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CLEVO CO.

2024

Annual Report

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Clevo CO.
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One. Letter to Shareholders

Dear Shareholders:

I. 2024 Business Report

(I) Results of the operation plan implementation for 2024

According to the latest report by IMF, the global GDP growth rate in 2024 was 3.2%, and the global economy showed a moderate recovery trend. However, geopolitical risks continued to intensify, and the policy differences between major economies expanded, causing uncertainty in the trade environment. However, the gradual easing of inflationary pressure drove the confidence of consumption and investment. In addition, the steady growth of the US economy not only drove the global trade demand to rise, but also strengthened the stability of the global financial market, becoming an important support for the steady recovery of the global economy. The Chinese economy was stimulated through active financial and monetary policies, which drove up GDP growth significantly to 5.4% in Q4, and achieved the annual growth target of 5%. The global notebook market benefited from the recovery of end-use demand, with an annual shipment increase of 3.9%. The Group also responded to market changes properly under such condition and achieved an annual consolidated operating revenue of NT\$26.58 billion, reaching a historic second-high level, such that the goals of quarterly and annual growth have also been achieved for two consecutive years.

Notebook Business Group

The global notebook market in 2024 reached 174 million units, up by 3.9% from the previous year, mainly due to the positive impacts of the gradual easing of inflationary pressure and the gradual recovery of demand. The shipment of the Company's notebook segment reached 1.9 million units, up by 13% year-over-year, and such result was far better than the market average. The whole-year revenue reached NT\$23.5 billion, up by 10% year-over-year. The Company's revenue has indicated a double-digit growth for two consecutive years. With the improvement of manufacturing efficiency and the control of overall expenses, the Company's operating profit reached NT\$1.17 billion, up by 30% year-over-year. The operating profit margin reached 5%, achieving the goal of growths in all three margins of gross profit margin (GPM), operating profit margin (OPM) and net profit margin (NPM).

Buynow Business Group

In 2024, China's economy maintained a steady growth, and the annual GDP achieved the 5.0% growth target. In addition, the GDP growth returned to 5.4% in the fourth quarter. The Chinese government has launched a series of stimulus measures, covering adjustments to fiscal and monetary policies, further enhancing market vitality, and the Buynow Plaza under the Buynow Business Group continues to keep track of the policy pulse, and has introduced customized marketing activities, brand alliances, and promotion programs by collaborating with the tenants of the Plaza. The number of visitors in Q4 was up by 10% compared to the same period in 2023, and the percentage of young consumers increased further. The whole-year rent income contributed NT\$3.1 billion to the Group's consolidated revenue, and the rent income has reached NT\$3 billion for two consecutive years. Furthermore, with proper control of sales and management expenses, the operating profit also increased to more than NT\$1.09 billion, an annual increase of 23%. This clearly indicates that the operating has recovered from the bottom.

(II) Financial analysis

In 2024, the Group's annual consolidated operating revenue reached a record high of NT\$26.58 billion, an annual increase of 9%. The operating gross profit reached NT\$5.27 billion, the gross margin was 20%, and the operating profit was NT\$2.18 billion, an annual increase of 26%. Furthermore, the operating margin was 8%, an increase of 1% from the previous period. The net profit after tax reached NT\$1.77 billion, an annual increase of 67%. The Group's three margins of gross profit margin (GPM), operating profit margin (OPM) and net profit margin (NPM) have all indicated growth and reached the target. In addition, the earnings per share was NT\$3.02.

(III) Review of research and development

In 2024, the Company combined technology, fashion, green energy, carbon reduction, and environmental protection trends in its product innovation and design. We have continued to develop a series of new models with fashionable features and high-added value in addition to pursuing beauty and fashion in appearance design. The entire series has an Intel Raptor Lake platform that is equipped with ultra-long performance battery and ultra-power-saving designs and integrates wireless transmission frequency, Bluetooth 5.x, and LTE 4G/5G wireless communication functions. The units are also equipped with a touch screen, fingerprint recognition, and an optional Hello FHD Camera with facial recognition functions, turning them into mobile computing platforms with rich support for high-quality audio-visual and external devices.

The Company also actively seizes the opportunities associated with the AI PC replacement trend in the

market with hundreds of channel customers jointly. In 2025, the Company will continue to collaborate with Intel to develop a new series equipped with “Arrow Lake HX/H”, “Raptor Lake HX/H Refresh”, “Meteor Lake H/U” and “Lunar Lake MX U” platform products, with AMD to develop “Fire Range”, “Hawk Point”, “Strix Point” and “Krackan” platform products; as well as with NVIDIA's next-generation independent graphics card GN22 Refresh to provide a full range of diverse products. Our goal is to enable users to enjoy perfect 3D effects in various environments at home or traveling abroad, including maps, online-movie, online video, photos, games, music and television programs, etc., or to surpass other manufacturers' notebook computers at the same price level to meet computing needs and provide a unique computing experience.

II. 2025 business plan

(I) Operating policies, expected sales quantity, and its basis, and important production and marketing policies

Notebook Business Group

According to the research report of ODMIA, the global shipment of notebook computers is expected to reach 2.04 billion units in 2025. As Microsoft will stop supporting the Windows 10 OS in 2025, it is expected to drive a new wave of computer upgrades and replacements in the commercial market. In addition, the integration of notebook computers with virtual reality and mixed reality technologies will promote Studio notebook products to enter a new domain of artificial intelligence, bringing another wave of growth momentum to the market. The demand in the commercial market is expected to continue to be stable. However, with the pandemic receding, the demand for remote learning will be significantly reduced, and the demand in the overall education-based notebook market may decrease. Nevertheless, the demand for education-based notebooks equipped with Windows operating system is expected to continue to grow. In addition, the continued popularity of the stay-at-home economy and the gradual formation of the e-sports ecosystem will continue to drive the growth of the market for slim and lightweight gaming notebook computers as well as the overall gaming computer market. Looking to the future, the Company's business goal for 2025 will focus on the balance of shipment and profit, and we aim to reach the annual shipment target of 2 million units again.

According to the research report of Canalys, the global shipment of PC equipped with AI function in Q4 of 2024 reached 15.4 million units, accounting for about 23% of the overall shipment of PC in Q4 of 2024, and the annual AI PC penetration rate increased to approximately 17%. In addition to continuously expanding our competitive product deployment in different regions and countries, we also actively cooperate with international large manufacturers to develop new products meeting market needs. At the same time, we continue to development niche machine models, to adopt a product shipment strategy that takes both quality and quantity into account, to actively plan and promote high unit price and high profit commercial models, gaming models, Studio models, and AI function laptops, in order to continue to improve the overall revenue and profit performance of the Company. As the product sales was affected by the low sales season during the first quarter of 2025, and due to factors of consumers' conservative attitude for new models and the insufficient supply of key components from the supply end, the shipment performance slowed down. Nonetheless, starting from the second quarter of this year, with the launch of new notebook products equipped with the new generation of GPUs, it is expected that the overall sales will show both quarterly and annual growths.

Buynow Business Group

China's economic situation in 2025 started off stable with improvement. Consumer confidence has gradually recovered, and the Lunar New Year holiday strongly boosted the economy. Total retail sales of consumer goods in January and February 2025 increased by 4% compared to the same period last year. The expected target for China's annual economic growth is set at 5%, and with the key policies deployed fully, it is planned to increase the budget to a record high, and to issue RMB 30 billion of special government bonds, in order to support consumption, such as the stimulus measures of replacing old consumer products with new ones. Furthermore, the plan is to reduce the base interest rate and to increase the liquidity of money, in order to support the development of key fields such as technology.

Since the second half of 2024, Buynow Business Group has gradually accumulated a solid customer base, and the gradual return of consumers and consumption potential have also provided stable support for the overall rental income in 2025. Although Chicony Plaza, with 30% of equity invested by the Company, faced several challenges in the overall market during the first quarter of 2025, the Plaza is still able to maintain a certain resilience under the gradual recovery of the consumer market. Looking ahead to this year, the management team will actively adjust strategies to flexibly respond to market changes, steadily grasp the opportunities of industrial recovery, and actively seek growth momentum. It is expected that the business operation of Buynow Business Group and Chicony Plaza will gradually recover from the bottom, and continue to bring in positive cash flows to contribute to the overall performance of the Group.

(II) Influence of the Company’s development strategy by external competitive environment, regulatory environment, and overall operating environment in the future

Under the background of the global economy turning to green economic development, the Company upholds the business philosophy of integrity and pragmatism, complies with relevant regulations and guidelines of competent authorities, and establishes the sustainable development task force to actively promote various sustainability related works. In addition, the Company strives to pay attention to issues such as energy conservation and carbon reduction, climate change and energy transition. In addition to taking account these issues into product R&D and design, shopping mall operations, and property management, we will increase investment in the research of environment-friendly technologies and materials, promote the establishment of a green supply chain, and proactively respond to the business environment. We aim to expand our business to address the challenges of changes in the operating environment, and demonstrate our commitment to, and action on, environmental protection.

The rise of AI PC has brought significant impact and growth potential to the notebook market. As the global economy gradually recovers, it is expected that AI PC will become a key factor driving the growth of technology investment. These devices are specially optimized and the processing power of generative AI and are expected to stimulate new demands from enterprises and consumers, thereby stimulating overall sales. As AI functions become increasingly important, according to the predictions of survey institutions, the market penetration rate of AI products will be further promoted with the demand for updates as Microsoft terminates the support of Windows 10 operating system in 2025. The market research institutions further predicts that AI laptops will become the mainstream in the future market, and the penetration rate of AI laptops is expected to reach nearly 80% by 2028. The market of notebook computers will be facing a new growth period. The Company will continue to work with international big firms to update product lines to ensure synchronization with market demand, and to seize the business opportunities brought by AI PC to promote business growth.

At present, Buynow Plaza is the most professional and largest physical channel in the fields of smart technology and the Internet of Things (IoT) in China. Seven major categories of products sold in the shopping mall include high-tech, wearables, audio and video, smart life, creative digital products, gaming notebooks and peripherals, and smart toys. In the future, we will closely follow the trend of investment promotion and consumption expansion in China, continue to strengthen our leading and professional position, and improve our products and services to meet consumer demand for high-quality smart products. Through the introduction of big data and combining online and offline resources, the loyalty of existing customers is enhanced, the consumption experience of new customers elevated, the flow of people is increased in order to expand the contact rate of potential consumers. With consumption vitality and attraction of tenants provided, a virtuous cycle is generated with merchants to steadily achieve performance and profit growth targets.

Looking back on the journey full of challenges and achievements in the past year, thanks to the support of friendly operating partners and the efforts of all employees, the Company has maintained a stable financial performance and achieved business growth, and has accumulated momentum to invest in tow major development projects, namely C1D1 and E1E2 in Taiwan. The advantageous resources of the Group in commercial real estate development and operation and smart green building system over the years will be combined into these two major development projects to build a new world of beauty for the gateway to the western district of Taipei City, which our shareholders will be able to see, allowing the Group to reach another level of profits. . All colleagues of Clevo Group will strive to achieve our goals, create better profits for the Group, share the benefits with shareholders, and give back to the society.

Finally, I wish you

good health
and all the
best.

Chairman: Hsu Kun-Tai Vice Chairman and President: Tsai Ming-Hsien Chief Accounting Officer: Wu Mai

Two. Corporate Governance Report

I. Information for Directors, Supervisors, Presidents, Vice Presidents, Assistant Vice Presidents, Chiefs of Each Department and Branches

(I) Information for Directors and Supervisors

1.1 Name, sex, age, nationality or location of registration, education, experience, and other positions in the Company or other companies and other information of each director and supervisor

Mar 31, 2025

Title (Note 1)	Nationality/ Place of Registration	Name	Sex/ age (Note 2)	Date Elected (Assumed)	Term	First election/ appointment date (Note 3)	Shareholding When Elected		Current Shareholding		Current Shareholding by the Spouse and Minor Children		Shareholding Under Other Persons' Names		Education and experience (Note 4)	Current Other Positions for the Company and Other Companies Concurrently	Executives, Directors or Supervisors Who Are Spouses or Within Second-Degrees of Kinship			Remarks (Note 5)
							Number of Shares	Shareholding ratio	Number of Shares	Shareholding ratio	Number of Shares	Shareholding ratio	Number of Shares	Shareholding ratio			Title	Full name	Relationship	
Chairman	R.O.C.	Hsu, Kun- Tai	Male 61~70 years old	May 31, 2024	3 Years	October 4, 1983	46,701,335	7.39%	46,701,335	7.39%	21,371,784	3.38%	0	0.00%	Honorary doctorate of the Engineering Institute, Taipei University of Technology. Department of Electronic Engineering, National Taipei Institute of Technology Chairman, Clevo Co. Chairman, Chicony Electronics CO., Ltd Chairman, the Group of Buynow and the Group of the Chicony Plaza Department Store	Chairman, the Company Chairman, Chicony Electronics CO., Ltd Chairman, the Group of Buynow Chairman, Chicony Plaza Department Store Chairman, Epoque Group Chairman, Taipei Twin Towers Limited Chairman of Tua Tiann Co., Ltd.	-	-	-	-
Vice Chairperson and President	R.O.C.	Tsai, Ming- Hsien	Male 61~70 years old	May 31, 2024	3 Years	May 27, 1993	10,084,224	1.59%	10,084,224	1.59%	3,054,593	0.48%	0	0.00%	Executives Program, Graduate School of Business Administration, National Cheng-Chi University Department of Electronic Engineering, National Taipei Institute of Technology Vice Chairman and President, Clevo Co. Direct, Chicony Electronics CO., Ltd. President, the Buynow Group	President, the Company Director, Clevo Investment Co., Ltd. Chairperson and President, Kapok Computer Co., Ltd. Chairman, Kapok Computer (Kunshan) Co., Ltd. President, the Buynow Group Vice Chairman, Chicony Plaza Department Store Vice Chairman, Taipei Twin Towers Limited Direct, Chicony Electronics CO., Ltd.	-	-	-	-
Director	R.O.C.	Lu, Jin- Zong	Male 61~70 years old	May 31, 2024	3 Years	June 12, 1992	0	0.00%	0	0.00%	11,543	0.002%	0	0.00%	Graduate School of Business Administration, National Cheng-Chi University Department of Enterprise Management, National Cheng-Chi University General Manager of Chicony Electronics Co., Ltd. Director, Clevo Co.	Director and President of Chicony Electronics Co., Ltd. Legal Representative Chairman of Chicony Power Technology Co., Ltd., Zhanda Communication Co., Ltd., and Youkang Electronics Co., Ltd. Legal Representative of Hipro Electronics (Taiwan) Co., Ltd.; Kuang Sheng Investment, Chicony Energy, Newmax, and SOE Co., Ltd. Director, Subsidiary of Chicony Overseas Group Director and Secretary, Chicony U.S.A. Director and General Manger, Chicony Electronics (Dongguan) Supervisor of Maorui (Dongguan) and Chicony (Chongqing)	-	-	-	-

Title (Note 1)	Nationality/ Place of Registration	Name	Sex/age (Note 2)	Election (appointment date)	Term	First election/ appointment date (Note 3)	Shareholding When Elected		Current Shareholding		Current Shareholding by the Spouse and Minor Children		Shareholding Under Other Persons' Names		Education and experience (Note 4)	Current Other Positions for the Company and Other Companies Concurrently	Executives, Directors or Supervisors Who Are Spouses or Within Second-Degrees of Kinship			Remarks (Note 5)
							Number of Shares	Shareholding ratio	Number of Shares	Shareholding ratio	Number of Shares	Shareholding ratio	Number of Shares	Shareholding ratio			Title	Full name	Relationship	
Director	R.O.C.	Chien, Yih- Long	Male 51~60 years old	May 31, 2025	3 Years	June 15, 2012	1,673,376	0.26%	1,673,376	0.26%	0	0.00%	0	0.00%	MBA, Phillips University, USA Director, Clevo Co. Executive Vice President, Notebook Business Group, Clevo Co.	Executive Vice President, Notebook Business Group, the Company President, Kapok Computer (Kunshan) Co., Ltd.	-	-	-	-
Independent Director	R.O.C.	Chou, Po- Chiao	Male 71~80 years old	May 31, 2024	3 Years	June 15, 2018	0	0.00%	0	0.00%	0	0.00%	0	0.00%	Bachelor, Department of Accountancy, NCKU Qualified Senior Examination of Accounting and Auditing Personnel Executive Director and President, First Commercial Bank Director and Vice President, First Financial Holding Chairman, US First Commercial Bank Chairman, First Venture Capital and First Consulting Vice Chairman, Waterland Financial Holdings Director, Taipei Financial Center Corporation	Independent Director, ITEQ Corporation	-	-	-	-
Independent Director	R.O.C.	Wu, Pei- Ling	Female 51~60 years old	May 31, 2024	3 Years	May 31, 2024	0	0.00%	0	0.00%	0	0.00%	0	0.00%	PhD, Institute of Public Finance, National Chengchi University Passed the National Civil Service Senior 2nd Grade Examination in Finance and Taxation Department of Finance, Taipei City Government Directorate General of Budget, Accounting and Statistics, Executive Yuan Assistant Professor, Aletheia University	None	-	-	-	-
Independent Director	R.O.C.	Yang, Shu- Huan	Female 61~70 years old	May 31, 2024	3 Years	May 31, 2024	0	0.00%	0	0.00%	0	0.00%	0	0.00%	Bachelor, Department of Business Administration, National Chung Hsing University Manager of International Finance, Manager of Sanchong Branch, Manager of Credit Review Department, Manager of Finance Department, Manager of Risk Management Department, Chief Compliance Officer of Land Bank of Taiwan Supervisor, Land Bank Insurance Brokerage Co., Ltd. Representative, Taiwan Business Bank	None	-	-	-	-

Note 1: The name of corporate shareholders and the representatives of corporate shareholders should be listed separately (the representatives of corporate shareholders shall indicate the name of the corporate shareholders).

Note 2: Please list the actual ages. Indication by age groups allowed, such as 41~50 years old or 51~60 years old.

Note 3: First-time service as the Company's director or supervisor. Details required in case of gaps.

* Director Chin-Tsung Lu was elected as a supervisor of the Company for the first time on June 12, 2003; his term as a supervisor was finished on June 15, 2018 and he was re-elected as a director of the Company at the regular shareholders' meeting on June 18, 2019.

Note 4: Experience relevant to the current role. The positions and responsible tasks should be provided if previously working for the external auditing firm or its affiliates.

Note 5: If Chairman and President or the holder of an equivalent position (the highest level manager) are the same person, spouses or first-degree relative to each other, it is necessary to explain the reason, reasonableness, necessity and countermeasures (e.g., increase of independent directors and over half of the directors not serving as employees or managers).

1.2 Major Shareholders of the Corporate Shareholders (all of the directors of the Company are natural persons)

1.3 Professional qualifications of directors and supervisors and independence of independent directors

31 March, 2025

Criteria Full name	Professional qualification and experience (Note 1)	Independence (Note 2)	Number of Other Public Companies in Which the Individual is Concurrently Serving as an Independent Director
Hsu, Kun-Tai	Work experience of over five years in business, law, finance or banking and no circumstances described in Article 30 of the Company Act	(Note 3)	None
Tsai, Ming-Hsien	Work experience of over five years in business, law, finance or banking and no circumstances described in Article 30 of the Company Act	(Note 3)	None
Lu, Jin-Zong	Work experience of over five years in business, law, finance or banking and no circumstances described in Article 30 of the Company Act	(Note 3)	None
Chien, Yih-Long	Work experience of over five years in business, law, finance or banking and no circumstances described in Article 30 of the Company Act	(Note 3)	None
Chou, Po-Chiao (Independent Director)	Work experience of over five years in business, law, finance or banking and no circumstances described in Article 30 of the Company Act Work experience: Executive Director and President of First Commercial Bank; Director and Vice President of First Financial Holding Co., Ltd. (R&D 5)	(Note 4)	1
Wu, Pei-Ling (Independent Director)	An Instructor or Higher Position in a Department of Commerce, Law, Finance, Accounting, or Other Academic Department Needed by the Business of the Company in a Public or Private Junior College, College or University, and is not under any of the circumstances as stated in Article 30 of the Company Act. (page 5)	(Note 4)	1
Yang, Shu-Huan (Independent Director)	Work experience of over five years in business, law, finance or banking and no circumstances described in Article 30 of the Company Act Work experiences: Manager of Finance Department, Manager of Risk Management Department, and Chief Compliance Officer (page 5)	(Note 4)	1

Note 1: Professional qualification and experience: Please describe the professional qualifications and experience of each director and supervisor. It is necessary to describe accounting or financial background and work experience if in the Audit Committee and equipped with accounting or financial expertise. Please also explain whether there are circumstances described in Article 30 of the Company Act.

Note 2: It is required to describe the compliance of independence for independent directors. This includes but not limits to whether the director, the director's spouse or any relative within two degrees serves as a director, supervisor or employee of the Company or its affiliated enterprises; the number of shares and the percentage of shareholdings owned by the director, the director's spouse or any relative within two degrees (or under other people's names); whether the director, the director's spouse or any relative within two degrees serves as a director, supervisor or employee of the enterprises with specific relations with the Company (in reference to the fifth to the eighth paragraphs of Article 3-1 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies) and whether any business, legal, financial or accounting services were provided to the Company and its affiliated enterprises during the most recent two years and if so, the amount of compensations obtained.

Note 3: The members of the board of directors did not have the provisions Article 26-3 of the Securities and Exchange Act (the directors have more than half of the seats with spouses or relatives within the second degree) Items 3 and 4 (between supervisors or between supervisors and directors, no Spouse, kinship within the second degree) occurs under the prescribed circumstances.

Note 4: Compliance of independence is as follows:

- (1) None of the director, the director's spouse or any relative within two degrees serves as a director, supervisor or employee of the Company or affiliated enterprises.
- (2) None of the directors, the director's spouse, or any relative within two degrees hold any company shares or do so under the name of others as of March 31, 2025.
- (3) Not serving as a director, supervisor or employee of any enterprise with specific relations with the Company.
- (4) No rendering of services in business, law, finance or accounting to the Company or its affiliated enterprises during the most recent two years and hence no amount obtained as compensations.

1.4 Board Diversity Policy and Independence:

(1) Board diversity

Article 20 of the Company's Practical Guidelines on Corporate Governance stipulates the board diversity policy. The board members' nomination and election are executed according to the Company's Articles of Incorporation. The candidate nomination system is adopted. In addition to assessing each candidate's education, experience, and qualifications, the Company also refers to stakeholder feedback. The Procedures for Election of Directors and the Practical Guidelines on Corporate Governance are observed to the board diversity and independence.

The Company's current directors are all citizens of the Republic of China. There are 7 directors. As of December 31, 2024, the percentage of directors who are also employees was 29%, and the percentage of independent directors was 43%. One independent director has served for 6-9 years, two independent directors have served for 0-3 years. One director is over 70 years old, four directors are between 61-70 years old, and two directors are between 51-60 years old. The Company currently has two female directors, accounting for 29% of the Board of Directors. The main reason that it has not reached one-third of the board is that the Board of Directors' members are selected based on the professional background, industry experience and the Company's development needs, and the proportion of female candidates is relatively low in the past suitable candidates. To improve the diversity of the Board of Directors, the Company will continue to optimize the selection mechanism of directors, actively explore and recruit female talent with professional competence and industry experience. In the future, the Company plans to add 1 to 2 female directors to gradually increase the proportion of female directors, promote the diversity of the Board of Directors and the effectiveness of governance. As of December 31, 2024, the implementation of diversity is as follows:

Name of Director	Nationality	Sex	Age	Independent director's tenure	Aspect I: Experiences Background					Aspect II: Overall Capability					Others
					Professional Background	Professional Techniques	Industrial Experiences	Capability for judging the business.	Capability for analyzing accounting and finance.	Capability for business management.	Capability for dealing with risks.	Industrial knowledge.	International market viewpoint.	Capability of leadership.	Capability of decision-making.
Hsu, Kun-Tai	R.O.C.	Male	61~70		V	V	V	V	V	V	V	V	V	V	
Tsai, Ming-Hsien	R.O.C.	Male	61~70		V	V	V	V	V	V	V	V	V	V	
Lu, Jin-Zong	R.O.C.	Male	61~70		V	V	V	V	V	V	V	V	V	V	
Chien, Yih-Long	R.O.C.	Male	51~60		V	V	V	V	V	V	V	V	V	V	
Chou, Po-Chiao (Independent Director)	R.O.C.	Male	71~80	3~6 years	V	V	V	V	V	V	V	V	V	V	
Wu, Pei-Ling (Independent Director)	R.O.C.	Male	51~60	3~6 years	V	V	V	V	V	V	V	V	V	V	V
Yang, Shu-Huan (Independent Director)	R.O.C.	Male	61~70	3~6 years	V	V	V	V	V	V	V	V	V	V	

Note: All 7 directors of the Company have professional backgrounds and abilities. In addition, among the directors, Hsu, Kun-Tai, Tsai, Ming-Hsien, Lu, Jin-Zong, and Chien, Yih-Long, have knowledge and international market insights of the IT industry. Chou, Po-Chiao is experienced in the financial industry and specializes in

audit. Wu, Pei-Ling is specialized in public finance, taxation, and financial analysis, with academic and practical experience. Yang, Shu-Huan has experience in the financial industry, and is specialized in risk management and compliance. Their experiences are helpful to the improvement of the quality of decision making of the Company and the Board of Directors.

2 The specific management objectives of the Company's diversification policy and the current achievement status:

- (a) Management targets: At least two directors on the board should be equipped with one of the above capabilities. An individual director should have at least four of the above capabilities.
- (b) Achievements to date: The current board composition has achieved the diversity policy targets.

(2) Board independence

Among the seven members of the Company's Board of Directors, three are independent directors, accounting for 43% of the board. There are no spousal or second-degree familial relationships among any of the directors (including independent directors). Additionally, no government agency or single legal entity and its subsidiaries hold one-third or more of the board seats.

(II) Information for Presidents, Vice Presidents, Assistant Vice Presidents, and Chiefs of Each Department and Branches

March 31, 2025

Title (Note 1)	Nationality	Name	Sex	Date Elected (Assumed)	Shareholding		Shareholding of Spouse & Minor Children		Shareholding Under Other Persons' Names		Education and Experience (Note 2)	Current Other Position Concurrently	Managers Who are Spouses or Within Second-Degrees of Kinship			Remark (Note 3)
					Number of Share	Shareholding %	Number of Share	Shareholding %	Number of Share	Shareholding %			Title	Full name	Relationship	
Vice Chairperson and President	R.O.C.	Tsai, Ming-Hsien	Male	January 1999	10,084,224	1.59%	3,054,593	0.48%	0	0.00%	Executives Program, Graduate School of Business Administration, National Cheng-Chi University Department of Electronic Engineering, National Taipei Institute of Technology Vice Chairman and President, Clevo Co. Direct, Chicony Electronics CO., Ltd. President, the Buynow Group	Director, Clevo Investment Co., Ltd. Director and President, Kapok Computer Co., Ltd. Chairman, Kapok Computer (Kunshan) Co., Ltd. President, the Buynow Group Chicony Plaza Department Store Vice Chairman Taipei Twin Towers Limited Vice Chairman Direct, Chicony Electronics CO., Ltd.	-	-	-	-
Executive Vice President	R.O.C.	Chien, Yih-Long	Male	August 2003	1,673,376	0.26%	0	0.00%	0	0.00%	MBA, Phillips University, USA Director, Clevo Co. Executive Vice President, Notebook Business Group, Clevo Co.	President, Kapok Computer (Kunshan) Co., Ltd.	-	-	-	-
Senior Vice President	R.O.C.	Zhang, Fu-Ming	Male	August 2003	640,226	0.10%	0	0.00%	0	0.00%	Department of Computer Science & Information Engineering, National Taiwan University Assistant manager, Chaplet Vice President of Research and Development Center, Clevo Co.	None	-	-	-	-
Vice President, Chief of Finance/ Accounting and Officer of Corporate Governance	R.O.C.	Wu, Mai	Female	November 2007	118,809	0.02%	0	0.00%	0	0.00%	Department of Business Administration, Chung Yuan Christian University Guang-Nan Enterprise, Igee Technology Vice President of Finance and Accounting Office, Clevo Co.	None	-	-	-	-
Vice President	R.O.C.	Li, Wen-Hua	Male	December 2004	143,538	0.02%	0	0.00%	0	0.00%	Department of Industrial Design, Tatung Institute of Technology Section Head, Yuanxing Technology Corp Director of Planning Office, Buynow Vice President, Buynow Asset Management Center	None	-	-	-	-
Vice President	R.O.C.	Chen, Hsueh-Wen	Male	April 2010	238,040	0.04%	0	0.00%	0	0.00%	Master, School of Management, National Central University Sales Engineer, Jinyi Co., Ltd. Sales Assistant Manager, Xusheng Technology President of Business Division, Synnex Technology International Corporation Vice President, Buynow Malls Operation Center	None	-	-	-	-
Vice President	R.O.C.	Lin, Nan-Sheng	Male	September 2013	95,000	0.02%	0	0.00%	0	0.00%	Master of Computer Science and Information Engineering, Fu Jen Catholic University Formal Engineer, Chaplet Manager, Zhi-Sheng Computer Senior Manager, Elitegroup Computer Senior Assistant Vice President of Sales Center, Clevo Co.	None	-	-	-	-
Vice President	R.O.C.	Lin, Guan-Yen	Male	September 2011	184,338	0.03%	50	0.00%	0	0.00%	Department of Mass Communications, Private Chinese Culture University Engineer, Phihong Technology Senior Assistant Vice President, Kunshan factory, CLEVO CO.	None	-	-	-	-
Senior Assistant Vice President	R.O.C.	Wang, Feng-Zhu	Female	May 2005	99,311	0.02%	0	0.00%	0	0.00%	EMBA, National Cheng-Chi University Section Manager of Sales, Acer Section Manager of Sales, Ligitek Assistant Vice President of Sales Center, Clevo Co.	None	-	-	-	-

Title (Note 1)	Nationality	Name	Sex	Date Elected (Assumed)	Shareholding		Shareholding of Spouse & Minor Children		Shareholding Under Other Persons' Names		Education and Experience (Note 2)	Current Other Position Concurrently	Managers Who are Spouses or Within Second-Degrees of Kinship			Remark (Note 3)
					Number of Share	Shareholding %	Number of Share	Shareholding %	Number of Share	Shareholding %			Title	Full name	Relationship	
Senior Assistant Vice President	R.O.C.	Zhang, Wen-Song	Male	September 2003	251,236	0.04%	0	0.00%	0	0.00%	Department of Electrical Engineering, National Taiwan Ocean College Supervisor, Wei-Lu Assistant Vice President of the Procurement Office, Clevo Co.	None	-	-	-	-
Senior Assistant Vice President	R.O.C.	Chung, Wen-Chin	Male	October 2009	0	0.00%	0	0.00%	0	0.00%	Department of Industrial Engineering, Feng Chia University Director, Quanta Computer Assistant Vice President, Clevo Co.	None	-	-	-	-
Senior Assistant Vice President	R.O.C.	Cheng, Yu-Ming	Male	August 2003	0	0.00%	0	0.00%	0	0.00%	Master of Industrial Management, National Taiwan University of Science and Technology Senior Manager, Getac Senior Manager, American Megatrends Incorporated Assistant Vice President of Research and Development Center, Clevo Co.	None	-	-	-	-
Senior Assistant Vice President	R.O.C.	Lin, Sheng-Hsiang	Male	November 2007	197,716	0.03%	0	0.00%	0	0.00%	Two-Year of Nanya Industrial and Technological Junior College Deai Enterprise Ltd. Zhanxin Electric Ltd. Assistant Vice President of Research and Development Center, Clevo Co.	None	-	-	-	-
Senior Assistant Vice President	R.O.C.	Lin, Liang-Shih	Male	September 2012	39,825	0.01%	0	0.00%	0	0.00%	Department of Electronic Engineering, Lien Ho Industrial and Technological Junior College Senior Engineer, First International Computer Yuan Yi Technology Taiteng Company Jixin Computer Assistant Vice President of Research and Development Center, Clevo Co.	None	-	-	-	-
Senior Assistant Vice President	R.O.C.	Chen, Tsung-Chih	Male	October 2009	0	0.00%	0	0.00%	0	0.00%	Department of Electrical Engineering, Chinese Culture University Assistant Manager, Hexing Technology Manager, HTC Corporation Assistant Vice President of Research and Development Center, Clevo Co.	None	-	-	-	-

Note 1: It should include the President, deputy President, assistant vice president, supervisors of all departments and divisions, and the information for any position that is equivalent to the President, deputy President or assistant vice president should also be disclosed.

