statutory period, providing sufficient reference materials for discussion. Where proposals involve conflict of interest, directors are reminded in advance. The meeting minutes

shall be finalized within 20 days after the Board meeting.

2. Assist the directors regarding to legal compliance affairs.

Remind the directors of adhering to the rules of rights and duties of the board.

Remind the directors about the latest changes of legal requirement concerning company operation.

3. Assist the directors to perform office and provide necessary information.

Assistance on corporate governance is made available to all directors to make sure that legal compliance regarding to board meetings and all matters to which laws and regulations may apply are duly performed. Maintain optimal information exchange among the directors and between directors and administrative units.

Provide information necessary for performing duties to directors; and complete tasks assigned by the board swiftly within 30 days, fulfilling the board’s function promptly and effectively.

2.3.4.3.3 Corporate Governance Officer continuing education

Training Date	Courses	Organizer	hours
2024-3-5	Initiating Succession Planning – Employee Compensation Plans and Equity Succession	Taiwan Corporate Governance Association	3
2024-5-24	The Value of Non-Financial Corporate Performance and Climate-Related Disclosures – Global Trends and Strategic Responses	Taiwan Corporate Governance Association	3
2024-9-30	Taiwan Capital Market Development Summit	Taiwan Stock Exchange	3
2024-10-29	Corporate ESG Practice Special Topic: The “Gender Equality and Human Rights” related legal liability case study	Accounting Research and Development Foundation	3
2024-10-29	The “Contests for Corporate Control” related legal responsibilities and case analysis	Accounting Research and Development Foundation	3

2.3.5 The State of the Company's Promotion of Sustainable Development, Any Variance from the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies, and the Reason for Any Such Variance

Evaluation Item	Implementation Status			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
1. Does the Company have a governance structure for sustainability development and a dedicated (or ad-hoc) sustainable development organization with Board of Directors authorization for senior management, which is reviewed by the Board of Directors?	✓		<p>The Company has set up a Corporate Sustainability Committee, CSC, with Board of Directors authorization for senior management, including members representing various functional units, such as finance, economics, environment and corporate governance and headed by the CEO and two independent directors to supervise its development.</p> <p>The Company meets regularly every year to discuss sustainable development issues, and the promotion of sustainable development has been reported to the Board of Directors on April 18, 2024, July 30, 2024 and October 29, 2024. It includes risk assessment on major issues (social, environmental and governance oriented) and formulation of risk management policies or strategies. The Board of Directors also supervises projects such as greenhouse gas inventories and verification.</p>	None
2. Does the Company follow materiality principle to conduct risk assessment for environmental, social and corporate governance topics related to company operation, and establish risk management related policy or strategy?	✓		<p>The Company’s risk assessments are conducted on various topics according to the principle of materiality as to infuse ESG into YAGEO’s management strategies and to fulfill our long-term commitment in ESG initiatives in purposeful, systematic and organizational manners, and also established risk management related policy.</p> <p>The company has reported the operation of risk management to the board of directors on October 29, 2024. The content of the report is mainly about risk assessment items (such as: supply chain and raw material risks, information security risks and climate change risks, and the risk control measures and strategies adopted). For more information, please refer to "Risk Management Policies and Procedures in Operation" on the Company's website.</p>	None
<p>3. Environmental Topic</p> <p>(1) Does the company establish proper environmental management systems based on the characteristics of the industry?</p>	✓		<p>(1) The Company is committed to the management of the environmental safety system. The Company obtained the OHSAS18001 occupational safety and health management system in August 2010 and the ISO14001 environmental management system certification in 2012.</p>	None

Evaluation Item	Implementation Status			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
<p>(2) Is the Company committed to improving resource efficiency and to the use of renewable materials with low environmental impact?</p> <p>(3) Does the Company evaluate current and future climate change potential risks and opportunities and take measures related to climate related topics?</p> <p>(4) Does the Company collect data for greenhouse gas emissions, water usage and waste quantity in the past two years, and set energy conservation, greenhouse gas emissions reduction, water usage reduction and other waste management policies?</p>	<p>✓</p> <p>✓</p> <p>✓</p>		<p>The Company establishes and implements environmental management system based on ISO-14001, which allows the company to implement pollution prevention, pursue sustainable development, and comply with environmental protection laws and regulations.</p> <p>(2) The Company is actively engaged in environmental protection activities, and implement energy saving, industrial waste reduction, resource recycle and reuse, and non-use of banned substances.</p> <p>(3) In responding to climate change, the Company has implemented environment policies that aim to conserve energy and reduce carbon emission through our environment management system that instills the ideas of conserving energy and reducing carbon emission in working environment among employee by increasing energy consumption efficiency and adopting action plans that reduce depletion of natural resource. Such plans include, for examples, green supply chain management, material and waste management and product packaging reduction and recycling.</p> <p>(4) The Company has been actively evaluating and planning for the statistics of greenhouse gas emission volume, water consumption volume and total weight of waste to reduce impact on natural resources and environment contamination. We are also planning on disclosure quantitative statistics of environment information, such as purchased electric power, renewable energy, water resource and consumptions of various materials. Please refer to the sustainability report for greenhouse gas emissions, water consumption, and total weight of waste for the past two years, as well as policies on carbon reduction, greenhouse gas reduction, water consumption reduction, and other waste management.</p>	

Evaluation Item	Implementation Status			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
4. Social Topic				
(1) Does the company formulate appropriate management policies and procedures according to relevant regulations and the International Bill of Human Rights?	✓		(1) The Company establishes recruitment and remuneration procedures which are in compliance with Labor Standard Law and Employment Service Law to protect employees’ interests and legal rights. The Company supports and respect labors’ right standards practiced among the international society. To protect employee’s rights at work, continuously and proactively maintain good working environment and comply with all employment laws and international standards applicable to all business areas, the Company has also promulgated its Employee Code of Conduct that reflects the ideals intended in the Responsible Business Alliance, the Universal Declaration of Human Rights and the United Nations Guiding Principles on Business and Human Rights. Furthermore, the YAGEO Employment Regulations strictly demand full compliance with all labor-related laws and regulations.	None
(2) Does the Company established appropriately managed employee welfare measures (include salary and compensation, leave and others), and link operational performance or achievements with employee salary and compensation?	✓		(2) The Company complies with the Labor Standard Act and all applicable laws. We have measures for employee salary and benefits and offer salary and benefits better than what is offered by others in the same trade to incentivize existing employee and attract new employee to join us. We also offer reasonable performance bonus according to our routine assessment policy for all employee to share the Company’s operational performance and result. Please refer to the Company's website for details of implementation.	
(3) Does the company provide a healthy and safe working environment and organize training on health and safety for its employees on a regular basis?	✓		(3) The Company provides employees with a safe and comfortable working environment and regularly promotes employees safety and health education. Please refer to the Company's website for details of implementation. There were no fire-related incidents in 2024.	
(4) Does the Company have an effective career development program for its employees?	✓		(4) The Company provides professional training programs in management, sales and logistics for staff development. We also provided training on applicable skills through different job rotations. Please refer to the Company's website for details of implementation.	
	✓			

Evaluation Item	Implementation Status			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
<p>(5) Does the Company’s product and service comply with related regulations and international rules for customers’ health and safety, privacy, sales, labelling and set policies to protect consumers’ or customers’ rights and consumer appeal procedures?</p> <p>(6) Does the Company set supplier management policy and request suppliers to comply with related standards on the topics of environmental, occupational safety and health or labor right, and their implementation status?</p>	✓		<p>(5) The Company’s products and services, including marketing practices and labeling, complies with all laws and international standards governing customer health, safety and privacy. The Company has implemented Service Management Procedure, Confidential Information Protection Policy and Customer Satisfaction Survey Practice Guidelines to protect consumers’ rights and warrant complaint process.</p> <p>(6) The Company has evaluations and management measures that suppliers are required to adhere with best effort; suppliers are evaluated routinely. The Company also periodically audits suppliers; warning with timely improvement demand will be issued if any environment violation is found and business will be terminated if the said violation is found to be extreme. In the aspect of human right issues, the Company also demand suppliers to comply with the same human right policy and follow regulations governing occupational safety and hygiene or labor rights. Please refer to the Company's website for details of implementation.</p>	
<p>5. Does the Company refer to international reporting rules or guidelines to publish Sustainability Report to disclose non-financial information of the Company? Has the said Report acquire third party verification or statement of assurance?</p>	✓		<p>The Company prepared the report with reference to the GRI standards, and acquired the statement of assurance by Deloitte, which was disclosed on the MOPS and Company websites.</p>	None
<p>6. If the Company has established its sustainable development code of practice according to “Listed Companies Sustainable Development Code of Practice,” please describe the operational status and differences: There is no material discrepancy between the principles and the implementation.</p>				
<p>7. Other important information to facilitate better understanding of the Company’s implementation of sustainable development: Based on the awareness of social responsibility and environmental protection, the Company takes responsibility for the environment, vigorously adopts environmental friendly products, implements measures to reduce pollution, and actively participates in environmental protection related activities and strictly complies with domestic environmental protection regulations, and is self-disciplined on international environmental protection conventions. The procurement of raw materials, personnel management, product development, quality control activities, customer service, manufacturing process, pollution prevention measures, emergency response measures, etc., all follow the Company’s environmental policy. The Company also establishes and enforces an environmental management system, implements pollution prevention, dedicated to sustainable development of the Company and continuous improvement of the environment. Our employees actively participate in environmental protection activities, including the implementation of energy saving, industrial waste reduction, resource recycle and reuse and non-use of banned substances.</p>				

Evaluation Item	Implementation Status			Deviations from “the Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Explanation	
Some of the certifications Yageo has obtained for years of environmental protection are as follows: 1. ISO14001 certification 2. Sony Green Partner Certification. 3. ASUS Green management system certification. 4. SAMSUNG Eco-Partner certification.				

2.3.6 Status Quo of Climate Actions by TWSE Listed and TPEX Listed Companies

a. Climate Action Implementations

Tasks	Implementation Status Quo
1. Describe the supervision and governance by the Board and the Management on climate-related risks and opportunities.	YAGEO has already established its Sustainable Development Committee (formerly the Corporate Social Responsibility Committee) as early as 2020 to enhance its evaluation on risks and opportunities arising from climate change. YAGEO’s Board of Directors is the leading body in charge of climate risk management and evaluation and is responsible for reviewing and supervising environment sustainability budgets presented and results produced by all business units. In addition, YAGEO has taken initiatives on its own to participate in the Carbon Disclosure Project (CDP), voluntarily discloses its current status in the management and implementation on climate change and water resource.
2. Describe the impact on corporate business, strategy and finance (from short-, mid- and long-term perspectives) brought by recognized climate risks and opportunities.	YAGEO discloses its evaluation and management on climate-related risks and opportunities in the four core elements of governance, strategy, risk management and metrics and targets recommended by the Task Force on Climate-related Financial Disclosures (TCFD). The standards adopted to evaluate strategies and financial planning address three impact aspects of operation, finance and society, and responding measures are grouped in short-, mid- and long-term categories in preparation for the related risks and opportunities in each of the said impact aspects.
3. Describe the impact on finance brought by extreme climate events and transition actions.	The result of Climate Change Questionnaire suggests that the current four climate change risks are extreme rainfall event, raw material cost increase, environment regulation increase and energy source transition. The four climate change opportunities are product demand increase, development and expansion of low-carbon product production, development and production of low water footprint product and design of circular economy product. We expect to formulate our strategy and response measure early according to climate change uncertainty and risk analysis and minimize losses brought by climate change risks.

Tasks	Implementation Status Quo
4. Describe the integration of overall risk management system into climate risk recognition, evaluation and management workflow.	Enhance awareness of climate change issues among all units and implement related policies through cross-department system, and gradually include climate change into corporate sustainability policy/risk management policy.
5. If situational analysis is used to evaluate climate change risk resilience, then it is necessary to explain the adopted situations, parameters, assumptions, analysis factors and major financial impact.	The possible impacts on corporate operation brought by high greenhouse gas emission scenarios, as provided in the fifth evaluation report issued by the Intergovernmental Panel on Climate Change (IPCC), is integrated into the design of climate change risks and opportunities evaluation questionnaire. YAGEO has rallied all department heads to join the TCFD workshop to first discuss and identify climate change risks and opportunities in matrix, and then further analyze top four critical risks and opportunities.
6. If a transition plan is to be formulated in response to climate risk management, then it is necessary to explain the plan and the metrics and targets adopted for identifying and managing entity risk and transition risk.	As sustainability awareness is rising globally, development and expansion of low-carbon products will attract corporate buyers that emphasize environment, leading to higher market share and revenue. We expect to develop and expand low-carbon product production in line with three initiatives: “develop new suppliers that are higher in environment awareness”, “introduce new technologies that are low-carbon or low-energy consumption” and “develop low-carbon products”.
7. If internal carbon price is adopted as a planning tool, then it is necessary to explain the pricing foundation.	No plan has been implemented yet, but the possibility of introducing internal carbon pricing is now being actively discussed internally.
8. If climate targets are set, then it is necessary to explain the scope of activities, greenhouse gas emission limits, planning schedule and annual progress. If carbon offset or renewable energy certificate (RECs) are adopted to achieve related targets, then it is necessary to explain the source and amount of carbon reduction credits or the number of RECs earned from the said offset.	Global warming has caused environmental catastrophe all over the world, and YAGEO understands the great extent of environmental damage caused by greenhouse gas emission. With care for humanity and the spirit of contribution for society, we have completed a systematic greenhouse gas emission inventory and list and formulated internal documentation and verification procedures. We expect to achieve the goals of energy conservation, industrial waste reduction and resource recycle and reuse, which are also our efforts in jointly steering domestic industries toward a low-carbon economy in the future. To effectively manage energy consumption, prevent resource and energy wasting and enhance energy efficiency within our Company, all factories have set the goal of 1% electricity annual saving rate as mandated by the government and inspect greenhouse gas inventory annually. Currently our Taiwan operation has adopted third-party audit.
9. Status quo of greenhouse gas inventory and assurance (to be filled in 1-1)	Yageo Taipei Headquarters, Kaohsiung Dashe Plant, Kaohsiung Nanzi Plant, and Kaohsiung Dafa Plant have implemented greenhouse gas inventory projects in 2024 and completed third-party verification by July 2024. In addition, Yageo is planning inventory projects for its consolidated subsidiaries, with the goal of completing the greenhouse gas inventory by 2026 and obtaining external verification by 2028.

a-1 Greenhouse Gas Inventory and Assurance for the Last Two Years

a-1-1 Greenhouse Gas Inventory Information

GHG emissions (metric tons of CO₂e), density (metric tons of CO₂e per million), and the scope of the data for the most recent two years.