Note 2: For experience related to the current position, if the person had worked in a CPA accounting firm or its associated company during the aforesaid period, the position title and responsibility of the person shall be stated.

Note 3: Where the President and the chairman or person of an equivalent position (the highest level manager) are the same person, spouses, or relatives within the first degree of kinship, an explanation shall be given of the reason for, reasonableness, necessity thereof, and the measures adopted in response (such as increasing the number of independent directors and more than half of the directors shall not serve as employees or managers, etc.) thereto.

II. Remuneration of Directors, Supervisors, President and Vice Presidents during the most recent year

(I) Remuneration of general directors and independent directors (names are disclosed by the way of gathering the amount together and tie-in with the range of remuneration)

Unit: NT\$ thousand

Title	DismissedFull name	Remuneration of Directors								Sum of A, B, C and D and as % of net income (Note 10)	
		Base Compensation (A)(Note 2)		Severance Pay (B)		Bonus to Directors (C)(Note 3)		Business Allowances (C)(Note 4)			
		The Company	All companies in the consolidated financial statements (Note 7)	The Company	All companies in the consolidated financial statements (Note 7)	The Company	All companies in the consolidated financial statements (Note 7)	The Company	All companies in the consolidated financial statements (Note 7)	The Company	All companies in the consolidated financial statements
Chairman	Hsu, Kun-tai	0	0	0	0	18,783	18,783	520	520	19,303 1.09%	19,303 1.09%
Vice Chairperson and President	Tsai, Ming-Hsien										
Director	Lu, Jin-Zong										
Director and Executive Vice President	Chien, Yih-Long										
Independent Director	Chou, Po-Chiao	0	0	0	0	2,067	2,067	1,410	1,410	3,477 0.20%	3,477 0.20%
	Wu, Pei-Ling (Appointed on 2024/05/31)										
	Yang, Shu-Huan (Appointed on 2024/05/31)										
	Chen, Tsung-Ming (Resignation on 2024/05/31)										

Title	Full name	Relevant Remuneration Received by Directors Who are Also Employees								Sum of A, B, C, D, E, F and G and as % of net income (Note 10)		Compensation from an invested company other than the Company's subsidiaries or from its parent company (Note 11)
		Salary, Bonuses, and Special Allowances (E) (Note 5)		Severance Pay (F)		Profit Sharing- Employee Bonus (G)(Note 6)						
		The Company	All companies in the consolidated financial statements (Note 7)	The Company	All companies in the consolidated financial statements (Note 7)	The Company		All companies in the consolidated financial statements (Note 7)		The Company	All companies in the financial statements	
						Cash amount	Amount of Stock	Amount of Cash	Amount of Stock			
Chairman	Hsu, Kun-tai	10,552	45,354	201	201	15,340	0	15,340	0	45,396 2.57%	80,198 4.54%	7,200
Vice Chairperson and President	Tsai, Ming-Hsien											
Director	Lu, Jin-Zong											
Director and Executive Vice President	Chien, Yih-Long											
Independent Director	Chou, Po-Chiao	0	0	0	0	0	0	0	0	3,477 0.20%	3,477 0.20%	None
	Wu, Pei-Ling (Aappointed on 2024/05/31)											
	Yang, Shu-Huan (Aappointed on 2024/05/31)											
	Chen, Tsung-Ming (Resignation on 2024/05/31)											

1. Please state the policies, systems, standards and structure of the remuneration for independent directors, and describe the relevance for the amount of payment based on factors such as responsibilities, risks, and dedicated time:

According to Article 5 of the "Rules for Duties and responsibilities of Independent Directors" of the Company, "the remuneration of independent directors of the Company shall be stipulated in the articles of incorporation upon the resolution in the shareholders' meeting and their remuneration may be different from general directors and supervisors that is in a reasonable range. On the basis of relevant legal procedures, the independent director's remuneration may also be determined as a fixed amount of monthly remuneration and not to join the Company's appropriation of earnings. " Taking into consideration that responsibilities, risks, and dedicated time for independent directors are higher than that for general directors, and thus they should be given a reasonable annual remuneration. However, in addition to the supervisory duty as well as independent and external perspectives, the independent directors are also expected to fulfill the duties of strategic advice and performance enhancement as other board members.

Therefore, the independent directors' performance will be taken into consideration for their remuneration as other general directors. The Company's independent directors also serve as members of the Audit Committee, the Remuneration Committee, and the Corporate Governance Committee. Attendance fees are set up for each meeting attended in person, depending on the responsibilities, risks, time commitments assigned by committee charters.

2. Other than the above disclosed, any compensations received by the Company's directors by rendering services (e.g., consulting not in an employee's capacity for the parent, any companies/investees included in the financial statements) during the most recent year: none

*Relevant information on directors (non-independent) and independent directors to be separately listed

Range Table for Remuneration:

Range of Remuneration Paid to The Company's Directors	Name of Directors			
	Total of (A+B+C+D)		Total of (A+B+C+D+E+F+G)	
	The Company (Note 8)	All companies in the consolidated financial statements (Note 9) H	The Company (Note 8)	All companies in the consolidated financial statements (Note 9) I
Under NT\$ 1,000,000	Wu, Pei-Ling/ Yang, Shu-Huan/ Chen, Tsung-Ming	Wu, Pei-Ling/ Yang, Shu-Huan/ Chen, Tsung-Ming	Wu, Pei-Ling/ Yang, Shu-Huan/ Chen, Tsung-Ming	Wu, Pei-Ling/ Yang, Shu-Huan/ Chen, Tsung-Ming
NT\$ 1,000,000 ~ NT\$ 1,999,999	Chou, Po-Chiao	Chou, Po-Chiao	Chou, Po-Chiao	Chou, Po-Chiao
NT\$ 2,000,000 ~ NT\$ 3,499,999	Lu, Jin-Zong	Lu, Jin-Zong	Lu, Jin-Zong	Lu, Jin-Zong
NT\$ 3,500,000 ~ NT\$ 4,999,999	Chien, Yih-Long	Chien, Yih-Long		
NT\$ 5,000,000 ~ NT\$ 9,999,999	Hsu, Kun-tai/ Tsai, Ming-Hsien	Hsu, Kun-tai/ Tsai, Ming-Hsien		
NT\$ 10,000,000 ~ NT\$ 14,999,999			Hsu, Kun-tai/ Chien, Yih-Long	Hsu, Kun-tai
NT\$ 15,000,000 ~ NT\$ 29,999,999			Tsai, Ming-Hsien	Chien, Yih-Long
NT\$ 30,000,000 ~ NT\$ 49,999,999				Tsai, Ming-Hsien
NT\$ 50,000,000 ~ NT\$ 99,999,999				
Over NT\$ 100,000,000				
Total	8 Persons	8 Persons	8 Persons	8 Persons

Note 1: The names of the directors shall be listed individually (the corporate shareholders shall list the names of the corporate shareholders and their representatives individually). The general directors and independent directors shall be listed separately and the payment of each item shall be disclosed in an accumulated amount. If a director has also served as a president or vice president, this table and the following table (3-1), or (3-2-1) and (3-2-2) shall be filled in.

Note 2: Refer to the remuneration of the directors (including the directors' salary, position allowances, severance pay, various bonus and rewards etc.) in the most recent year.

Note 3: Fill in the remuneration of the directors which was passed by the board of directors in the most recent year.

Note 4: Refers to the directors' related business allowances (including transportation allowances, special allowances, various allowances, dormitory and equipping car etc.) in the most recent year. If a house, a car and other transportation tool or other expenditure that is dedicated for personal use is provided, such assets' nature, cost, real rental or rental calculated by fair market price, gasoline expenses or other payments shall be disclosed. Besides, if a driver is equipped, such driver's related compensation paid by the Company shall be annotated without counting into remuneration.

Note 5: Refers to relevant remuneration received by directors who are also employees (including concurrently serves as a president, vice president, other manager or employee), including salary, position allowances, severance pay, various bonus, rewards, transportation allowances, special allowances, various allowances, dormitory and equipping car etc. in the most recent year. If a house, a car and other transportation tool or other expenditure that is dedicated for personal use is provided, such assets' nature, cost, real rental or rental calculated by fair market price, gasoline expenses or other payments shall be disclosed. Besides, if a driver is equipped, such driver's related compensation paid by the Company shall be annotated without counting into remuneration. In addition, the salary expenses which were recognized according to the IFRS 2 "Share-Based Payment," including exercisable employee stock options, new restricted employee shares and participating in subscribing shares for capital increased by cash etc., shall be counted into remuneration.

Note 6: Refers to a director who is also an employee (including concurrently serves as a president, vice president, other manager or employee) received the employee's compensation (including stock and cash) in the most recent year, the amount of such employee's compensation passed by the board of director in the most recent year shall be disclosed. If it is unable to estimate, the amount to which it will be proposed to distribute this year shall be calculated upon the percentage of last year's actual distributed amount, and shall fill in Appendix 1-3 additionally.

Note 7: The total remuneration paid by the companies in the consolidated financial statements (including the Company) to the Company's directors shall be disclosed.

Note 8: Upon each item's total remuneration paid by the Company to directors, the names of the directors shall be disclosed in the corresponding range.

Note 9: Each item's total remuneration paid by companies in the consolidated financial statements (including the Company) to the Company's directors shall be disclosed, the names of the directors shall be disclosed in the corresponding range.

Note 10: The net income shall refer to the net income stated in the parent or individual financial statement in the most recent year.

Note 11: a. This column shall specifically fill in the related compensation of directors of the Company which was received from an invested company other than the Company's subsidiary or from its parent company (please fill in "None" if it is not applicable).

b. If the compensation of the Company's director was received from an invested company other than the Company's subsidiary or from its parent company, such compensation received by the Company's directors from an invested company other than the Company's subsidiary or from its parent company shall be combined into the "I" column of the range table of remuneration, and the name of the column shall be renamed as "The parent company and all invested businesses."

c. Remuneration refers to the compensation, remuneration (including employee, director and supervisor) and business allowances received by the Company's directors who serve as directors, supervisors or managers of its parent company or an invested company other than the Company's subsidiary.

Note 12: Events specified under Clause 2 of Article 10, Section 2 of the Guidelines for Matters to be Recorded in the Annual Reports of Publicly Issued Companies have not occurred in our company.

* The concept of income from the remuneration disclosed in this table is different from the Income Tax Act. So the purpose of this table shall be the purpose of disclosure only without using for tax.

(II) Remuneration of Supervisor (The Company has established the Audit Committee in 2018, so this is not applicable.)

(III) Remuneration of Presidents and Vice Presidents (names are disclosed by the way of gathering the amount together and tie-in with the range of remuneration)

Unit: NT\$ thousand

Unit: NT\$ thousand														
Title	Full name	Salary (A) (Note 2)		Severance Pay (B)		Bonuses and Special Allowances (C) (Note 3)		Total Employee Remuneration (Note 4)				Sum of A, B, C and D and as % of net income (Note 8)		Compensation from an invested company other than the Company's subsidiaries or from its parent company (Note 9)
		The Company	All companies in the consolidated financial statements (Note 5)	The Company	All companies in the consolidated financial statements (Note 5)	The Company	All companies in the consolidated financial statements (Note 5)	The Company		All companies in the consolidated financial statements (Note 5)		The Company	All companies in the financial statements	
								Cash amount	Amount of Stock	Amount of Cash	Amount of Stock			
Vice Chairman and President	Tsai, Ming-Hsien	14,265	25,193	1,275	1,275	4,229	40,443	25,404	0	25,404	0	45,173 2.56%	92,315 5.22%	3,600
Executive Vice President	Chien, Yih-Long													
Senior Vice President	Zhang, Fu-Ming													
Vice President, Chief of Finance/Accounting and Officer of Corporate Governance	Wu, Mai													
Vice President	Li, Wen-Hua													
Vice President	Chen, Hsueh-Wen													
Vice President	Lin, Nan-Sheng													
Vice President	Lin, Guan-Yen													

Range Table of Remuneration:

Range of Remuneration Paid to the Company's Presidents and Vice President	Name of President and Vice Presidents	
	The Company (Note 6)	Companies in the consolidated financial statements (Note 7) E
Under NTD 1,000,000		
NTD 1,000,000 ~ NTD 1,999,999		
NTD 2,000,000 ~ NTD 3,499,999	Wu, Mai / Lin, Guan-Yen / Chen, Hsueh-Wen	
NTD 3,500,000 ~ NTD 4,999,999	Li, Wen-Hua / Lin, Nan-Sheng	Wu, Mai / Lin, Guan-Yen /
NTD 5,000,000 ~ NTD 9,999,999	Zhang, Fu-Ming / Chien, Yih-Long	Li, Wen-Hua / Chen, Hsueh-Wen / Lin, Nan-Sheng
NTD 10,000,000 ~ NTD 14,999,999	Tsai, Ming-Hsien	Zhang, Fu-Ming
NTD 15,000,000 ~ NTD 29,999,999		Chien, Yih-Long
NTD 30,000,000 ~ NTD 49,999,999		Tsai, Ming-Hsien
NTD 50,000,000 ~ NTD 99,999,999		
Over NTD 100,000,000		
Total	8 people	8 people

Note 1: The names of the presidents and vice presidents shall be listed individually and shall disclose each item's amount gathered together. If a director has also served as a president or vice president, this table and the above table (1-1), or (1-2-1) and (1-2-2) shall be filled in.

Note 2: Fill in president's and vice presidents' salary, position allowances, severance pay in the most recent year.

Note 3: Various bonuses, rewards, transportation allowances, special allowances, various allowances, dormitories, and company cars, etc. and other remunerations to President and Vice Presidents during the most recent year. If a house, a car and other transportation tool or other expenditure that is dedicated for personal use is provided, such assets' nature, cost, real rental or rental calculated by fair market price, gasoline expenses or other payments shall be disclosed. Besides, if a driver is equipped, such driver's related compensation paid by the Company shall be annotated without counting into remuneration. In addition, the salary expenses which were recognized according to the IFRS 2 "Share-Based Payment," including exercisable employee stock options, new restricted employee shares and participating in subscribing shares for capital increased by cash etc., shall be counted into remuneration.

Note 4: Fill in the amount of the employee's compensation of presidents and vice presidents passed by the board of director in the most recent year. If it is unable to estimate, the amount to which will be proposed to distribute this year shall be calculated upon the percentage of last year's actual distributed amount, and shall fill in Appendix 1-3 additionally.

Note 5: Total amounts of all remunerations to the Company's president and vice presidents paid by all companies (including the Company) in the consolidated statements should be disclosed.

Note 6: Upon each item's total remuneration paid by the Company to presidents and vice presidents, the names of the presidents and vice presidents shall be disclosed in the corresponding range.

Note 7: Each item's total remuneration paid by companies in the consolidated financial statements (including the Company) to the Company's presidents and vice presidents shall be disclosed, and the names of the presidents and vice presidents shall be disclosed in the corresponding range.

Note 8: Net income refers to the net income of the parent or individual financial reports during the most recent year.

Note 9: a. This column is for the amount of remunerations to the Company's president and vice presidents paid by non-subsiary investees or the parent company. (Please indicate "none" if there isn't any.)

b. If the related compensation of the Company's presidents and vice presidents was received from the parent company or an invested company other than the Company's subsidiary, such compensation received by the Company's presidents and vice presidents from the parent company or an invested company other than the Company's subsidiary shall be combined into the "E" column of the range table of remuneration, and the name of column shall be renamed as "The parent company and all invested businesses."

c. Remunerations refer to rewards, compensations (including those paid to employees, directors and supervisors) and business execution expenses, etc. paid to the Company's president and vice presidents as directors, supervisors, or managers for non-subsiary investees or the parent company.

* The concept of income from the remuneration disclosed in this table is different from the Income Tax Act. So the purpose of this table shall be the purpose of disclosure only without using for tax.

(IV) According to the Regulations Governing Information to be Published in Annual Reports of Public Companies, it is necessary to disclose the remuneration to the top five highest paid executives in event of the following circumstances: not applicable to the Company

- (1) It is necessary to disclose the remuneration to each director and supervisor in case of net losses in individual or unconsolidated financial statements during the most recent three years. However, this does not apply to the circumstances where net incomes have been reported in individual or unconsolidated financial statements during the most recent year and such net incomes are sufficient to offset accumulated losses.
- (2) If the TWSE/TPEX listed company that ranked in the bottom two tiers in the corporate governance evaluation during the most recent year or the trading method was changed, suspended or delisted during the most recent year and as of the publication date of the annual report, or was not accepted by the Corporate Governance Evaluation Committee.

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(V) Names of managers who received compensations as employees

Unit: NT\$ thousand				December 31, 2024		
	Title (Note 1)	Full name (Note 1)	Amount of Stock	Amount of Cash	Total	Ratio of Total Amount to Net Income (%)
Managers	Vice Chairman and President	Tsai, Ming-Hsien	0	33,382	33,382	1.89%
	Executive Vice President	Chien, Yih-Long				
	Senior Vice President	Zhang, Fu-Ming				
	Vice President	Li, Wen-Hua Chen, Hsueh-Wen Wu, Mai Lin, Nan-Sheng Lin, Guan-Yen				
	Senior Assistant Vice President	Zhang, Wen-Song Wang, Feng-Zhu Cheng, Yu-Ming Lin, Sheng-Hsiang Chung, Wen-Chin Lin, Liang-Shih Chen, Tsung-Chih				

Note 1: The individual name and title shall be disclosed, but appropriation of earnings shall be disclosed with the amount gathered.

Note 2: Fill in the amount of the employee's compensation of the managers (including stock and cash) passed by the board of directors in the most recent year. If it is unable to estimate, the amount to which it will be proposed to distribute this year shall be calculated upon the percentage of last year's actual distributed amount. Net income refers to the net income in the most recent year. ; for those adopted the IFRS, the net income shall refer to the net income stated in the parent or individual financial statement in the most recent year.

Note 3: According to the Letter No. 0920001301 released by the Institute on March 27, 2003, the applicable scope of the manager is as follows:

- (1) president and the equivalent grade, (2) vice president and the equivalent grade, (3) assistant vice president and the equivalent grade, (4) chief of finance department, (5) chief of accounting department, (6) other persons who manage the Company's affairs and have the authority of signature.

Note 4: If the directors, presidents and vice presidents received the employees' compensation (including stock and cash), except for filling in the Appendix 1-2, this table shall be filled in additionally.

(VI) Analysis on the total remuneration paid by the Company and all companies in the consolidated financial statements to the Company's directors, supervisors, President and vice presidents during the most recent two years as a percentage of net incomes in individual or unconsolidated financial statements and explanation of the remuneration policy, standard and combination, the procedure of determining the remuneration and the relation with operating performance and future risks:

1. The ratio of the total remuneration paid to directors, supervisors, presidents and vice presidents of the Company in the last two years, by the Company and by all companies included in the consolidated financial statements, to the net income in the parent or individual financial statement is analyzed as follows:

Title	2023				2024			
	Total Remuneration (NT\$ thousand)		Ratio to Net Income (%)		Total Remuneration (NT\$ thousand)		Ratio to Net Income (%)	
	The Company	Companies in the consolidated financial statements	The Company	Companies in the consolidated financial statements	The Company	Companies in the consolidated financial statements	The Company	Companies in the consolidated financial statements
Director (Note 1)	14,410	14,410	1.36%	1.36%	22,780	22,780	1.29%	1.29%
Presidents and Vice Presidents (Note 2)	32,263	92,509	3.04%	8.73%	42,890	93,018	2.43%	5.26%
Total	46,673	106,919	4.40%	10.09%	65,670	115,798	3.71%	6.55%

Expense of Share-Based Payment (Note 3)	0	0	0%	0%	0	0	0%	0%
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Note 1: The remuneration of directors has deducted the related compensation received by the directors for serving as the Company's internal managers concurrently.

Note 2: The compensation of presidents and vice presidents has deducted the related remuneration received for serving as the Company's directors concurrently.

Note 3: Refers to the compensation cost transferred from treasury shares which is recognized based on No. 2 of IFRSs.

2. Correlation between remuneration payment policies, standards, and combinations; remuneration setting procedures; business performance; and future risks:

- (1) The remuneration of directors and managers shall be paid according to Article 23 and Article 26 of the Company's Article of Incorporation. The Company's earnings, based on final accounts of the period, shall be reserved first for payable income tax according to laws and for offsetting of losses from previous years. The remaining amount shall be set aside 10% for legal reserve, and reserve or reverse the special reserve as required by law or the competent authority. The remaining earnings, if any, shall be reserved at 5%-15% as remuneration to the employees (including managers) and no more than 1% as remuneration to directors.
- (2) The evaluation of the remuneration of the Chairman, vice Chairman, directors and supervisors shall be based on the Company's Regulations Governing the Board Performance assessment.
- (3) The compensation of the president shall be paid upon Article 29 of the Company Act and Article 24 of the Company's Article of Incorporation.
- (4) The compensation of vice presidents shall be paid according to the Company's personnel rules, employment rules and performance assessment guidelines and based on overall contribution to the Company.
- (5) The regular assessment of salaries and remunerations to directors and managers is based on the participation in the Company's operations, the individual's performance, target achievement rates, profit margins, and contributions, as well as indicators in legal compliance and operational risks. The percentage of remunerations is determined after all factors considered, in order to provide reasonable compensations. The review of the remuneration system for directors and managers also involves a constant and timely process of evaluating the operational status and relevant laws, in order to balance between sustainable operations and risk control. The important decisions of the Company's management level are made after balancing various risk factors. The performance of relevant decisions is reflected in the Company's profit status, and the management level's remuneration is related to the risk control performance. The remunerations for directors and managers in 2023 shall be submitted to the Board of Directors' meeting for approval after deliberation by the Remuneration Committee.

III. Implementation of Corporate Governance

(I) Information of the Board of Directors Operation

The Board of Directors held 7 (A) meetings in 2024. The attendance of the director was as follows:

Title	Name (Note 1)	Attendance in Person (B)	No. of attendance by proxy	Attendance Rate (%) 【B/A】 (Note 2)	Remark
Chairman	Hsu, Kun-tai	7	0	100%	
Director	Tsai, Ming-Hsien	7	0	100%	
Director	Chien, Yih-Long	7	0	100%	
Director	Lu, Jin-Zong	7	0	100%	
Independent Director	Chou, Po-Chiao	7	0	100%	
Independent Director	Wu, Pei-Ling	4	0	100%	Appointed on 2024/05/31, so actual attendance of 4 times
Independent Director	Yang, Shu-Huan	4	0	100%	Appointed on 2024/05/31, so actual attendance of 4 times
Independent Director	Chen, Tsung-Ming	3	0	100%	Resignation on 2024/05/31, so actual attendance of 3 times

Other mentionable items:

I. If the operation of the board of director has one of the following circumstances, the dates of the board's meetings, sessions, contents of motion, all independent directors' opinions and the actions taken by the Company for the opinions of independent directors shall be specified:

(I) The circumstances listed in Article 14-3 of the Securities and Exchange Act: The Company has established the Audit Committee in 2018. Pursuant to Article 14-5 of the Securities and Exchange Act, the Article 14-3 shall not be applicable.

(II) Except for the aforesaid circumstances, any resolution of the board of directors was objected by or subject to a qualified opinion from any of independent directors with record or written statement: No such circumstance in this year.

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

◆ Board meeting date: 2024.01.22

Name of Director: Tsai, Ming-Hsien and Chien, Yih-Long

Proposal: Discuss the annual bonus plan for managers of 2023 reviewed by Compensation Committee.

Causes for recusal: Vice-chairperson Tsai, Ming-Hsien and director Chien, Yih-Long were interested parties and were recused due to the interest relationship. They did not participate in the voting.

Participation in Voting: Except the directors (Mr. Tsai, Ming-Hsien and Chien, Yih-Long) did not participate in or represent the discussion and voting due to avoidance of conflict of interest, all other directors agreed with the proposal without any objection.

◆ Board meeting date: 2024.03.14

Directors: Hsu, Kun-tai, Tsai, Ming-Hsien, Lu, Jin-Zong, Chien, Yih-Long

Proposal: Distribution of 2023 remuneration to directors

Causes for recusal: Chairman Hsu, Kun-tai, Vice Chairman Tsai, Ming-Hsien, and directors Lu, Jin-Zong and Chien, Yih-Long were interested parties and recused themselves. The independent director Chou, Po-Chiao was elected to chair this proposal.

Participation in Voting: Directors Mr. Hsu, Kun-tai, Mr. Tsai, Ming-Hsien, Mr. Lu, Jin-Zong and Mr. Chien, Yih-Long did not participate in voting due to conflict of interest. All the other directors approved the proposal without objection.

◆ Board meeting date: 2024.03.14

Directors: Chou, Po-Chiao, Chen, Tsung-Ming

Proposal: Distribution of 2023 remuneration to independent directors

Causes for recusal: Independent directors Chou, Po-Chiao, Chen, Tsung-Ming, Lai, Ling-Ming were interested parties and hence recused themselves. They did not participate in the voting.

Participation in Voting: Independent directors Mr. Chou, Po-Chiao, Mr. Chen, Tsung-Ming were interested parties and hence recused themselves from the discussion and the voting. All the other directors approved the proposal without objection.

◆ Board meeting date: 2024.03.14

Directors: Hsu, Kun-tai, Tsai, Ming-Hsien, Lu, Jin-Zong, Chien, Yih-Long

Proposal: The agenda item regarding the nomination and review of the list of director candidates by the Board of Directors.

Causes for recusal: Chairman Hsu, Kun-tai, Vice Chairman Tsai, Ming-Hsien, and directors Lu, Jin-Zong and Chien, Yih-Long were interested parties and recused themselves. The independent director Chou, Po-Chiao was elected to chair this proposal.

Participation in Voting: Directors Mr. Hsu, Kun-tai, Mr. Tsai, Ming-Hsien, Mr. Lu, Jin-Zong and Mr. Chien, Yih-Long did not participate in voting due to conflict of interest. All the other directors approved the proposal without objection.

◆ Board meeting date: 2024.03.14

Directors: Chou, Po-Chiao

Proposal: The agenda item regarding the nomination and review of the list of independent director candidates by the Board of Directors.

Causes for recusal: Independent directors Chou, Po-Chiao did not participate in voting due to conflict of interest.
Participation in Voting: Except the independent directors (Mr. Chou, Po-Chiao) recused himself from the discussion and voting due to conflict of interest, all other directors agreed with the proposal without any objection.

◆ Board meeting date: 2024.05.31

Directors: Chou, Po-Chiao, Wu, Pei-Ling, Yang, Shu-Lan

Proposal: Recruitment of the Remuneration Committee members

Causes for recusal: Independent directors Chou, Po-Chiao, Wu, Pei-Ling, and Yang, Shu-Lan did not participate in voting due to conflict of interest.

Participation in Voting: Except the independent directors (Mr. Chou, Po-Chiao, Wu, Pei-Ling, Yang, Shu-Lan) recused himself from the discussion and voting due to conflict of interest, all other directors agreed with the proposal without any objection.