The data covers YAGEO CORPORATION and China plants and headquarters buildings.

Emissions in 2022 were: Scope 1: 3,915 metric tons of CO₂e; Scope 2: 342,299 metric tons of CO₂e; Scope 3: 41,396 metric tons of CO₂e; GHG emission intensity is 7.29 metric tons of CO₂e/million NTD.

Emissions in 2023 were: Scope 1: 13,716 metric tons of CO₂e; Scope 2: 282,811 metric tons of CO₂e; Scope 3: 74,110 metric tons of CO₂e; GHG emission intensity is 6.26 metric tons of CO₂e/million NTD.

Note 1: Direct emissions: Scope 1, i.e., emissions directly from sources owned or controlled by the Company; indirect emissions from energy sources: Scope 2, i.e., indirect greenhouse gas emissions from imported electricity, heat or steam; and other indirect emissions: Scope 3, i.e., emissions from the Company's activities, which are not indirect emissions from energy sources, but are from sources owned or controlled by other companies.

Note 2: Greenhouse gas inventory standards: Greenhouse Gas Protocol (GHG Protocol) or ISO 14064 1 issued by the International Organization for Standardization (ISO).

a-1-2 Greenhouse Gas Assurance Information

Describe the status of assurance for the two most recent years ended on the date of the annual report, including the scope of assurance, the assurance organization, the assurance criteria, and the opinion of the assurance.

The 2023 assurance was conducted by Deloitte Taiwan in accordance with the assurance standard 3000, mainly covering YAGEO CORPORATION and China plants and headquarter office buildings, and the results of the assurance were in compliance with the requirements of the standard.

Full assurance information for 2024 will be disclosed in the Sustainability Report.

a-2 GHG Reduction Goals, Strategies, and Specific Action Plans

Describe the base year of GHG reduction and its data, reduction targets, strategies and specific action plans and achievement of reduction targets.

In 2023, YAGEO plants will continue to implement energy-saving programs and improve energy efficiency. Compared with the previous year, the results of the implementation of these programs will reduce energy consumption by 5.38 million kWh and greenhouse gas emissions by 2,785 metric tons of CO₂e. Energy and carbon emission indicators have shown better performance compared to the past. In the future, YAGEO will continue to plan for energy-saving and carbon reduction measures to make greater contributions to environmental protection and implement sustainable development.

2.3.7 The State of the Company's Performance in the Area of Ethical Corporate Management, Any Variance from the Ethical Corporate Management Best Practice Principles for TWSE/TPEX Listed Companies, and the Reason for Any Such Variance

Evaluation Item	Implementation Status			Deviations from “the Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Illustration	
<p>1. Establishment of ethical corporate management policies and programs</p> <p>(1) Does the company have a clear ethical corporate management policy approved by its Board of Directors, and bylaws and publicly available documents addressing its corporate conduct and ethics policy and measures, and commitment regarding implementation of such policy from the Board of Directors and the top management team?</p> <p>(2) Does the company have established an assessment mechanism for the risk of unethical conduct; regularly analyzes and evaluates within a business context, the business activities with a higher risk of unethical conduct; has formulated a program to prevent unethical conduct with a scope no less than the activities prescribed in paragraph 2, Article 7 of the Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies?</p> <p>(3) Does the company establish policies to prevent unethical conduct with clear statements regarding relevant procedures, guidelines of conduct, punishment for violation, rules of appeal, and the commitment to implement the policies?</p>	<p>✓</p> <p>✓</p> <p>✓</p>		<p>(1) The Company established the "Procedures for Ethical Management and Guidelines for Conduct" in 2020 and passed by the Board of Directors. With the ideas of sustainable operation and legal compliance, the Board of the Company has established the Ethical Corporate Management Best Practice Principles and other operational procedures. Our Ethical Corporate Management Best Practice Principles are clearly stated and incorporated into our system and are included in our Employee Manual and concerning contracts. It is our promise to proactively fulfill the said Principles.</p> <p>(2) The Company established the "Procedures for Ethical Management and Guidelines for Conduct" in 2020 and passed by the Board of Directors. The Company has formulated the Business Practice Notice, which prohibits offering and/or accepting unjust gains, facilitating pay, peddling consideration and political donation, particularly on business practices that concern higher risk of dishonest behaviors within our scope of business. We routinely analyze and evaluate business practices that concern higher risk of dishonest behaviors within our scope of business to prevent dishonest behaviors from happening.</p> <p>(3) Our employee handbook covers guidance for information security, gift, favorable terms or discounts, business entertainment, fair trade and non-compete clause. The employee handbook is given to and acknowledged by employees upon first day of employment.</p>	None
<p>2. Fulfill operations integrity policy</p> <p>(1) Does the Company evaluate business partners' ethical records and include ethics-related clauses in business contracts?</p> <p>(2) Does the Company establish a unit which is dedicated to promoting the company's ethical standards and regularly (at least once a year) reports directly to the Board of Directors on its ethical corporate management policy and relevant matters, and program to prevent unethical conduct and monitor its implementation?</p>	<p>✓</p> <p>✓</p>		<p>(1) Yageo requires its vendors and business partners to provide integrity agreement, in which includes the principle of honesty, integrity and liability for breach of contract.</p> <p>(2) To further enhance Ethical Corporate Management Best Practice, the Company has assembled an Ethical Practice Promotion Team that includes the Human Resource, Legal and Finance & Accounting units to jointly formulate, supervise and implement ethical practice policies and preventive measures. The Team reports to the Board routinely. The Company has reported on the implementation of</p>	None

Evaluation Item	Implementation Status			Deviations from “the Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Illustration	
<p>(3) Does the company establish policies to prevent conflicts of interest and provide appropriate communication channels, and implement it?</p> <p>(4) Has the Company established effective systems for both accounting and internal control to facilitate ethical corporate management, and are they audited by either internal auditors or CPAs on a regular basis?</p> <p>(5) Does the Company regularly hold internal and external educational trainings on operational integrity?</p>	<p>✓</p> <p>✓</p> <p>✓</p>		<p>ethical management at the Board of Directors meeting on October 29, 2024. For more information, please refer to “Ethical Management Units and Implementation” on the Company's website.</p> <p>(3) Employee code of conduct prescribes that employees are prohibited to gain personal interests from job duties. In addition, family members of employee should avoid working in a superior-subordinate relationship or job arrangement which involves conflict of interests in Yageo and its affiliates.</p> <p>(4) In the aspects of accounting and internal control, the Company has established effective accounting system and internal control system to address operational activities that concern higher risk of dishonest behaviors. The said systems are inspected routinely to make sure that their design and implementation remain effective and that the internal audit personnel regularly examine the compliant practices required by the said systems. Every department must self-evaluate its internal control system every year to make sure that the design and implementation of the said system are effective.</p> <p>(5) Yageo holds internal and external trainings on operational integrity regularly. In 2024, the Company will communicate and train its employees and directors on its ethical management and anti-corruption policies, and 100% of them have received such training. For details, please refer to the “Ethical Management Units and Fulfillment Status” on the Company's website.</p>	
<p>3. Operation of the integrity channel</p> <p>(1) Does the Company establish both a reward/punishment system and an integrity hotline? Can the accused be reached by an appropriate person for follow-up?</p> <p>(2) Does the Company establish standard operating procedures for investigating the complaints received, follow-up measures after investigation are completed, and ensuring such</p>	<p>✓</p> <p>✓</p>		<p>(1) The Company established the "Procedures for whistle-blowing system" in 2020 and passed by the Board of Directors. All employees can whistle blow on wrongdoing and unethical behavior in workplace and their reporting is kept confidential. To protect the whistle blower, there is an independent investigation process to verify the allegation and the employee who is accused can respond and appeal in relevant way. If non-compliant conduct or breach of the employee code of conduct is proven factual, it may result in disciplinary action, including but not limited to, termination of employment or legal action against employee.</p> <p>(2) Unless otherwise stipulated by the laws, the Company shall follow the Standard Operation Procedure for Report Investigation and the follow-up measures after the completion of the said Procedure to</p>	None

Evaluation Item	Implementation Status			Deviations from “the Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No	Abstract Illustration	
complaints are handled in a confidential manner? (3) Does the Company provide proper whistleblower protection?	✓		keep a whistleblower’s personal data confidential and take adequate protective measures to protect personal data and privacy as required by the laws. (3) Sanction or retaliation to whistleblowers with good faith or employees who assist the investigation process is strictly prohibited in Yageo.	
4. Strengthening information disclosure Does the company disclose its ethical corporate management policies and the results of its implementation on the company’s website and MOPS?	✓		The "Procedures for Ethical Management and Guidelines for Conduct" and the results of its implementation had be disclosed on the Company websites. Yageo publishes its ethical corporate management policies in internal website where employees have access to, and material amendments to the policies are communicated through emails.	None
5. If the company has established the ethical corporate management policies based on the Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies, please describe any discrepancy between the policies and their implementation. Yageo had established "Procedures for Ethical Management and Guidelines for Conduct" in 2020 and approved by the Board of Directors, and has complied with relevant laws and regulations and the spirit of integrity operation principle. There is no material discrepancy so far.				
6. Other important information to facilitate a better understanding of the company’s ethical corporate management policies (e.g., review and amend its policies). Please refer to the Company's website for details of implementation.				

2.3.8 Other significant information that will provide a better understanding of the state of the company's implementation of corporate governance may also be disclosed: None.

2.3.9 The section on the state of implementation of the company's internal control system shall furnish the following

2.3.9.1 A Statement on Internal Control:

<p>Yageo Corporation Statement of Internal Control System As of February 27, 2025</p> <p>Based on the findings of a self-assessment, Yageo states the following with regard to its internal control system during the year 2024 :</p> <p>I. The company's Board of Directors and Management are responsible for establishing, implementing, and maintaining an adequate internal control system, and the company has established such a system. Our internal control system is designed to provide reasonable assurance over the effectiveness and efficiency of operations (including profitability, performance, and safeguarding of assets), reliability, timeliness, transparency of reporting, and compliance with applicable laws and regulations.</p> <p>II. The internal control system has its inherent limitations. No matter how perfectly designed, an effective internal control system can only provide reasonable assurance of accomplishment the objectives mentioned above. Furthermore, the effectiveness of the internal control system may be subject to changes due to circumstances beyond control. Nevertheless, the internal control system of the company contains self-monitoring mechanisms, and the company takes immediate remedial actions in response to any identified deficiencies.</p> <p>III. The company evaluates the design and operating effectiveness of its internal control system based on the criteria provided in the "Regulations Governing the Establishment of Internal Control Systems by Public Companies" (herein below, the "Regulations"). The criteria adopted by the Regulations identify five components of managerial internal control: (1) control environment, (2) risk assessment, (3) control activities, (4) information and communication, and (5) monitoring activities. Each component further contains several items. Please refer to the Regulations for details.</p> <p>IV. The company has evaluated the design and operation effectiveness of its internal control system according to the aforesaid criteria.</p> <p>V. Based on the findings of the evaluation mentioned in the preceding paragraph, the company believes that, on December 31, 2024, it has maintained, in all material respects, and effective internal control system (that includes the supervision and management of subsidiaries), to provide reasonable assurance over operational effectiveness and efficiency, reliability, timeliness, transparency of reporting, and compliance with applicable laws and regulations.</p> <p>VI. This Statement will be an integral part of the company's annual report and prospectus and will be made public. Any falsehood, concealment, or other illegality in the content made public will entail legal liability under Article 20, 32, 171, and 174 of the Securities and Exchange Act.</p> <p>VII. This Statement has been passed by the Board of Directors in their meeting on February 27, 2025, with all of the 9 attending directors all affirming the content of this Statement.</p> <p style="text-align: right;">Yageo Corporation Chairman: Tie-Min Chen General Manager: Deng-Rue Wang</p>

2.3.9.2 Where a CPA has been hired to carry out a special audit of the internal control system, furnish the CPA audit report: None

2.3.10 Material resolutions of a shareholders meeting or a board of directors meeting during the most recent fiscal year or during the current fiscal year up to the date of publication of the annual report

A. Major Resolution of Annual General Meeting

Time: Thursday 9:00 a.m. on May 30, 2024

Place: VIP 1 Conference Room, HIONE Holiday Hotel 3F, No. 265, Sec. 3, Beishen Rd., Shenkeng Dist., New Taipei City, Taiwan

The resolutions reached in the shareholders' meeting and their implementations are as follows:

- (1) The acknowledgement of the 2023 Closing Accounts.
Implementation: Resolved and acknowledged.
- (2) The acknowledgement of the Company's Articles of Incorporation amendment.
Implementation: The Ministry of Economic Affairs approved on June 14, 2025.
- (3) The acknowledgement of 2024 employee restricted stock awards.
Implementation: The Ministry of Economic Affairs approved on September 18, 2025.

B. Major Resolution of Board Meetings

Date	Major resolutions
2024-02-29	<ol style="list-style-type: none"> 1. Approval of the 2023 consolidated financial statements. 2. Approval of year 2023 business report. 3. Approval of the distribution of 2023 earnings. 4. Approval of 2023 annual surplus transferred to capital for the issuance of new shares. 5. Approval of the 2023 distribution of remuneration to employees and remuneration to Directors. 6. Approval on the disposal of 30% of the share capital of Nippon Yttrium Co.. 7. Approval of general election of directors of the Company. 8. Approval of the schedule and agenda for year 2024AGM. 9. Approval of issuance of domestic unsecured general corporate bonds.
2024-04-18	<ol style="list-style-type: none"> 1. Approval of the 2024Q1 consolidated financial statements. 2. Approval of the list of Directors (including Independent Directors) nominated by BOD. 3. Approval of the proposal of release the prohibition on Directors from participation in competitive business. 4. Approval of the amendment to the Company's Articles of Incorporation. 5. Approval of the amendment to the Operational Procedures for Loaning of Funds and Making of Endorsements / Guarantees. 6. Approval of the discussion of the issuance of restricted stock awards employee restricted stock awards. 7. Approval of supplement the agenda for year 2024AGM. 8. Approval of the formation of a joint credit facility totaling NT\$30 billion, led by Hua Nan Commercial Bank and other financial institutions.
2024-05-24	<ol style="list-style-type: none"> 1. Approval of the proposal for the subscription of private placement common shares of uPI Semiconductor Corp.
2024-05-30	<ol style="list-style-type: none"> 2. Approval of the proposal for the election of the chairman.
2024-07-30	<ol style="list-style-type: none"> 3. Approval of the 2024Q2 consolidated financial statements.