◆ Board meeting date: 2024.05.31

Director Chou, Po-Chiao, Wu, Pei-Ling, Yang, Shu-Lan

Proposal: Recruitment of the Corporate Governance Committee members

Causes for recusal: Independent directors Chou, Po-Chiao, Wu, Pei-Ling, and Yang, Shu-Lan did not participate in voting due to conflict of interest.

Participation in Voting: Except the independent directors (Mr. Chou, Po-Chiao, Wu, Pei-Ling, Yang, Shu-Lan) recused himself from the discussion and voting due to conflict of interest, all other directors agreed with the proposal without any objection.

◆ Board meeting date: 2024.07.10

Director: Tsai, Ming-Hsien, Chien, Yih-Long

Proposal: Distribution of 2023 remuneration to employees.

Causes for recusal: Vice Chairman Tsai, Ming-Hsien and Director Chien, Yih-Long are the Company's managers and hence recused from voting as interested parties.

Participation in Voting: Except the directors (Mr. Tsai, Ming-Hsien and Chien, Yih-Long) did not participate in or represent the discussion and voting due to avoidance of conflict of interest, all other directors agreed with the proposal without any objection.

III. The exchange-listed and OTC-listed companies shall disclose the information on the evaluation period and duration, evaluation scope, evaluation method and evaluation content from the self (or peer) evaluation of the Board of Directors, and the following table for the board's evaluation status shall be filled out.

(1) To implement the corporate governance and functional committees, the performance assessment for the Board of Directors and functional committees are conducted in accordance with the Company's "Regulations Governing the Board Performance assessment" as follows:

Evaluation period	Evaluation period	Evaluation scope	Evaluation method	Evaluation content
Conduct once a year	2024/01/01 to 2024/12/31	Board of Directors	Internal self-assessment of the Board of Directors	(1) Participating level for the Company's business. (2) Enhancing the decision quality for the board. (3) Composition and structure of the Board of Directors. (4) Directors' election and continuous education. (5) Internal control.
Conduct once a year	2024/01/01 to 2024/12/31	Individual board members	Self-assessment by directors	(1) Mastery of company goals and tasks (2) Acknowledgement of directors' duties and responsibilities (3) Participation level for the Company's operations (4) Management and communication of internal relations (5) Professionalism and continued education of directors (6) Internal control
Conduct once a year	2024/01/01 to 2024/12/31	Functional Committees (Audit Committee, Remuneration Committee, and Corporate Governance Committee)	Internal self-assessment of the functional committee	(1) Participating level for the Company's business. (2) Understanding of the functional committee's responsibilities. (3) Improvement of decision-making quality of functional committees. (4) Composition of the functional committee and selection of members (5) Internal control.

(2) The Company's board, individual directors, and functional committees have completed the internal self-assessments for 2024. The assessment results were presented to the Board of Directors on March 10, 2025, as shown on pages 31-32.

IV. Targets for the enhancement of the board's functioning during the year and the most recent year and assessment of implementations:

(I) Establishment of Corporate Governance Committee

To enhance corporate governance performance and the Company's operational image, the Board of Directors approved the establishment of the "Corporate Governance Committee" and the adoption of its organizational charter on November 12, 2020. Following the re-election of directors on May 31, 2024, independent directors Mr. Chou, Po-Chiao, Ms. Wu, Pei-Ling, and Ms. Yang, Shu-Huan were appointed as members of the Corporate Governance Committee. The Committee submitted the "2025 Annual Implementation Plan" to the Board of Directors, which was approved on November 8, 2024. The Committee has operated effectively and has contributed significantly to enhancing the Board's overall functioning.

(II) Effectiveness assessment of the board and functional committees

The Company has completed the internal performance review of the Board of Directors and the functional committees for 2024. The assessment results were presented to the Board of Directors on

2025.03.10 to enhance the board's effectiveness. The board's overall functioning was robust. The assessment results are available on pages 31- 32.

Note 1: If a director or a supervisor is a juridical person, the name of corporate shareholder and its representatives shall be disclosed.

Note 2: (1) If a director or a supervisor resigns before the end of year, the date of resignation shall be noted in the column of remark. The ratio of the attendance in person (%) shall be counted by the number of the board's meeting in the period of service and such person's actual number of attendance in person.

(2) If a director or supervisor is re-elected before the end of the year, both new and old directors or supervisors shall be filled in, and the information that such person is an old or a new director or supervisor, as well as the date of renewal or re-election shall be noted in the column of remark. The ratio of the attendance in person (%) shall be counted by the number of the board's meeting in the period of service and such person's actual number of attendance in person.

(II) Operation of Audit Committee or Supervisors' Participation in the Board of Director:

1. Operation of the Audit Committee:

The Company's Audit Committee consists of three independent directors. One independent director is elected by all the members as the convener and meeting chair. The operational methods are carried out in accordance with the Company's "Audit Committee Charter." The Audit Committee aims to assist the Board of Directors in the quality and level of integrity when implementing the supervision in regards to accounting, auditing, financial report process and financial control for the Company. The matters for review and resolution include: The company's financial statements, auditing and accounting policies and procedures, internal control systems, transaction of major asset or derivative commodities, fund loan or endorsement guarantee, raising or issuing securities, and appointment, dismissal or remuneration of CPAs, as well as finance and accounting or the appointment and dismissal of internal audit officers.

2024 Task Highlights:

(1) Review the financial report

The Company's Board of Directors has prepared the Company's 2023 Business Report, financial statements, and proposal for earnings distributions. The financial statements have been audited by CPA Lin, Po-Chuan and CPA Feng, Min-Juan with PwC Taiwan, and the audit report has been duly issued. The Audit Committee has reviewed the Business Report, the financial statements and the proposal for earnings distributions mentioned above and found non-conformity.

(2) Evaluate the effectiveness of internal control system

The Audit Committee evaluates the effectiveness of the Company's internal control policies and procedures (including financials, operations, risk management, information security, outsourcing, and compliance). It reviews the regular reports (including those on risk management and compliance) by the Company's audit department, CPAs, and management. The online evaluation for the design and implementation of the Company's internal control system should be effective.

(3) Independence and suitability of CPAs

In accordance with Article 29 of the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies and in order to ensure the independence of the CPA firm, the Audit Committee has designed an independence assessment form by referring to Article 47 of the Certified Public Accountant Act and Article 10 of the Norm of Professional Ethics for Certified Public Accountants regarding integrity, objectivity and independence. The purpose is to evaluate the independence, professionalism and suitability of CPAs and examine whether CPAs are related parties or have business or financial interest with the Company.

The 15th meeting of the second Audit Committee on March 14, 2024, reviewed and approved CPA Lin, Po-Chuan and CPA Feng, Min-Juan with PwC Taiwan meet the independence standard and are qualified to serve as the Company's attestation auditors.

The Audit Committee held a total of 5 (A) meetings in 2024. The attendance of the independent directors was as follows:

Title	Full name	No. of attendances (B)	By Proxy	Attendance rate (%) (B/A) (Note 1, Note 2)	Remark
Independent Director (Convener of the Audit Committee)	Chou, Po-Chiao	5	0	100%	
Independent Director (Member of the Audit Committee)	Wu, Pei-Ling	3	0	100%	Appointed on 2024/05/31, so actual attendance of 3 times
Independent Director (Member of the Audit Committee)	Yang, Shu-Huan	3	0	100%	Appointed on 2024/05/31, so actual attendance of 3 times
Independent Director (Member of the Audit Committee)	Chen, Tsung-Ming	2	0	100%	Resignation on 2024/05/31, so actual attendance of 2 times

Other mentionable items:

I. In case of any of the following circumstances with the Audit Committee's functioning, it is necessary to describe the date, session, discussions of the Audit Committee meeting, opposition or reservation from independent directors, or contents of important suggestions, decisions by the Audit Committee and the Company's handling of the Audit Committee's opinions.

(I) Issues listed in Article 14-5 of the Securities Exchange Act:

17. Issues listed in Article 14-5 of the Securities Exchange Act.			
Board Resolution Date	Contents of motion and the follow-up measures	Article 14-5 of the Securities and Exchange Act The matters listed in	Matters not approved by the Audit Committee , but approved by two-thirds or more of all directors:
2024 First 2024.03.14	1. Approved the assessment of CPA independence and competence in accordance with the Corporate Governance Best Practice Principles.	V	None
	2. Approved the 2023 financial statements and business report.	V	
	3. Approved the 2023 earnings distribution.	V	
	4. Approved the proposal for the Company’s 2023 internal control system and issued an internal control system statement according to the self-assessment results.	V	
	The resolution result by the Audit Committee: Passed by all Audit Committee members present on 2024.03.14		
	The Company’s handling process based on the opinions of the Audit Committee was passed by all the directors present.		
2024 Second 2024.05.10	Approved the Q1 2024 consolidated financial statements.	V	None
	The resolution result by the Audit Committee: Passed by all Audit Committee members present on 2024.05.10		
	The Company’s handling process based on the opinions of the Audit Committee was passed by all the directors present.		
2024 Third 2024.05.31	Approved the appointment of the Audit Committee convener.		None
	The resolution result by the Audit Committee: Passed by all Audit Committee members present on 2024.05.31		
	The Company’s handling process based on the opinions of the Audit Committee was passed by all the directors present.		
2024 Fourth 2024.08.12	Approved the Q2 2024 consolidated financial statements.	V	None
	The resolution result by the Audit Committee: Passed by all Audit Committee members present on 2024.08.12		
	The Company’s handling process based on the opinions of the Audit Committee was passed by all the directors present.		
2024 Fifth 2024.11.08	1. Approved the Q3 2024 consolidated financial statements.	V	None
	2. Approved the revision of the Internal Audit Implementation Rules.	V	
	3. Approved the 2025 audit plan.	V	
	The resolution result by the Audit Committee: Passed by all Audit Committee members present on 2024.11.08		
	The Company’s handling process based on the opinions of the Audit Committee was passed by all the directors present.		

Please refer to page 22 for all proposals of the Audit Committee in 2024.

(II) Except for the aforesaid circumstances, any resolution that was not approved by the Audit Committee but approved by two-thirds or more of all directors: None

II. If there is any independent director's avoidance of motion in conflict of interest, such director's name, contents of motion, causes for avoidance and voting should be specified: None.

III. Communications between the independent directors, the chief internal auditor and CPAs (including communications of the significant items for the Company's finance and operation, and its methods and results etc.):

(I) Communications between the independent directors and chief internal auditor:

To intensify the practical communication between the independent directors and the internal audit officer, the Company

conducts comprehensive communication on the main internal auditing opinions through the Audit Committee or other meetings at least twice a year.

(II) Communication between independent directors and CPAs:

CPAs report to the independent directors on the Audit Committee at least twice a year regarding the Company's financials, the financials and overall functioning of domestic and overseas subsidiaries, and the inspection on internal control. Full communication is carried out on whether there are major adjustments to accounting entries and whether regulatory amendments affect accounts.

(III) Please refer to page 23 for the communication among independent directors, internal auditors, and CPAs in 2024.

Note 1: In case of the departure of any independent director before the year-end, it is necessary to provide the departure date in the "Remark" column. The attendance rate (%) is calculated with the number of Audit Committee meetings and the number of attendances during the tenure.

Note 2: In case of the departure of any independent director before the year-end, it is necessary to provide the departure date in the "Remark" column. The attendance rate (%) is calculated with the number of Audit Committee meetings and the number of attendances during the tenure. The attendance rate (%) is calculated with the number of Audit Committee meetings and the number of attendances during the tenure.

2. Supervisors' participation in the operation of the Board of Directors: The Company has established the Audit Committee in 2018, so this is not applicable.

2024 Audit Committee Meeting Minutes Summary:

Second on 2024

Number of Meetings	Number of Meetings This Term	Date of Notification	Date of Meeting	Explanation of Subject	Independent Director		Attend
					Chou, Po-Chiao	Chen, Tsung-Ming	
1	15	2024.03.06	2024.03.14	1. Proposal for the PwC Taiwan Audit Quality Indicator (AQI) Report. 2. Implementation of the matters decided by the 14th meeting of the 2nd Audit Committee. 3. Report on internal audit of business. 4. Approved the assessment of CPA independence and competence in accordance with the Corporate Governance Best Practice Principles. 5. Approved the 2023 financial statements and business report. 6. Approved the 2023 earnings distribution. 7. Approved the proposal for the Company's 2023 internal control system and issued an internal control system statement according to the self-assessment results.	V	V	Wu, Mai Liu, Yi-Mei Chiu, Shu-Juan Feng, Min-Juan Lin, Po-Chuan
2	16	2024.05.02	2024.05.10	1. Implementation of the matters decided by the 15th meeting of the 2nd Audit Committee. 2. Report on internal audit of business. 3. Approved the Q1 2024 consolidated financial statements.	V	V	Wu, Mai Liu, Yi-Mei Chiu, Shu-Juan Feng, Min-Juan Lin, Po-Chuan

Third on 2024

Number of Meetings	Number of Meetings This Term	Date of Notification	Date of Meeting	Explanation of Subject	Independent Director			Attend
					Chou, Po-Chiao	Wu, Pei-Ling	Yang, Shu-Huan	
3	1	2024.05.31	2024.05.31	1. Approved the appointment of the Audit Committee convener.	V	V	V	Wu, Mai Liu, Yi-Mei Chiu, Shu-Juan Feng, Min-Juan
4	2	2024.08.01	2024.08.12	1. Implementation of the matters decided by the 16th meeting of the 2nd Audit Committee and the 1st Meeting of the 3rd Audit Committee. 2. Report on internal audit of business. 3. Approved the Q2 2024 consolidated financial statements.	V	V	V	Wu, Mai Liu, Yi-Mei Chiu, Shu-Juan Feng, Min-Juan Lin, Po-Chuan
5	3	2024.10.29	2024.11.08	1. Implementation of the matters decided by the 2nd meeting of the 3rd Audit Committee. 2. Report on internal audit of business. 3. Approved the Q3 2024 consolidated financial statements. 4. Approved the revision of the Internal Audit Implementation Rules. 5. Approved the 2025 audit plan.	V	V	V	Wu, Mai Liu, Yi-Mei Chiu, Shu-Juan Feng, Min-Juan Lin, Po-Chuan

Summary of meetings among independent directors, internal auditors, and CPAs in 2024

Date	Subject	Communication matters	Independent directors in attendance	Communication personnel	Communicate results
2024/3/14 The Audit Committee	1. The internal auditors described the implementation from November 2023 to February 2024 according to the audit plan. They followed up with the results of suggested improvements until the end of the first quarter. 2. Directors, supervisors and internal auditors shared thoughts and reviewed the reported matters.	1. The Company should strengthen the supervision of each business unit to ensure the achievement of operational effectiveness and efficiency goals, and continue to promote corporate governance. 2. Recommendations on internal control raised by audits must be thoroughly followed up until fully resolved.	Independent Director Chou, Po-Chiao Independent Director Chen, Tsung-Ming	Auditor Liu, Yi-Mei	All the attending independent directors reviewed, agreed and reported to the board.
	1. The Company's finalized account and business report for 2023	1. CPAs explained about the report on financial audits and discussed and communicated the questions raised by directors.	Independent Director Chou, Po-Chiao Independent Director Chen, Tsung-Ming	CPA Feng, Min-Juan CPA Lin, Po-Chuan	All the attending independent directors reviewed, agreed and reported to the board.
2024/8/12 The Audit Committee	1. Reported by the internal auditors until July. The results will be improved according to the annual audit plan implementation, the investigation, and suggestions for improvement. 2. Directors and internal auditors exchanged thoughts on the above reported items.	1. The management unit shall be urged to further strengthen the implementation of internal control and internal audit for investment businesses. 2. Assist the Legal Department in the second-year review of TIPS (Taiwan Intellectual Property Management System). 3. Assist the Human Resources Department in establishing the internal control system for sustainability information management.	Independent Director Chou, Po-Chiao Independent Director Wu, Pei-Ling Independent Director Yang, Shu-Huan	Auditor Liu, Yi-Mei	All the attending independent directors reviewed, agreed and reported to the board.
	1. The Company's consolidated financial statements proposal for the second quarter of 2024.	1. CPAs explained about the report on financial audits and discussed and communicated the questions raised by directors.	Independent Director Chou, Po-Chiao Independent Director Wu, Pei-Ling Independent Director Yang, Shu-Huan	CPA Feng, Min-Juan CPA Lin, Po-Chuan	All the attending independent directors reviewed, agreed and reported to the board.
2024/11/08 The Audit Committee	1. Internal auditors presented the implementation of the audit plan and follow-ups of improvement measures until the end of the second quarter. 2. Submit the 2025 annual audit plan and the internal control revision instructions for the production and property, plant, and equipment cycles. 3. Directors and internal auditors exchanged thoughts on the above reported items.	1. The audit unit submitted the 2025 audit plan for the Company. The audit items were determined based on the risk assessments and considerations conducted according to internal audit standards required by official letters from the competent authority. In addition to the annual audit highlights as regulated, the plan is to enhance the advocacy of compliance with newly promulgated laws, the oversight and management of investees, and the inspection of the operating efficacy and efficiency. 2. 2025 audit plan to be submitted to the Board of Directors for approval and reporting scheduled for the end of December.	Independent Director Chou, Po-Chiao Independent Director Wu, Pei-Ling Independent Director Yang, Shu-Huan	Auditor Liu, Yi-Mei	All the attending independent directors reviewed, agreed and reported to the board.
	1. The Company's consolidated financial statements proposal for the third quarter of 2024.	1. CPAs explained about the report on financial audits and discussed and communicated the questions raised by directors.	Independent Director Chou, Po-Chiao Independent Director Wu, Pei-Ling Independent Director Yang, Shu-Huan	CPA Feng, Min-Juan CPA Lin, Po-Chuan	All the attending independent directors reviewed, agreed and reported to the board.

(III) Corporate Governance Implementation Status and the difference from the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies and reasons:

Evaluation Item	Implementation Status (Note)			The difference from the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies and Reasons
	Yes	No	Abstract Illustration	
I. Does the company establish and disclose the Corporate Governance Best-Practice Principles based on “Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies”?	V		The board of the Company has discussed and approved the “Corporate Governance Best Practice Principles” of the Company on March 27, 2015 in accordance with the “Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.” To keep up with the international trend in corporate governance and to respond the development of topical social and global issues during recent years, these principles were amended four times in 2015-2024 by the board of directors and disclosed via the Market Observation Post System and the Company’s website.	The Company has currently executed according to “Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies” without any difference.
II. The Company’s shareholding structure & shareholders’ rights/benefits				
(I) Does the Company establish an internal operating procedure to deal with shareholders’ suggestions, doubts, disputes and litigations, and implement based on the procedure?	V		(I) The Company has designated a professional agency to handle the stock affairs and has established the spokesperson, deputy spokesperson and dedicated persons to take charge of the shareholders' suggestions or disputes etc.	The Company has currently executed according to “Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies” without any difference.
(II) Does the Company possess the list of its major shareholders who control the Company in reality as well as the ultimate owners of those shares?	V		(II) Most of the Company’s major shareholders are the management team and the shareholders with long-term shareholding. The stock office will obtain the list of the shareholders from the Taiwan Depository & Clearing Corporation through the stock agency designated by the Company within next two days from book closure date for the shareholders' meeting and dividend distribution upon the regulations, then will summarize the shareholding information of the major shareholders immediately and report to the senior management team. The Company can grasp the list of the major shareholders at any time to assure the stability of the management rights.	
(III) Does the Company establish and execute the risk control/management and firewall system with its affiliates?	V		(III) Each affiliate operates independently and establishes various rules according to the management regulations of the competent authority. The transactions with affiliates shall be conducted according to the relevant rules.	
(IV) Does the company establish internal rules against the Company's insiders trading of the securities with undisclosed information in the market?	V		(IV) To empower the Company’s directors and managers to comply with the ethical standards and allow the Company’s stakeholders to better understand the Company’s ethical standards, the Company has established the "Codes of Ethical Conduct" and "Ethical Corporate Management Best Practice Principles" to follow up. The Company has established the "Procedures for Handling Material Inside Information and Preventing Insider Trading" to prevent the occurrence of insider trading.	
III. Composition and Responsibilities of the Board of Director				
(I) Does the Board of Directors formulate a board diversity policy, management target and implement accordingly?	V		(I) In accordance with Article 20 of “Corporate Governance Best Practice Principles,” the Company has stipulated a diverse policy in regards to the composition of the Board of Directors as follows: The diverse composition of the Board of Directors should be considered and appropriate and diversified policies with regard to its business operations, operational type and development requirement shall be stipulated, which should include but not limited to the standards of the following two major	The Company has currently executed according to “Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies” without any difference.

Evaluation Item	Implementation Status (Note)			The difference from the Corporate Governance Best Practice Principles for TWSE/TPEx Listed Companies and Reasons
	Yes	No	Abstract Illustration	
(II) Does the Company voluntarily establish other functional committees in addition to the Remuneration Committee and the Audit Committee pursuant to the laws?	V		<p>aspects:</p> <p>I. Basic criteria and value: gender, age, nationality and culture.</p> <p>II. Professional knowhow and skills: professional background (such as law, accounting, industry, finance, marketing or technology), professional skills and experience in the industry, etc. In general, the members of the Board of Directors should possess the knowledge, skills, and qualities required for the implementation of their job duties. The Board of Directors should have the following capabilities in order to achieve the goal of corporate governance: (I) Capability for judging the business. (II) Capability for analyzing accounting and finance. (III) Capability for business management. (IV) Capability for dealing with risks. (V) Industrial knowledge. (VI) International market viewpoint. (VII) Capability of leadership. (VIII) Capability of decision-making.</p> <p>Please refer to pages 7~8 of the annual report for implementing board diversity.</p> <p>(II) In addition to the legally required Remuneration Committee and Audit Committee, the Company, in an effort to enhance corporate governance performance and business image, established the "Corporate Governance Committee" following the Board's approval of the "Corporate Governance Committee Charter" on November 12, 2020. After the re-election of directors on May 31, 2024, the Company appointed independent directors Mr. Chou, Po-Chiao, Ms. Wu, Pei-Ling, and Ms. Yang, Shu-Huan as members of the Corporate Governance Committee. The Committee submitted the "2025 Annual Implementation Plan" to the Board of Directors, which was approved on November 8, 2024. For details on the implementation of the Corporate Governance Committee, please refer to page 30 of the Annual Report (Note 1).</p> <p>To strengthen the information security organization structure, the Company established the Information Security Management Committee in December 2020 and established the Information Security Division as an independent unit in January 2023. The Information Security Management Committee has the Information Security Division and the Information Division under its jurisdiction, which coordinates information security-related policy formulation, implementation, risk management, and compliance inspections. The top executive of the Information Security Division shall report the information security management performance issues and directions to the Audit Committee and the Board of Directors once every six months.</p>	
(III) Does the Company establish the "Regulations Governing the Board Performance assessment" and its methods of evaluation, and conduct the regular performance assessment annually and report the results of the performance assessment to the Board of Directors for the reference of individual directors' salary and renewal nomination?	V		<p>(III) To fulfill corporate governance, the Company referred to the Corporate Governance Best Practice Principles for TWSE/TPEx Listed Companies and established its Regulations Governing the Board Performance Assessment with the resolution by the Board of Directors on November 14, 2017. Annual performance assessments are conducted internally. External and independent professional organizations or experts and scholars are</p>	

Evaluation Item	Implementation Status (Note)			The difference from the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies and Reasons
	Yes	No	Abstract Illustration	
(IV) Does the Company evaluate the independence of the CPAs regularly?	V		<p>commissioned every three years to carry out evaluations. The assessment methods, standard and results are disclosed at the Company's website. The Board of Directors, individual directors, and functional committees conducted self-assessments in 2024 covering five major aspects. The internal result was submitted in the Board of Directors report on 2025.03.10. Please refer to the annual report page 31-32 (Note 2) for the performance evaluation results. The results of the annual board performance assessment will be reported to the Board of Directors and Remuneration Committee as a reference for individual directors' remuneration and nomination for renewal.</p> <p>(IV) The Company has appointed the PWC Taiwan as the certificated accounting firm, who has its professionalism and independence for its certification. The Company also changes the CPAs regularly according to laws to strengthen its independence.</p> <p>The Company's board of directors conducts CPA independence and competence assessments annually. In addition to requiring CPAs to provide "Statements of Independence" and "Audit Quality Indicators (AQIs)," the board also conducts independence assessments based on the evaluation items specified in page 33 (Note 3) to ensure that there are no violations of the ethical principles outlined in the Bulletin of Norm of Professional Ethics for Certified Public Accountant of the Republic of China No. 10 and Article 47 of the CPA Act. The board also confirms that the CPA has no financial interests or business relationships with the Company other than audit and tax fees and that the CPA is not a director, manager, shareholder, or employee of the Company, indicating that the CPA is not a stakeholder. The Company has examined the CPA independence assessment results to ensure the CPA's independence. In addition, the Company assesses audit quality by referring to the 20 AQIs to confirm that the CPA and the firm have audit experience that exceeds the industry average; have no external deficiencies, improvement measures, or disciplinary cases. The Company has also established clear goals and plans, and has implemented the ISQM 1 quality ma</p>	
IV. Does the TWSE/TPEX Company have qualified and suitable number of corporate governance personnel and appointed corporate governance officers to take charge of the corporate governance related affairs (including but not limited to providing the information required by the directors and supervisors to perform their duties, assisting directors and supervisors to be in compliance with laws, conducting the board and shareholders' meeting related matters according to laws, and preparing the meeting minutes for the board and the shareholders' meeting etc.)?	V		<p>The Company has established the corporate governance taskforce so that Finance Department can take charge of corporate governance-related matters. On March 27, 2019, the Board of Directors resolved to appoint Wu, Ma, Vice President of the Financial Management Center, as Officer of Corporate Governance. She has over three years of management experience with public companies in law, finance, or shareholder services. She has selected and completed 12 hours of annual training relevant to tasks and responsibilities required by the Directions for the Implementation of Continuing Education for Directors and Supervisors of TWSE/TPEX Listed Companies. Please refer to page 34 (Note 4) for the primary responsibilities, functioning, and continuing education in 2024.</p>	The Company has currently executed according to "Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies" without any difference.

Evaluation Item	Implementation Status (Note)			The difference from the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies and Reasons
	Yes	No	Abstract Illustration	
V. Does the Company establish a communication channel and build a dedicated section on its website for stakeholders, as well as handle all the issues they care for in terms of corporate social responsibilities?	V		Both the Company and the stakeholders have a dedicated department to take charge of collecting the relevant information and communicate to each other. We have constructed a website at https://www.clevo.com.tw/ and established the investor relations and stakeholders section. The contents include company news and activities, corporate governance (such as practical guidelines on corporate social responsibilities), financial/shareholder service information, and company contact details. Dedicated personnel from relevant departments respond to pertinent issues. The Company's 2022 stakeholder communication results were submitted to the Board of Directors on August 12, 2024. The 2024 stakeholder communication results will be submitted in the Board of Directors report during the second half of 2025.	The Company has currently executed according to “Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies” without any difference.
VI. Does the Company appoint a professional stock agency to deal with shareholders' meeting affairs?	V		The Company's stock affairs have appointed a professional stock agency, Transfer Agency Department of CTBC Bank, to handle the Company's shareholders' meeting affairs.	The Company has currently executed according to “Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies” without any difference.
VII. Information Disclosure				
(I) Does the Company have a corporate website to disclose the financial activities and the information of corporate governance?	V		(I) We have constructed a website at https://www.clevo.com.tw/ and established the investor relations section. The contents include company news and activities, corporate governance information, the Company's management guidelines and financial/ shareholder service information.	The Company has currently executed according to “Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies” without any difference.
(II) Does the Company adopt other ways of information disclosure (e.g. building an English website, appointing a dedicated person to collect and disclose the Company's information, implementing the spokesperson system and putting the course of investor conferences on the Company's website etc.)?	V		(II) In addition to the spokesperson and the deputy spokesperson system, the Company has designated personnel to collect and disclose company information. Disclosure of financial and business information to the investing public is made via the Market Observation Post System, analyst meetings, the Company's website, magazines, and newspapers. Please visit our website at https://www.clevo.com.tw/ .	
(III) Does the Company announce and declare the annual financial report within two months after the end of the fiscal year, and announce and declare the first, second, and third quarter financial reports and the monthly operating situation early within the prescribed period?	V		(III) The Company had announced and declared the annual financial report (within three months) and the first, second and third quarter financial reports (within 45 days) as well as the monthly operating report (before the 10th of each month) before the deadline specified in Article 36 of the Securities and Exchange Act. Due to the fact that the group has merged more than one hundred of individual business entities, its annual financial report cannot be announced and declared within two months after the end of the fiscal year. The 2024 financial statements were published and filed on March 10, 2025.	
VIII. Is there any other important information to facilitate a better understanding of the Company's corporate governance practices (including but not limited to employee rights/benefits, employee caring, investor relations, supplier	V		(I) Employee Rights/Benefits: Upon the governmental laws and the Company's human resources management rules, the Company provides various labors' basic conditions, including working hours mechanism and comprehensive leaves system, and also renders a stable and safe working environment, as	The Company has currently executed according to “Corporate Governance Best Practice

Evaluation Item	Implementation Status (Note)			The difference from the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies and Reasons
	Yes	No	Abstract Illustration	
relations, rights of stakeholders, training of directors and supervisors, the implementation of risk management policies and risk measurement standards, the implementation of customer policies, and purchasing liabilities insurance for directors and supervisors)?			<p>well as reserves the basic welfares of labor insurance, health insurance and pension fund. Besides, the employees also possess the regular health examination, group insurance and complete employee retirement measures.</p> <p>(II) Employee Care: The Company has established the Occupational Safety and Health Committee and established safety policies. Seminars are held regularly and medical consultations are provided to ensure the health and safety of employees. The Company provides comprehensive benefits and development opportunities, including labor health insurance, retirement system, education and training, and a diverse and friendly working environment, to create a safe and growth work atmosphere.</p> <p>(III) Investor relations: The Company's maximum goal is to protect the rights and interests of shareholders, and to uphold the principle of integrity and transparency. Through regular financial reports, public announcements and institutional investors conferences, the Company actively establishes long-term trust relationships with investors, and is committed to creating stable and long-term investment values.</p> <p>(IV) All vendors are required to sign the "Commitment of Ethics" before engaging in business dealings, which expressly prohibits any dealings with non-regular transactions and ensures integrity and cooperation. All vendors are required to sign the "Commitment of Ethics" before engaging in business dealings, which expressly prohibits any dealings with non-regular transactions and ensures integrity and cooperation. The Company also promotes the supply chain to strengthen environmental protection awareness and social responsibility, and practice the sustainable development goals.</p> <p>(V) Rights of Stakeholder: The Company complies with the "Corporate Governance Best-Practice Principles" to implement and set up a dedicated section on its website for stakeholders.</p> <p>(VI) Implementation of risk management policies and risk assessment standards: The Company has established a corporate governance framework and internal control system to promote comprehensive risk management, covering operational, financial, regulatory, information security, and climate change aspects. Regular assessments and reviews are conducted to identify potential risks and adjust strategies in a timely manner. The Company has also established an Information Security Committee, implemented foreign exchange hedging and fund control mechanisms, strengthened operational resilience, and ensured the steady development of the Company.</p> <p>(VII) Implementation of customer policies: The Company values customer relationship management and is committed to providing high-quality products and timely services, and has established a comprehensive after-sales and response mechanism. Regularly conduct customer satisfaction surveys and continue to optimize product and service quality based on feedback. The Company also ensures the security of customers' data through information security and privacy protection measures.</p> <p>(VIII) Purchase of liability insurance for directors: We have purchased relevant</p>	Principles for TWSE/TPEX Listed Companies" without any difference.