Date	Major resolutions
2024-10-29	<ol style="list-style-type: none"> 1. Approval of the 2024Q3 consolidated financial statements. 2. Approval of earnings distribution for the first half year of 2024. 3. Approval of CPAs appointment.
2025-02-05	<ol style="list-style-type: none"> 1. Approval of the proposal to acquire the common shares of Shibaura Electronics Co. Ltd (6957.T) in Japan through the new 100%-owned subsidiary in Japan.
2025-02-27	<ol style="list-style-type: none"> 1. Approval of the 2024 consolidated financial statements. 2. Approval of year 2024 business report. 3. Approval of the distribution of 2024 earnings. 4. Approval of the 2024 distribution of remuneration to employees and remuneration to Directors. 5. Approval of the schedule and agenda for year 2025AGM 6. Approval of the proposal to elect two additional directors. 7. Approval of the roster of director candidates for the election of two additional directors by the Board of Directors.
2025-04-17	<ol style="list-style-type: none"> 1. Approval of the 2025Q1 consolidated financial statements. 2. Approval of issuance of domestic unsecured general corporate bonds. 3. Approval of the amendment to the Company's Articles of Incorporation. 4. Approval of the proposal for defining the scope of the Company's entry-level employees. 5. Approval of the discussion of the issuance of restricted stock awards employee restricted stock awards. 6. Approval of the proposal to adjust the public acquisition price to acquire the common shares of Shibaura Electronics Co. Ltd (6957.T) in Japan through the new 100%-owned subsidiary in Japan. 7. Approval of the proposal to loan 45 billion yen to YAGEO Electronics Japan LLC.

2.3.11 Where, during the most recent fiscal year or during the current fiscal year up to the date of publication of the annual report, a director or supervisor has expressed a dissenting opinion with respect to a material resolution passed by the board of directors, and said dissenting opinion has been recorded or prepared as a written declaration, disclose the principal content thereof: None

2.4 Information on CPA professional fees:

Accounting Firm: Deloitte & Touche

Name of CPA: Meng-Chieh Chiu and Chun-Yu Wang

Period Covered by CPA's Audit: Jan. 01, 2024 ~ Dec. 31, 2024

Item	Audit Fee	Non-audit Fee	Total	Remarks
Fee Amount	25,093	10,840	35,933	Non-audit fees were mainly for tax consulting, ESG advisory and attestation, investment structure advisory, and other related services.

2.4.1 When the company changes its accounting firm and the audit fees paid for the fiscal year in which such change took place are lower than those for the previous fiscal year, the amounts of the audit fees before and after the change and the reasons shall be disclosed: None.

2.4.2 When the audit fees paid for the current fiscal year are lower than those for the previous fiscal year by 15 percent or more, the reduction in the amount of audit fees, reduction percentage, and reason(s) therefore shall be disclosed: None.

2.5 Information on replacement of certified public accountant: None.

2.6 Where the Company's Chairman, General Manager, or Officers in charge of Finance or Accounting matters has in the most recent year held a position at the Accounting Firm of its Certified Public Accountant or at an Affiliated Enterprise of such Accounting Firm: None

2.7 Any transfer of equity interests and/or pledge of or change in equity interests (during the most recent fiscal year or during the current fiscal year up to the date of publication of the Annual Report) by a Director, Managerial Officer, or shareholder with a stake of more than 10 percent during the most recent fiscal year or during the current fiscal year up to the date of publication of the Annual Report:

2.7.1 Changes in equity: The information required to be disclosed has been made available on the Market Observation Post System (MOPS) of the Taiwan Stock Exchange.

For details, please refer to the following sections on the MOPS website:

Share Transfers: https://mops.twse.com.tw/mops/#/web/query6_1

Changes in Share Pledges: https://mopsov.twse.com.tw/mops/web/STAMAK03_1

2.7.2 Shares Trading with Related Parties:

Name	Reasons for equity transfer	Transaction date	Transaction counterparty	The relationship between the transaction counterparty and the company, directors, supervisors, managerial officers, and shareholders with more than 10% shareholding	Number of shares	Transaction Price
Tie-Min Chen	Disposal (Note 1)	2024-10-04	CHEN SHI JIA ZU Co.	Director holds shares in the name of others	29,214,379	N/A
CHEN SHI JIA ZU Co.	Merger and Absorption (Note 2)	2025-01-08	TMC Family Heritage	Director holds shares in the name of others	29,214,379	N/A
Tie-Min Chen	Disposal (Note 3)	2025-03-03	TIE MIN CHUAN CHENG CO., Ltd	Director holds shares in the name of others	6,139,914	N/A
TIE MIN CHUAN CHENG CO., Ltd	Merger and Absorption (Note 4)	2025-04-30	TMC Family Heritage	Director holds shares in the name of others	6,139,914	N/A

Note 1: The equity is disposed of to pay for the share capital of the newly established CHEN SHI JIA ZU Co..

Note 2: CHEN SHI JIA ZU Co. merged with TMC Family Heritage, a corporate director. CHEN SHI JIA ZU Co. was discontinued due to the merger, and TMC Family Heritage, a corporate director, is the surviving company, and the name of TMC Family Heritage is used as the name of the surviving company.

Note 3: The equity is disposed of to pay for the share capital of the newly established TIE MIN CHUAN CHENG CO., Ltd.

Note 4: TIE MIN CHUAN CHENG CO., Ltd merged with TMC Family Heritage, a corporate director. TIE MIN CHUAN CHENG CO., Ltd was discontinued due to the merger, and TMC Family Heritage, a corporate director, is the surviving company, and the name of TMC Family Heritage is used as the name of the surviving company.

2.7.3 Shares Pledge with Related Parties: None

2.8 Relationship information, if among the Company's 10 largest shareholders any one is a related party or a relative within the second degree of kinship of another

As of March 31, 2025

Name	Current Shareholding		Spouse's/ minor's Shareholding		Shareholding by Nominee Arrangement		Name and Relationship Between the Company's Top Ten Shareholders, or Spouses or Relatives Within Two Degrees		Remarks
	Shares	%	Shares	%	Shares	%	Name	Relationship	
TMC Family Heritage Representative: Tie-Min Chen	29,220,353	5.63	0	0	0	0	None	None	None
CTBC BANK CO., LTD IN CUSTODY FOR Dominant Investment Holdings Ltd.	25,178,742	4.85	0	0	0	0	None	None	None
PRC Holding Limited	25,082,007	4.83	0	0	0	0	None	None	None
MEGA INTERNATIONAL COMMERCIAL BANK CO., LTD. ACTING AS CUSTODAIN FOR THE INVESTMENT ACCOUNT OF WHOLLY GROUP JAPAN III LIMITED	24,382,862	4.69	0	0	0	0	None	None	None
NAN SHAN LIFE INSURANCE CO., LTD Representative: Chong-Yao Yin	9,490,762	1.82	0	0	0	0	None	None	None
	8,017,799	1.54					None	None	None
Chunghwa Post Co., Ltd.	6,756,025	1.3	0	0	0	0	None	None	None
Vanguard Total International Stock Index Fund, a series of Vanguard Star Funds	6,360,498	1.22	0	0	0	0	None	None	None
Labor Pension Fund (The New Fund)	6,266,157	1.20	0	0	0	0	None	None	None
NatWest Trustee and Depositary Services Limited as Trustee of St. James's Place Emerging Markets Equity Unit Trust - ARGA Investment Management LP as external fund manager	6,139,914	1.18	0	0	0	0	None	None	None
TIE MIN CHUAN CHENG CO., Ltd Representative: Tie-Min Chen	29,220,353	5.63	0	0	0	0	None	None	None

2.9 The total number of shares and total equity stake held in any single enterprise by the Company, its Directors, Managers, and any Companies controlled either directly or indirectly by the Company

As of March 31, 2025

Unit: thousand shares/ %

Affiliated Enterprises	Ownership by the Company		Direct Ownership by Directors/Managers and Indirect by the Company		Total Ownership	
	Shares	%	Shares	%	Shares	%
Yageo Holding (Bermuda) Ltd.	190,732	100.00	-	-	190,732	100.00
Kuo-Shin Investment Ltd.	190,946	100.00	-	-	190,946	100.00
Brightking Holding Ltd.	45,608	100.00	-	-	45,608	100.00
Yageo Corporation (South Asia)	-	100.00	-	-	-	100.00
Yageo Europe Holding B.V.	622,269	100.00	-	-	622,269	100.00
Yageo South Asia (M) Sdn. Bhd.	-	100.00	-	-	-	100.00
Pulse Electronics Corporation	25,574	100.00	-	-	25,574	100.00
Yageo Holding Hungary LLC	-	100.00	-	-	-	100.00
Chilisin Electronics Corp.	814,131	100.00	-	-	814,131	100.00
Yageo USA (H.K) Ltd.	-	100.00	-	-	-	100.00
XSemi Corporation	1,190,000	35.00	510,000	15.00	1,700,000	50.00
Global Testing Corporation Ltd.	8,232	23.58	2,465	5.27	10,697	28.85
KAIMEI ELECTRONIC CORP.	7,575	6.97	5,428	5.00	13,003	11.97
Strong Components Co., Ltd.	6,530	31.42	-	-	6,530	31.42
Advanced Power Electronics Co., Ltd.	346	0.29	35,242	29.66	35,588	29.95
uPI Semiconductor Corp.	21,009	20.20	9	0.01	21,028	20.21
Yageo Holding Japan	-	100.00	-	-	-	100.00
Yageo Electronics Japan	-	100.00	-	-	-	100.00
Yageo (Hong Kong) Ltd.	-	-	1,030,499	100.00	1,030,499	100.00
Vitrohm Holding GmbH	-	-	0	100.00	0	100.00
Yageo Korea	-	-	10	100.00	10	100.00
Hsu Tai International (H.K) Co., Ltd.	-	-	1	100.00	1	100.00
Brightking Enterprise (H.K.) Co., Ltd	-	-	153,968	100.00	153,968	100.00
Pulse Electronics (Singapore) Pte. Ltd	-	-	127,259	100.00	127,259	100.00
Egston Holding GmbH	-	-	-	100.00	-	100.00
Ruiyi Technology (HongKong) Share Co., Ltd	-	-	18,000	30.00	18,000	30.00
Yageo Electronics Holding (S) PTE. LTD.	-	-	1,366,269	100.00	1,366,269	100.00
Yageo Asia Electronics PTE. LTD.	-	-	20,000	100.00	20,000	100.00
Yageo Electronics Investment (S) PTE. LTD.	-	-	450,000	100.00	450,000	100.00
Ko-E Holding (Cayman) Ltd.	-	-	6,801	97.15	6,801	97.15
YAGEO Holding France	-	-	509,010	100.00	509,010	100.00
TMSS Holding	-	-	-	100.00	-	100.00
TMSS France	-	-	-	100.00	-	100.00
Yageo Nexensos GmbH	-	-	-	100.00	-	100.00

Affiliated Enterprises	Ownership by the Company		Direct Ownership by Directors/Managers and Indirect by the Company		Total Ownership	
	Shares	%	Shares	%	Shares	%
Yageo Nexensos Malaysia Sdn. Bhd.	-	-	40,900	100.00	40,900	100.00
Ko-E (Hong Kong) Ltd.	-	-	-	100.00	-	100.00
Ko-E Electronic (Hong Kong) Limited	-	-	5,000	100.00	5,000	100.00
Ko-E Component Co., Ltd.	-	-	31,889	100.00	31,889	100.00
Yageo Holding Netherlands B.V.	-	-	-	100.00	-	100.00
KEMET Corporation	-	-	1	100.00	1	100.00
KEMET Electronics Corporation	-	-	1	100.00	1	100.00
TOKIN Corporation	-	-	467,866	100.00	467,866	100.00
NT Sales Co., Ltd.	-	-	264	33.00	264	33.00
Chilisin International Ltd.	-	-	201,345	100.00	201,345	100.00
Chilisin Holding (Samoa) Ltd.	-	-	7,280	100.00	7,280	100.00
Chilisin Holding (Hong Kong) Limited	-	-	90,280	100.00	90,280	100.00
Ferroxcube Holding Limited B.V.	-	-	-	100.00	-	100.00
Magic Technology Co., Ltd.	-	-	68,429	100.00	68,429	100.00
Bothhand Enterprise Inc.	-	-	55,793	100.00	55,793	100.00
Chilisin Technology Corporation	-	-	53,569	100.00	53,569	100.00
Chilisin Electronics (Vietnam) Limited	-	-	102,000	100.00	102,000	100.00
Ferroxcube Italia S.r.l.	-	-	-	100.00	-	100.00
Ferroxcube Deutschland GmbH	-	-	-	100.00	-	100.00
Ferroxcube USA Inc.	-	-	-	100.00	-	100.00
Hispano Ferritas S.A.	-	-	-	100.00	-	100.00
Ferroxcube Polska Sp. Z.o.o.	-	-	-	100.00	-	100.00
Ferroxcube Hong Kong Limited	-	-	-	100.00	-	100.00
Mag Layers International Co., Ltd.	-	-	24,500	100.00	24,500	100.00
Mag. Layers USA, Inc.	-	-	400	100.00	400	100.00
Magic Technology (Samoa) Co., Ltd.	-	-	-	100.00	-	100.00
Classic Magic Developments Limited (Samoa)	-	-	-	100.00	-	100.00
Trendy Island Investment Limited	-	-	-	100.00	-	100.00
Bothhand International Investment Co., Ltd.	-	-	1,000	100.00	1,000	100.00
Yageo Electronics (Dongguan) Co., Ltd.	-	-	-	100.00	-	100.00
Yageo Electronics (China) Co., Ltd.	-	-	-	100.00	-	100.00
Yageo Components (Suzhou) Co., Ltd.	-	-	-	100.00	-	100.00
Yageo (Suzhou) Trade Co., Ltd.	-	-	-	100.00	-	100.00
Ko-E Technology (Shenzhen) Co., Ltd.	-	-	-	97.15	-	97.15
Bestbright Electronics Co., Ltd.	-	-	-	100.00	-	100.00
Brightking (Shenzhen) Co., Ltd.	-	-	-	100.00	-	100.00
Pulse Electronics (Dongguan) Co., Ltd.	-	-	-	100.00	-	100.00

Affiliated Enterprises	Ownership by the Company		Direct Ownership by Directors/Managers and Indirect by the Company		Total Ownership	
	Shares	%	Shares	%	Shares	%
Mian Yang Pulse Electronics Co., Ltd.	-	-	-	100.00	-	100.00
Suining Pulse Electronics Co., Ltd.	-	-	-	100.00	-	100.00
Pulse (Suzhou) Wireless Products Co., Ltd.	-	-	-	100.00	-	100.00
Pulse Electronics (ShenZhen) Co., Ltd	-	-	-	100.00	-	100.00
EGSTON Electronics Zhuhai Ltd	-	-	-	100.00	-	100.00
KEMET Electronics (Suzhou) Co., Ltd.	-	-	-	100.00	-	100.00
Shanghai Arcotronics Components&Machinerics Co., Ltd.	-	-	-	100.00	-	100.00
KEMET Jianghai Electronics Components Co., Ltd	-	-	-	20.00	-	20.00
TOKIN Electronics (Xiamen) Corporation	-	-	-	100.00	-	100.00
Shenzhen Ruiyi Electronics Co., Ltd.	-	-	-	30.00	-	30.00
TESE China Co., Ltd.	-	-	-	100.00	-	100.00
Dongguan Chilisin Electronics Co., Ltd.	-	-	-	100.00	-	100.00
Dongguan CNA Electronics Co., Ltd.	-	-	-	50.00	-	50.00
Suzhou Qiyixin Electronics Co., Ltd.	-	-	-	100.00	-	100.00
Hunan Chilisin Electronics Technology Co., Ltd.	-	-	-	100.00	-	100.00
Shenzhen Chilisin Electronics Co., Ltd.	-	-	-	100.00	-	100.00
Yuanling Country Xianghua Electronic Technology Co., Ltd.	-	-	-	49.90	-	49.90
Mag. Layers International Co., Ltd.	-	-	-	100.00	-	100.00
Shin Yuan Electronics Productions (Kunshan) Co., Ltd.	-	-	-	100.00	-	100.00
Ferrocube Electronics (Dongguan) Limited	-	-	-	100.00	-	100.00
Magic Electronic Technology (Shenzhen) Co., Ltd.	-	-	-	100.00	-	100.00
Magic Trade (Shenzhen) Co., Ltd.	-	-	-	100.00	-	100.00
Magic Electronic Technology (Hunan) Co., Ltd.	-	-	-	100.00	-	100.00
Magic Electronic Technology (Chongqing) Co., Ltd.	-	-	-	100.00	-	100.00
Guangzhou Bothhand Electronics Co., Ltd.	-	-	-	100.00	-	100.00
Deyang Bothhand Electronics Co., Ltd.	-	-	-	100.00	-	100.00
Guangzhou Chenghan Electronic Technology Co., Ltd.	-	-	-	100.00	-	100.00
Deyang Hongyi Electronics Co., Ltd.	-	-	-	51.00	-	51.00

III. Information on Capital Raising Activities

3.1 Capital and shares

3.1.1 Source of capital stock

As of March 31, 2025

Month/ Year	Par Value (NT\$)	Authorized Capital		Paid-in Capital		Remark		
		Shares	Amount (NT\$)	Shares	Amount (NT\$)	Sources of Capital (NT\$)	Capital Increased by Assets Other than Cash	Other
05,2023	10	4,000,000,000	40,000,000,000	422,107,171	4,221,071,710	Chilisin CB 652,938	-	Note 1
09,2023	10	4,000,000,000	40,000,000,000	423,145,324	4,231,453,240	Capital increase for the issuance of restricted rights 1,038,153 shares	-	Note 2
11,2023	10	4,000,000,000	40,000,000,000	423,145,548	4,231,455,480	Chilisin CB 224	-	Note 1
03,2024	10	4,000,000,000	40,000,000,000	423,540,734	4,235,407,340	Chilisin CB 395,186	-	Note 1
05,2024	10	4,000,000,000	40,000,000,000	423,173,698	4,231,736,980	Chilisin CB 11,246 A total of 378,282 new shares from employee restricted stock awards was cancelled and recovered.	-	Note 1&2
08,2024	10	4,000,000,000	40,000,000,000	423,680,325	4,236,803,250	A conversion of overseas corporate bonds to 506,627 shares	-	Note 3
08,2024	10	4,000,000,000	40,000,000,000	507,531,732	5,075,317,320	A capital increase of 83,851,407 shares from earnings	-	-
09,2024	10	4,000,000,000	40,000,000,000	508,285,093	5,082,850,930	A total of 753,361 new shares from restricted employee rights	-	Note 4
11,2024	10	4,000,000,000	40,000,000,000	518,816,407	5,188,164,070	A conversion of overseas corporate bonds to 10,531,314 shares	-	Note 3

Note 1 : Approval Document No.: The 20 August 2019 Letter No. Financial-Supervisory-Securities-1080325757 of the Securities and Futures Bureau of the Financial Supervisory Commission, Executive Yuan.

Note 2 : Approved with the Jin-So-Sun-Zi No. 11330071190 filed for future reference.

Note 3 : Approval Document No.: The 26 March 2020 Letter No. Financial-Supervisory-Securities-10903342431 of the Securities and Futures Bureau of the Financial Supervisory Commission, Executive Yuan.

Note 4 : Approval Document No.: The 31 July 2024 Letter No. Financial-Supervisory-Securities-1130350779 of the Securities and Futures Bureau of the Financial Supervisory Commission, Executive Yuan.

As of March 31, 2025

Share Type	Authorized Capital			Remarks
	Issued Shares	Un-issued Shares	Total Shares	
Common Stock	518,816,407	3,481,183,593	4,000,000,000	Listed company stocks

3.1.2 List of major shareholders: Please refer to “2.8 Relationship among the Top Ten Shareholders” of the Annual report.

3.1.3 Company's dividend policy and implementation thereof:

A. Dividend Policy

If there is profit generated for the year, the Company shall set aside not less than 2% employee compensation and not more than 3% compensation for the directors. But if there are accumulated losses, the Company shall have reserved a sufficient amount to offset its accumulated losses.

If the Company made a profit for the year, the Company must pay tax and make up for

the accumulated losses first, also share the remaining profit as follows:

I. Set aside 10% of the earnings as legal reserve. However, when the legal reserve amount equals to the paid-in capital of the Company, it is not subject or such restriction.

II. Set aside or reverse special reserve in accordance with the relevant laws and regulations.

III. Pay dividends or bonuses for an amount not less than 10% of the amount net of the legal reserve and special reserve as stipulated in the preceding paragraph. The Board of Director shall prepare the earnings distribution proposal for the resolutions of the shareholders' meeting. However, if the earnings distribution proposal is for the distribution of dividend and bonus in cash entirely or partially, it shall be resolved by the Board of Directors with the attendance of more than two-thirds of the directors and the consent of the majority of attending directors; also, it shall be reported in the shareholders meeting.

The Company's dividend distribution policy should be based on shareholders' equity and the current and future industrial competition faced by the Company, the investment environment, and fund demand. The Board of Directors is authorized to propose the distribution ratio of cash and stock dividend, and has it resolved according to the legal procedures. Dividend distributed by cash may not be less than 50% of total dividend distributed unless the Board of Directors approved by resolution in view of the long-term business operation. Earnings of corporation as employee compensation may be distributed by way of cash or stock dividend as stated in the preceding paragraphs that also include the employees of domestic and abroad subsidiaries. Earnings of corporation shall be allocated according to the resolutions of the Board of Directors.

If the Company has no loss, the legal reserve and the Company's additional paid-in capital as stipulated in Paragraph 1, Article 241 of the Company Law can be distributed to the shareholders proportionally according to the resolution of the Board of Directors with the attendance of more than two-thirds of the directors and the consent of the majority of attending directors; also, it shall be reported in the shareholders meeting.

B. Proposed Distribution of Dividend

(1) For the Company's future working capital needs, Board of Directors resolved no dividend distribution for the first half year of 2024 on October 29, 2024.

(2) 2024 net profit is NT\$ 19,356,484,434. The total amount of items other than net profit after tax in the current period after being included in the undistributed surplus for the current year is NT\$ 19,382,162,137. After setting aside the legal reserve of NT\$ 1,938,216,214, reversing special reserve of NT\$ 415,327,188, and then adding undistributed beginning retained earnings of NT\$ 66,150,101,182, the retained earnings available for distribution are NT\$ 84,009,374,293, of which, NT\$ 10,284,389,520 will be distributed as cash dividends to shareholders, approximately NT\$ 20 per share.

(3) The cash dividend is issued to the rounded full NT dollar, and any distributed amounts less than NT\$1 will be transferred to the Company's other revenues.

(4) In the event that, before the distribution record date, the proposed earnings distribution of cash dividends per share is affected by an amendment by the competent authorities, or the number of actual shares outstanding, the Chairman be authorized to handle matters related to the changes. The dividend distribution of 2024 has been approved by the Boards of Directors on February 27, 2025.

Yageo Corporation
Earnings Distribution Proposal
Year 2024

Item	Amount (In NTD)
Undistributed retained earnings, beginning	66,191,878,690
Less : Retrospective adjustment about effect of undistributed retained earnings, prior-period	(41,777,508)
Adjusted undistributed retained earnings, beginning	66,150,101,182
2024 Net profit	19,356,484,434
Less : Disposal of investments in equity instruments designated at fair value through other comprehensive income	(4,247,792)
Add : Recognize the remeasurements of defined benefit plans in retained earnings	29,925,495
Total amount of net profit for the period and other profit items adjusted to the current year's undistributed retained earnings	19,382,162,137
Less : 10% Legal reserve	(1,938,216,214)
Add : Special reserve	415,327,188
Total retained earnings available for distribution	84,009,374,293
Appropriations:	
Common share dividend - Cash	(10,284,389,520)
Undistributed retained earnings, end	73,724,984,773

Note: There is no dividend distribution for the first half year of 2024.

Chairman: Tie-Min Chen

CEO: Deng-Rue Wang

Chief Accounting Officer: Kevin Yang

3.1.4 Effect upon business performance and earnings per share of any stock dividend distribution proposed or adopted at the most recent shareholders' meeting: None

3.1.5 Compensation of employees and directors:

A. The percentages or ranges with respect to employee, director, and supervisor compensation, as set forth in the company's articles of incorporation: Please refer to "3.1.3.1. Dividend Policy" of the Annual report.

B. The basis for estimating the amount of employee and director compensation, for calculating the number of shares to be distributed as employee compensation, and the accounting treatment of the discrepancy, if any, between the actual distributed amount and the estimated figure, for the current period:

For the earnings distribution, if the amount of the employee compensation and remuneration to directors is changed, the amount of difference should be handled in accordance with changes in accounting estimates and booked in the profit and loss of the following year without affecting the financial report that had already been acknowledged.

C. Information on any approval by the board of directors of distribution of compensation:

(a) In accordance to the authority's regulations and Company's Articles of Incorporation to set aside not less than 2% of pre-tax income before deduction of employees' compensation and remuneration to directors for employee compensation, and not more than 3% for director remuneration. Employees' compensation of 2024 is NT\$684,742,937 (3%), and remuneration to directors is NT\$684,742,937 (3%), based on pre-tax income before deduction of employees' compensation and remuneration to directors. Both are paid in cash.

(b) If the amount of any employee compensation distributed in stocks, and the size of that amount as a percentage of the sum of the after-tax net income stated in the parent company only financial reports or individual financial reports for the current period and total employee compensation: NA.

D. The actual distribution of employee and directors compensation for the previous fiscal year:

The actual distribution of compensation for employees and directors were in line with the resolution of the Board of Directors.

3.1.6 Buyback of Common Stock: None

3.2 Status of corporate bonds:

3.2.1 Information on corporate bonds

As of March 31, 2025

Item	5 th unsecured overseas convertible bonds	Chilisin - 6 th unsecured convertible bonds (note)	2021 1st unsecured corporate bond	
Date of Issuance	May 26, 2020	Sep. 12, 2019	May 3, 2021	
Denomination	US\$200,000	NT\$100,000	NT\$1,000,000	
Trading Market	Singapore Exchange	Taipei Exchange	Taipei Exchange	
Issue Price	100% of par value	100% of par value	100% of par value	
Total Issuance Amount	US\$180,000,000	NT\$847,800,000	NT\$5,500,000,000	
Coupon Interest	0%	0%	Fixed rate 0.68% per annum	
Issue Period	5 years, due date on May 26, 2025	5 years, due date on Sep 12, 2024	5 years, due date on May 3, 2026	
Guarantor(s) for the issuance	None	None	None	
Trustee	Citigroup International Ltd	Taipei Fubon Bank Co., Ltd.	CTBC Bank Co., Ltd.	
Underwriter	Citigroup International Ltd	KGI Securities Co., Ltd.	Yuanta Securities Co., Ltd.	
Legal counsel	Baker & McKenzie	Handsome Attomeys-at-Law Offices, Ya-Wun Ciou.	True Honesty International Law Offices, Hui-Ch Kuo.	
Certifying CPAs	Deloitte & Touche Yung-Hsiang Chao	Deloitte & Touche Jr Shian Ke, Yung-Hsiang Chao	Deloitte & Touche Yung-Hsiang Chao	
Redemption	On due date, the bonds will be redeemed in whole	On due date, the bonds will be redeemed in whole	On due date, the bonds will be redeemed in whole	
Outstanding balance	Fully converted	Matured	NT\$5,500,000,000	
Early repayment clause	Please refer to the Procedures for Issuance and Conversion of Yageo's domestic unsecured convertible bonds.	Please refer to the Procedures for Issuance and unsecured convertible bonds.	None	
Covenants	None	None	None	
Credit rating agency, rating date, company credit rating	None	None	Taiwan Ratings Corporation, 2021-03-02, twA+	
Ancillary rights	Amount converted/exchanged into common shares, ADRs or other securities	US\$180,000,000 11,037,941 common shares	NT\$847,800,000 1,610,854 common shares	Not applicable
	Rules governing issuance or conversion (exchanged or subscription)	Please refer to the Procedures for Issuance and Conversion of Yageo's domestic unsecured convertible bonds.	Please refer to the Procedures for Issuance and unsecured convertible bonds.	Not applicable
Dilution and other effects on shareholders' equity	If all the bonds are converted into common shares, the maximum share dilution would be 2.27%. There is no significant dilution and affects on shareholders' equity.	Not applicable	Not applicable	
Custodian	Citibank, N.A., London Branch	None	Not applicable	

Note: On January 5, 2022, acquired Chilisin Electronics Co., Ltd. through equity swap. There were 8,478-unit unconverted shares at the time of the equity swap. There are still 4-unit unconverted at the maturity date, and the remaining bonds have been redeemed upon maturity.