Evaluation Item	Implementation Status (Note)			The difference from the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies and Reasons
	Yes	No	Abstract Illustration	
			<p>coverage until May 15, 2025. The sum insured coverage and liability insurance premiums for directors have been reported to the Board of Directors. The new insurance policy from 2025.05.15 to 2026.05.15 will be reported to the next Board of Directors meeting.</p> <p>(IX) Board meeting attendance by directors: Board meetings were convened as scheduled. All directors were actively involved. The overall attendance of all directors (including independent directors) in 2024 was 100%. The Company has filed online the attendance of directors on a timely basis. Please refer to page 17 for the attendance status.</p> <p>(X) Trainings of the Directors and Managers: The Company's directors and independent directors have considerably understood the directors' power and functions, and they have a plentiful background of education and experiences as well as understanding of the industry to sufficiently undertake the directors' responsibilities. The Company's directors and independent directors participate in annual training classes on corporate governance, securities laws, and taxation. In addition, the Company has dedicated personnel for collating relevant legal and regulatory information; such information is summarized and submitted to the directors and the Audit Committee. Please refer to page 35 (Note 5) for the continuing education of the Company's directors and managers in 2024. The Company discloses the board meeting attendance of directors and independent directors and the ongoing education of directors via the Market Observation Post System as required at https://mops.twse.com.tw/mops/web/index.</p>	
<p>IX. For the result of the corporate governance evaluation announced by the Corporate Governance Center of the Taiwan Stock Exchange Corporation in the most recent year, please explain the circumstances of the improvement; and if the items have not yet been improved, please provide those items that shall be strengthened first and its measures.</p> <p>1. Improve the Company's intellectual property management program and complete external verification of the Taiwan Intellectual Property Management System (TIPS) in 2024.</p>				

Note: Regardless of ticking "Yes" or "No," the implementation status shall be explained in the column of the abstract illustration.

Note 1: Implementation by the Corporate Governance Committee:

I. To enhance its corporate governance and the board's effectiveness, the Company has established the Corporate Governance Committee according to Article 27-3 of the Corporate Governance Best Practice Principles for TWSE/TPEx Listed Companies. As resolved by the Board of Directors, the Corporate Governance Committee consists of five directors, than half being independent directors. One (independent) director is elected by all the members as the convener and meeting chair. According to the Corporate Governance Committee Charter, the Corporate Governance Committee has the following responsibilities:

- (1) Formulation of the Company's Corporate Governance Best-Practice Principles
- (2) Planning and regular review of continuing education for directors
- (3) Planning of corporate governance directions, annual implementation plans and the progress
- (4) Review, suggestion and follow-up of the effectiveness of the corporate governance system, annual implementation plans and the progress
- (5) Review, suggestion and follow-up of the Company's information disclosure and implementation status
- (6) Other matters according to the charters, the Company's internal regulations, resolutions by the Board of Directors or instructions from Chairman

II. Members of the Corporate Governance Committee:

Title	Full name	Resume
Independent Director Convener of the Corporate Governance Committee	Chou, Po-Chiao	The Company's independent director Former executive director and President of First Commercial Bank
Independent Director (Member of the Corporate Governance Committee)	Wu, Pei-Ling	The Company's independent director Assistant Professor, Aletheia University
Independent Director (Member of the Corporate Governance Committee)	Yang, Shu-Huan	The Company's independent director

Note: Among the committee members, Independent Director Chou, Po-Chiao possesses experience in the financial industry and expertise in financial management and corporate governance. Independent Director Wu, Pei-Ling brings both academic and practical experience, with strengths in public finance and financial analysis. Independent Director Yang, Shu-Huan has a background in the financial industry and specializes in risk management and regulatory compliance. The complementary expertise of these three members enhances the effectiveness of the Corporate Governance Committee and helps ensure the soundness and efficiency of the Company's governance mechanisms.

III. In 2024 and as of the publication date of this annual report, the Corporate Governance Committee convened three meetings. The attendances and the resolutions are as follows:**Second Audit Committee**

Number of Meetings	Number of Meetings This Term	Date of Notification	Date of Meeting	Explanation of Subject	Director		Independent Director		Remark
					Tsai, Ming-Hsien	Chien, Yih-Long	Chou, Po-Chiao	Chen, Tsung-Ming	
1	7	2024.03.05	2024.03.14	1. Implementation of the matters decided by the 6th meeting of the 2nd Corporate Governance Committee. 2. Proposal to report the 2023 corporate governance implementation status. 3. Passed the proposal to amend the Company's relevant operating procedures according to the "Regulations Governing Establishment of Internal Control Systems by Public Companies."	V	V	V	V	Wu, Mai Liu, Yi-Mei Chiu, Shu-Juan

Third Audit Committee

Number of Meetings	Number of Meetings This Term	Date of Notification	Date of Meeting	Explanation of Subject	Independent Director			Remark
					Chou, Po-Chiao	Wu, Pei-Ling	Yang, Shu-Huan	
2	1	2024.05.31	2024.05.31	1. Approval of the proposed election of the convener of the Corporate Governance Committee.	V	V	V	Wu, Mai Liu, Yi-Mei Chiu, Shu-Juan
3	2	2024.10.29	2024.11.08	1. Implementation of the matters decided by the 7th meeting of the 2nd Corporate Governance Committee and 1st meeting of the 3rd Corporate Governance Committee. 2. Report on the Company's 2025 audit plan. 3. Approved the committee's 2025 implementation plan proposal.	V	V	V	Wu, Mai Liu, Yi-Mei Chiu, Shu-Juan
4	3	2025.02.27	2025.03.10	1. Implementation of the matters decided by the 2nd meeting of the 3rd Corporate Governance Committee. 2. Proposal to report the 2024 corporate governance implementation status. 3. Approved the proposal for the Company's 2023 internal control system and issued an internal control system statement according to the self-assessment results.	V	V	V	Wu, Mai Liu, Yi-Mei Chiu, Shu-Juan

Note 2: 2024 performance assessments of the Board of Directors and functional committees**CLEVO CO.****2024 Self-assessments of the Board of Directors and Functional Committees and the Results**

According to the Company's "Regulations Governing the Board Performance Assessment," the Company's Board of Directors and functional committees should conduct internal performance assessment at least once a year; an external professional and independent institution or a team of experts and scholars will be commissioned to conduct assessment at least once every three years. The assessment in 2024 is divided into internal self-assessment. The implementation status and results of the relevant evaluation are as follows:

I. Assessment scope and method:

Assessment scope: performance assessments on the board, individual directors and functional committees

Assessment method: self-assessments by the board, individual directors and functional committees.

Each performance indicator is divided into five levels: Excellent (5), Good (4), Medium (3), Poor (2), Extremely Poor (1).

II. Assessment procedures

The members of the board and functional committees under the board make self-assessments, with Self-Assessment Questionnaire on Board's Performance, Self-Assessment Questionnaire on Director's Performance, and Self-Assessment Questionnaire on Functional Committee's Performance.

III. Assessment results:**(I) Self-assessment on the operating performance of the Board of Directors:**

The performance assessment of the Board of Directors covers five aspects with 45 indicators. The assessment results were Excellent (5) for 37 indicators and Good (4) for 8 indicators. The average attendance of directors in 2024 was 100%. All the directors have a clear understanding of the Company and the industries where the Company operates. They assessed and supervised the Company's operation and corporate governance and interacted well with management by fully utilizing their expertise. The average performance score of the Board of Directors in 2023 was 4.82 (out of the perfect score of 5). The Board of Directors generally functioned well, in line with corporate governance requirements.

Five major self-assessments	Assessment subjects	Assessment results
A. Participation level for the Company's operations	12 Items	4.67 points
B. Enhancing the decision quality for the board	12 Items	5.00 points
C. Composition and structure of the Board of Directors	7 Items	4.86 points
D. Directors' election and continuous education	7 Items	4.86 points
E. Internal control	7 Items	4.71 points

(II) Self-assessment by individual directors:

The assessment of board members covers six aspects and 23 indicators. Seven directors in service filled in the self-assessment questionnaires, and all seven were recovered. The overall score averaged 4.88 points between Excellent (5 points) and Good (4 points). It shows that all directors positively comment on the execution performance for various indicators. To further strengthen the functions of the Board of Directors, the directors provided the opinions and suggestions as follows: Independent Director Lai, Ling-Ming:

1. Advised and assisted in arranging legal general knowledge courses on directors' responsibilities.
2. Advance preparation on ESG-related issues such as carbon emissions and carbon rights trading.
3. Advance preparation for risk management issues.

Six aspects for self-assessments	Assessment subjects	Assessment results
A. Mastery of company goals and tasks	3 Items	5.00 points
B. Acknowledgement of directors' duties and responsibilities	3 Items	5.00 points
C. Participation level for the Company's operations	8 Items	4.78 points

D. Management and communication of internal relations	3 Items	4.95 points
E. Professionalism and continued education of directors	3 Items	4.93 points
F. Internal control	3 Items	4.81 points

(III) Self-assessment on the operating performance of the Audit Committee:

The performance review of the Audit Committee covered five aspects and 22 indicators. The average score for performance reviews in 2024 was 5.00 points (vs. a full mark of 5.0). This indicates a robust working of the Audit Committee, in line with corporate governance requirements and effectively contributing to the board's functioning.

Five major self-assessments	Assessment subjects	Assessment results
A. Participation level for the Company's operations	4 Items	5.00 points
B. Understanding of the functional committee's responsibilities.	5 Items	5.00 points
C. Improvement of decision-making quality of functional committees.	7 Items	5.00 points
D. Composition of the functional committee and selection of members	3 Items	5.00 points
E. Internal control	3 Items	5.00 points

(IV) Self-assessment on the operating performance of the Remuneration Committee:

The performance assessment of the Remuneration Committee covers four aspects with 19 indicators. The assessment results were Excellent (5) for 18 indicators and Good (4) for one indicator. The average score in 2024 was 4.95 (out of 5.0). This indicates the healthy functioning of the Remuneration Committee, in line with corporate government requirements and beneficial to the purposes of the Board of Directors.

Five major self-assessments	Assessment subjects	Assessment results
A. Participation level for the Company's operations	4 Items	5.00 points
B. Understanding of the functional committee's responsibilities.	5 Items	4.80 points
C. Improvement of decision-making quality of functional committees.	7 Items	5.00 points
D. Composition of the functional committee and selection of members	3 Items	5.00 points

(V) Self-assessment on the operating performance of the Corporate Governance Committee:

The performance review of the Remuneration Committee covered four aspects and 18 indicators. The result consisted of 17 indicators for "Excellent" (5) and 1 indicator for "Good" (4). The average score for performance reviews in 2023 was 4.94 points (vs. a full mark of 5.0). The overall operation of the Corporate Governance Committee is sound.

Five major self-assessments	Assessment subjects	Assessment results
A. Participation level for the Company's operations	4 Items	5.00 points
B. Understanding of the functional committee's responsibilities.	5 Items	5.00 points
C. Improvement of decision-making quality of functional committees.	7 Items	5.00 points
D. Composition of the functional committee and selection of members	3 Items	4.75 points

Four. The Company's board of directors and functional committees under the board performed well in 2024. They properly assessed and supervised the Company operations and corporate governance. All directors' attendance rate was 100%, and they have fully exercised their expertise. To enhance the board of directors' performance and ensure the continuity of board policies, the Company has continued to improve the level of participation and understanding of the board in the Company's operations through communication channels between the board and management, such as regular board meetings and work reports. The Company has also strengthened the diversity of training courses for board members beyond their professional skills.

Four. The preceding internal performance evaluations of the Board of Directors, individual directors, and functional committees for 2024 were presented to the Board of Directors on March 10, 2025.

Note 3: Assessment items on the suitability and independence of CPAs

Evaluation Item	Yes	No
1. Not an employee of the Company or its related party.	V	
2. Not a director or supervisor of the Company or its affiliates (however, it is not applicable in case the person is an independent director of the Company, its parent company, or subsidiaries in which the Company holds more than 50% of the voting shares directly or indirectly).	V	
3. Not a director, supervisor, or employee of a corporate shareholder who directly holds 5% or more of the total number of outstanding shares of the Company, or who holds shares ranking in the top five holdings.	V	
4. Not having a marital relationship, or a relative within the second degree of kinship to any other director of the Company.	V	
5. Not having one of the circumstances stated in Article 30 of the Company Law.	V	
6. Not a governmental, juridical person or its representative as defined in Article 27 of the Company Law.	V	
7. Not a person who should not serve as the Company's director, manager or a position that has significant influences on the auditing project within the latest two years.	V	
8. Not a person who should not involve in the Company's management functions for making decisions.	V	

Note 4: Implementation status of the corporate governance officer:

The Company has established a corporate governance taskforce so that Finance Department can take charge of corporate governance related matters. On March 27, 2019 the board resolved to appoint Wu, Mai, Vice President of Financial Management Center, to serve as Officer of Corporate Governance. Vice President Wu, Mai as more than three years of management experience with public companies in law, finance or shareholder services and has selected and completed training relevant to jobs and responsibilities required by listing rules for continuing education program of directors and supervisors. Her main duties and responsibilities and continued education are detailed below:

I. Main responsibilities:

1. Conduct matters in regard to the Board of Directors meeting, functional committees and shareholders' meetings in accordance with laws.
2. Responsible for the meeting minutes and meeting related affairs for the Board of Directors meeting, functional committees and shareholders' meeting.
3. Assist directors and managerial officers for matters regarding onboard and continuous training, and provide them with the required information and materials.
4. Assist directors and managerial officers to be in compliance with laws and regulations.
5. Assist in the implementation of job responsibilities of the Board of Directors or board members that are stipulated in laws or the Company's articles of incorporation.

II. Business execution status in 2024:

1. Assisted in the independent directors and general directors to perform their duties, provided the necessary information as well as arranged the trainings for the directors:
 - (1) Provide the members of the Board of Directors with the information regarding the amendment and development of laws and regulations related to corporate governance.
 - (2) Provide organized and sufficient meeting materials for meeting members, as well as provide them with suitable and timely information and administrative assistance.
 - (3) Arrange meetings for independent directors and certified accountants to help the directors understand the Company's financial status; assist in arranging meetings for directors (including independent directors) and internal audit officers, if necessary, to discuss matters regarding internal control.
2. Assist in meeting procedures for the Board of Directors meeting and shareholders' meeting as well as resolution for legal compliance:
 - (1) Report to the Board of Directors, independent directors, the Audit Committee and the Corporate Governance Committee regarding the functioning of corporate governance issues.
 - (2) Verify that the Company's shareholders' meeting and board meeting are in compliance with relevant laws, regulations, and corporate governance rules.
 - (3) Assist and remind the directors of the laws and regulations to be aware of during the business implementation or making a formal resolution in the Board of Directors meeting.
 - (4) Inspect the post-meeting release of major information on key decisions by the Board of Directors to ensure the legality and accuracy of the contents and to protect the information symmetry for investors.
3. Organize and summarize the discussion issues for the board meeting and send out the meeting notice and required materials seven days prior to the meeting. If the discussion case is required to be avoided, a notice shall be given in advance and the meeting minutes of the board meeting shall be completed within 20 days after the meeting.
4. Supervise the registration date of the shareholders' meeting in advance, the preparation of meeting notices, the meeting manual, the meeting minutes within the statutory deadline, and conduct the matters and registration regarding amendment to the articles of incorporation.

III. Continuing education status in 2024:

In adherence to the Directions for the Implementation of Continuing Education for Directors and Supervisors of TWSE/TPEx Listed Companies, Vice President Wu, Mai completed 12 hours of training in 2024 concerning job functions and met the statutory requirements for 12 hours per year. Her continuing education is as follows:

Date of Education		Host Institution	Name of Course	Hours of Training
From	To			
2024/07/03	2024/07/03	Taiwan Stock Exchange and Taipei Exchange	2024 Cathay Sustainable Finance and Climate Change Summit	6
2024/08/12	2024/08/12	HR Department of CLEVO CO.	Blooming Amid Turmoil: Observations on the Current Geopolitical Landscape and Capital Flows	2
2024/11/08	2024/11/08	Taiwan Corporate Governance Association	Current Global Economic and Financial Landscape	4

Note 5: The directors' and supervisors' trainings as well as managers' participation in the education and trainings of corporate governance are as follows:

Title	Full name	Date of Education		Host Institution	Name of Course	Hours of Training
		From	To			
Chairman	Hsu, Kun-Tai	2024/08/12	2024/08/12	HR Department of CLEVO CO.	Blooming Amid Turmoil: Observations on the Current Geopolitical Landscape and Capital Flows	2
		2024/11/08	2024/11/08	Taiwan Corporate Governance Association	Current Global Economic and Financial Landscape	4
Vice Chairperson and President	Tsai, Ming-Hsien	2024/08/12	2024/08/12	HR Department of CLEVO CO.	Blooming Amid Turmoil: Observations on the Current Geopolitical Landscape and Capital Flows	2
		2024/11/08	2024/11/08	Taiwan Corporate Governance Association	Current Global Economic and Financial Landscape	4
Director	Lu, Jin-Zong	2024/08/12	2024/08/12	HR Department of CLEVO CO.	Blooming Amid Turmoil: Observations on the Current Geopolitical Landscape and Capital Flows	2
		2024/11/08	2024/11/08	Taiwan Corporate Governance Association	Current Global Economic and Financial Landscape	4
Director and Executive Vice President	Chien, Yih-Long	2024/08/12	2024/08/12	HR Department of CLEVO CO.	Blooming Amid Turmoil: Observations on the Current Geopolitical Landscape and Capital Flows	2
		2024/11/08	2024/11/08	Taiwan Corporate Governance Association	Current Global Economic and Financial Landscape	4
Independent Director	Chou, Po-Chiao	2024/07/03	2024/07/03	Taiwan Stock Exchange and Taipei Exchange	2024 Cathay Sustainable Finance and Climate Change Summit	6
		2024/08/12	2024/08/12	HR Department of CLEVO CO.	Blooming Amid Turmoil: Observations on the Current Geopolitical Landscape and Capital Flows	2
		2024/11/08	2024/11/08	Taiwan Corporate Governance Association	Current Global Economic and Financial Landscape	4
Independent Director	Wu, Pei-Ling	2024/07/03	2024/07/03	Taiwan Stock Exchange and Taipei Exchange	2024 Cathay Sustainable Finance and Climate Change Summit	6
		2024/08/12	2024/08/12	HR Department of CLEVO CO.	Blooming Amid Turmoil: Observations on the Current Geopolitical Landscape and Capital Flows	2
		2024/11/08	2024/11/08	Taiwan Corporate Governance Association	Current Global Economic and Financial Landscape	4
Independent Director	Yang, Shu-Huan	2024/07/03	2024/07/03	Taiwan Stock Exchange and Taipei Exchange	2024 Cathay Sustainable Finance and Climate Change Summit	6
		2024/08/12	2024/08/12	HR Department of CLEVO CO.	Blooming Amid Turmoil: Observations on the Current Geopolitical Landscape and Capital Flows	2
		2024/11/08	2024/11/08	Taiwan Corporate Governance Association	Current Global Economic and Financial Landscape	4
Vice President, Chief of Finance/Accounting and Officer of Corporate Governance	Wu, Mai	2024/07/03	2024/07/03	Taiwan Stock Exchange and Taipei Exchange	2024 Cathay Sustainable Finance and Climate Change Summit	6
		2024/08/12	2024/08/12	HR Department of CLEVO CO.	Blooming Amid Turmoil: Observations on the Current Geopolitical Landscape and Capital Flows	2
		2024/08/19	2024/08/20	Accounting Research and Development Foundation	Continuing Education Program for Issuers, Securities Firms, Stock Exchange Account Managers	12
		2024/11/08	2024/11/08	Taiwan Corporate Governance Association	Current Global Economic and Financial Landscape	4

- (IV) If the Remuneration Committee or the Nomination Committee is in place, it is necessary to disclose the composition, responsibility and functioning:

1. Information for Members of Remuneration Committee:

December 31, 2024

Position (Note 1)	Criteria	Professional qualifications and experiences (Note 2)	Independence (Note 3)	Number of Other Public Companies in Which the Individual is Concurrently Serving as an Remuneration Committee Member
	Full name			
Independent Director (Remuneration Committee convener)	Chou, Po-Chiao	Work experience of over five years in business, law, finance or banking Work experience: Executive Director and President of First Commercial Bank; Director and Vice President of First Financial Holding Co., Ltd. (page 5)	(Note 4)	1
Independent Director (Remuneration Committee member)	Wu, Pei-Ling	An Instructor or Higher Position in a Department of Commerce, Law, Finance, Accounting, or Other Academic Department Needed by the Business of the Company in a Public or Private Junior College, College or University, and is not under any of the circumstances as stated in Article 30 of the Company Act. (page 5)	(Note 4)	None
Independent Director (Remuneration Committee member)	Yang, Shu-Huan	Work experience of over five years in business, law, finance or banking and no circumstances described in Article 30 of the Company Act Work experiences: Manager of Finance Department, Manager of Risk Management Department, and Chief Compliance Officer (page 5)	(Note 4)	None

Note 1: Please note whether the member is an independent director or the convener in the column "Position."

Note 2: Professional qualifications and experience: Professional qualifications and experience of each member of the Remuneration Committee.

Note 3: Compliance of independence: Please describe the compliance of independence for the Remuneration Committee members. This includes but not limits to whether the director, the director's spouse or any relative within two degrees serves as a director, supervisor or employee of the Company or its affiliates; the number of shares and the percentage of shareholdings owned by the director, the director's spouse or any relative within two degrees (or under other people's names); whether the director, the director's spouse or any relative within two degrees serves as a director, supervisor or employee of the enterprises with specific relations with the Company (in reference to the paragraphs 5 ~ 8 of Article 6-1 of the Regulations Governing the Appointment and Exercise of Powers by the Remuneration Committee of a Company Whose Stock is Listed on the Taiwan Stock Exchange or the Taipei Exchange); whether any business, legal, financial or accounting services were provided to the Company and its affiliates during the most recent two years and if so, the amount of compensations obtained.

Note 4: Compliance of independence is as follows:

- (1) None of the director, the director's spouse or any relative within two degrees serves as a director, supervisor or employee of the Company or affiliated enterprises.
- (2) None of the director, the director's spouse or any relative within two degrees held the Company's shares as of March 31, 2025.
- (3) Not serving as a director, supervisor or employee of any enterprise with specific relations with the Company.
- (4) No rendering of services in business, law, finance or accounting to the Company or its affiliated enterprises during the most recent two years and hence no amount obtained as compensations.

2. Responsibilities of Remuneration Committee

- (1) It shall be based on the care of a prudent administrator to faithfully fulfill the following duties, and shall submit its suggestions to the board of director for discussion:
 - ① Regularly review the "Remuneration Committee Charter" and provide the recommendation of the amendment.
 - ② Establish and regularly review the annual and long-term performance goals of the Company's directors and managers, as well as the policies, systems, standards and structure of the remuneration.
 - ③ Regularly evaluate the achievement status for the performance goals of the Company's directors and managers, and set up its individual contents and amounts of the remuneration.
- (2) While fulfilling the duties stated in the preceding paragraph, the following principles shall be followed:
 - ① Ensure the arrangement of the Company's remuneration complies with the relevant laws and it is sufficient to attract the excellent talents.
 - ② The performance assessment and remuneration of the directors and managers shall refer to the normal standards of remuneration in the same industry, and consider the person's time involved, duties taken, achievement of personal goal, expression of other positions taken, the same positions' remuneration paid by the Company in the recent years, as well as the achievement of the Company's short-term and long-term goals and financial conditions etc., to evaluate the correlative reasonableness for the personal expression, the Company's business performance and future risks.
 - ③ The Committee shall not lead the directors and managers to pursue the remuneration by engaging the

acts which have the risks that the Company is unable to bear.

- ④ The ratio of bonus for the short-term performance of the directors and senior managers and the time to pay for partial variable remuneration shall be determined upon the characteristics of the industry and the nature of the Company's business.
- ⑤ The committee members shall not be involved in the discussing and voting the determination of their personal remuneration.
- (3) The remuneration stated in the preceding two paragraphs includes cash remuneration, stock options, profit sharing and stock ownership, retirement benefits or severance pay, variance allowances and other substantive incentive measures; its scope shall be consistent with the regulations for the remunerations of the directors and managers stipulated in Regulations Governing Information to be Published in Annual Reports of Public Companies.
- (4) If the decision-making and handling of the remuneration for the directors and managers of the Company's subsidiaries are delegated to the subsidiary but required the ratification of the Company's board, the Remuneration Committee shall be asked to provide the suggestion first, and then submit to the board for discussion.

3. Operation of the Remuneration Committee

- (1) There are 3 members in the Company's Remuneration Committee.
- (2) Tenure of the current committee members: May 31, 2024, to May 30, 2027. Three meetings were convened by the Remuneration Committee (A) in 2024. Attendance by committee members is as follows:

Title	Full name	Attendance in Person (B)	By Proxy	Attendance Rate (%) (B/A) (Note)	Remark
Convener	Chou, Po-Chiao	4	0	100%	
Member	Wu, Pei-Ling	4	0	100%	
Member	Yang, Shu-Huan	2	0	100%	Appointed on 2024/05/31, , so actual attendance of 2 times
Member	Chen, Tsung-Ming	2	0	100%	Resigned on 2024/05/31, so actual attendance of 2 times
Other mentionable items:					
I. If the board of director declines to adopt or modifies the suggestions of the Remuneration Committee, it should specify the date of the board, session, contents of motion, resolution of the board of director, and actions taken by the Company for the Remuneration Committee's opinions (e.g. the remuneration passed by the Board of Director is better than the suggestions of the Remuneration Committee, the circumstances and causes for the difference shall be specified): No such circumstance in the year.					
II. If any resolution of the Remuneration Committee was objected by or subject to a qualified opinion from any member with record or written statement, the date of the meeting of the Remuneration Committee, session, contents of motion, all members' opinions and actions taken for the members' opinions shall be specified: No such circumstance in the year.					
III. The Board of Directors passed the Remuneration Committee Charter on December 13, 2011. On May 31, 2024, the recruitment of the members for the Company's fifth Remuneration Committee was approved.					
IV. The content of the Charter has been put on the Company's website and the Market Observation Post System for reference. The Company's website is https://www.clevo.com.tw/tw/investment/investment_internal_policies					

Note:

- (1) If a member of the Remuneration Committee resigns before the end of year, the date of resignation shall be noted in the column of remark. The ratio of the attendance in person (%) shall be counted by the number of the meeting of the Remuneration Committee in the period of service and such member's actual number of attendance in person.
- (2) If the Remuneration Committee is re-elected before the end of year, both new and old members of the Remuneration Committee shall be filled in, and the information that such member is an old or a new member as well as the date of re-election shall be noted in the column of remark. The ratio of the attendance in person (%) shall be counted by the number of the meeting of the Remuneration Committee in the period of service and such member's actual number of attendance in person.

Summary Table of the Meetings Record for the Remuneration Committee:

Fifth

Number of Meetings	Number of Meetings This Term	Date of Notification	Date of Meeting	Explanation of Subject	Chou, Po-Chiao	Chen, Tsung-Ming	Wu, Pei-Ling	Resolution results	The company's process on the remuneration committee	Attendance Without Voting Rights
1	8	2024.01.12.	2024.01.22 (Video Conference).	Review of year-end bonuses to managers for 2023	V	V	V	It was passed by all the members of the Audit Committee.	It was passed by all the directors present.	Lan, Bo-Wei
2	9	2024.03.06	2024.03.14	1. Review of the amount of remunerations to directors and employees for 2023 2. Review of the Company's 2023 remuneration to directors 3. Review of the Company's 2023. remuneration to the independent director [Chou, Po-Chiao] 4. Review of the Company's 2023 remuneration to the independent director [Chen, Tsung-Ming] 5. Review of the Company's 2023 remuneration to the independent director [Lai, Ling-Ming]	V	V	V	It was passed by all the members of the Audit Committee.	It was passed by all the directors present.	Lin, Bo-Wei

Sixth

Number of Meetings	Number of Meetings This Term	Date of Notification	Date of Meeting	Explanation of Subject	Chou, Po-Chiao	Wu, Pei-Ling	Yang, Shu-Huan	Resolution results	The company's process on the remuneration committee	Attendance Without Voting Rights
3	1	2024.05.31.	2024.05.31.	1.Nomination of the convener of the Remuneration Committee.	V	V	V	It was passed by all the members of the Audit Committee.	It was passed by all the directors present.	Lan, Bo-Wei
4	2	2024.06.21	2024.07.10 (Video Conference).	1. Review of the 2023 compensation for the Company's managerial officers.	V	V	V	It was passed by all the members of the Audit Committee.	It was passed by all the directors present.	Lin, Bo-Wei

4. Composition, responsibility and functioning of the Nomination Committee:
The Company has not yet set up a nomination committee as of the publication date of this annual report. It plans to establish a nomination committee in the future according to needs.