Item	2021 2nd unsecured corporate bond-A	2021 2nd unsecured corporate bond-B	2022 1st unsecured corporate bond
Date of Issuance	Sep. 3, 2021	Sep. 3, 2021	Jan. 12, 2022
Denomination	NT\$1,000,000		
Trading Market	Taipei Exchange		
Issue Price	100% of par value		
Total Issuance Amount	NT\$1,000,000,000	NT\$3,500,000,000	NT\$4,500,000,000
Coupon Interest	Fixed rate 0.47% per annum	Fixed rate 0.60% per annum	Fixed rate 0.73% per annum
Issue Period	3 years, due date on Sep. 3, 2024	5 years, due date on Sep. 3, 2026	5 years, due date on Jan. 12, 2027
Guarantor(s) for the issuance	None		
Trustee	CTBC Bank Co., Ltd.		
Underwriter	Yuanta Securities Co., Ltd.		
Legal counsel	Handsome Attorneys-at-Law Offices, Ya-Wun Ciou.		
Certifying CPAs	Deloitte & Touche, Yung-Hsiang Chao		
Redemption	On due date, the bonds will be redeemed in whole		
Outstanding balance	Matured and repaid	NT\$3,500,000,000	NT\$4,500,000,000
Early repayment clause	None		
Covenants	None		
Credit rating agency, rating date, company credit rating	Taiwan Ratings Corporation, 2021-04-12, twA+		
Ancillary rights	Amount converted/exchanged into common shares, ADRs or other securities	Not applicable	
	Rules governing issuance or conversion (exchanged or subscription)	Not applicable	
Dilution and other effects on shareholders' equity	Not applicable		
Custodian	Not applicable		

3.2.2 Information of convertible bond:

Item \ Year		5 th unsecured overseas convertible bonds	
		2023	As of July 26, 2024 (note)
Market price of convertible bond	Highest	US\$ 121.718	US\$ 149.604
	Lowest	US\$ 99.171	US\$ 106.816
	Average	US\$ 108.503	US\$ 117.986
Conversion price		NT\$ 502.12	NT\$ 487.37
Date of Issuance		May 26, 2020	
Conversion price at issuance		NTD 485.00	
Conversion method		Issuance of new shares	

Note: All bonds were fully converted on July 26, 2024.

3.2.3 Exchangeable bonds: None

3.2.4 Shelf registration issuance: None

3.2.5 Bonds with warrant: None

3.3 Preferred Stock: None

3.4 The section on global depository receipts:

As of March 31, 2025

Item \ Issue date	1994-09-26	2001-07-13	2020-04-17
Issuance and listing	LuxSE / LSE	LuxSE	LuxSE
Total amount	US\$91,600,000	US\$136,480,000	US\$649,850,000
Unit issuing price	US\$22.9	US\$3.412	US\$51.25
Units issued	5,000,000	40,000,000	12,680,000
Source of negotiable securities	The Company's common shares held by the original shareholders		
Amount of negotiable securities	25,000,000	200,000,000	63,400,000
Rights and obligations of GDR holders	Same as those of 5 common shares		
Trustee	None		
Depository bank	Citibank, N.A		
Custodian bank	Citibank, N.A		
Outstanding balance	36,821 unit		
Treatment of expenses incurred at issuance and thereafter	Issue cost: amortized by the issuing companies and shareholder participants according to the actual shares issued Expenses incurred after issuance: amortized by the issuing company		
Important conventions about depository and escrow agreement	The depository institution performs the obligations for GDR holders, while the guarantee agency holds the GDR common shares.		
Market price per unit (USD)	2023	Highest	97.63
		Lowest	73.04
		Average	84.34
	2024	Highest	103.19
		Lowest	71.44
		Average	85.76
	As of March 31, 2025	Highest	91.31
		Lowest	73.95
		Average	83.39

3.5 The section on employee share subscription warrants: None

3.6 Issuance of New Restricted Employee Shares:

3.6.1 : Issuance of New Restricted Employee Shares

As of March 31, 2025

Type of New Restricted Employee Shares	Employee Restricted Stock Awards for Year 2023	Employee Restricted Stock Awards for Year 2024
Date of Effective Registration and Total Shares	2023/07/18 1,100,000 shares	2024/07/31 1,100,000 shares
Issue Date	2023/08/18	2024/08/30
Number of New Restricted Employee Shares Issued	1,038,153 shares	753,361 shares
New Restricted Employee Shares Not Yet to Be Issued	61,847 shares	346,639 shares
Issued Price (NTD)	Free-Gratis	Free-Gratis
New Restricted Employee Shares as a Percentage of Shares Issued	0.25%	0.15%
Vesting Conditions of New Restricted Employee Shares	1. Eligible employees are required to fulfill the following conditions to receive the vested awards, including continuous employment with the Company through the vesting dates, no breach of the employee's employment terms and conditions or any other employment-related agreement, employee handbook, non-compete and confidentiality agreements or any agreement with the Company and shall meet the Company's pre-determined targets of the performance measures during the vesting period. The vesting period would be 3 consecutive fiscal	1. Eligible employees are required to fulfill the following conditions to receive the vested awards, including continuous employment with the Company through the vesting dates, no breach of the employee's employment terms and conditions or any other employment-related agreement, employee handbook, non-compete and confidentiality agreements or any agreement with the Company and shall meet the Company's pre-determined targets of the performance measures during the vesting period. The vesting period would be 3 consecutive fiscal

	<p>performance years from the grant date. The proportions that be vested on the vesting date for each year shall be as follows: 33% in 2024, 33% in 2025, and 34% in 2026. The actual vested percentage will base on the performance measure result of each performance year. For rounding rules applied to calculations, the payment of the vested awards shall be rounded down to the nearest whole number.</p> <p>2. The performance measure is EBITDA, with a target achievement minimum (threshold) of 80% and a maximum of 125%, of target. The payout percentage is from 50% to 150%. The vesting percentage would be 0% if the result of performance measure is below the minimum (threshold) level; 50% if the result of performance measure meets the minimum (threshold) level; 100% if the result of performance measure meets the target level; and 150% if the performance result meets or exceeds the maximum level. Calculation of achievement versus payout is made on a linear basis from minimum to maximum achievement.</p>	<p>performance years from the grant date. The proportions that be vested on the vesting date for each year shall be as follows: 33% in 2025, 33% in 2026, and 34% in 2027. The actual vested percentage will base on the performance measure result of each performance year. For rounding rules applied to calculations, the payment of the vested awards shall be rounded down to the nearest whole number.</p> <p>2. The performance measure is EBITDA, with a target achievement minimum (threshold) of 80% and a maximum of 125%, of target. The payout percentage is from 50% to 150%. The vesting percentage would be 0% if the result of performance measure is below the minimum (threshold) level; 50% if the result of performance measure meets the minimum (threshold) level; 100% if the result of performance measure meets the target level; and 150% if the performance result meets or exceeds the maximum level. Calculation of achievement versus payout is made on a linear basis from minimum to maximum achievement.</p>
<p>Restricted Rights of New Restricted Employee Shares</p>	<p>1. During the vesting period, except for inheritance, employees may not sell, pledge, transfer, give to another person, create any encumbrance on, or otherwise dispose of, restricted stock awards.</p> <p>2. Dividends or dividend equivalents of the</p>	<p>1. During the vesting period, except for inheritance, employees may not sell, pledge, transfer, give to another person, create any encumbrance on, or otherwise dispose of, restricted stock awards.</p> <p>2. Dividends or dividend equivalents of the</p>

	restricted stock awards that has yet to vest will not be paid. In addition, before the vesting conditions are fulfilled, the voting rights, and any other shareholder rights are prohibited.	restricted stock awards that has yet to vest will not be paid. In addition, before the vesting conditions are fulfilled, the voting rights, and any other shareholder rights are prohibited.
Custody Status of New Restricted Employee Shares	The restricted stock awards shall be deposited in a custody account upon the grant of the restricted stock awards. Before the vesting conditions are fulfilled, the employees shall not request the trustee to return the restricted stock awards by any reasons or in any ways.	The restricted stock awards shall be deposited in a custody account upon the grant of the restricted stock awards. Before the vesting conditions are fulfilled, the employees shall not request the trustee to return the restricted stock awards by any reasons or in any ways.
Measures to be Taken When Vesting Conditions are not Meet	<ol style="list-style-type: none"> 1. The Company will revoke the issued restricted stock award without consideration and cancel by the Company without compensation when employees fail to achieve the vesting conditions, including not continuous employment with the Company through the vesting dates, breach of the employee's employment terms and conditions or violation of any other employment-related agreement, employee handbook, non-compete and confidentiality agreements or any agreement with the Company, or fail to meet the Company's pre-determined targets of the performance measures during the vesting period. 2. The Company will revoke the unvested restricted stock award without consideration and cancel by the Company without compensation if employees resign, be terminated or lay-off by the 	<ol style="list-style-type: none"> 1. The Company will revoke the issued restricted stock award without consideration and cancel by the Company without compensation when employees fail to achieve the vesting conditions, including not continuous employment with the Company through the vesting dates, breach of the employee's employment terms and conditions or violation of any other employment-related agreement, employee handbook, non-compete and confidentiality agreements or any agreement with the Company, or fail to meet the Company's pre-determined targets of the performance measures during the vesting period. 2. The Company will revoke the unvested restricted stock award without consideration and cancel by the Company without compensation if employees resign, be terminated or lay-off by the

	Company.	Company.
Number of New Restricted Employee Shares that have been Redeemed or Bought Back	382,315	0
Number of Released New Restricted Employee Shares	8,065	0
Number of Unreleased New Restricted Shares	647,773 shares	753,361 shares
Ratio of Unreleased New Restricted Shares to Total Issued Shares (%)	0.12%	0.15%
Impact on Possible Dilution of Shareholdings	The impact to the diluted earnings per share is limited and not significant to the shareholder equity.	The impact to the diluted earnings per share is limited and not significant to the shareholder equity.

3.6.2 : List of Executives Receiving New Restricted Employee Shares and the Top 10 Employees with New Restricted Employee Shares

As of March 31, 2025

	Title	Name	Number of New Restricted Shares	New Restricted Shares as a Percentage of Shares Issued (%)	Released				Unreleased			
					Number of Shares	Issued Price (NTD)	Amount (NTD)	Released Restricted Shares as a Percentage of Shares Issued (%)	Number of Shares	Issued Price (NTD)	Amount (NTD)	Unreleased Restricted Shares as a Percentage of Shares Issued (%)
Manager & Employee	CFO	Eddie Chen	344,412	0.07%	-	-	-	-	344,412	-	-	0.07%
	Chief HR Officer	Alison Tung										
	Executive Vice President	T.Y. Chang										
	Chief Information Officer	Chris Yang										
	Sr. Vice President	C.T Lee										
	Vice President	Nick Chen										
	Sr. Vice President	Brian Liu										
	Accounting Officer and Corporate Governance Officer	Kevin Yang										
	Sr. Executive VP	Claudio Lollini										
	Sr. Executive VP	Charles Meeks										
	Sr. Executive VP	Robert Willoughby										
	Executive VP	Philip Lessner										
	Executive VP	William Malherbe										
	Executive VP	Susan Barkal										
	Sr. Vice President	Travis Ashburn										
Sr. Vice President	Frank Wolfinger											
Sr. Vice President	Andreas Meier											
Sr. Vice President	John Boan											

3.7 Shares issued for mergers and acquisitions: None

3.8 Capital utilization plan: None

IV. Operational Highlights

4.1 Business Activities

4.1.1 Business Scope

A. Core Business: The Company is engaged in the R&D, manufacturing, and sales of passive and other electronic components and related production equipment.

B. Revenue distribution

Major Products	(%) of Total Sales in 2024
MLCC	19
Tantalum capacitors	18
Chip resistors	14
Magnetics	29
Sensors	10
Other	10
Total	100

C. Current Product

- (1) MLCC
- (2) Tantalum capacitors
- (3) Chip resistors
- (4) Magnetics
- (5) Sensor
- (6) Other electronic components: actuators, film and electrolytic capacitors.
- (7) Related production machinery, raw materials and semi-finished goods of above products.

D. New Product Development Plan

(1) MLCC:

The three major factors of MLCC product are raw materials, production process and manufacturing machinery. As the Company is capable of producing high-end ceramic powder and metal pastes and is able to design and develop the key manufacturing process and machinery, it can effectively control the production cost and quality and ensure the production efficiency and high yield rate.

Through pursuing continuous optimization in manufacturing process, YAGEO maintains the leadership position among the MLCC suppliers in the Globe. The Company continues to develop product of high capacitance, high voltage, high reliability, and small size. The end applications are diversified, including consumer electronics, 5G, automotive, industrial, medical, and aerospace in order to meet customer needs.

(2) Tantalum capacitors

KEMET was established in 1919 and is a leading global supplier of high-end electronic components with a global footprint. KEMET's main product lines include ceramic capacitors, tantalum capacitors (number one in the world),

electromagnetic and sensing elements, and thin film and electrolytic components. KEMET has been investing over the long term in segments such as high-end automotive electronics, industrial, aerospace, healthcare, smartphone, cloud/network, wireless communication, green energy and 5G equipment. Holding more than 1,600 patents and trademarks worldwide, KEMET has established a leading position for its products via its advanced R&D, design-in and production capabilities.