(V) Implementation status of promoting ESG

1. Difference in the drive for ESG from the ESG Best Practice Principles for TWSE/TPEX Listed Companies and the reason for this difference

Tasks	Implementation status (Note 1)			Difference from the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies and the reason for this difference
	Yes	No	Abstract Illustration	
I. Does the Company establish a governance structure for sustainable development, put in place a dedicated (part-time) unit to drive sustainable development, have the Board of Directors to authorize senior management for handling and to supervise accordingly?	V		<p>The Board of Directors of Clevo Co. serves as the highest governing body for sustainable development management. In 2016, the Board established the CSR Task Force as the dedicated unit responsible for sustainability management. On November 10, 2022, the unit was renamed the Sustainability Development Task Force and is convened by the President. Since its establishment, the Task Force has been responsible for compiling and publishing the Company's annual Sustainability Report, formulating sustainability strategies and policies, establishing relevant systems, and designing management guidelines. It also leads its sub-groups and collaborates with various departments to integrate sustainability practices into Clevo's operational processes.</p> <p>The Sustainability Development Task Force is divided into five groups based on specific domains: Corporate Governance, Customer Care, Environmental Sustainability, Employee Well-being, and Social Welfare. Each group is composed of relevant department heads and employees selected based on their expertise. These groups convene regularly to coordinate and manage sustainability initiatives and to discuss and define implementation strategies and targets for future ESG-related plans. The Task Force reports to the Board of Directors at least once a year on the progress of sustainability efforts. The organizational structure and responsibilities of the Task Force are illustrated in the following chart:</p> <pre> graph TD Board[Board of Directors] --> Convener[Convener (President)] Convener --> PM[Project Management Director of Human Resources] Convener --> CGT[Corporate Governance Team] Convener --> CCT[Customer Care Team] Convener --> EST[Environmental Sustainability Team] Convener --> ECT[Employee Care Team] Convener --> SWT[Social Welfare Team] CGT --> CGT_List["Ethical Management Organization Strategy Legal Compliance Protect Shareholders' Equity Information Transparency Internal control Risk management"] CCT --> CCT_List["Goods and Services Liability Customer Data Confidentiality Consumer Rights and Interests Protection Customer Relationship Maintenance"] EST --> EST_List["Policy and Advocacy Green Supply Chain Management Green Product R&D Innovation Promote Energy Saving and Carbon Reduction Management Climate Change Adaptation Management"] ECT --> ECT_List["Diverse Talents Labor Rights Remuneration and Benefits Labor management relations Friendly Workplace Talent Cultivation Safe Workplace"] SWT --> SWT_List["Social Care Community Participation Charitable Events Corporate Image"] </pre>	No deviation.

Tasks	Implementation status (Note 1)			Difference from the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies and the reason for this difference									
	Yes	No	Abstract Illustration										
			The Sustainability Development Task Force reported the 2023 sustainability performance to the Board of Directors on August 12, 2024. The performance report for 2024 is scheduled to be presented to the Board in the second half of 2025. Through these annual updates, the Board can review the progress of sustainability strategies and, when necessary, urge the management team to make appropriate adjustments.										
II. Does the Company apply the materiality principle to the assessment of environmental, social and corporate governance issues regarding its operations and formulate relevant risk management policies or strategies accordingly? (Note 2)	V		<p>This disclosure covers the Company’s sustainability performance at major sites from January to December 2024. The scope of risk assessment primarily focuses on the Company itself, and, based on the relevance to core operations and the level of impact on material topics, also includes the manufacturing subsidiary Clevo (Kunshan) Computer Co., Ltd.</p> <p>In accordance with the principle of materiality, the Company conducts an annual materiality analysis by referring to internationally recognized reporting frameworks. Through reviewing research reports, relevant literature, and engaging with both internal and external stakeholders, the Company identifies material topics, prioritizes them, evaluates associated risks, and develops corresponding strategic recommendations and annual work plans. Based on the assessed risks, related risk management policies or strategies are established. The management policies for these material topics have been disclosed in the Sustainability Report.</p> <table><tr><th>Major issues</th><th>Risk assessment</th><th>Note</th></tr><tr><td>Environment & Climate</td><td><ul style="list-style-type: none">Climate change responseGHG and energy management</td><td><ul style="list-style-type: none">In recent years, the frequency and severity of extreme weather events have continued to rise globally. To address the potential impacts of climate change on the Company, Clevo has adopted the Task Force on Climate-related Financial Disclosures (TCFD) recommendations since 2022. In line with the four pillars of governance, strategy, risk management, and metrics & targets, Clevo discloses its climate-related risks and opportunities and has developed specific management strategies and goals for key issues. Climate adaptation measures have been integrated into the Company’s core operational processes to mitigate the risks posed by climate change.As part of its commitment to combating global warming and in alignment with the global corporate consensus on climate action, Clevo is dedicated to strengthening its energy and greenhouse gas management. The Company actively works to reduce its environmental impact and joins efforts with global businesses to address the challenges of climate change</td></tr><tr><td>Employees & the society</td><td><ul style="list-style-type: none">Employee Well-beingEmployee Education and TrainingOccupational Safety and Health</td><td><ul style="list-style-type: none">Employees are valued as important partners of the Company. Clevo believes that a happy and healthy workforce fosters a positive and proactive workplace culture, which in turn enhances work efficiency and helps retain suitable talent. The Company strives to protect employees on all fronts, aiming to provide multifaceted support to help every team member face challenges with confidence and jointly achieve milestones in corporate sustainability.Employee education and training form the foundation for enhancing corporate competitiveness. Each year, Clevo designs comprehensive training programs based on the Company's strategic goals and departmental training needs. These programs are aligned with the "Training and Development Framework" to ensure relevance to job functions and professional levels, thereby improving employees’ personal competitiveness and workplace capabilities.</td></tr></table>	Major issues	Risk assessment	Note	Environment & Climate	<ul style="list-style-type: none">Climate change responseGHG and energy management	<ul style="list-style-type: none">In recent years, the frequency and severity of extreme weather events have continued to rise globally. To address the potential impacts of climate change on the Company, Clevo has adopted the Task Force on Climate-related Financial Disclosures (TCFD) recommendations since 2022. In line with the four pillars of governance, strategy, risk management, and metrics & targets, Clevo discloses its climate-related risks and opportunities and has developed specific management strategies and goals for key issues. 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Major issues	Risk assessment	Note											
Environment & Climate	<ul style="list-style-type: none">Climate change responseGHG and energy management	<ul style="list-style-type: none">In recent years, the frequency and severity of extreme weather events have continued to rise globally. To address the potential impacts of climate change on the Company, Clevo has adopted the Task Force on Climate-related Financial Disclosures (TCFD) recommendations since 2022. In line with the four pillars of governance, strategy, risk management, and metrics & targets, Clevo discloses its climate-related risks and opportunities and has developed specific management strategies and goals for key issues. Climate adaptation measures have been integrated into the Company’s core operational processes to mitigate the risks posed by climate change.As part of its commitment to combating global warming and in alignment with the global corporate consensus on climate action, Clevo is dedicated to strengthening its energy and greenhouse gas management. The Company actively works to reduce its environmental impact and joins efforts with global businesses to address the challenges of climate change											
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Tasks	Implementation status (Note 1)			Difference from the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies and the reason for this difference
	Yes	No	Abstract Illustration	
				<ul style="list-style-type: none"> A safe and healthy work environment is essential for employees to deliver high-efficiency and high-quality performance, while also ensuring their safety and well-being. Clevo emphasizes a strong corporate culture of environmental health and safety (EHS), adheres to a zero-accident goal, and continuously reviews and improves workplace conditions to enhance EHS management performance and create a comfortable and safe working environment.
			Governance & Economy <ul style="list-style-type: none"> Corporate Governance Regulatory Compliance Ethical Business Practices and Anti-Corruption Economic Performance Information Security and Customer Privacy 	<ul style="list-style-type: none"> Members of the Board and the management team uphold high standards of integrity, self-discipline, and professionalism. The Company's corporate governance practices strictly comply with applicable laws and regulations. Clevo continuously enhances the functionality of the Board to protect shareholder rights, improve the management team's capabilities, and promote information transparency, thereby reducing the risk of shareholder and investor losses due to poor governance. To ensure that all business conduct and environmental practices at production sites comply with relevant regulations, the Company has established an effective corporate governance framework and robust communication channels. This helps to foster a strong culture of legal compliance and ethical conduct among employees and supports the realization of corporate sustainability, mitigating the risk of reputational damage or penalties arising from regulatory violations. Committed to sustainable operations, the Company seeks to prevent legal liabilities and reputational harm caused by unethical behavior. Through education and training, Clevo reinforces ethical values across the organization, aiming to embed a culture of integrity into the Company's corporate spirit. Under the goal of sustainable development, Clevo strives for stable profitability to address the economic concerns of stakeholders such as investors and shareholders. The Company actively invests in green product development and employee training, working collaboratively with suppliers and customers to create shared and diversified value. As digital management becomes increasingly widespread, concerns over information security are expected to grow, posing risks such as business disruption, system outages, or operational failures. To safeguard data confidentiality, integrity, and availability—and to ensure continuous operation of core business and production facilities—Clevo established the "Information Security Committee" in 2020, aiming to create an environment of continuous cybersecurity improvement and address threats from information security incidents.
			Products & Services <ul style="list-style-type: none"> Responsible Production Customer Relationship Management Innovation and Research & Development Supply Chain 	<ul style="list-style-type: none"> During business operations, companies should minimize the impact of their products and activities on the external environment and society. Neglecting the issue of responsible production may directly harm corporate reputation and lead to missed business opportunities, as well as increase supply chain risks or even result in violations of local environmental and social regulations. Clevo adopts a product design approach centered on extending product life cycles and is committed to reducing the potential environmental impact of production. All production technologies and equipment employ low-carbon circular strategies to enhance energy efficiency and reduce emissions. Eco-friendly plastic components are also introduced

Tasks	Implementation status (Note 1)					Difference from the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies and the reason for this difference
	Yes	No	Abstract Illustration			
				Management	<p>to minimize material-related environmental impact.</p> <ul style="list-style-type: none">• The Company places great importance on customer relationship management, viewing it as a vital component of sustainable business operations. Strong customer relationships and prompt responses help strengthen the Company’s brand image and demonstrate Clevo’s commitment to addressing customer needs with sincerity and efficiency. Conversely, failure to take customer needs seriously could negatively affect the Company’s reputation and long-term operations. Clevo firmly believes that continuously improving product and service quality is key to maintaining competitiveness in the increasingly crowded consumer electronics market.• In the era of sustainability, businesses increasingly rely on innovation and R&D to achieve product transformation. Innovation is not only a crucial factor in securing competitive advantages and brand value but also enables companies to lead in sustainable, low-carbon technologies. Without effective innovation management, a company’s products may lag behind market trends, impacting the sales and deployment of sustainable offerings.• Supply chain management is a critical focus for all enterprises. In response to global sustainability trends, robust supply chain practices can help businesses operate with a lower carbon footprint while enhancing consumer trust and brand loyalty. However, as environmental and human rights regulations tighten across countries, failing to conduct proper due diligence on suppliers increases the risk of reputational damage and may indirectly contribute to human rights violations and environmental degradation.	
III. Environmental issues						No deviation.
(I) Does the Company establish the suitable environmental management systems upon its industrial characteristics?	V		(I) The Company's Taipei headquarters is an office and R&D building, while the Kunshan factory produces and manufactures notebook computers. Therefore, Kunshan's potential impact on the environment is more significant than that of headquarters. The Kunshan factory has established an ISO 14001 environmental management system to reduce the impact of its operations on the external environment. The Kunshan factory adheres to the Plan-Do-Check-Action (PDCA) philosophy and annually reviews each process operation's environmental considerations and hazards. The goal is to identify risks and conduct external re-examinations and audits every three years to keep the certificate valid. The most recent version of ISO 14001:2015 environmental management system verification was passed on April 6, 2023, and is effective until April 7, 2026.			
(II) Does the Company seek to enhance the efficiency of energy utilization and the use of recycled materials with a low environmental burden?	V		(II) The Company strives to minimize the impact of its products and activities on the external environment and society. Failure to take responsibility for production issues can directly damage the Company's reputation and lead to missed business opportunities. It can also increase supply chain risks and violate local environmental and social regulations. We require suppliers to avoid all harmful and internationally banned or restricted substances to ensure that the products meet international environmental protection standards. The Company also strictly follows the EU's relevant environmental protection directives, including the Waste Electrical and Electronic Equipment Directive (WEEE) and the Restriction of Hazardous Substances Directive (RoHS), to ensure compliance with relevant standards. Suppliers and partner manufacturers must sign a "Hazardous			

Tasks	Implementation status (Note 1)			Difference from the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies and the reason for this difference
	Yes	No	Abstract Illustration	
<p>(III) Does the Company assess the potential risk and opportunity posed by climate changes to the enterprise, now and in the future, and take responsive measures related to climate issues.</p> <p>(IV) Does the Company measure the annual greenhouse gas emissions, water consumption and gross weight of waste for the past two years, and stipulate policies for energy conservation and carbon reduction, greenhouse gas reduction, reduction of water consumption or management of other waste?</p>	V	V	<p>Substances Guarantee Statement" and an "Environmental Declaration" and submit a chemical substance analysis report provided by a partner manufacturer's verification unit or a qualified laboratory to ensure the development and production of green electronic products and reduce the impact of using hazardous/restricted substances on the external environment and human health.</p> <p>(III) The Board of Directors serves as the highest governance body for climate change-related decision-making and management at Clevo, responsible for overseeing and managing the Company's climate risks and opportunities, as well as making strategic decisions in response to these issues. The Sustainability Development Task Force conducts annual analyses of climate-related trends relevant to the Company. To identify key climate risks and opportunities associated with Clevo's operations, the task force gathers insights through internal communication, interviews with various departments, benchmarking peer companies' sustainability reports, and reviewing CDP questionnaires. Based on this information, relevant climate issues are consolidated and discussed with respective departments to formulate response strategies, set goals, and design management plans aimed at reducing the impact of climate change on the Company's operations. The task force reports to the Board at least once a year on the progress of climate risk management. These updates include information on the Group's greenhouse gas inventory, third-party assurance, establishment of responsible units, and tracking of goal achievement. The Board is responsible for formulating the Company's overall strategy for responding to climate-related risks and opportunities, as well as setting future targets. For Clevo's climate-related implementation in 2024, please refer to the 2024 Annual Report, pages 49–50. A detailed analysis of climate risks and opportunities is disclosed in the Company's Sustainability Report and on the corporate website: https://www.clevo.com.tw/tw/esg/ESG_main.</p> <p>(IV) The Company tracks greenhouse gas (GHG) emissions annually. In 2022, both the Taipei Headquarters and the Kunshan factory completed GHG inventories, which serve as the baseline year for setting emission reduction targets. The Kunshan site has established a short-term target of reducing carbon emissions per product unit by 1% annually and a long-term target of a 5% reduction per unit. Initial energy-saving measures have been implemented at the production site and corporate headquarters. In 2023, the Company launched GHG inventories across 18 locations under the Group's Buynow Business Division. Based on the results, GHG reduction targets may be reviewed and strengthened as needed to advance the Company's net-zero emission vision. Details on the implementation of energy conservation and GHG reduction efforts, as well as historical data on GHG emissions, water usage, and total waste generated, are disclosed in the Company's Sustainability Report and on the corporate website: https://www.clevo.com.tw/tw/esg/ESG_main.</p>	
<p>IV. Social issues</p> <p>(I) Does the Company establish the relevant management policies and procedures according</p>	V		<p>(I) The Company is in compliance with internationally recognized human rights standards such as the "Universal Declaration of Human Rights," "The United Nations Global Compact" and "International Labor Organization." The Company has stipulated</p>	No deviation.

Tasks	Implementation status (Note 1)			Difference from the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies and the reason for this difference												
	Yes	No	Abstract Illustration													
to relevant regulations and International Bill of Human Rights?			and implemented its human rights policies and the implementation principles include providing a safe and healthy working environment, eliminating illegalness and discrimination to ensure equal work opportunities, prohibiting forced labor, prohibiting child labor, assisting employees to maintain physical and mental health as well as work-life balance, reviewing and evaluating related systems and practices on a regular basis.													
(II) Does the Company stipulate and implement reasonable employee benefit policy (including remuneration, vacation and other benefits, etc.), and adequately reflects the operating performance or results to the remuneration to employees ?	V		<p>(II) Based on government regulations and policy guidelines, the Company has established a recruitment philosophy centered on “shared values and placing the right talent in the right position.” During the hiring process, Clevo upholds a fair and transparent approach, without discrimination based on gender, religion, or other factors. As of 2024, female employees accounted for 30% of the workforce, with women representing 24% of senior management.Over the years, the Company has proactively developed a variety of employee welfare programs to enrich life beyond work, enhance quality of life, and promote work-life balance. These initiatives also foster interaction among departments, strengthen workplace culture, and build team cohesion, ultimately boosting overall work efficiency.For details on employee benefits and subsidies, please refer to the 2024 Annual Report, pages 91–92.</p> <p>The employee’s assessment and promotion methods are based on the Company’s performance assessment, and all employees will cooperate with the Company’s performance assessment schedule and conduct regular performance assessment. According to the practical operating status in the year, the evaluation items in the annual KPI and work plan form will be flexibly adjusted. The assessment result will be taken into consideration for the employee's future promotion and salary adjustment. To emphasize two-way communication, we encourage managers and colleagues to discuss face-to-face and formulate tangible action plans for the performance results and task priorities of employees. This is to enhance the competitiveness of each colleague.</p> <p>The average salary adjustment for employees in 2024 is as follows:</p> <table><tr><th>Salary adjustment</th><th>Remark</th><th>Salary adjustment for non-manual employees</th><th>Remark</th><th>Salary adjustment of managerial employees</th><th>Remark</th></tr><tr><td>0%~5.0%</td><td>None</td><td>0%~6.0%</td><td>The salary adjustment is based on employees’ job responsibility and performance, and the promoted employees will be given a salary adjustment for promotion.</td><td>0%</td><td>The salary adjustment will be given based on the performance of managerial officers , and their bonuses are based on the Company's overall business operations and individual performance.</td></tr></table>	Salary adjustment	Remark	Salary adjustment for non-manual employees	Remark	Salary adjustment of managerial employees	Remark	0%~5.0%	None	0%~6.0%	The salary adjustment is based on employees’ job responsibility and performance, and the promoted employees will be given a salary adjustment for promotion.	0%	The salary adjustment will be given based on the performance of managerial officers , and their bonuses are based on the Company's overall business operations and individual performance.	
Salary adjustment	Remark	Salary adjustment for non-manual employees	Remark	Salary adjustment of managerial employees	Remark											
0%~5.0%	None	0%~6.0%	The salary adjustment is based on employees’ job responsibility and performance, and the promoted employees will be given a salary adjustment for promotion.	0%	The salary adjustment will be given based on the performance of managerial officers , and their bonuses are based on the Company's overall business operations and individual performance.											

Tasks	Implementation status (Note 1)			Difference from the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies and the reason for this difference
	Yes	No	Abstract Illustration	
(III) Does the Company provide the employees a safe and healthy working environment, and arrange the regular training relating to safety and health?	V		<p>(III)</p> <ol style="list-style-type: none"> 1. Organized health promotion activities to improve employee well-being and prevent illness. 2. Held regular health seminars to raise health awareness and encourage healthy behaviors among employees. 3. Collected annual employee health examination data for health risk assessment and categorized management. 4. Provided psychological counseling resources and conducted stress relief courses and activities. 5. Conducted occupational safety and health training for both new and existing employees to raise awareness of occupational disease prevention and workplace safety. 6. Held regular fire safety training and emergency response drills to enhance employees' fire safety knowledge and emergency preparedness. 7. Improved the quality of the working environment by implementing 5S training, and organized 5S self-evaluations and audits at the factory. 8. Conducted hazard awareness and safety briefings for contractors to ensure construction quality and improve workplace safety. 9. The Kunshan factory was certified for ISO 45001:2018 Occupational Health and Safety Management System on April 6, 2023, with the certification valid until April 5, 2026 <p>Note: In 2024, the Company has no major occupational accidents.</p>	
(IV) Does the Company establish the effective training programs of the career capability development for its employees?	V		<p>(IV) The Company values the importance of education and training for employees and designs training related to job duties at various levels based on the "Systematic Diagram for Education and Training Development." The training is expected to gradually enhance the personal competitiveness of trainees. Every year, the human resources department will make a course plan based on the Company's strategic objectives for the year and the training demands proposed by each of the departments.</p>	
(V) Does the Company comply with relevant laws and international standards and establish policies and complaint procedures to protect the rights of consumers or customers when it comes to customers' health and safety, privacy, marketing and labeling of products and services?	V		<p>(V) For the marketing and labeling of the products and services, the Company complies with the relevant regulations and international standards. A dedicated after-sales service department is also established to provide customer services. There are standard procedures in product repair and maintenance in order to strengthen customer relations and satisfy the customers' needs. The Company comprehensively implements and complies with the regulations for the protection of the consumers' rights/interests, and satisfaction of the customers is one of the Company's important strategies.</p>	

Tasks	Implementation status (Note 1)			Difference from the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies and the reason for this difference
	Yes	No	Abstract Illustration	
(VI) Has the Company formulated a suppliers management policy and asked suppliers to abide by relevant regulations in environmental protection, occupational safety & health and labor rights and provide details of implementation?	V		(VI) The Company has established a comprehensive supplier management policy, requiring all suppliers to comply with relevant domestic and international regulations and standards concerning environmental protection, occupational health and safety, and labor rights. Prior to entering into any cooperation, new suppliers must undergo a qualification review process and sign documents such as the “Environmental Declaration,” “Hazardous Substance Guarantee,” “REACH Survey,” and “Conflict Minerals Statement” to ensure their commitment to environmental and human rights policies. In terms of environmental standards, the Company strictly prohibits the use of hazardous substances by suppliers and requires compliance with international environmental directives such as the EU RoHS, WEEE, and REACH. Additionally, a Green Product (GP) control procedure is in place to ensure compliance testing of raw materials. Regarding occupational safety and labor rights, the Company explicitly prohibits partnerships with suppliers who violate human rights or fail to meet safety standards. A supplier grading system has been established, with annual performance evaluations conducted. Suppliers that do not meet the required standards are subject to improvement guidance, and partnerships may be terminated based on evaluation results. Through these measures, the Company ensures that its supply chain jointly upholds sustainable operations and social responsibility..	
V. Does the Company prepare sustainability reports to disclose non-financial information by referring to international reporting standards or guidelines? Did the preceding report obtain the verification or assurance opinion from a third-party notary agency?	V		The Company prepares its Sustainability Report in accordance with internationally recognized reporting standards, including the GRI Standards, and with reference to TCFD, SASB, and the “Regulations Governing the Preparation and Filing of Sustainability Reports by TWSE/TPEX Listed Companies.” The report also incorporates disclosures aligned with the United Nations Sustainable Development Goals (SDGs) to enhance international consistency and comparability of the report content. For the year 2024, the Company engaged PwC Taiwan to conduct a limited assurance engagement in accordance with the Republic of China Assurance Standard No. 3000, “Assurance Engagements Other Than Audits or Reviews of Historical Financial Information.” This assurance covered selected key non-financial indicators, and the related assurance statement is disclosed in the appendix of the Sustainability Report for stakeholders’ reference. The report is also publicly available on the Company’s website: https://www.clevo.com.tw/tw/esg/ ESG_main .	No deviation.
<p>VI. If the Company has established its own guidelines on sustainable development in accordance with the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies, please describe the functioning and the difference of these guidelines.</p> <p>The Company has established the Corporate Social Responsibilities Best Practice Principles, passed by the Board of Directors on March 27, 2015 and amended by the Board of Directors on March 15, 2023. All the department heads and colleagues are actively complying with these principles to drive corporate governance, develop the sustainable environment and safeguard the society's public welfare. There is no deviation from its principles established.</p>				
<p>VII. Other important information that helps to understand the implementation and the drive for sustainable development:</p> <p>1. Significant natural disasters and other donations during the past three years</p>				

Tasks			Implementation status (Note 1)		Difference from the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies and the reason for this difference
			Yes	No	
	Year	Note	Amount Put In (Unit: NTD)		
2022		Jia-yi Charitable Group in Chiayi City	\$20,000		
		Social Welfare and Public Welfare Trust, Clevo Co.	\$2,040,000		
		Taiwan Visually Impaired Association - Charity Handmade Soap	\$333,900		
2023		Jia-yi Charitable Group in Chiayi City	\$20,000		
		Social Welfare and Public Welfare Trust, Clevo Co.	\$2,000,000		
		Love Bulk Purchase - EDEN Social Welfare Foundation. Down Syndrome Foundation. Taiwan Foundation for the Blind	\$22,644		
		Love Donation - Silver Grass Cultural and Creative Association	\$100,000		
		Support fresh milk from local small farmers	\$490,000		
2024		Social Welfare and Public Welfare Trust, Clevo Co.	\$2,000,000		
		Donation to the Hua Shan Foundation to help the elderly people in the village eat the reunion dinner.	\$10,000		
		Mid-autumn gift boxes were provided to employees for group purchase.	\$71,684		
		Donation to the Chiayi Charitable Organization to subsidize the road expenses, and subscription of the Genesis Social Welfare Foundation to help the elderly and orphanages.	\$23,000		
		Support fresh milk from local small farmers	\$486,000		
2022~2024 Total			\$7,577,228		

2. The Company upholds the spirit of self-fulfillment and has cooperated with Land Bank of Taiwan to establish a public welfare trust account with NTD 10 million on December 12, 2018. Since 2019, the Company has contributed about NTD 2 million to various public welfare activities. Since 2025, the Company will continue to contribute NTD 2 million per year to fulfill its long-term commitment and care for social welfare.

3. Social Co-Prosperty

(1) The donation of old shoes, old bags and summer clothes can show love and help African people, while also taking care of environmental protection and reducing waste.

(2) 2 blood donation activities, and purchased 450 pieces of handmade soap and 330 bags of beverages for charity donations. The products are used as gifts for blood donation activities.

(3) Supporting the "Green Miracle Public Service Network" (recycling old computers and spreading of love), the Company donated 15 monitors, 3 computer servers, and 15 laptops in 2024.

(4) Donation of paper-based invoices from May to June 2024. The Company donated more than 10 handmade soap gifts. The income from the donation will be donated to the LIVER DISEASE

Tasks	Implementation status (Note 1)			Difference from the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies and the reason for this difference
	Yes	No	Abstract Illustration	
<p>PREVENTION & TREATMENT RESEARCH FOUNDATION.</p> <p>(5) 3 Mid-autumn gift boxes were provided to employees for group purchase. These are from Down Syndrome Foundation R.O.C., World Aid Association, and ChaoXing Foundation.</p> <p>(6) Donation of NTD 10,000 to the Hua Shan Foundation to support the elderly people in the village with the reunion dinner, and to fulfill our contribution.</p> <p>(7) Epoque i-Tower Christmas Market event helps local entrepreneur friends and encourages colleagues to spend more to participate.</p> <p>(8) Donation of NTD 23,000 to the Chiayi Charitable Organization to subsidize the road expenses, and subscription of the Genesis Social Welfare Foundation to help the elderly and orphanages.</p> <p>(9) Support for local small farmers: Starting in November 2019, we have been using fresh milk from a single farm and small farmers without artificial blending and based on fair trade for our coffee machines. The cost was about 486,000 dollars in 2024. We hope to support and help the development of local farmers in Taiwan long term.</p> <p>(10) Love Earth By Using Eco-Friendly Cutlery: Since December 2017, every employee has received environmentally-friendly cutlery sets and 333 sports mugs. All new hires in 2024 received the environmentally-friendly cutlery sets when they came on board.</p> <p>(11) The Company contributed NT\$2,590,684 to charity donations and various social projects organized by local government agencies in 2024. The goal was to participate in charitable donations and various social projects run by the local government, strive to reach every corner of Taiwan needing help, and help create a harmonious society and promote sustainable development.</p> <p>The aforesaid matters and results in relation to sustainable development are regularly disclosed on the Company’s website and sustainability reports.</p>				

Note 1: If the Current Implementation is ticked "Yes," please specify the important policies, strategies, measures, and implementation status adopted. If the Current Implementation is ticked "No," please explain the difference and cause in the "Status and Reasons for Deviation from the "Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies" field, and explain the plans to adopt relevant policies, strategies, and measures in the future. Regarding promotion items 1 and 2, TWSE/TPEX-listed companies must describe their sustainable development governance and supervision structure, including management guidelines, strategy, goal formulation, and review measures. Describe the Company's risk management policies or strategies for environmental, social, and corporate governance issues related to operations and its assessment status.

Note 2: The principle of major issues refers to the subjects regarding environmental, social and corporate governance issues that have a significant impact on the Company's investors and other interested parties

2. Status of climate action implementation

Item	Implementation Status
I. Describe the board of directors' management oversight, governance, and climate-related risks and opportunities.	The board of directors is the highest governing body for Clevo's climate change decision-making and management. It is responsible for managing and overseeing Clevo's climate risks and opportunities and making management decisions in response to these issues. The Sustainable Development Committee analyzes climate trend issues relevant to the Company annually. It is required to report to the Board of Directors at least annually to oversee the Company's climate risk management progress. The Board of Directors develops the Company's overall climate risk opportunity response strategy and future goal layout.
II. Describe how the identified climate risks and opportunities will affect the Company's business, strategy, and finances in the short-, medium-, and long-term).	(1) Transition Risk - Increased Greenhouse Gas Emissions Pricing - Short-term (within 3 years) In recent years, various countries have successively promulgated relevant regulations such as carbon tax or carbon fee. Taking the domestic "Climate Change Response Act" as an example, although Clevo is not the first to be subject to regulation, it should still pay attention to the cost risks of carbon fees or carbon tax in the future. If it is included in the regulation in the future, it will increase operating costs. Therefore, both the Taiwan headquarters and the Kunshan factory completed the construction of the greenhouse gas inventory system in 2022 to track carbon emissions and energy consumption trends and plan to invest in low-carbon product design and improve the energy use efficiency of the production process to reduce risks.
III. Describe the financial impacts of extreme climate events and transitional actions.	(2) Physical Risk - Increased Severity and Frequency of Extreme Climate Events - Medium-term (3-10 years) In recent years, the frequency of droughts and floods in China has increased annually. The government has frequently announced power rationing and off-peak production policies in response to high temperatures and droughts. Clevo's Kunshan factory in China only has a small amount of processed water, and domestic water is the primary source. After evaluation, the impact of short-term droughts on the Company is relatively small. However, if power rationing or reduced water supply is encountered, the cost of diesel generators and purchased water trucks may increase. The Kunshan factory has compiled a "Special Emergency Plan for Extreme Severe Weather Incidents" and conducts drills yearly. The Kunshan factory is equipped with water pumps to deal with flooding caused by heavy rain, and it also has four emergency diesel generators and backup diesel fuel to maintain production in the factory area in case of temporary power rationing by the local government. (3) Climate Opportunities - Development/Increase of Low-Carbon Products - Short-term (within 3 years) In recent years, global sustainability awareness has increased, and brands and consumers are gradually increasing their preference for low-carbon, energy-efficient, and recycled products. The Company's computer design includes energy-saving settings for the operating system to minimize charging cycles and help extend battery life. In addition, 100% of the notebooks currently produced by the Company meet the Energy Star energy efficiency standards, and 5 notebooks have passed the China Energy Efficiency Label (CEL) energy efficiency certification. This helps to enhance the Company's layout and order volume in the sustainable product market and further increases the Company's revenue. The Company has raised the requirements for using low-carbon and recyclable materials in the raw materials of its direct suppliers to grasp the market opportunities for low-carbon products, enhance the sustainable image and value of notebooks, and strengthen the product market competitiveness under the sustainable trend.
IV. Describe how climate risk identification, assessment, and management processes are integrated into the overall risk management system.	The Company has identified and assessed climate risks according to the TCFD's climate-related financial disclosure recommendations. However, the Company's risk management system is still under development. It is planned to include the climate risk management process in the planning and integrate it into the overall risk management system.
V. The scenarios, parameters, assumptions, analysis factors, and significant financial impacts must be explained if scenario analysis is used to assess resilience to climate change risks.	Not yet established, but is under planning.
VI. If there is a transition plan for managing climate-related risks, describe the plan's content and the indicators and goals used to identify and manage physical and transition risks.	Not yet established, but is under planning.
VII. If internal carbon pricing is used as a planning tool, the basis for setting the price must be stated.	Not yet established, but is under planning.

Item	Implementation Status																												
VIII. If climate-related goals are set, information such as the activities covered, the scope of greenhouse gas emissions, the planning period, and the progress achieved each Year must be explained. If carbon offsets or renewable energy certificates (RECs) are used to achieve relevant goals, the source and quantity of carbon reduction credits or RECs to be offset must be clarified.	<p>To effectively manage the threats posed by climate risks and strengthen the Company’s climate resilience, Clevo has established climate-related management targets and integrated them into the operational management of its facilities and departments.Both the Kunshan factory and the Taipei headquarters completed carbon inventories in 2022. Using 2023 as the baseline year, the Company has set the following carbon reduction targets for the Kunshan site:</p> <p>Short-term (by 2025): Reduce carbon emissions per unit of product by 1% annually (based on 2023 baseline)</p> <p>Mid-term (by 2028): Achieve a 3% reduction in carbon emissions per unit (based on 2023 baseline)</p> <p>Long-term (by 2030): Achieve a 5% reduction in carbon emissions per unit (based on 2023 baseline)</p> <p>These targets are intended to enhance the Company’s climate resilience and demonstrate a clear commitment to carbon reduction across operations.</p>																												
IX. Greenhouse Gas Inventory and Assurance Status and Reduction Targets, Strategies, and Action Plans	<p>(1) Greenhouse Gas Inventory and Assurance Status for the Last Two Years</p> <table><tr><th rowspan="2">Inventory Information</th><th colspan="2">Taipei Headquarters</th><th rowspan="2">Inventory Information</th><th colspan="2">Kunshan Plant</th></tr><tr><th>2023</th><th>2024</th><th>2023</th><th>2024</th></tr><tr><td>Carbon emissions - Category 1 (ton CO₂e)</td><td>29.92</td><td>25.53</td><td>Carbon emissions - Category 1 (ton CO₂e)</td><td>363.44</td><td>284.69</td></tr><tr><td>Carbon emissions - Category 2 (ton CO₂e)</td><td>299.33</td><td>307.91</td><td>Carbon emissions - Category 2 (ton CO₂e)</td><td>3,840.47</td><td>4,203.05</td></tr><tr><td>Carbon Emission Intensity (ton CO₂e/ping)</td><td>0.086</td><td>0.090</td><td>Carbon Emission Intensity (ton CO₂e/1000 units)</td><td>2.49</td><td>2.53</td></tr></table> <p>Note:</p> <ol style="list-style-type: none">The above figures are based on internal statistics compiled by Clevo and have not yet been externally verified. Actual emission data will be finalized following the completion of the Group-wide greenhouse gas assurance process in 2025.Clevo Kunshan obtained SGS verification for its greenhouse gas emissions in both 2023 (covering only the factory area, excluding dormitories) and 2024 (covering both the factory and dormitory areas). <p>(2) Greenhouse gas reduction goal, strategy, and action plan achievement status:</p> <p>The Company is committed to aligning with energy-saving and carbon reduction regulations set by export countries by developing high-efficiency products that improve energy conversion rates and reduce carbon footprints throughout the product life cycle. Additionally, Clevo continuously engages with key suppliers to achieve emission reduction goals across the supply chain, promoting the development of a low-carbon supply chain.In addition to installing solar panels, the Company conducts annual reviews of outdated factory equipment and machinery, replacing low-efficiency units to enhance overall operational energy efficiency. Furthermore, automated air conditioning control systems have been implemented in office areas to reduce baseline electricity consumption.</p> <p>Both the Kunshan factory and Taipei headquarters completed carbon inventories in 2022, with 2023 designated as the baseline year for setting reduction targets. The Kunshan site has established the following carbon reduction goals:</p> <p>Short-term (by 2025): Reduce carbon emissions per product unit by 1% annually (based on 2023 baseline)</p> <p>Mid-term (by 2028): Achieve a 3% reduction per unit (based on 2023 baseline)</p> <p>Long-term (by 2030): Achieve a 5% reduction per unit (based on 2023 baseline)</p>	Inventory Information	Taipei Headquarters		Inventory Information	Kunshan Plant		2023	2024	2023	2024	Carbon emissions - Category 1 (ton CO ₂ e)	29.92	25.53	Carbon emissions - Category 1 (ton CO ₂ e)	363.44	284.69	Carbon emissions - Category 2 (ton CO ₂ e)	299.33	307.91	Carbon emissions - Category 2 (ton CO ₂ e)	3,840.47	4,203.05	Carbon Emission Intensity (ton CO ₂ e/ping)	0.086	0.090	Carbon Emission Intensity (ton CO ₂ e/1000 units)	2.49	2.53
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(VI) The difference from the Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies and reasons:

Evaluation Criteria	Implementation Status			Difference from Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies and reasons
	Yes	No	Abstract Illustration	
I. Develop the Policies and Programs for Ethical Corporate Management				No deviation.
(I) Has the Company stipulated the ethical corporate management policy approved by the Board of Directors and expressed the policies and practices for ethical corporate management in its regulations and external documents, as well as the commitment of the Board of Directors and high management to actively implement ethical corporate management?	V		(I) In order to align the Company's directors and managers with ethical standards, and to make the Company's stakeholders more aware of its ethical standards, the Company has formulated the Codes of Ethical Conduct, Ethical Corporate Management Best Practice Principles, and the Procedures for Ethical Management and Guidelines for Conduct. According to the systems for director's avoidance of conflict of interest set out in the Procedural Rules of the Board of Directors Meetings, for matters that are of interest to a director or the legal person he/she represents, and that are harmful to the interests of the Company, the director shall not participate in the discussions for and voting on those matters.	
(II) Does the company create an assessment mechanism for the risk of misconduct, regularly analyze and assess business activities with high risks of misconduct, and stipulate a plan to prevent misconduct which includes all of the preventive measures stipulated in the second paragraph of Article 7 of the "Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies"?	V		(II) The Board of Directors of the Company had passed the "Ethical Corporate Management Best Practice Principles" in 2015 and Article 7 of the principles clearly define that "the Company should create an assessment mechanism for the risk of misconduct, regularly analyze and assess business activities with high risks of misconduct, stipulate a prevention program, and regularly review the appropriateness and effectiveness of the prevention program" according to the requirements of the competent authority. And prevent misconduct based on the Company's "Procedures for Ethical Management and Guidelines for Conduct." The operating procedures and guidelines for conduct have included all of the preventive measures stipulated in the second paragraph of Article 7 of the "Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies."	
(III) Has the Company stipulated a plan to prevent misconduct, and specify operating procedures, behavioral guidelines, disciplinary and grievance systems for violations in each program, and put them in place? And regularly review and revise the preceding plan?	V		(III) The precautionary measures against offering and accepting bribes, and providing illegal political donations have stipulated in the Company's Procedures for Ethical Management and Guidelines for Conduct. The Company's administrative management center, in addition to amending the Procedures for Ethical Management and Guidelines for Conduct, is put in charge of supervising the implementation thereof.	
II. Implementation of Ethical Corporate Management				No deviation.
(I) Has the Company assessed the track records of business ethics of counterparties and incorporated code of conduct in the contracts with counterparties?	V		(I) In addition to complying with the Company's Procedures for Ethical Management and Guidelines for Conduct, when entering into a commercial contract with other parties, in addition to fully understanding their status about ethical corporate management, the contract shall be performed in good faith; Before signing a contract, ethical corporate management will be included in the terms of the contract if the Company deems it necessary subject to amendments thereto in light of the type of the contract.	
(II) Has the Company set up a dedicated unit under the Board of Directors that promotes ethical corporate management and reports its ethical corporate management policy and plan for the prevention of misconduct as well as the implementation status to the Board of Directors on a regular basis (at least	V		(II) The Company's administrative management center is the dedicated unit for ethical corporate management and working with the audit office to develop relevant regulations. President serves as the convener for the formulation, amendment, implementation, interpretation and consultation of the Procedures for Ethical Management and Guidelines for Conduct, as well as the operation and monitoring of registered contents reporting and filing. The responsible unit reports to the Board of Directors each year about the implementation progress. Appropriate	

Evaluation Criteria	Implementation Status			Difference from Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies and reasons
	Yes	No	Abstract Illustration	
once a year)?				
(III) Has the Company developed a policy to prevent conflicts of interest, provided a proper presentation channel, and put such policy in place?	V		<p>channels for statements are provided to avoid conflict of interest. Meanwhile, the Board of Directors has approved on March 27, 2015 the formulation of the Company's Ethical Corporate Management Best Practice and Procedures for Ethical Management and Guidelines for Conduct.</p> <p>The implementation of the policies for ethical corporate management in 2024 was reported to the Board of Directors on March 10, 2025.</p> <p>(III) The Company's Board of Directors shall exercise due care of a good administrator in supervising the Company to prevent dishonesty, and review the implementation effectiveness and continuous improvement at any time to ensure that ethical corporate management policy is put into effect.</p> <p>The Company has stipulated the "Codes of Ethical Conduct," "Rules for Ethical Business operations" and "Procedures for Ethical Management and Guidelines for Conduct" which have clearly stated the policy for preventing the conflicts of interest, so that directors should be highly self-disciplined, and account for any proposed matter for consideration at the meeting of the Board of Directors if he/she or the legal person he/she represents may be interested therein. A director shall not participate in the discussions and voting, nor shall he/she exercise his/her own vote or by proxy on behalf of another director if the aforesaid conflicts of interest impair the interest of the Company. If in the course of conducting company business, any personnel of the Company discovers that a potential conflict of interest exists involving themselves or the juristic person that they represent, or that they or their spouses, parents, children, or a person with whom they have a relationship of interest is likely to obtain improper benefits, the personnel shall report the relevant matters to both their immediate supervisors and the Company's dedicated unit, and the immediate supervisor shall provide the personnel with proper instructions. No personnel of the Company may use the Company's resources on commercial activities other than those of the Company, nor may any personnel's job performance be affected by his or her involvement in the commercial activities other than those of the Company.</p>	
(IV) Has the Company established an effective accounting system and internal control system for the ethical corporate management, assigned internal auditing unit to stipulate relevant audit plan according to the assessment results for the risk of misconduct, as well as use it as reference for auditing and preventing on the compliance status of misconduct, or entrust CPAs to conduct the auditing	V		<p>(IV) The Company has established a complete and effective internal control system, relevant management regulations, accounting systems, Ethical Corporate Management Best Practice Principles, etc., which are implemented and reviewed at any time to ensure that the design and implementation of the systems are effective. Internal auditors regularly inspect operating activities each year. In case of any dishonest behavior is identified, audit reports will be produced and submitted to the Board of Directors. No dishonest behavior occurred in 2024.</p>	
(V) Does the Company hold education training in ethical corporate management inside and outside the Company on a regular basis?	V		<p>(V) The Administrative management center, the Company's ethical management unit, regularly organizes education and training for new employees (including ethical corporate management). The Company's 2024 implementation was as follows:</p> <ol style="list-style-type: none"> 1. When the Company provides training and education to new hires to advocate the regulations governing ethical businesses, the employees who have completed the curriculum are asked to sign documents concerning ethics and code of conduct such as confidentiality agreements, commitment to ethics and self-discipline, employee's self-regulation pact, and employee's declaration statement. In 2024, a total of 58 new hires 	

Evaluation Criteria	Implementation Status			Difference from Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies and reasons
	Yes	No	Abstract Illustration	
			<p>signed these documents at a 100% sign-up ratio.</p> <p>2. The Company started to offer employees training and education via e-learning about ethical corporate management. The title of the two-hour curriculum is "<u>Cherish not Jewelry but Integrity - Ethical Corporate Management</u>." As of the end of 2024, a total of 43 visitors clicked on the curriculum.</p> <p>3. The Company propagates the norms relating to ethical conduct and ethical management to its employees on the Company's internal web page. In 2024, a total of 180 clicks were recorded on the relevant operating standards and regulations.</p> <p>4. Employees may flag or report illegal behaviors via multiple channels to management and the human resources department. The Company discloses and declares its ethical corporate management policies and implementations at its website and annual reports. No illegal behavior was reported in 2024 via the hotline or emails.</p>	
III. Operation of the Company's Whistle-blowing System				No deviation.
(I) Has the Company put in place the specific whistle-blowing and reward system, established a convenient reporting channel, and assigned appropriate personnel to deal with whistle-blowing?	V		(I) When a director or manager violates the Codes of Ethical Conduct, he/she shall be reported to the Board of Directors for treatment. The Board of Directors shall appoint one or more persons to investigate his/her behavior. In case of any violation, the Board of Directors may punish him/her depending on the seriousness of the case. Information such as the title, name, date of violation, cause, the guidelines which have been violated, and punishment about the person who has violated the Codes of Ethical Conduct should be disclosed immediately on the Market Observation Post System if such violation is material. Those who violate ethical standards may appeal to the Board of Directors. The Company encourages internal and external personnel to report on unfaithful behavior or misconduct, and pay bonuses to them at its own discretion depending on the seriousness of the case. Any internal personnel who are found to have fraudulently reported or made malicious allegations, should be subject to disciplinary punishment, up to and including termination. The Company has established and announced internal independent mailboxes or special lines for complaints on the Company's website and the Intranet, or has other external independent agencies to provide such mailboxes and special lines for use by internal and external personnel.	
(II) Has the Company set the investigation standards, operating procedures, follow-up measures after the investigation and related confidentiality mechanisms for the reported complaints?	V		(II) The mechanisms for operations and confidentiality have been stipulated in accordance with the "Codes of Ethical Conduct," "Ethical Corporate Management Best Practice Principles," "Procedures for Ethical Management and Guidelines for Conduct" and the compliant system. The Company shall keep confidentiality of information on whistleblowers or the personnel involved in the investigation as well as the investigation content.	
(III) Has the Company taken measures to protect whistle-blowers from retaliation due to reporting?	V		(III) The company has created a complaint system that aims to maintain the Company's reputation, safeguard the property, prevent corruption, theft, embezzlement, or other violations of laws and regulations that affect the rights and interests of shareholders, employees, and business partners, and protect the safety of whistleblowers. The company will also keep the identity of whistleblowers and reports confidential. When discovering or receiving reports on dishonest acts of the Company's personnel, the Company should immediately find out the truth. If the violators can produce evidence indicating they have not violated the Company's regulations,	

Evaluation Criteria	Implementation Status			Difference from Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies and reasons
	Yes	No	Abstract Illustration	
			<p>they can immediately appeal to the Administrative Management Center. If it is confirmed that the violators violate the relevant laws or the Company's policies and regulations for ethical corporate management, they are required to immediately stop the relevant act and subject to disciplinary actions; a claim for damages will be made by the Company if necessary through legal proceedings to maintain the Company's reputation and interests.</p> <p>The Company guarantees that the identity of the individuals lodging complaints or whistle-blowers, and the information provided by them will be kept in absolute confidentiality in accordance with the laws, and they will not be punished for reporting.</p> <p>Contact information: Reporting mailboxes</p> <p>Chinese: 24199 三重郵局第 3-96 號信箱 English: P.O.BOX 3-96 Sanchong New Taipei City 24199 Taiwan (R.O.C.) E-Mail address : audit@clevo.com.tw Special line: (02)2995-0299</p>	
IV. Enhancing Information Disclosure (I) Has the Company disclosed the contents and implementation effectiveness of the Ethical Corporate Management Best Practice Principles on its website and the Market Observation Post System?	V		<p>The Company disclosed the contents of the Ethical Corporate Management Best Practice Principles on its website and the Market Observation Post System. The implementation performance status is also disclosed in the annual and responsibility reports.</p> <p>Please visit the Company's website for details at https://www.clevo.com.tw.</p>	No deviation.
V. If the Company has enacted the Ethical Corporate Management Best Practice Principles in accordance with the Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies, please describe the difference between its operation and the stipulated principles: No difference.				
VI. Other important information helpful for better understanding of ethical corporate management: (such as the review of and amendments to the Ethical Corporate Management Best Practice Principles, etc.): <ol style="list-style-type: none"> 1. The Company's Board of Directors, on March 27, 2015, approved the formulation of the Ethical Corporate Management Best Practice and Procedures for Ethical Management and Guidelines for Conduct. Amendments for some articles were made on March 27, 2018, and March 31, 2020, and reported to the shareholders' meetings during the respective years. 2. The Company complies with the Company Act, Securities and Exchange Act, the relevant laws and regulations related to listing or other codes of business conduct as the basis for the implementation of ethical corporate management. 3. According to the systems for director's avoidance of conflict of interest set out in the Procedural Rules of the Board of Directors Meetings, for proposals submitted to a meeting of the Board of Directors that are of interest to a director or the legal person he/she represents, the director may express his/her opinions and answer questions, but he/she shall not participate in the discussions for and voting on those proposals, nor shall he/she exercise his/her own vote or by proxy on behalf of another director if the aforesaid conflicts of interest impair the interest of the Company. 4. The "Procedures for Handling Major Internal Information Operation and Preventing Insider Trading" developed by the Company specifically stipulate that directors, managers and servants are not allowed to disclose the major internal information they are aware of to others, and may not inquire about or collect the unrevealed and major internal information irrelevant to personal duties from those who are aware of the major internal information within the Company. No unrevealed and major internal information acquired not through conduct of business shall be disclosed to others. 5. The Company has implemented stock trading control measures for insiders according to Article 10 of the Company's "Corporate Governance Best-Practice Principles." These measures, which are intended to prevent insider trading, include (but are not limited to) directors are prohibited from trading their shares during the closed period, which is the 30 days preceding the announcement of the annual financial report and the 15 days preceding the announcement of each quarterly financial report. 				

(VII) Other important information that is useful to better understand the corporate governance operations shall also be disclosed:
The information about corporate governance on the Company's website can be assessed at <https://www.clevo.com.tw> °

(VIII) Implementation Status of Internal Control Systems

1. Statement of Internal Control.

CLEVO CO.

Statement of Internal Control System

Date: March 10, 2025

Based on self-assessment of its internal control system for 2024, the Company makes the following statement:

- I. The establishment, implementation and maintenance of an internal control system are the responsibility of the Company's Board of Directors and management. The Company has established such a system, designed to provide reasonable assurance with respect to the effectiveness and efficiency of business operations (including profitability, performance and safeguarding of assets), the preparation of reliable, timely and transparent financial statements, and their compliance with the relevant rules and regulations.
- II. An internal control system, no matter how well designed, has inherent limitations and therefore can provide only reasonable assurance with respect to the accomplishment of the above goals. Furthermore, because of changing conditions and circumstances, the effectiveness of an internal control system may vary over time. Notwithstanding, the internal control system of the Company contains self-oversight mechanisms, and actions are taken to correct deficiencies as they are identified.
- III. The Company examined the design and effective implementation of its internal control system according to the criteria prescribed in the Regulations Governing Establishment of Internal Control Systems by Public Companies (called the Regulations below). The "Regulations" divide internal control into five constituents in line with the process of management control: 1. Control environment, 2. Risk assessment, 3. Control operation, 4. Information and communication, and 5. Supervision. Each constituent contains several criteria. Please refer to the "Regulations" for details.
- IV. The Company has evaluated the effectiveness of design and implementation of its internal control system in accordance with the above criteria.
- V. Based on the evaluation findings above, the Company believes that it has reasonably guaranteed the achievement of the goals above within the preceding internal control period (including the monitoring of the subsidiaries) as of December 31, 2023, including the effectiveness and efficiency of operations, reliability, timeliness and transparency of financial reporting and compliance with relevant legal rules, and that the design and implementation of the internal control system are effective.
- VI. This Statement will be a major part of the Company's annual report and prospectus, and will be made publicly available. The Company shall be held liable for misrepresentation or nondisclosure in the above content, according to Articles 20, 32, 171, and 174 of the Securities and Exchange Act.
- VII. This Statement has been approved by the Company's Board of Directors at the meeting held on March 10, 2025, at which this Statement was unanimously endorsed by all 7 attending directors without any opposing opinions.

CLEVO CO.

Chairman: Hsu, Kun-tai Seal

President: Tsai, Ming-Hsien Seal

Note 1: If there is a major deficiency in the design and implementation of the internal control systems of public companies identified in the year, the explanatory paragraph should be added to Paragraph 4 of the Statement of Internal Control System to list and explain the major deficiency found in the self-assessment, the improvement actions taken by the Company by the balance sheet date, and improvements.

Note 2: The date of statement is the "end of the fiscal year."

2. If accountants are entrusted with review of the internal control system, the review report issued by the accountants shall be disclosed: None.

- (IX) Important resolutions passed at the meetings of shareholders and the Board of Directors in the most recent year and up to the date of publication of the annual report.

1. Important resolutions at the general shareholders' meeting on May 31, 2023, and the implementations are as follows:

(1) Reports on Company Affairs

Subject 1: 2023 business report proposal.

Subject 2: 2023 final statement for audited by the Audit Committee audit proposal.

Subject 3: 2023 employee, director, and supervisor remuneration distribution proposal.

Subject 4: 2023 earnings distribution and cash dividends status report proposal.

(2) Matters to be Ratified

Motion 1: Passed the Company's 2023 final accounts proposal.

Progress: This proposal has come into effect after being passed at the shareholders' meeting.

Motion 2: Passed the Company's 2023 earnings distribution proposal.

Implementation:

For 2023, the Company's retained earnings at the beginning of the year amounted to NT\$2,603,520,108 after legal adjustments. According to Article 26 of the Company's Articles of Incorporation, the distributable profit was NT\$2,795,332,380. For the fiscal year 2023, the Company distributed NT\$979,620,800 in cash dividends to shareholders, with a NT\$1.6 per share dividend. The ex-dividend date was set for June 25, 2024, and the dividends were paid in full on July 15, 2024.

(3) Election Matters

Proposal: Election of the Company's Directors (including Independent Directors).

Election Results: As follows:

Directors:

ID	Name	Number of Votes Received
1	Hsu, Kun- Tai	198,888,888
13	Tsai, Ming- Hsien	188,888,888
F1229XXXXX	Lu, Jin- Zong	178,888,888
20204	Chien, Yih- Long	178,888,888

Independent Directors:

ID	Name	Number of Votes Received
D1011XXXXX	Chou, Po- Chiao	188,888,888
J2203XXXXX	Wu, Pei-Ling	180,870,890
N2213XXXXX	Yang, Shu-Huan	180,870,890

(4) Other Motions

Motion 1: Release of the non-compete prohibition on the Company's new directors and representatives

Progress: This proposal has come into effect after being passed at the shareholders' meeting.