Since the acquisition of KEMET, YAGEO's overall revenue by industry, product line, region and client has shown structural changes. The future operation will continue to focus on end applications in high-end 5G, automotive, industrial, aerospace and healthcare segments, which will help the Company maintain stable revenue and momentum of growth in profitability.

(3) Chip resistors:

YAGEO is in the leading position of advanced technologies and provides customer design-in services. The product portfolio includes high reliability, high power, small/large size and covers various end applications, including flagship smartphone and automotive and industrial use.

YAGEO's production capacity in high-precision thick film resistors is not only for small-size products, but also for the medium and large size products targeted at automotive and industrial markets. The Company provides a full range of products with all sizes to meet market demand. Meanwhile, the capacity of thin film resistors and current sensing resistors has also grown to a large extent and is expected to reach the world's number one after further technology breakthrough and successful product development given the strong demand for IOT, automotive and industrial applications.

(4) Magnetics

Pulse's main products include wireless components, high-end transformers, integrated connector modules, RF Chip inductors, power supplies and cable systems. Pulse has a long-term development in automotive electronics, industrial applications, wireless communications, networking equipment, and power management. Being a global brand for over 70 years, Pulse holds a leading position in its R&D and design-in capabilities in advanced 5G and EV (electric vehicle) technology with many patents worldwide. Its clients are all leading global brands and distributors in the abovementioned segments; it will further strengthen YAGEO's positioning in terms of industry, product line, region and client.

Chilisin is a professional manufacturer of inductor components, focusing on consumer electronics, mobile devices, and communication applications in the Greater China. Through the consolidation of Chilisin with YAGEO, YAGEO's product portfolio will not only be more comprehensive, Chilisin also will enter high-end markets in Europe, America and Japan through YAGEO's global channels, as well as premium segments such as automotive, industrial, medical, aerospace and 5G/IoT to create even higher value for customers, shareholders, and employees of both companies.

(5) Sensors

Heraeus Nexensos is the global leader in premium platinum thin-film temperature sensors for superior temperature range, high precision measurement and high stability with over 100 years of history in high-end industrials and automotive segments. Heraeus Nexensos offers a variety of platinum thin-film temperature sensing components, including wire sensors, SMD (Surface Mount Device) sensors, and PCB (Printed Circuit Board) sensors, to meet various design requirements from clients.

Telemecanique Sensors is a leading global specialist in the design, development, and delivery of mission-critical electromechanical and electronic sensors. With over 90 years of continuous innovation in sensors, Telemecanique Sensors has built a broad portfolio of sensing solutions including high-end limit switches, proximity sensors, and pressure sensors. Its products are used in several fast-growing macro trends such as IoT, Industrial Automation, Industry 4.0 and Infrastructure, including a wide array of applications.

4.1.2 Industry Summary

A. Industry Status and Development

In 2024, global demand for end products improved versus prior year. This is mainly driven by Artificial Intelligence and Electronic Vehicles. The continued rise of Artificial Intelligence increased demand for servers as well as consumer devices such as Smartphones and PCs. In addition, the penetration of Electronic Vehicles continue to increase, especially in China. At the same time, 2024 was a year of uncertainty. Conflicts in Russia-Ukraine and Middle East contributed to geopolitical tensions. In addition, voters in more than 60 countries went to the polls, impacting global economic development and social stability.

Analyzing the impact of these factors on YAGEO Corporation's operations, persistent high costs kept production expenses elevated for enterprises. Costs of raw materials and energy tested the profitability and supply chain management capabilities of companies. Moreover, in an environment of high price levels, consumers' purchasing power continued to be strained, particularly for consumers in emerging markets.

Despite facing a challenging environment characterized by slow recovery, supply chain destocking phases, and high raw material costs, YAGEO Corporation continued to develop high-end products and flexibly adjusted production strategies. As a result, the company delivered excellent performance in 2024, expanding gross profit margin, operating profit margin, and net profit margin. Observing the long-term trends in the technology industry, with the promotion of applications such as electric vehicles, 5G, cloud computing, industrial control, high-performance computing, and the Internet of Things, the company expects passive components to continue to grow steadily.

B. The Supply Chain in Upstream, Midstream, and Downstream

Product	Upstream	Midstream	Downstream
MLCC	Ceramic Powder	Murata, SEMCO, Taiyo Yuden	Automotive, industrial, automation equipment, networking communication equipment, server, IoT networking, VR, smartphone, notebook, tablet, audio home appliance, and gaming machine.
	Electrode material		
Tantalum	Tantalum powder	AVX, Vishay, Panasonic	5G connectivity, automotive, power station, military, aerospace, medical, high-end PC NB, industrial, automation equipment, game console.
	Electrode material		
Resistors	Substrate	KOA, Rohm, Vishay	Automotive, industrial, automation equipment, networking communication equipment, server, IoT networking, VR, smartphone, notebook, tablet, audio home appliance, and gaming machine.
	Paste		
	Ink		
Magnetics	Iron ring core	TDK, Murata, Taiyo Yuden, Bel Fuse, Mentech, ICT	Automotive, industrial, automation equipment, networking communication equipment, server, IoT networking, smartphone, notebook, tablet.
	Mechanism components		
	Electronic materials		

C. The Industry Development

- (1) Smartphones, tablet computers, and portable electrical appliances, etc., promote the miniaturization of passive components for the convenience and diversification of functions, so that more components can be placed in a limited space.
- (2) Electronic products require more low power consumption, energy saving and carbon reduction, so more passive components are needed to increase power efficiency.
- (3) To embrace the 5G era, the storage, transmission, and calculation of information are not only large in volume, but also used by a large number of people at the same time, and must be reliable and without delay, so the demand for passive components has increased significantly.
- (4) Electric vehicles and charging piles will drive the demand for more high-reliability passive components.
- (5) The third-generation semiconductor materials will drive more passive components for high-frequency and high-voltage applications.

4.1.3 Technology and Research & Development Summary.

A. Research and Development Expenses in the past year

Unit: NT\$ thousands

Item	Year	2024	As of March 31, 2025
	R&D Expenses		3,472,530

B. Successfully Developed Technology or Product

- (1) High capacitance density (high capacitance, miniaturization, thinning) NPO, X7R, X5R MLCCs
- (2) High rated voltage, high capacitance NPO and X7R MLCCs
- (3) High reliability and high temperature automotive grade X5R, X6S, X7R, NPO, X8R, X8G MLCCs
- (4) High-frequency and high quality factor NPO MLCCs
- (5) High mechanical stress resistance soft termination MLCCs
- (6) Stacked MLCC's (KONNEKT, KPS form factors) for bulk capacitance density
- (7) Automotive Grade Polymer Tantalum T598D687M2R5ATE006 CV Extension market release with focus on AD/ADAS
- (8) Military Performance Specification (PRF) Polymer Tantalum T581 Polymer Mil-PRF32700/2 Series – 35V Rated Voltage
- (9) Supercapacitors SMD FCR Series (85°C/2000h) from 70°C to 85°C capability.
- (10) T598 Automotive Grade Up-screen solution for LEO Satellites (space applications)
- (11) Extended group of T521 16V- 35V improved solutions, such as 3528-12 10uF35V, 3528-20 15uF35V, 7343-20/31 47uF35V, 7343-31 150uF25V. We also upgrade the T521 capability to 125°C / 0.8Ur. These focus efforts support miniaturization, extended life with higher and demanding application conditions such as laptop, server, and eSSD.
- (12) High-power & ultra-low ohmic Kelvin-structure shunt resistors PU1216/2726 Series
- (13) High-dissipation metal alloy current sensing resistors PK Series
- (14) High-power wide-terminal thick film resistors WS Series
- (15) High efficiency and reliable transient control, Molding Type TLVR Power Inductor
- (16) Low-profile design with efficient heat dissipation, featuring Bottom-Terminal Power Inductors
- (17) Gate drive transformer: M1408T/M1409T/M1414T
- (18) Magnetic valve actuators for hydraulic system of construction machines and agricultural equipment: 124-0136-0/124-0105-0
- (19) Integrated DC-DC 4.5kW transformer; used in a phase-shifted full-bridge DC/DC-Converter 800V/12V, 003730518
- (20) Integrated Common Model Filter; used in a 150kW BOOST Inverter 900V/350A, 003730534

4.1.4 Business Plan

A. Short Term Business Plan

- (1) Continue to increase capacity utilization and yield rate to reduce production costs.
- (2) Implement after-merger management and consolidation to expedite synergy.
- (3) Strengthen matrix organization management to increase employee productivity.

B. Mid to Long Term Business Plan

- (1) Strengthen overall deployment in the niche market.
- (2) Improve product and terminal client mix.
- (3) Offer electronic components a one-stop-shopping service.
- (4) Expand market scales in European, American and Japanese high-end markets.
- (5) Expand R&D and production scale in Taiwan.

In addition, while the Company continues to grow along with the abovementioned short- and long-term business plans, the Company does not rule out the possibility of forming a strategic alliance with other leading global companies to secure stable downstream business flow and upstream source of components for both parties, and of acquiring passive component company to achieve the Company’s goal of continual growth.

4.2 Market, Production and Sales Review

4.2.1 Market Analysis

A. Sales Region

Area \ Year	2020	2021	2022	2023	2024
Americas	11%	12%	15%	14%	14%
Asia Pacific	21%	15%	22%	15%	13%
Greater China	53%	54%	42%	47%	50%
Europe	15%	19%	21%	24%	23%

B. Market Strategy

(1) MLCC

The Company is devoted to the development of high capacitance, high voltage, small size (0201 or 01005) and SMD array products. The Company increases its capacity to be in line with MLCC market growth rate (10%-15% annually). MLCC production requires not only advanced manufacturing process but also chemical formulation. The technical development trend of MLCC is: miniaturized product, higher capacitance value, increase the voltage load capacity (up to 5KV) to meet the needs of the market.

(2) TFM

The Company is devoted to the development of high capacitance, high voltage, high temperature resistance, high humidity resistance, high reliability, and longer life for tantalum capacitors. Being the world's largest manufacturer of tantalum capacitors, with a market share of more than 46%, the Company has an excellent development position in high-end markets such as automotive, industrial, military, aerospace, medical, and high-end computers. With the continuous evolution and advancement of technology, the demand for high-capacitance and high-voltage will gradually increase. The Company will enhance and integrate technical capabilities, expand global distribution channels, strengthen marketing capabilities and brand competition.

(3) Resistor

- (a) Dedicated to the development of miniaturized product (01005), SMD array resistors (0201*4), and low ohmic current sensing resistor as these are the fast-growing new products.
- (b) The Company is the number one chip resistor supplier in terms of capacity, and our technical team is committed to manufacturing process improvement and quality controls.
- (c) Enhance product marketing, strengthen customer service and cooperation with key customers. Revenue and profit margin are stably growing.

(4) Magnetics

Focus on high-growth markets such as 5G technology, automotive electronics, industrial equipment's, cloud data centers, networking, and smartphones. The Company will continue to expand global distribution channels, strengthen brand competition and marketing capabilities, and actively increase production automation technology, cost quality control to meet the needs for advanced products from global customers.

(5) Sensors

Heraeus Nexensos offers a variety of platinum thin-film temperature sensors for superior temperature range, high precision measurement and high stability with over 100 years of history in high-end industrials and automotive segments. Telemecanique Sensors focuses on products used in several fast-growing macro trends such as IoT, Industrial Automation, Industry 4.0 and Infrastructure, including a wide array of applications. With YAGEO's years of international M&A and integration experiences, the acquisitions will propel YAGEO further into the sensor market, especially in the industrial segments, which are the key drivers for future growth. YAGEO will be able to continue to capture the content share per box among the customers and further simplify supply chain management process to create value and convenience.

C. Advantages and Disadvantages of Competitiveness

(1) Competitive Advantage

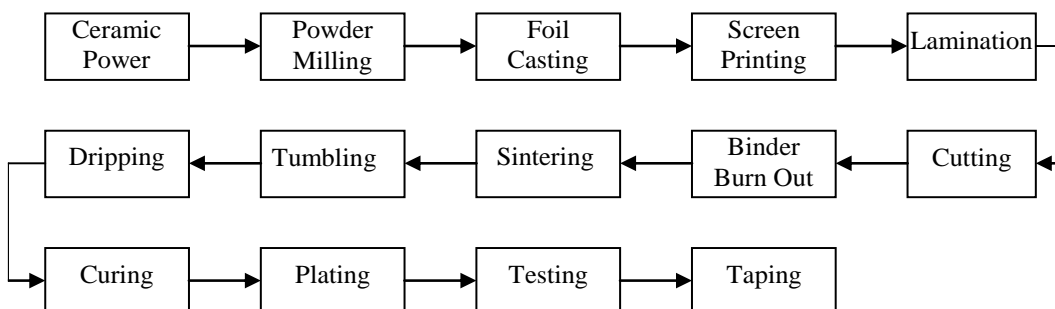
- (a) Technology leadership position
- (b) Global operations
- (c) Provide one-stop-shopping service to customers
- (d) Water solvent system in MLCC manufacturing process.