2. Important resolutions passed at the Board of Directors meeting in the most recent year and up to the date of publication of the annual report:

Attendance status of directors and supervisors: V = attended

Number of Meetings	Number of Meetings This Term	Date of Notification	Date of Meeting	Explanation of Subject	Director				Independent Director		Remark
					Hsu, Kun-Tai	Tsai, Ming-Hsien	Lu, Jin-Zong	Chien, Yih-Long	Chou, Po-Chiao	Chen, Tsung-Ming	
1	19	2024.01.12	2024.01.22	1. Proposal to discuss the 2022 manager year-end bonus reviewed by the Company's Remuneration Committee.	V	V	V	V	V	V	Wu, Mai Chiu, Shu-Juan
2	20	2024.03.05	2024.03.14	1. Proposal for the Company's 6th 2023 and 1st 2024 board of directors resolutions implementation report. 2. Report on internal audit of business. 3. Report on memorandum book for the Company's derivative commodity transactions. 4. Report on the greenhouse gas emissions inventory and verification execution proposal for the Company and its consolidated subsidiaries. 5. Proposal to report the 2023 board and functional committee performance assessment results. 6. Proposal to report the 2023 corporate governance implementation status. 7. Proposal to report the 2023 ethical corporate management policy implementation status. 8. The proposal for C.P.A. independence and professional qualification evaluation was passed according to the "Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies." 9. Passed the Company's 2023 finalized account and business report proposal. 10. Passed the Company's 2023 earning distribution proposal. 11. Passed the Company's 2023 surplus distribution cash dividend proposal. 12. Passed the 2023 employee and director remuneration proposal reviewed by the Company's Remuneration Committee. 13. Passed 2023 director remuneration distribution operation proposal. 14. Passed 2023 independent director remuneration distribution operation proposal. 15. Approved the re-election of the Company's directors (including independent directors). 16. Adoption of a list of candidates for the directors nominated and review of the nominations by the Board of Directors. 17. Adoption of a list of candidates for the independent directors nominated and review of the nominations by the Board of Directors.2024.03.14 18. Passed the proposal to amend the Company's" Procedural Rules for the Board of Directors Meetings." 19. Passed the amendment of the Company's Audit Committee Charter. 20. Passed the proposal for the Company's 2023 internal control system and issued an internal control system statement according to the self-assessment results 21. Adoption of the application for credit extension, and trade credit for transactions in derivative financial products to financial institutions. 22. Passed the proposal for the 2024 regular shareholders' meeting agenda discussion for relevant operations.	V	V	V	V	V	V	Wu, Mai Liu, Yi-Mei Chiu, Shu-Juan Feng, Min-Juan Lin, Po-Chuan
3	21	2024.05.02	2024.05.10	1. The Company's 2024 2nd board of directors resolution implementation status report. 2. Report on internal audit of business. 3. Report on memorandum book for the Company's derivative commodity transactions. 4. Report on the greenhouse gas emissions inventory and verification execution proposal for the Company and its consolidated subsidiaries. 5. Proposal to report the 2023 Cybersecurity Committee implementation status. 6. Submit the Company's 2023 corporate governance assessment results. 7. Passed the Company's consolidated financial statements for Q1 of 2024. 8. Adoption of the application for credit extension, and trade credit for transactions in derivative financial products to financial institutions	V	V	V	V	V	V	Wu, Mai Liu, Yi-Mei Chiu, Shu-Juan Feng, Min-Juan Lin, Po-Chuan

Number of Meetings	Number of Meetings This Term	Date of Notification	Date of Meeting	Explanation of Subject	Director				Independent Director			Remark
					Hsu, Kun-Tai	Tsai, Ming-Hsien	Lu, Jin-Zong	Chien, Yih-Long	Chou, Po-Chiao	Wu, Pei-Ling	Yang, Shu-Huan	
4	1	2024.05.31	2024.05.31	1. Approval of the appointment of the Company’s Chairman and Vice Chairman. 2. Adoption of the proposed appointment of the members of the Remuneration Committee. 3. Approval of the recruitment of the Corporate Governance Committee members. 4. Approved the proposal for the 2023 cash dividend distribution from earnings, the ex-dividend date, and other matters.	V	V	V	V	V	V	V	Wu, Mai Liu, Yi-Mei Chiu, Shu-Juan Feng, Min-Juan
5	2	2024.07.01	2024.07.10 (Video Conference)	1. Passed the 2023 employee remuneration distribution operation proposal.	V	V	V	V	V	V	V	Wu, Mai Chiu, Shu-Juan
6	3	2024.08.01	2024.08.12	1. Proposal to report the Company's 3rd- 5th Board resolution implementation status of 2024. 2. Report on internal audit of business. 3. Report on memorandum book for the Company’s derivative commodity transactions. 4. Report on the greenhouse gas emissions inventory and verification execution proposal for the Company and its consolidated subsidiaries. 5. Propose the 2024 Q1 financial report of the Company to Taiwan Stock Exchange for review. 6. Amendment to the Company's "Operational Procedures for Loaning Funds to Others". 7. Proposed the information security incident report of the Company submitted to the Taiwan Stock Exchange for review on 2024.05.27. 8. Passed the Company’s consolidated financial statements for Q2 of 2024. 9. Approved the 2023 Sustainability Report. 10. Adoption of the application for credit extension, and trade credit for transactions in derivative financial products to financial institutions.	V	V	V	V	V	V	V	Wu, Mai Liu, Yi-Mei Chiu, Shu-Juan Feng, Min-Juan
7	4	2024.10.29	2024.11.08	1. The Company’s 2024 6th board of directors resolution implementation status report. 2. Report on internal audit of business. 3. Report on memorandum book for the Company’s derivative commodity transactions. 4. Report on the greenhouse gas emissions inventory and verification execution proposal for the Company and its consolidated subsidiaries. 5. The Company's intellectual property management matters implementation status report. 6. Amendment to the "Operational Procedures for Endorsements/Guarantees" of the Company's subsidiary. 7. Passed the company’s consolidated financial statements for Q3 of 2024. 8. Passed the “2025 Action Plan” proposal for the Company’s Corporate Governance Committee. 9. Approved the plan to amend the "Details of Internal Audit Implementation" of the Company. 10.Passed the Company’s 2025 audit proposal 11.Adoption of the application for credit extension, and trade credit for transactions in derivative financial products to financial institutions.	V	V	V	V	V	V	V	Wu, Mai Liu, Yi-Mei Chiu, Shu-Juan Feng, Min-Juan Lin, Po-Chuan
8	5	2025.01.09	2025.01.20 (Video Conference)	1. Proposal to discuss the 2023 manager year-end bonus reviewed by the Company's Remuneration Committee.	V	V	V	V	V	V	V	Mai Wu Shujuan Qiu

Number of Meetings	Number of Meetings This Term	Date of Notification	Date of Meeting	Explanation of Subject	Director				Independent Director			Remark
					Hsu, Kun-Tai	Tsai, Ming-Hsien	Lu, Jin-Zong	Chien, Yih-Long	Chou, Po-Chiao	Wu, Pei-Ling	Yang, Shu-Huan	
9	6	2025.02.27	2025.03.10	1. Proposal for the Company's 7th 2024 and 1st 2025 board of directors resolutions implementation report. 2. Report on internal audit of business. 3. Report on memorandum book for the Company's derivative commodity transactions. 4. Proposal to report the 2024 board and functional committee performance assessment results. 5. Proposal to report the 2024 corporate governance implementation status. 6. Proposal to report the 2024 ethical corporate management policy implementation status. 7. Report on the greenhouse gas emissions inventory and verification execution proposal for the Company and its consolidated subsidiaries. 8. The proposal for C.P.A. independence and professional qualification evaluation was passed according to the "Corporate Governance Best Practice Principles for TWSE/TPEx Listed Companies." 9. Passed the Company's 2024 finalized account and business report proposal. 10. Passed the Company's 2024 earning distribution proposal. 11. Passed the Company's 2024 surplus distribution cash dividend proposal. 12. Passed the 2024 employee and director remuneration proposal reviewed by the Company's Remuneration Committee. 13. Passed 2024 director remuneration distribution operation proposal. 14. Passed 2024 independent director remuneration distribution operation proposal. 15. Passed the capital reduction base date for treasury stock cancellation. 16. Approved the lease office buildings and parking spaces from the related party Epoque Group. 17. Passed the Company's proposal of endorsements and guarantees. 18. Adoption of amendments to the Articles of Association of the Company. 19. Passed the proposal for the Company's 2024 internal control system and issued an internal control system statement according to the self-assessment results. 20. Adoption of the application for credit extension, and trade credit for transactions in derivative financial products to financial institutions. 21. Passed the proposal for the 2025 regular shareholders' meeting agenda discussion for relevant operations.	V	V	V	V	V	V	V	Mai Wu Yi-Mei Liu Shujuan Qiu Jackie Feng Po-Chuan Lin

- (X) In the most recent year and up to the date of publication of the annual report, the major contents of the opposition expressed by directors or supervisors about the significant resolutions passed by the Board of Directors that has been noted in the records or declared in writing: None.

IV. Fees paid to CPAs

Unit: NT\$ thousand

Name of accounting firms	Name of CPAs		Audit period	Audit fees	Non-audit fees	Total	Remark
PwC Taiwan	Feng, Min-Juan	Lin, Po-Chuan	2024.01.01~2024.12.31	5,500	1,250	6,750	1. Explanation of Non-Audit Fees: Transfer Pricing Report / Master File Report: NT\$1,250,000

Note: If the Company changes CPAs or accounting firms during the year, it is necessary to provide the audit periods and the reason for the change in the Remark column and disclose the audit fees and non-audit fees paid. The details of the services for non-audit fees should be provided.

- (I) If the audit fees paid during the year when the accounting firm is replaced are less than the previous year, the amount of the audit fees before and after the replacement, and the reasons for reduction shall be disclosed: None.
- (II) If the audit fees are reduced by more than 10% compared with the previous year, the amount, proportion and reasons for the reduction in the audit fees shall be disclosed: None.

V. Information about Replacement of CPAs:

(I) Former CPAs

(1) Former CPAs			
Replacement Date	2023.04.01		
Reasons for Replacement	Due to the rotation policy of PwC Taiwan, the Company has replaced the former CPA Wu, Han-Qi with the CPA Feng, Min-Juan from the 2nd quarter of 2023.		
The term of office for the appointer or accountant is terminated or he/she does not accept the appointment	<div>Parties</div> <div>Situation</div>	CPAs	Appointer
	Voluntary termination of appointment		V
	No further acceptance (continuation) of appointment		
Comments and reasons for review reports without qualified opinions issued within the period of most recent two years	No such circumstances		
Is there any disagreement with the issuer?	Yes		Accounting principles or practices
			Disclosure of financial reports
			Verification scope or steps
			Others
	None	V	
Description: not applicable			
Other disclosures (The matters referred to in Articles 10.6(1)-4 to 7 of these Principles shall be disclosed)	(1) If the former CPA has informed the Company that a lack of a sound internal control system rendered its financial reports untrusted: None. (2) If the former CPA has informed the Company that he/she could not rely on the Company’s statement or was unwilling to have any connection with the Company’s financial reports: Non. (3) If the former CPA has informed the Company that it was necessary to expand the scope of audit, or the information indicated that the expansion of the scope of the audit would impair the credibility of the previously issued or forthcoming financial reports, however, the former CPA did not expand the scope of the audit due to replacement or other reasons: No. (4) If the former CPA has informed the Company that the credibility of the previously issued or forthcoming financial reports may be impaired based on the information gathered, however, the former CPA did not deal with such matters due to a replacement or other reasons: No.		

(II) Successive CPAs

Name of accounting firm	PwC Taiwan
Name of CPAs	CPA Feng, Min- Juan and CPA Lin, Po-Chuan
Date of appointment	2023.04.01
Accounting treatment methods or accounting principles for specific transactions, and advisory matters and results that may be issued for financial reporting prior to appointment	None
Written opinions of the successive accountants different from those of the former accountants	None

(III) Replies from the former accountants to the matters referred to in Article 10, paragraph 6(1) and (2)-3 of the Principles: Not applicable.

- VI. If the chairman, general manager, or the manager responsible for financing or accounting affairs, who has worked for the accounting firm to which CPAs belong or the affiliated enterprises in the past year, his/her name, title and the period working for the accounting firm or the affiliated enterprises: None. The affiliated companies of the accounting firm to which CPAs belong refer to the companies or institutions in which the accounts of the accounting firm CPAs work for hold more than 50% of the shares, or hold positions of more than half of the directors, or which are called affiliated companies in the information published or printed by the accounting firm: None.

VII. Information about the shares transferred by and changes to the shares pledged by the directors, supervisors, managers and the shareholders holding more than 10% of shares in the most recent year and up to the date of publication of the annual report

(I) Changes to the shares held by directors, supervisors, managers and majority shareholders:

Title (Note 1)	Full name	2024		Up to March 31 in the current year	
		Increase/ decrease number of shares held	Increase/ decrease number of shares pledged	Increase/ decrease number of shares held	Increase/ decrease number of shares pledged
Chairman And more than 10% of shares (Note 2)	Hsu, Kun-tai	-	-	-	-
Vice Chairperson and President	Tsai, Ming-Hsien	-	-	-	-
Director and Executive Vice President	Chien, Yih-Long	-	-	-	-
Director	Lu, Jin-Zong	-	-	-	-
Independent Director	Chou, Po-Chiao	-	-	-	-
Independent Director	Wu, Pei-Ling (Appointment on 2024/05/31)	-	-	-	-
Independent Director	Yang, Shu-Huan (Appointment on 2024/05/31)	-	-	-	-
Independent Director	Chen, Tsung-Ming (Resignation on 2024/05/31)	-	-	-	-
Senior Vice President	Zhang, Fu-Ming	-	-	-	-
Vice President, Chief of Finance/Accounting and Officer of Corporate Governance	Wu, Mai	-	-	-	-
Vice President	Li, Wen-Hua	-	-	-	-
Vice President	Chen, Hsueh-Wen	-	-	-	-
Vice President	Lin, Nan-Sheng	-	-	-	-
Vice President	Lin, Guan-Yen	-	-	-	-
Senior Assistant Vice President	Zhang, Wen-Song	-	-	-	-
Senior Assistant Vice President	Wang, Feng-Zhu	(30,000)	-	(10,000)	-
Senior Assistant Vice President	Chung, Wen-Chin	-	-	-	-

Title (Note 1)	Full name	2024		Up to March 31 in the current year	
		Increase/ decrease number of shares held	Increase/ decrease number of shares pledged	Increase/ decrease number of shares held	Increase/ decrease number of shares pledged
Senior Assistant Vice President	Cheng, Yu-Ming	-	-	-	-
Senior Assistant Vice President	Lin, Sheng-Hsiang	(31,000)	-	-	-
Senior Assistant Vice President	Lin, Liang-Shih	(4,000)	-	-	-
Senior Assistant Vice President	Chen, Tsung-Chih	(40,000)	-	(99,965)	-

Note 1: Shareholders holding more than 10% of the Company's shares should be indicated as major shareholders, and listed separately.

Note 2: Include spouse, minor children, and owned in other's name who hold totally more than 10% of shares

Note 3: If the transferee or pledgee of shares is a related party, the following form shall be filled out.

(II) Information about share transferring: None.

(III) Information about pledge of stock rights: None.

VIII. Information about the Relationships among Top Ten Shareholders, Such as Related Parties, Spouses or Relatives within the Second-degree of Kinship.

March 31, 2024

Name (Note 1)	Number of shares held in person		Shares held by spouse and minor children		Total number of shares held in the name of others		Name of a related party, spouse or second-grade relative, and relationships among top ten shareholders (Note 3).		Remark
	Number of Shares	Shareholding ratio	Number of Shares	Shareholding ratio	Number of Shares	Shareholding ratio	Name	Relationship	
Hsu, Kun-Tai	46,701,335	7.39%	21,371,784	3.38%	0	0%	Lin, Feng-Chu Hsu, Fu-Chia Hsu, Li-Hsin Hsu, Cheng-Hsin Hsu, Yueh-Sen	Spouse First-degree relative First-degree relative First-degree relative Second-degree relative	-
Huatai Investment Co., Ltd. Person in charge: Hsu, Kun-Tai	37,326,144	5.90%	0	0%	0	0%	Hsu, Kun-tai Lin, Feng-Chu Hsu, Fu-Chia Hsu, Li-Hsin Hsu, Cheng-Hsin	Person in charge of the Company Spouse of the Company's representative First-degree relatives of the Company's representative First-degree relatives of the Company's representative First-degree relatives of the Company's representative	-
Epoque Co., Ltd. Person in charge: Hsu, Kun Tai	33,567,888	5.31%	0	0%	0	0%	Hsu, Kun-tai Lin, Feng-Chu Hsu, Fu-Chia Hsu, Li-Hsin Hsu, Cheng-Hsin	Person in charge of the Company Spouse of the Company's representative First-degree relatives of the Company's representative First-degree relatives of the Company's representative First-degree relatives of the Company's representative	-
Chicony Electronics CO.. Person in charge: Hsu, Kun Tai	28,000,608	4.43%	0	0%	0	0%	Hsu, Kun-tai Lin, Feng-Chu Hsu, Fu-Chia Hsu, Li-Hsin Hsu, Cheng-Hsin	Person in charge of the Company Spouse of the Company's representative First-degree relatives of the Company's representative First-degree relatives of the Company's representative First-degree relatives of the Company's representative	-
Hsu, Fu-Chia	27,220,000	4.31%	0	0%	0	0%	Hsu, Kun-tai Lin, Feng-Chu Hsu, Li-Hsin Hsu, Cheng-Hsin	First-degree relative First-degree relative Second-degree relative Second-degree relative	-
Youkang Electronics Co., Ltd. Person in charge: Lu, Jin-Zong	23,530,000	3.72%	0	0%	0	0%	-	-	-
Lin, Feng-Chu	21,371,784	3.38%	46,701,335	7.39%	0	0%	Hsu, Kun-Tai Fu-Chia Hsu Hsu, Li-Hsin Hsu, Cheng-Hsin	Spouse First-degree relative First-degree relative First-degree relative	-
Hsu, Li-Hsin	17,292,568	2.74%	0	0%	0	0%	Hsu, Kun-tai Lin, Feng-Chu Hsu, Fu-Chia Hsu, Cheng-Hsin	First-degree relative First-degree relative Second-degree relative Second-degree relative	-
KAPOK COMPUTER Person in charge: Hsu Kun Tai	16,966,596	2.68%	0	0%	0	0%	Hsu, Kun-tai Lin, Feng-Chu Hsu, Fu-Chia Hsu, Li-Hsin Hsu, Cheng-Hsin	Person in charge of the Company Spouse of the Company's representative First-degree relatives of the Company's representative First-degree relatives of the Company's representative First-degree relatives of the Company's representative	-
Hsu, Yue-Sen	14,874,373	2.35%	0	0%	0	0%	Hsu, Fu-Chia Hsu, Kun-tai Lin, Feng-Chu	First-degree relative Second-degree relative Second-degree relative	-

Note 1: All the top ten shareholders should be listed. The name of corporate shareholders (if any) and the representatives of corporate shareholders should be listed separately.

Note 2: The calculation of the shareholding ratio refers to the calculation of the ratio of shareholdings in the name of a shareholder, his/her spouse, minor children or another person.

Note 3: The relationship among the shareholders listed above, including legal persons and natural persons, shall be disclosed in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

IX. Number of the shares in the same investees held by the Company and its directors, supervisors, managers and the enterprises directly or indirectly controlled by the Company, and calculation of the combined shareholding percentage.

Unit: number of shares; %

March 31, 2025

Investees (Note)	Investment made by the Company		Invested by directors, supervisors, managers and the enterprises directly or indirectly controlled		Comprehensive investment	
	Number of shares	% of shareholding	Number of shares	% of shareholding	Number of shares	% of shareholding
1. KAPOK COMPUTER	8,000,000	100%	0	0 %	8,000,000	100%
2. CLEVO Investment Co., Ltd.	14,000,000	100%	0	0 %	14,000,000	100%
3. CLEVO COMPUTER SINGAPORE PTE LTD.	22,325,453	100%	0	0 %	22,325,453	100%
4. CLEVO (CAYMAN ISLANDS) HOLDING COMPANY	369,370,000	100%	0	0 %	369,370,000	100%
5. KAPOK COMPUTER(SAMOA) CORPORATION	17,000,000	100%	0	0 %	17,000,000	100%
6. BUYNOW ON-LINE HOLDING CORPORATION	1,100,000	100%	0	0 %	1,100,000	100%

Four. Capital overview

I. Capital and shares

(I) Source of share capital

1. Capital increase and decrease during the most recent year

Year and Month	Issue price	Authorized Share Capital		Paid-in Capital		Remark		
		Number of shares (Thousand shares)	Amount (NT\$ thousand)	Number of shares (Thousand shares)	Amount (NT\$ thousand)	Source of share capital	Property other than cash contributed as equity capital	Others
2002.07.29	Par value: 10	500,000	5,000,000	481,976	4,819,757	Capital increase out of capital reserves Capital increase of 21,684,850 shares Amount: 216,848,500 Capital increase out of earnings Capital increase of 26,593,850 shares Amount: 265,938,500	None	Note 1
2003.08.22	Par value: 10	500,000	5,000,000	498,209	4,982,093	Capital increase out of capital reserves Capital increase of 14,348,901 shares Amount: 143,489,010 Capital increase out of earnings Capital increase of 1,884,700 shares Amount: 18,847,000	None	Note 2
2004.07.20	Par value: 10	618,000	6,180,000	529,695	5,296,950	Capital increase out of capital reserves Capital increase of 14,946,279 shares Amount: 149,462,790 Capital increase out of earnings Capital increase of 16,539,420 shares Amount: 165,394,200	None	Note 3
2005.08.08	Par value: 10	618,000	6,180,000	558,227	5,582,273	Capital increase out of capital reserves Capital increase of 10,393,900 shares Amount: 103,939,000 Capital increase out of earnings Capital increase of 18,138,400 shares Amount: 181,384,000	None	Note 4
2007.08.20	Par value: 10	618,000	6,180,000	582,520	5,825,204	Capital increase out of capital reserves Capital increase of 11,064,546 shares Amount: 110,645,460 Capital increase out of earnings Capital increase of 13,228,546 shares Amount: 132,285,460	None	Note 5
2008.08.11	Par value: 10	750,000	7,500,000	624,600	6,246,000	Capital increase out of earnings Capital increase of 42,079,608 shares Amount: 420,796,080	None	Note 6
2009.07.31	Par value: 10	750,000	7,500,000	655,600	6,556,000	Capital increase out of earnings Capital increase of 31,000,000 shares Amount: 310,000,000	None	Note 7

Year and Month	Issue price	Authorized Share Capital		Paid-in Capital		Remark		
		Number of shares (Thousand shares)	Amount (NT\$ thousand)	Number of shares (Thousand shares)	Amount (NT\$ thousand)	Source of share capital	Property other than cash contributed as equity capital	Others
2010.06.21	Par value: 10	750,000	7,500,000	638,467	6,384,670	Decrease in capital of treasury shares Capital decrease of 17,133,000 shares Amount: 171,330,000	None	Note 8
2012.01.04	Par value: 32	750,000	7,500,000	700,967	7,009,670	Capital increased by cash Capital increase of 62,500,000 shares Amount: 625,000,000	None	Note 9
2013.12.10	Par value: 10	750,000	7,500,000	689,163	6,891,630	Decrease in capital of treasury shares Capital decrease of 11,804,000 shares Amount: 118,040,000	None	Note 10
2014.06.09	Par value: 10	750,000	7,500,000	683,163	6,831,630	Decrease in capital of treasury shares Capital decrease of 6,000,000 shares Amount: 60,000,000	None	Note 11
2018.10.05	Par value: 10	750,000	7,500,000	679,763	6,797,630	Decrease in capital of treasury shares Capital decrease of 3,400,000 shares Amount: 34,000,000	None	Note 12
2019.02.22	Par value: 10	750,000	7,500,000	669,763	6,697,630	Decrease in capital of treasury shares Capital decrease of 10,000,000 shares Amount: 100,000,000	None	Note 13
2021.04.16	Par value: 10	900,000	9,000,000	659,763	6,597,630	Decrease in capital of treasury shares Capital decrease of 10,000,000 shares Amount: 100,000,000	None	Note 14
2021.06.29	Par value: 10	900,000	9,000,000	649,763	6,497,630	Decrease in capital of treasury shares Capital decrease of 10,000,000 shares Amount: 100,000,000	None	Note 15
2022.01.25	Par value: 10	900,000	9,000,000	642,263	6,422,630	Decrease in capital of treasury shares Capital decrease of 7,500,000 shares Amount: 75,000,000	None	Note 16
2022.09.15	Par value: 10	900,000	9,000,000	632,263	6,322,630	Decrease in capital of treasury shares Capital decrease of 10,000,000 shares Amount: 100,000,000	None	Note 17

Note 1: Approval date for capital increase and Reference Number June 24, 2002, Taiwan Finance Certificate (1) Zi No.0910233860, and July 29, 2002, Jing Shou Shang Zi No.09102295820

Note 2: Approval date for capital increase and Reference Number July 17, 2003, Taiwan Finance Certificate (1) Zi No.0920138676, and August 22, 2003, Jing Shou Shang Zi No.09201350101

Note 3: Approval date for capital increase and Reference Number June 4, 2004, Taiwan Finance Certificate (1) Zi No.0930124996, and July 20, 2004, Jing Shou Shang Zi No.09301127630

Note 4: Approval date for capital increase and Reference Number June 24, 2005, Taiwan Finance Certificate (1) Zi No.0940017241, and August 8, 2005, Jing Shou Shang Zi No.09401148140

Note 5: Approval date for capital increase and Reference Number July 3, 2007, FSC Certificate (1) Zi No.0960033645, and August 20, 2007, Jing Shou Shang Zi No.09601197760

Note 6: Approval date for capital increase and Reference Number July 7, 2008, FSC Certificate (1) Zi No.0970033850, and August 11, 2008, Jing Shou Shang Zi No.09701198910

Note 7: Approval date for capital increase and Reference Number July 1, 2009, FSC Certificate Fa Zi No.0980032785, and July 31, 2009, Jing Shou Shang Zi No.09801172330

Note 8: Approval date for capital decrease and Reference Number June 21, 2010, Jing Shou Shang Zi No.09901127450

Note 9: Approval date for capital increase and Reference Number November 20, 2012, FSC Certificate Fa Zi No.1010048919, and January 4, 2013, Jing Shou Shang Zi No.10201011010

Note 10: Approval date for capital decrease and Reference Number December 4, 2013, Jing Shou Shang Zi No.10201243530

Note 11: Approval date for capital decrease and Reference Number June 9, 2014, Jing Shou Shang Zi No.10301100130

Note 12: Approval date for capital decrease and Reference Number October 5, 2018, Jing Shou Shang Zi No.10701125500

Note 13: Approval date for capital decrease and Reference Number February 22, 2019, Jing Shou Shang Zi No.10801019350

Note 14: Approval date for capital decrease and Reference Number April 16, 2021, Jing Shou Shang Zi No. 11001066880
Note 15: Approval date for capital decrease and Reference Number June 29, 2021, Jing Shou Shang Zi No. 11001109100
Note 16: Approval date for capital decrease and Reference Number January 25, 2022, Jing Shou Shang Zi No. 11101012140
Note 17: Approval date for capital decrease and Reference Number September 15, 2022, Jing Shou Shang Zi No. 11101168730

2. Class of the shares held up to the date of publication of the annual report

Class of shares	Authorized Share Capital			Remark
	Outstanding shares (listed stock)	Unissued shares	Total	
Common stock	632,263,000 shares	267,737,000 shares	900,000,000 shares	

3. Information on shelf registration: Nil.

- (II) List of major shareholders (Name, number of shares held by and shareholding ratio of the shareholders whose shareholding ratio is more than 5%; if there are less than ten shareholders on the list, the information of top ten shareholders should be disclosed).

March 31, 2025

Name of major shareholders/shares	Number of shares held	Shareholding %
Hsu, Kun-Tai	46,701,335	7.39%
Huatai Investment Co., Ltd.	37,326,144	5.90%
Epoque Co., Ltd.	33,567,888	5.31%
Chicony Electronics CO.	28,000,608	4.43%
Hsu, Fu-Chia	27,220,000	4.31%
Youkang Electronics Co., Ltd.	23,530,000	3.72%
Lin, Feng-Chu	21,371,784	3.38%
Hsu, Li-Hsin	17,292,568	2.74%
KAPOK COMPUTER	16,966,596	2.68%
Hsu, Yue-Sen	14,874,373	2.35%

- (III) The Company's dividend policy and implementation status:

1. Dividend policy as stipulated in Article 26 and 27 of the Articles of Incorporation:

If Our Company has a surplus in its annual final accounting, then we shall pay taxes and make up for any losses according to law, and accrue a 10% statutory surplus reserve, except for when the statutory surplus reserve has reached the total capital. With regards to the appropriation of special reserves according to relevant laws and regulations, if the net increase in the fair value of the investment property accumulated from the previous periods and the carrying amount of other equity deductions accumulated from the previous periods are insufficient, appropriation from the net income (after other items added) during the period or reversal of special reserves can be made accordingly. The remaining amount and the unappropriated earnings at the beginning of the period are distributable to shareholders. The distribution proposal is drafted by the Board of Directors and submitted to the shareholders' meetings for resolution before distributions are made. The dividend distribution shall not be lower than 10% of the distributable surplus of the current year. The Company is engaged in the electronic high-tech industry. Based on the industrial development vision, capital expenditure needs, sound financial planning and protection of investors' rights and interests, the Company's dividends shall be allocated by taking capital reserves, retained earnings, financial structure and operating conditions into comprehensive consideration. To achieve the goal of maintaining stable dividends, cash dividends must not be less than 10% of the total dividends.

Allocation of dividends is as follows:

Allocation of Dividends by KAPOK (2362)						
Unit: Yuan						
Year	Cash dividends	Stock dividends from retained earnings	Stock dividends from capital reserves	Stock dividends	Total	Employee stock bonus%
2024	2.5000	0	0	0	1.6000	0
2023	1.6000	0	0	0	1.6000	0
2022	1.5000	0	0	0	1.5000	0
2021	2.1000	0	0	0	2.1000	0
2020	0.6000	0	0	0	0.6000	0

Note: Distribution of dividends for 2024 is to be reported to the 2025 shareholders meeting.

2. 2025 General Shareholders Meeting Discussion on the dividends distribution for 2024
 - (1) Cash dividends: On March 10, 2025, the Board of Directors approved the cash dividend distribution to shareholders for NT\$1,530,657,500 or NT\$2.5 per share, which was proposed at the 2025 shareholders meeting.
 - (2) Stock dividends: Nil.
 - (3) Expected changes in the dividend policy: Nil.

- (IV) Impact of the proposed free-gratis dividends on the Company's business performance and earnings per share at the meeting of the shareholders' meeting: Not applicable.

- (V) Remuneration for employees, directors and supervisors: (Unit: NT\$ thousand)
 1. Percentage or scope of remunerations to employees, directors and supervisors stated on the Company's Articles of Association

According to the Company's Articles of Association, if there is a balance calculated by deducting the accumulated losses in light of the profitability of the current year, 5%~15% of such balance shall be set aside as employee's remuneration, and the remuneration for directors shall not be higher than 1% of such balance.
 2. The amount of remuneration for employees, directors and supervisors estimated and presented in the current period shall be calculated based on the number of shares distributed to employees as remuneration, or actual amount paid to employees if different from the estimated amount.
 - (1) Basis for estimation of the remuneration for employees, remuneration for directors and supervisors in the current period:

The employees' remunerations estimated by the Company for 2024 and 2023 were NT\$135,150 thousand and NT\$129,000 thousand, respectively, and the estimated remuneration amounts for directors were NT\$20,850 thousand and NT\$12,700 thousand, respectively. Said amounts shall be accounted for in the Salary and Wages. In light of the profitability for 2022, the remuneration for employees and directors was estimated at 5% to 15% and no more than 1%, respectively, consistent with such amount as resolved by the Board of Directors. The above employee's remuneration will be paid in cash.
 - (2) The accounting treatment for the difference between the calculation basis of the number of shares for which the dividends are allotted and the actual allotment amount and estimated amount: the Company did not allocate stock dividends or remuneration for employees and directors in 2023.
 - (3) Any difference between the actual allotment amount and the estimated amount shall be handled based on the changes in accounting estimates, and included in the profit and loss of the next year.
 3. Distribution of remuneration adopted by the Board of Directors:
 - (1) Amount of the remuneration paid to employees, directors and supervisors in cash or stock. If there is a difference between the estimated amount and the amount of recognized expenses, the difference, cause and treatment should be disclosed:

On March 10, 2025, the Board of Directors approved the remuneration distribution to employees for 2024 at NT\$ \$135,150 thousand for employees and NT\$20,850 thousand for directors. These amounts are consistent with the recognized amounts for 2024 financial statements.
 - (2) The proportion of employee remuneration paid in the form of shares to the net profits after tax shown in the individual financial report plus the total amount of employee remuneration in the current period: not applicable because no free-gratis dividends are allocated in the current year.