(2) Competitive Disadvantage

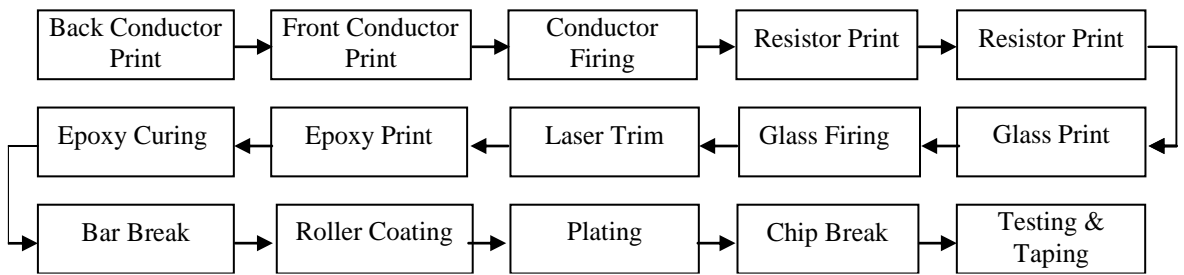
- (a) Capacity expansion in the industry
- (b) High cost of raw material (precious metal)
- (c) More stringent environmental protection standard and regulation

4.2.2 Manufacturing Processes of Major Products

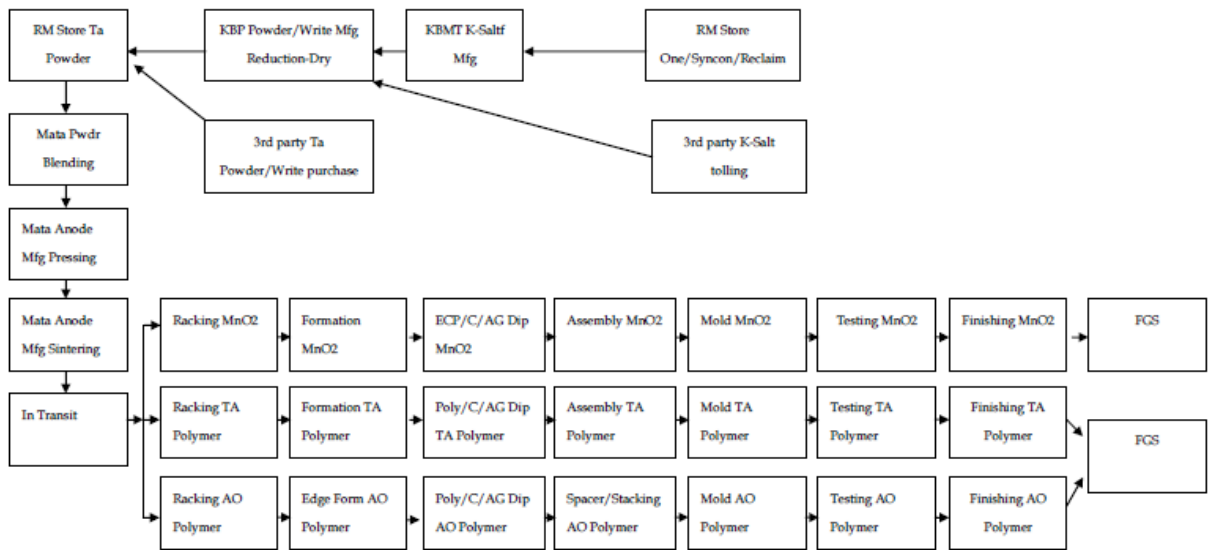
(1) MLCC



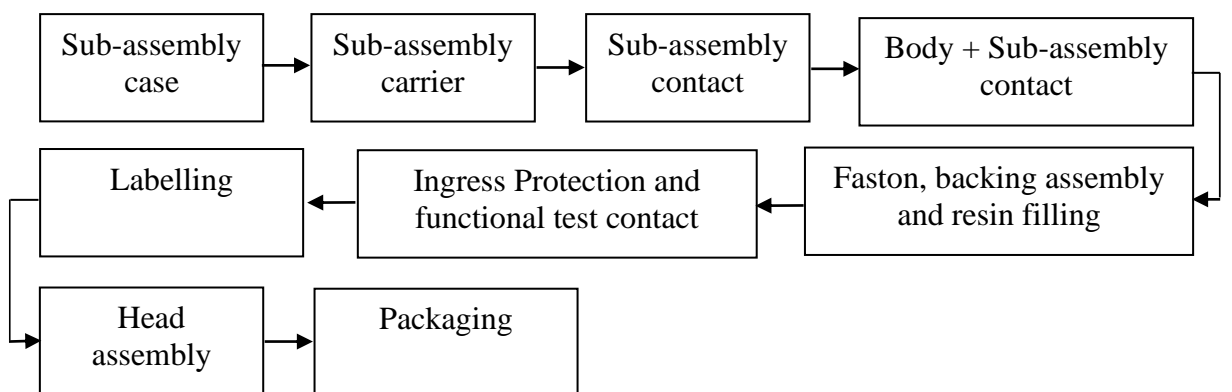
(2) Chip Resistors



(3) Tantalum capacitors



(4) Sensors



4.2.3 Raw Material

The main raw materials of passive components are ceramic powder, porcelain rod, iron cap, lacquer, copper wire, substrate, conductive paste, and resistor paste. Most of the raw materials are imported from Europe and Japan. Considering cost control, stable delivery and local supply chain cluster, part of the raw materials have been changed to purchase from domestic vendor.

4.2.4 List of any suppliers and clients accounting for 10 percent or more of the company's total procurement (sales) amount in either of the 2 most recent fiscal years, the amounts bought from (sold to) each, the percentage of total procurement (sales) accounted for by each, and an explanation of the reason for increases or decreases in the above figures

A. List of Major Suppliers with over 10% of the total purchase in the Last Two Years:

None

B. List of Major Clients with over 10% of the total sales in the Last Two Years: None

4.3 Status of Employees

Year		2023	2024	As of March 31, 2025
Number of Employees	Direct Labor	24,243	19,388	19,676
	Indirect Labor	11,858	11,236	11,011
	Total	36,101	30,624	30,687
Average Age		38	39.6	39.3
Average Years of Service		7.20	9.14	8.90
Education Background	Ph.D.	72	59	59
	Masters	1,165	963	932
	University	6,812	6,126	6,087
	High School	21,548	18,345	18,529
	Under High School	6,504	5,131	5,080

4.4 Disbursements for environmental protection:

As of the most recent fiscal year and up to the date of printing the annual report, the Company has not incurred any material losses or penalties (including compensations) related to environmental pollution.

4.5 Labor Relations

4.5.1 List any employee welfare plans, continuing education, training, retirement systems, and the status of their implementation, and the status of labor-management agreements and measures for preserving employees' rights and interests.

A. Employee Welfare:

The Company believes that high productivity and performance are based on harmonious employee relationship. Work-Life balance is critical for our employees and our organization as a whole Yageo's work and life balance program helps employees enjoy a better quality of life and it also contributes to Yageo's success.

Based on salary changes in the industry, productivity at Yageo, and individual employee performances, annual salary raises will be calculated. Therefore, the

Company cares employees' well-beings by providing a healthy, safe working environment, and offering a variety of activities and offers employees a wide range of benefits, which include:

- Employee bonus;
- Employee cafeteria;
- Group insurance, Labor insurance, National health insurance;
- Travel allowance, gift vouchers, movies tickets form Employee Welfare Committee
- Festival bonuses
- Annual health check
- Community activity
- Marriage, funeral, celebration grants

B. Education and training:

Yageo not only employs talented people, but is also focusing its energies on enhancing the leadership and capabilities of its staff. Yageo offers opportunities for people to grow both professionally and personally by adding value to the organization, improving their leadership skills and work capabilities through our management training programs by external professional institution.

The company train worker to industry standards, and provides comprehensive learning opportunities and resources to all employees and a tailor-made individual development plan to the employee's development needs, also with business needs. Training days for each indirect labor received in averages is 6 days, and 42 days for each direct labor.

In 2024, the total training expenses were NT\$2,480 thousand. The training courses and time as below table:

				Unit: hour
	Core compenecy	Profession skill	Management skill	Total
Hour	23,027	5,951	1,284	30,262

C. Retirement policy:

The Company in accordance with the provisions of the Labor Standards Law and Labor Pension Act provides a retirement plan for all formal employees. And establish the Labor Pension Reserve Committee.

D. Manager continuing education

Training Date	Organizer	Courses	Hours
2024/3/6	Corporate Governance Association, Taiwan	Executive Continuing Education in Corporate Governance	3
2024/5/24	Corporate Governance Association, Taiwan	The Value of Non-Financial Performance and Climate-Related Disclosures	3
2024/8/1	Taiwan Procurement and Supply Management Association	ChatGPT & AI Applications in Procurement	6
2024/10/4	Accounting Research and Development Foundation, Taiwan	Mastering Corporate Governance and Compliance from Legal Cases	6
2024/10/24	Accounting Research and Development Foundation, Taiwan	Internal Auditors' Application of Digital Forensics in Trade Secret Protection	6
2024/11/18	Internal Audit Association, Taiwan	Analyzing Financial Reports from an Operational Audit Perspective	6

2024/12/16	Accounting Research and Development Foundation, Taiwan	Continuing Education for Accounting Executives	16
2024/12/18	Internal Audit Association, Taiwan	Business Contract Management and Audit Practices	6
2024/12/23	Internal Audit Association, Taiwan	Cybersecurity Protection and Cloud Security Audit Practices	6
2024/12/26	Internal Audit Association, Taiwan	Generative AI and AI Data Protection for Auditors	6

4.5.2 Labor/Employer dispute loss incurrent in the most recent year and up to the publication of the annual report; also, disclosing estimated current and future loss and its countermeasure: None

4.5.3 To ensure sustainable business operations and the fulfillment of social responsibilities in safeguarding labor rights, our company's dispatch workers and outsourced labor services (including subcontracting) strictly comply with the Ministry of Labor's official letter (No. 1140141417, issued on April 2, 2024). The implementation details are as follows:

- 1.Pre-Cooperation Evaluation: For prospective vendors providing dispatch services (including labor and migrant worker subcontracting), we conduct on-site visits and interviews to assess their compliance with labor laws. This evaluation serves as the basis for approving new partnerships and determining ongoing collaborations.
- 2.Continuous Compliance Oversight: Throughout the contract period, the company regularly conducts educational sessions to ensure legal working conditions for dispatched (or stationed) workers. We proactively interview migrant workers, perform audits, and verify adherence to relevant regulations.

4.6 Information communication security management

4.6.1 Describes information security and risk management structure, information security policy, practical management plan and resources invested in information security management:

A. Information security and risk management structure

- (1) The information security risk management authority of the Company is the Information Business Group, with the Chief Information Officer as the chief information security representative. The Information Security Department, under the leadership of the Chief Information Officer (CIO), oversees the coordination of the Group's information security policies, plans, and operations. It is tasked with promoting and enforcing information security policies while regularly reporting to the CIO on the efficacy of the overall information security management organization and system implementation.
- (2) The Audit Office of the Company is the supervisory unit of information security supervision, and an external accounting firm is regularly engaged to perform information and security audits. If deficiencies are found during internal or external audits, improvement plans and specific actions should be proposed, and the effectiveness of the improvements should be tracked to reduce the risk of internal

operations.

B. Information security policy

- (1) Yageo employees have obligations to protect the Company's business information, including patents, production processes, formulas and other intellectual properties; unauthorized use, divulgence, modification or damage are forbidden.
- (2) Without authorization, the Company's employee may not use, within the Company's premises, any privately owned or non-Yageo owned computer, connection device and storage media (e.g., USB drive, hard drive, CD burner, disc, optical disc, and other storage or media in any form).
- (3) All information received by, sent from, or stored on a Yageo-owned computer or network device shall be deemed the property of Yageo.
- (4) It is strictly prohibited to deliver any business-related data, work file, presentation and internal communicate via email to irrelevant unit and personnel, external personal e-mail address and e-mail address that concerns no business with YAGEO.
- (5) It is absolutely prohibited to use YAGEO network and computer resource for hacking into other people's system or for the purpose of non-business activities, such as entertainment, personal investment/finance, dissemination of pornographic pictures, music files, jokes and the alike.
- (6) Employees are responsible for actively protecting the company's computer system data, maintaining personal passwords and preventing the spread of computer viruses.
- (7) No associate may install or use any illegal or unauthorized program on the Company's computer equipment.

The abovementioned Yageo information security policy shall apply to all Yageo Group employees (including contractors); violation of the said policy may be deemed a crime against the laws and subject to job termination. The Company reserves the right to claim damages.

C. Practical management plan

The Company continues to implement multiple information security protocols and measures to strengthen overall information security. The scope covers the followings:

- (1) Network information security control
 - (a) Equipped with firewall and next-generation anti-virus system.
 - (b) Equipped with smart anti-hacking system, such as network anti-intrusion IPS, Email anti phishing, endpoint device abnormality detection EDR.
 - (c) Regularly check the logs of the network service system to track abnormalities.
 - (d) Adopt advanced encryption technology (e.g., certificates or SSL) to enhance confidential and sensitive data transmission protection.
 - (e) Routinely scan system weaknesses on company-owned information equipment and respond with strengthening measures.
 - (f) Regularly check the logs of the network service system to track abnormalities.
 - (g) Introduction of managed detection and response (MDR) service to monitor network packets and operation system log, track features of malicious behavior and intervene at real time.
- (2) Data protection control
 - (a) Adopt Multi-Factor Authentication (MFA) technology to strengthen the identity

- authentication for accessing network resources.
- (b) Computer equipment registers are kept by specialized personnel and appropriate access rights are granted according to their duties.
 - (c) Erase all data before scrapping the information equipment.
 - (d) Maintain logs of access to critical system data to facilitate audit trails.
 - (e) Critical factory areas are locked by USB to prevent data leakage and protect the production line.
- (3) Disaster recovery system
- (a) High availability and disaster recovery measures are deployed on all critical systems.
 - (b) Install system backup measures that provide double redundancy and remote/offsite backup protections.
 - (c) Drill emergency response plan and routine system recovery.
- (4) Awareness and inspection
- (a) Newly hired personnel must sign in an information communication security and non-disclosure agreement.
 - (b) Routinely administer information security education, training and awareness programs are held to increase information security consciousness among employees.
 - (c) Administer social engineering blind test on active employees.
- (5) Password policy and account management
- (a) The password policy of our company's account refers to international standards and adopts international-level password policy; changing passwords regularly.
 - (b) System accounts may only be opened and utilized following an application process, and they will be deactivated and removed upon termination of employment.
 - (c) Identity-aware security monitoring solution to monitor brute-force break-ins, logins, and abnormal usage behaviors.

D. Resources invested in information security management

The Company allocates budgets every year to strengthen and update information security equipment continuously, ensuring that the latest information security technology is deployed to sustain the corporate operation.

4.6.2 List of major information security events and their respective damage, possible impact and responsive measures during the latest fiscal year up to the publish date of the annual report: None

4.7 Important Contracts

Agreement	Counterparty	Period	Major Contents	Restrictions
Long-term loan Agreement	Hua Nan Bank etc. Sydication loan with 9 banks.	2024.06~2029.06	NT\$38.5 Billion	None
Long-term loan Agreement	CTBC Bank	2019.08~2026.09	NT\$ 5 Billion	None
Long-term loan Agreement	Mega Bank	2019.09~2029.10	NT\$ 4 Billion	None
Long-term loan Agreement	Chang Hwa Bank	2019.09~2026.09	NT\$ 2.56 Billion	None

V. Review and Analyze of Financial Position, Financial Performance, and Risk Management

5.1 Analysis of Financial Status

Unit: NT\$ thousands

Item \ Year	2023	2024	Difference	
			Amount	%
Current assets	131,935,732	158,288,050	26,352,318	20.0%
Non-current assets	200,234,512	208,387,857	8,153,345	4.1%
Total assets	332,170,244	366,675,907	34,505,663	10.4%
Current liabilities	115,301,989	113,978,386	(1,323,603)	(1.1)%
Non-current liabilities	79,509,391	90,144,158	10,634,767	13.4%
Total liabilities	194,811,380	204,122,544	9,311,164	4.8%
Equity attributable to shareholders of the parent	135,372,211	160,461,209	25,088,998	18.5%
Business combinations under common control with successor	1,986,653	2,092,154	105,501	5.3%
Total equity	137,358,864	162,553,363	25,194,499	18.3%

The main reasons for the material changes in the financial status over the past two years are as follows, which have had no significant impact on the Company.

Asset: The increase in investment under the equity method was mainly due to the increase in financial assets measured at amortized cost in 2024 end and the subscription of the private placement of common shares of UPI Semiconductor Corp.

Liability: Mainly due to the increase in long-term loans at the end of 2024.

Equity: Mainly due to conversion of overseas convertible corporate bonds into common shares, net income after tax in 2024, and the increase in exchange difference on the translation of financial statements of foreign operations.

5.2 Analysis of Financial Performance

Unit: NT\$ thousands

Item \ Year	2023	2024	Increased (Decreased)	Rate of Variance (%)
Operating revenue	107,609,336	121,667,329	14,057,993	13.1%
Gross profit	36,025,827	41,803,489	5,777,662	16.0%
Profit from operations	20,430,188	23,385,531	2,955,343	14.5%
Non-operating income	3,926,902	3,477,819	(449,083)	(11.4)%
Income before tax	24,357,090	26,863,350	2,506,260	10.3%
Net income	17,518,811	19,486,631	1,967,820	11.2%
Other comprehensive income (income after tax)	265,096	8,630,518	8,365,422	3155.6%
Total comprehensive income for the year	17,783,907	28,117,149	10,333,242	58.1%
Net income attributable to shareholders of the parent	17,427,068	19,356,484	1,929,416	11.1%

The main reasons for the material changes in the financial performance over the past two years are as follows, which have had no significant impact on the Company.

Operating items: Mainly due to 2024 being the first full year of the acquisition of Telemecanique Sensors and the strong demand for AI-related applications.

Non-operating income: Mainly due to the decrease in net foreign exchange gains in 2024.

Other comprehensive income: Mainly due to the increase in exchange differences on the translation of financial statements of foreign operations in 2024.

5.3 Analysis of Cash Flow

5.3.1 Cash Flow Analysis for the most recent fiscal year

Item \ Year	2023	2024	Gain or Loss ratio (%)
Cash flow ratio (%)	26.94	27.34	1.5%
Cash flow adequacy ratio (%)	104.33	132.24	26.8%
Cash reinvestment ratio (%)	12.69	9.04	(28.8)%
<p>Analysis of change in cash flow in the current year:</p> <p>The increase in cash flow ratio was mainly due to the increase in net cash flow from operating activities and the decrease in current liabilities compared with the previous period.</p> <p>The increase in cash flow adequacy ratio was mainly due to the increase in net cash flow from operating activities in the last five years compared with the previous period and the decrease in cash dividends paid in the last five years compared with the</p>			

previous period.

The decrease in the cash reinvestment ratio was mainly due to the increase in the amount of cash dividends paid out compared with the previous period, resulting in a decrease in cash available for investment.

5.3.2 Remedy for Cash Deficit and Liquidity Analysis: NA

5.3.3 Cash Flow Analysis for the coming year:

The Company expects that cash inflows from cash and operating activities in the next year will be sufficient to cover various cash expenses such as capital expenditures and cash dividends, and the cash flow will be good in the next year.

5.4 The effect upon financial operations of any major capital expenditures during the most recent fiscal year

The Company and its subsidiaries spent NT\$ 6,646,163 thousand in capital expenditure in 2024 mainly for the manufacture of diversified products such as miniaturization, high capacitance value, temperature resistance, high-pressure resistance, large size for vehicles, and environmental protection. Therefore, the purchase is for machinery equipment replacement and expansion of production capacity. At the same time, the Company continues to expand investment in Taiwan and expands the production capacity of niche and high-end products in Taiwan to meet the development needs of high-end automotive, industrial, medical, aerospace, and 5G/IoT, which is positive for the Company's future financial business.

5.5 Reinvestment policy for the most recent fiscal year, the main reasons for the profits/losses generated thereby, the plan for improving re-investment profitability, and investment plans for the coming year

(1) Investment policy for the most recent fiscal year and investment plans for the coming year:

The integration of the passive component industry and the strategic expansion into high-end electronic component products have long been the cornerstone of YAGEO's investment policy, with the overarching goal of maximizing shareholder value as the management team's key investment objective.

YAGEO remains prudently optimistic and is committed to continuously developing its core businesses, executing its established strategies, accelerating product innovation, and expanding its presence in the European and U.S. markets to strengthen international competitiveness and drive further business growth.

As part of its investment plan for the coming year — approved by the Board of Directors on February 5, 2025 — YAGEO expects to complete the acquisition of Shibaura Electronics in the third quarter of 2025. This acquisition aligns with YAGEO Group's ongoing strategy of focusing on high-end, niche sectors, further enhancing its highly engineered product portfolio and reinforcing its position as a global leader in advanced electronic component solutions.

Founded in 1953, Shibaura Electronics holds a globally leading position in the sensor sector. Originally a manufacturer of copper oxide rectifiers, thermistors, and varistors, Shibaura Electronics has since evolved into the world's leading supplier in the thermistor

market. With over 4,800 employees and annual revenues exceeding JPY 32 billion, the company provides a broad range of solutions for automotive, industrial equipment, home appliance, and medical end-use applications.

The acquisition of Shibaura Electronics will create substantial cross-selling opportunities and synergies for YAGEO Group. By combining Shibaura's outstanding technological capabilities with YAGEO Group's premium global distribution channels, the Group will not only further expand its market share among existing customers but also streamline customers' supply chain management processes — delivering win-win value and enhanced convenience for both parties.

(2) Main reasons for the losses generated thereby

The Company recognized NT\$322,106 thousand of investment gain under the equity method in 2024 as our affiliate company recognized income after tax.

5.6 The section on risks shall analyze and assess for the most recent fiscal year and as they stood on the date of publication of the annual report:

5.6.1 The effect upon the company's profits (losses) of interest and exchange rate fluctuations and changes in the inflation rate, and response measures to be taken in the future.

The Company is exposed to interest rate risk because the Company borrows funds at both fixed and floating interest rates. The risk is managed by the Company by maintaining an appropriate mix of fixed and floating rates. As the credit rating is established and improved, the Company reduces interest expenses by issuing bonds and seeking lower financing costs from banks and financial institutions

The Company engages in foreign currency hedging operations to avoid the impact of exchange rate fluctuations on its current assets and current liabilities which are denominated by foreign currency after considering the net difference. Inflation had a limited impact on the Company's operating costs in the past year, and the Company continued to increase the proportion of AI, high-end automotive electronics and industrial products shipped, expand the development of high-end customers, and added new production capacity for niche products, resulting in the continuous optimization of the Company's overall product portfolio. These development strategies have enabled the Company to avoid or tolerate possible risks associated with its operations.

5.6.2 The company's policy regarding high-risk investments, highly leveraged investments, loans to other parties, endorsements, guarantees, and derivatives transactions; the main reasons for the profits/losses generated thereby; and response measures to be taken in the future:

The Company engages in fund lending with others, endorsement guarantees and derivative instrument transactions in accordance with the procedures passed by the board of directors, and does not engage in high-risk, highly leveraged investments that may affect profit and loss.

5.6.3 Research and development work to be carried out in the future, and further expenditures expected for research and development work:

The Company and its subsidiaries are expected to invest more than NT \$ 3.6 billion in R&D in 2025. Please refer to the description of “IV. Operational Highlights” of the

Annual report.

- 5.6.4 Effect on the company's financial operations of important policies adopted and changes in the legal environment at home and abroad, and measures to be taken in response:

The Company consistently pays close attention to any changes in local and foreign regulations and policies and makes appropriate amendments to our systems when necessary. During 2024 and as of the date of publication of this annual report, changes in related laws have not had a significant influence on our operations. However, in 2025 Tariffs on international trade will be closely monitored for impact to YAGEO and our customers.

- 5.6.5 Effect on the company's financial operations of developments in science and technology as well as industrial change, and measures to be taken in response:

YAGEO constantly monitors the technical progress of the industry and assigns a dedicated person/team to evaluate action plans for future development and the impacts on our business and financial position when needed. YAGEO actively deploys and adjusts production capacity to meet market demand, continuing to focus on high-end automotive, industrial, healthcare, aerospace, and 5G/IoT segments and deliver even stable revenue and profitability growth in the future.

The Company values information security for financial operations; complete information security protection and data protection measures are installed to ensure that financial operations are protected against risks of information leak or damage. For the sake of information and communication security, the Company continues to invest and procure advanced information security equipment, such as firewalls and virus walls, to ward off cyber-attacks. Thorough data protection measures are also in place to guarantee the safe storage of financial data.

- 5.6.6 Effect on the company's crisis management of changes in the company's corporate image, and measures to be taken in response:

The Company attaches great importance to corporate risk management, such as prevention and mitigation of both natural and human-made disasters, and has established extensive action plans and procedures for building a project response team. Risk management planning includes thorough analysis of the root cause and impact of the incident, the alternative plan and solutions to various conditions, and prevention and reconstruction measures. The responsibility of the project team is to minimize the impacts of physical injuries, operation disruption and financial damage and to maintain smooth operation when accident happened. The Company's operation has been stable over the years, and there is no significant risk that may interrupt normal operation or damage corporate image.

- 5.6.7 Expected benefits and possible risks associated with any merger and acquisitions, and mitigation measures being or to be taken: None

- 5.6.8 Expected benefits and possible risks associated with any plant expansion and mitigation measures being or to be taken:

YAGEO utilizes the advantages of conducting business in Taiwan, including frontier

R&D, industry cluster and supply chain integration, to ensure driving forces for long-term growth and maintain operation sustainability. Considering the ongoing trade dispute between China and US, the Company decided to expand its investment scale in Taiwan locally while continuously developing business globally.

5.6.9 Risks associated with any consolidation of sales or purchasing operations, and mitigation measures being or to be taken:

The Company has consistently focused on identifying alternative sources for purchasing, and has worked to diversify its customer base in order to reduce the concentration of sales.

5.6.10 Effect upon and risk to the company in the event a major quantity of shares belonging to a director, supervisor, or shareholder holding greater than a 10% stake in the company has been transferred or has otherwise changed hands, and mitigation measures being or to be taken:

The shareholdings of the Company's directors have been stable during the last few years, and there have been no major transfers or swaps of shares.

5.6.11 Effect upon and risk to company associated with any change in governance personnel or top management, and mitigation measures being or to be taken: None

5.6.12 Litigious and non-litigious matters:

(1) Disclosure of the information on the facts, monetary amounts, important dates, primary litigants and status quo of the proceedings, including the law suits of which rulings have been made already, the proceedings in progress, non-contentious cases and administrative disputes that have occurred during the past two years up to the release date of the Annual report, and in which the Company is a concerned litigant and of which results may cause material impacts on shareholders' rights or security prices:

CYNTEC Co., Ltd., the subsidiary of Delta Electronics, Inc., filed a patent infringement lawsuit against the Company and its subsidiary Chilisin Electronics Corp. in the United States District Court for the Northern District of California in 2018. In May 2022, the U.S. District Court announced a verdict that Chilisin Electronics Corp. should pay US\$5,553 thousands in damages. Chilisin Electronics Corp. has filed an appeal on May 31, 2022. Appeal Hearing took place in June 2023. The court adjudged the infringement in October 2023, and the damages was remanded. As of March 31, 2025, the Group has recognized related liabilities.

(2) Disclosure of the information concerning the Company's directors, supervisors, de facto persons in charge and any entity or subsidiary that holds more than 10% of total shares who are involved in the proceedings that have occurred during the past two years up to the release date of the Annual report, including the proceedings of which rulings have been made and the proceedings that are litigation in progress, non-contentious cases and administrative disputes, and may cause material impacts on the Company's shareholders' rights or security prices (information disclosed is similar to Item 1 of this Article): None

(3) Disclosure of the information concerning the Company's directors, supervisors, officers and any major shareholder that holds more than 10% of total shares and are

involved in an incident that is regulated by Article 157 of the Securities and Exchange Act and that has occurred during the past two years up to the release date of the Annual report, and the status quo of the said incident: None

5.6.13 Other Major Risks: None

5.7 Other major matters: None

VI. Special Mention

6.1 Information related to the Company's affiliated

6.1.1 Affiliated Company's Consolidated Business Report: Status of Affiliated Company's Consolidated Business Report had been disclosed on MOPS.
(https://mopsov.twse.com.tw/mops/web/t57sb01_q10)

6.1.2 The companies to be included in the affiliate's consolidated financial statements are same as the companies to be included in the parent company-subsidary consolidated financial statements in accordance with IFRS 10; therefore, the affiliate's consolidated financial statements will not be prepared separately.

6.1.3 The Company is not a subsidiary of other companies; therefore, it is not necessary to have the relationship report prepared.

6.2 The status of issuing private placement securities in the most recent year and up to the publication of the annual report: None

6.3. Other necessary supplementary notes: None

VII. The occurrence of any events as stated in Article 36, paragraph 3, subparagraph 2 of the Securities Exchange Act that had significant impact on shareholder's equity or securities prices in the most recent year and up to the publication of the Annual Report: None.

YAGEO Corporation



Chairman: Tie-Min Chen