(VI) Repurchase of shares by the Company

1. Stock repurchases (completed):

Number of repurchases	20	21
Period of repurchase	2020.03.09~ 2020.04.30	2021.10.18 2021.11.11
Purpose of repurchase	Transfer to employees	Transfer to employees
Interval price of repurchase	NT\$ 28-42/share	NT\$ 28-42/share
Type and quantity of repurchased shares	Common stock 10,000,000 shares	Common stock 10,000,000 shares
Total amount of repurchased shares	NT\$ 296,649,520	NTD329,062,566
Repurchased shares as % of expected number of repurchased shares	100%	100%
Average unit price of repurchased shares	NT\$ 29.66	NT\$ 32.91
Date of cancellation and transfer and number of shares	0 share	0 share
Number of shares of our company cumulatively held	10,000,000 shares	20,000,000 shares
The percentage of the number of shares of our company cumulatively held in the total number of issued shares (%)	1.58%	3.16%

2. Share repurchases (still implementing): none

- II. Issuance of Corporate Bonds: the Company is exempt from disclosure under no such circumstances.
- III. Disposal of preferred shares: the Company is exempt from disclosure under no such circumstances.
- IV. Issuance of overseas depositary receipts: the Company is exempt from disclosure under no such circumstances.
- V. Issuance of stock warrants to employees, and issuance of new shares subject to the restrictions for subscription by employees: the Company is exempt from disclosure under no such circumstances.
- VI. Issuance of new shares with respect to mergers & acquisitions or transfer of shares of other companies: the Company is exempt from disclosure under no such circumstances.
- VII. Financing plans and implementation: the Company is exempt from disclosure under no such circumstances.
- (I) The details of the plan: Up to the first quarter before the publication of the annual report, if the previous issuance or private placement of securities has not been completed, or has been completed in the last three years without remarkable achievements, the plan for previous issuance or private placement of securities should be explained in detail, including previous changes thereto, the source and application of funds, the reasons for changes, the benefits before and after the changes, and the date when such changes thereto were reported at the shareholders meeting, and the date of entry of the plan into the information reporting website designated by the meeting shall be published: the Company is exempt from disclosure under no such circumstances.
- (II) Implementation status: For the purpose of the plan described in the preceding paragraph, the implementation status and the comparison with the originally expected benefits shall be analyzed item by item up to the first quarter before the publication date of the annual report, if the implementation progress or the benefits fail to reach the expected target, the reasons for failure, the impact on shareholders' equity and the improvement plan shall be specified: the Company is exempt from disclosure under no such circumstances.

Four. Operational Highlights

I. Business Overview

(I) Business Scope

1. Principal business activities:

(1) PC Business Unit: R&D, design, production, sales and after-sales services of portable computers and borderline products.

(2) Buynow Distribution Division: The deployment and leasing of domestic sales channels in the Buynow Malls.

2. Sales breakdown: 88% of the consolidated revenue from the PC Business Unit and 12% from Buynow Malls in China in 2024.

3. The Company's current goods (services): the PC Business Unit is engaged in manufacturing and sales of notebooks; and rental income is primarily earned from the Buynow Malls.

4. New goods and services that the PC Business Unit plans to develop:

(1) **Gaming**

notebooks:

In 2024, Intel leveraged its advanced Intel 7 process to launch the "Raptor Lake HX Refresh," a multi-core notebook processor that delivers performance on par with desktop CPUs. At the same time, NVIDIA employed TSMC's 4nm advanced process to produce its RTX 40 series discrete GPUs, incorporating cutting-edge technologies such as Real-Time Ray Tracing, Artificial Intelligence (AI), Deep Learning Super Sampling (DLSS), Programmable Shading, and High Dynamic Range (HDR). These innovations have significantly boosted the overall performance of gaming laptops, making them capable of replacing desktop gaming PCs. Looking ahead to 2025, Intel and NVIDIA are extending the advantages of their flagship platforms — Intel's "Arrow Lake HX" and NVIDIA's GeForce RTX 50 series, which is built on the new Blackwell architecture and features fifth-generation Tensor Cores and fourth-generation RT Cores. With enhanced AI integration, gaming performance and intelligent thermal management technologies are becoming industry standards, further pushing gaming laptops toward the pinnacle of high-performance gaming experiences. In response to these advancements, the Company will continue to refine its thermal module designs for gaming laptops in 2025. By adopting Intel's Dynamic Tuning Technology (DTT) and NVIDIA's Dynamic Boost Technology (DBT), which optimize GPU performance under varying power demands, the Company aims to enhance product competitiveness in the high-end gaming notebook segment.

(2) **Mainstream notebook:**

With the rise of the stay-at-home economy and the emergence of hybrid work models, notebook computers have become essential tools for work (such as video conferencing), learning, and entertainment. In 2024, the Company continues to focus on lightweight and slim designs paired with high-performance batteries. We have launched business laptops featuring Intel's "Raptor Lake," "Meteor Lake," and "Lunar Lake-V" platforms, utilizing H45 and U15 series processors. These models integrate Intel Processor Power Management (PPM), TPM 2.x, fingerprint recognition, facial unlock, water-repellent design, Microsoft's "Secured-Core PC" security standards, and comply with Intel EVO specifications as well as military-grade durability standards (MIL-STD-810G or MIL-STD-810H).

(3) **Multi-Tasking Notebooks:**

In addition to launching new products for the high-end gaming and commercial markets, the Company is also introducing a full lineup of multitasking notebook models. In 2024, our product portfolio in this segment targets the mass consumer market with a wide range of laptops designed for multimedia entertainment, productivity, and entry-level gaming (Affordable Gaming). These models are powered by Intel's "Raptor Lake HX55/H45 Refresh" and "Meteor Lake H45" platforms. Product development focuses on maximizing CPU performance through robust thermal solutions, while also enabling instant GPU performance boosts even in battery-powered mode. The lineup includes a comprehensive selection of multitasking notebooks ranging from 14-inch to 17-inch models.

(4) **Studio notebook:**

According to a market research report, up to 50% of gaming laptop buyers are content creators such as YouTubers, photographers, animators, and concept artists. In addition to gaming, they frequently install and use professional creative software such as Photoshop, AutoCAD, and 3ds Max for digital content creation. In response to this rising demand, Intel and NVIDIA have respectively introduced the "Creator PC" concept and launched the "NVIDIA Studio" platform, delivering groundbreaking performance for video editing, 3D rendering, and design applications. Ray tracing technology provides ultra-realistic graphics capabilities, while the AI-assisted tools in the Studio suite can accelerate the creative process from concept to completion. Studio drivers ensure exceptional system stability and keep creative software optimized and up to date—empowering creators to fully unleash their imagination.

In 2024, the Company not only continued to expand its 14-inch creator laptop lineup but also introduced a new 16-inch model featuring a 16:10 display design to enhance the creative workflow and user experience. Both the 14-inch and 16-inch models are certified under NVIDIA's Creator Laptop specifications and further validated with Pantone certification for color accuracy, meeting the exacting demands of creative professionals.

(5) **Energy-saving, long-lasting, and environmentally friendly notebook computers:**

In 2024, the Company will develop notebook products that comply with ESG standards based on key regional markets and the specific requirements of major local customers, aiming to support clients in securing commercial tenders from governments, educational institutions, and large enterprises. All of our current notebook models meet the latest energy-saving and environmental protection regulations. On one hand, we are committed to increasing the use of recyclable materials that comply with environmental standards in various countries, fulfilling our responsibility to sustainability. On the other hand, our product designs follow the latest energy efficiency guidelines to meet customers' demands for long battery life. These efforts not only help maintain our competitive edge but also create greater profit potential.

(6) **AI Notebook:**

At the end of 2023, Intel launched its most efficient notebook processor platform to date — Meteor Lake H/U — based on the advanced Intel 4 process. This platform introduced a disaggregated architecture for the first time, integrating both Intel and TSMC technologies using 3D Foveros packaging to enhance computing performance. It also marked Intel's debut of the NPU (Neural Processing Unit) module, delivering up to 34 TOPS of compute power, enabling on-device generative AI inference. Around the same time, Qualcomm led the market with the launch of its Snapdragon X Elite laptop processor in October 2023, followed by AMD's introduction of new mobile processors with integrated NPUs in December. As laptops already account for approximately 70% of the total PC market, they have become the primary driver for the AI PC segment. AI PCs with built-in NPUs capable of performing generative AI tasks locally hold strong development potential.

In 2024, the Company continues to roll out a series of AI notebooks, including models L24, L26, V54, and V56 powered by Intel's latest Meteor Lake and Lunar Lake Core Ultra platforms (featuring built-in NPU and OpenVINO AI). Additionally, models V54, V55, and V56 will adopt AMD's next-generation Strix Point and Kraken platforms (featuring built-in NPU and Ryzen AI software).

In anticipation of the upcoming AI-driven upgrade cycle, the Company is launching a range of thin-and-light high-performance laptops equipped with Intel and AMD's new CPU platforms, along with NVIDIA's latest RTX 50 Series GPUs, to seize market opportunities in 2025.

5. Projects for Buynow Distribution Business Group:

Buynow Malls: currently operate 18 locations across Mainland China. Each shopping center integrates six core elements—technology, intelligence, fashion, creativity, fun, and experience—into its design. By incorporating 5G applications and big data analytics, Buynow is building a consumer-centric "people-product-place" new retail framework, aiming to create an integrated online-offline experiential smart technology platform. To strengthen customer engagement and enhance market competitiveness, Buynow continues to deepen its "discovery-based consumption" model. This involves partnerships with internationally renowned brands and the use of entertainment-driven sales tools such as short videos and live streaming to guide consumers through the "interest-need-purchase" journey, effectively increasing foot traffic and boosting conversion rates. In parallel, all locations are actively upgrading their commercial space layouts and retail offerings to reinforce an immersive experience that enhances customer satisfaction and loyalty. The 18 stores are also working closely with tenants to promote a variety of joint marketing initiatives, brand collaborations, and promotional campaigns, fostering a mutually ben

(II) Industry Overview

● Industry overview of the PC Business Unit

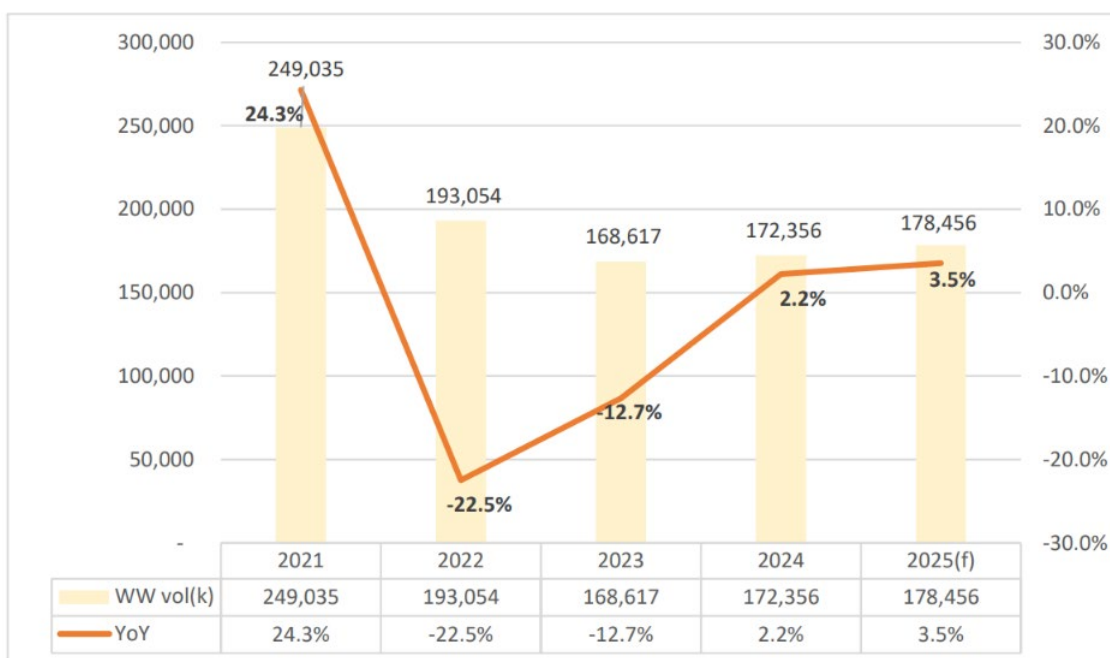
1. The current situation and prospect of the industry

According to the International Monetary Fund (IMF), global GDP growth is projected to reach 3.2% in 2025, consistent with 2024. However, retaliatory tariff increases between the U.S., Europe, and China could pose a significant risk and potentially derail the global economic recovery. The IMF expects medium- to long-term global growth to remain around 3%, a relatively low level by historical standards. It emphasizes the need for structural reforms to enhance technological innovation and encourages the adoption of artificial intelligence (AI) to improve productivity.

According to a research report by MIC, the global notebook market rebounded in 2024, with total shipments reaching 172 million units, up 2.2% year over year. The recovery was supported by early inventory stocking by brands, seasonal promotional campaigns, and new gaming laptop launches. Regionally, the U.S. and Japan benefited from steady education and enterprise procurement demand, while Europe saw improvement as inflation pressures eased. In contrast, China continued to face weak domestic demand and limited policy impact, resulting in ongoing shipment declines. Amid rising U.S.–China trade and tariff tensions, major brands accelerated their China-plus-one manufacturing strategies, prompting Taiwan-based ODMs to expand their presence in Southeast Asia to capture redirected orders. Looking ahead to 2025, the end of Windows 10 support and the gradual affordability of AI-powered notebooks are expected to drive upgrade demand from both enterprises and consumers. The adoption of low-cost AI models (such as DeepSeek) and localized applications will further boost AI notebook penetration. Global notebook shipments are forecast to reach 178 million units, growing 3.5% year over year, with AI notebooks emerging as a key growth driver. Although Taiwan's overall ODM market share is

expected to dip slightly to 71.3% due to order shifts to Chinese brands, total shipment volume is still projected to grow modestly by 0.4%. In the x86 camp, Intel and AMD continue to compete on NPU performance, aiming to meet Microsoft's requirement for offline Copilot execution, which demands at least 40 TOPS of AI computing power.

Source: MIC, March 2025



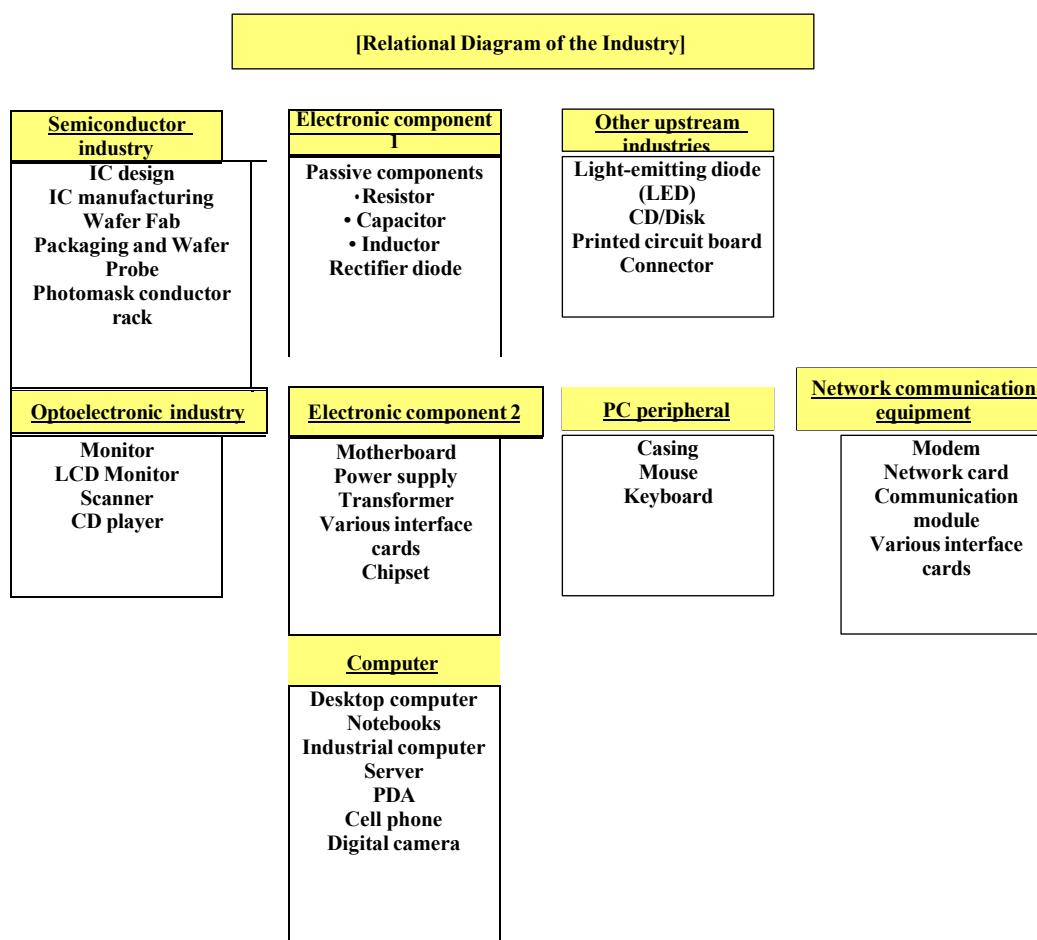
The year 2024 is widely regarded as the inaugural year of the AI PC era. According to Canalys, AI PC shipments are expected to exceed 170 million units by 2027, with nearly 60% deployed in the commercial sector. To align with this industry shift and significantly enhance on-device AI capabilities, major chipmakers such as Intel, AMD, and Qualcomm are actively integrating dedicated NPUs (Neural Processing Units) into their CPUs, with corresponding product lines and roadmaps already released.

In 2024, major brands began rolling out AI-powered notebooks equipped with advanced NPUs and other cutting-edge features, signaling the dawn of a new generation in the PC industry.

Canalys defines AI-capable PCs as desktop and notebook computers that include chipsets or modules designed specifically for AI workloads, such as NPUs. Increased availability of such devices contributed to an 18% month-over-month growth in this category. For full-year 2024, 17% of all PCs shipped are expected to have AI capabilities, with Apple emerging as the largest vendor in this space, capturing 54% of the AI PC market. The end of Windows 10 support will further accelerate the upgrade cycle and AI PC penetration in 2025.

Commercial deployment of AI-capable PCs remained strong in 2024, supported by the launch of enterprise-focused solutions and strategies by key vendors. Intel, focused on the premium market segment, introduced devices powered by Lunar Lake that meet Copilot+ PC requirements, albeit at higher costs compared to its x86 competitor AMD, which offers solutions spanning both high-end and mid-range markets.

2. Relationship with upstream, middle-stream, and downstream companies:



- (1) The upstream supply chain of the notebook PC industry encompasses a wide range of components, including central processing units (CPUs), chipsets, graphics processing units (GPUs), memory modules, passive components, rectifier diodes, printed circuit boards (PCBs), and connectors. In 2024, the two leading CPU suppliers—Intel and AMD—continue to shape the development of notebook functionality with their new platforms. Intel has launched the Raptor Lake HX55/H45 Refresh, Meteor Lake H28/U15, and Lunar Lake U15 platforms, while AMD has introduced its latest Strix Point and Krackan platforms. On the GPU side, NVIDIA’s next-generation GPU (GN22; RTX 50 series) also remains a key driver of performance evolution in notebook PCs. The specifications defined by these manufacturers serve as vital reference points for upstream component developers. In the memory sector, trends in DRAM (DDR4/LPDDR4 and DDR5/LPDDR5) and VRAM (GDDR6 and GDDR7) development—as well as their pricing dynamics—are closely tied to the adoption of new CPU and GPU platforms. These factors collectively play a critical role in determining the final design and pricing of notebook computers.
- (2) The midstream segment of the notebook industry also covers a wide range of sectors, including displays, optical lens modules, chassis, keyboards, power supplies, battery modules, various interface cards, motherboards, wireless modules (e.g., Bluetooth and 802.11X), communication modules (e.g., 4G/LTE and 5G), and storage media (e.g., HDDs, SSDs, and eMMC). Among these, key components such as displays continue to evolve in specifications. The 14-inch, 16-inch, and 18-inch panels are moving toward the 16:10 aspect ratio, which is expected to become the new standard for notebook design. According to market research firm OMDIA, the penetration rate of 16:10 aspect ratio displays in notebook designs will exceed 50% in 2025, indicating that notebook replacements will continue in the next two to three years. OLED and Mini LED displays under development will also be adopted in creator-focused notebooks to stimulate replacement demand. In addition, the price trends of wireless and battery modules will also influence the final design and retail pricing of notebook computers.
- (3) Downstream players in the notebook industry include companies engaged in system design, manufacturing, and sales. The Company is a professional notebook designer and manufacturer. Based on the type of target customers, downstream manufacturers can be categorized into OEM/ODM, EMS, and the clone market. Currently, the major global OEM/ODM players include Quanta, Compal, Wistron, Inventec, and Pegatron. According to a report by DIGITIMES, these top five companies collectively account for over 82% of global notebook shipments, primarily serving the world’s top ten notebook brands. EMS

providers also cater to these major brands, but typically receive fewer models and lower order volumes compared to OEM/ODM firms. Unlike the above types of manufacturers, our company specializes in serving the clone notebook market, with products primarily sold to regional distributors and regional brands.

3. Product trends and competition:

(1) Development trend of notebook products

a 、E-sports notebooks: a new blue ocean market of high unit prices and profit margins

According to the research report by OMDIA, the global gaming notebook market first surpassed 10 million units in 2019. In 2021, benefiting from the stay-at-home economy driven by the COVID-19 pandemic, global shipments rose to 16.83 million units. However, in 2022, the market declined to 15.18 million units due to lockdowns in mainland China and global inflationary pressure.

In January 2023, Intel launched its high-end notebook processor, the Raptor Lake HX, the first to feature 24 cores (8 performance + 16 efficiency), delivering performance comparable to desktop CPUs. Later that year, Intel introduced the Raptor Lake HX Refresh, which further enhanced support for DDR5 memory speed and adopted the high-speed PCIe Gen 5 interface to boost data transfer between graphics chips and SSDs.

For NVIDIA's graphics chips, the number of internal cores continued to increase, and performance improvements were driven by AI-powered deep learning technologies such as DLSS4. Meanwhile, OLED and Mini LED displays gained increasing traction in the consumer market. With enhanced brightness (500–1000 lumens) and high contrast ratios (100,000:1), these advanced displays are accelerating the replacement cycle for gaming notebooks.

According to a 2025 report by NEWZOO, the global gaming market reached USD 177.9 billion in 2024, up 0.6% from 2023, signaling a slow yet steady recovery. Looking ahead to 2025–2027, the industry is expected to evolve into a more mature “new normal.” The PC gaming sector is projected to grow steadily, driven by increasing user engagement, in-game purchases, and the monetization of cost-conscious existing users. While growth in China may decelerate, Japan's popularity is expected to rise. Overall, the global game market is forecast to grow at a compound annual growth rate (CAGR) of +3.7%, reaching USD 198.4 billion by 2027.

b 、Integrating AI, DLSS and RTX makes e-sports applications hotter

On August 20, 2018, NVIDIA introduced the GeForce RTX 2080, the world's first RTX graphics card capable of rendering cinematic-quality visuals in real-time gaming. To this day, GeForce RTX GPUs continue to deliver the ultimate RTX experience, driven by a comprehensive ecosystem that enables high-performance, high-fidelity gaming.

RTX features dedicated RT cores for ray tracing, delivering immersive and realistic lighting, reflections, and shadows in games. Tensor Cores power NVIDIA DLSS, the industry's leading AI-driven graphics technology, delivering up to 5x performance gains in titles such as Cyberpunk 2077. DLSS has evolved from earlier versions of Frame Generation—which inserts one AI-generated frame between two traditionally rendered ones—to the latest DLSS Multi Frame Generation, capable of predicting and inserting up to three frames, further improving smoothness and frame rate.

With the launch of the GeForce RTX 50 Series, several major architecture improvements have been introduced. Shader Execution Reordering (SER) has been enhanced, while the new RT cores offer up to 2x faster ray/triangle intersection performance. NVIDIA Reflex now incorporates Frame Warp technology, reducing system latency by up to 75%, offering a significant advantage for competitive gamers.

The upcoming Blackwell architecture further boosts neural rendering performance by integrating streaming and tensor processors more tightly. It also transitions DLSS from traditional convolutional neural networks (CNN) to advanced Transformer models, allowing broader spatial-temporal understanding and more accurate frame generation. Hardware acceleration for these Transformer models is also embedded into Blackwell's core design.

Today, more than 700 games and creative applications utilize RTX technologies, including ray tracing, NVIDIA DLSS 4, ray reconstruction, and a suite of AI-powered enhancements—fundamentally transforming the way we game and create.

c 、Ultra-thin notebook computers with long-lasting batteries will become mainstream products in the notebook market.

Ultra-slim notebooks with convertible and detachable designs, weighing less than 1.3kg—or even below 1kg—are increasingly favored by mainstream user groups such as office workers, business professionals, pink-collar workers, students, and document processors. These devices often feature fast charging, battery life exceeding 20 hours, narrow bezels, multi-factor security authentication, and aerospace-grade materials, catering to the demand for portability, durability, and productivity.

To support this segment, Intel has introduced the Lunar Lake-V CPU, optimized for low-power notebooks. It features a configuration of up to 8 cores (4 Performance + 4 Low Power Efficiency) with a TDP range of 17–30W, and integrates 8 Xe2-LPG Arc Battlemage GPU cores. The processor is built with an advanced package design that includes 16GB or 32GB of LPDDR5X memory on package (MoP), supporting speeds up to 8533MT/s,

delivering superior energy efficiency and performance.

Additionally, Intel's latest Power Performance Management (PPM) technology enhances power savings while maintaining essential productivity across various applications. Camera modules now support low-light facial recognition, with resolutions increasingly standardized at 1080P, enabled by narrow-bezel-friendly designs. System-wide security is reinforced through hardware-based authentication, such as Secured-Core PC architecture, ensuring robust protection against modern cybersecurity threats.

d 、 Studio Laptops seem to have become the next generation of niche laptops.

In recent years, digital content has become the core of how people access information and entertainment, making "digital content creation" one of the most prominent and fast-growing industries. The role of creators now extends far beyond traditional video production, encompassing media creation, streaming, 2D and 3D design, as well as engineering applications such as computer-aided design and manufacturing (CAD/CAM) and building information modeling (BIM). With this rising trend, the creator notebook market has become a strategic battleground for PC makers.

According to surveys, up to 50% of gaming notebook users also install creator-focused software like Photoshop, AutoCAD, or 3ds Max in addition to playing games. Notably, 15% of users do not play games at all—they purchase high-end gaming laptops solely due to work-related performance requirements, constrained by the lack of alternatives. Intel's market research further reveals that there are an estimated 210 million content creators globally, highlighting the immense potential of this market segment.

To address this growing demand, the Company expanded its lineup in 2024 with 14-inch and 16-inch creator laptops. These devices are designed to enhance data privacy, personalized user experience, productivity, and energy efficiency. Built for high-intensity creative workflows such as image generation, video editing, 3D rendering, and even gaming, they offer smooth multitasking and superior performance—tailored specifically to meet the evolving needs of today's content creators in the digital age.

e 、 New system platform

At the Consumer Electronics Show (CES 2025) held in Las Vegas in January 2025, major notebook brands unveiled new models aligned with upcoming system platforms from key suppliers Intel, AMD, and NVIDIA.

For high-performance gaming laptops equipped with NVIDIA's RTX 50 Series (Board 1) GPUs, mass production and launch took place in the first quarter of the year. In the second quarter, the focus shifted to multitasking and creator laptops using RTX 50 Series (Board 2) GPUs. The major supported platforms for these new models include: Intel Arrow Lake HX and H Series CPUs, AMD Fire Range, Strix Point, and Krackan Point CPUs. All platforms support DDR5 memory, with configurable memory capacities ranging from 8GB up to 64GB, significantly boosting system computing performance.

In addition, these laptops are equipped with the Microsoft Windows 11 operating system, which not only enhances information security but also introduces a refined efficiency mode, allowing for power savings without compromising system performance. These features collectively accelerate the adoption of next-generation notebooks for gaming, creative work, and demanding multitasking scenarios.

(a) Intel's new notebook platforms for 2024 to 2025 are summarized as follows:

In 2024, Intel began phasing out its earlier Alder Lake (12th Gen) and Raptor Lake (13th Gen) platforms in favor of the Raptor Lake Refresh (14th Gen) platform based on the Intel 7 process. This new generation retains the familiar Core i9, i7, i5, and i3 branding while delivering notable improvements in CPU and integrated GPU performance for mobile devices.

As Intel moves into the AI PC era, Lunar Lake represents a major leap forward. Designed for ultra-thin, low-power laptops, it provides over 3× AI performance improvement while reducing SoC power consumption by up to 40%. This platform started shipping in Q3 2024, targeting high-efficiency mobile computing.

For high-performance gaming and creator laptops, Intel will launch Arrow Lake-H and Arrow Lake-HX platforms in Q1 2025. These platforms feature up to 99 TOPS of AI compute and are optimized for AI-enhanced multitasking and next-generation gaming. Like the desktop Arrow Lake-S, the mobile variants use a modular architecture including Compute Tile, GPU Tile, I/O Tile, and SoC Tile, though with mobile-optimized configurations.

GPU performance sees a major boost in Arrow Lake-H, which integrates two Render Slices, each with 8 Xe cores, totaling 128 vector engines and 8 ray tracing units. These Xe cores are paired with Intel XMX (Xe Matrix Extensions) to deliver up to 77 TOPS of AI performance. The NPU (Neural Processing Unit) remains housed within the SoC Tile and includes two NPU 3 blocks, offering up to 13 TOPS of AI compute.

Arrow Lake-H also supports next-generation connectivity, including Wi-Fi 7 and Bluetooth 5.4, aligning with Lunar Lake for advanced wireless features.

- (b) The new platforms launched by AMD for 2024–2025 are summarized as follows:
 In 2024, AMD introduced the Ryzen AI 300 Series codenamed Strix Point, featuring a new combination of Zen 5 CPU architecture, XDNA 2 NPU, and RDNA 3.5 GPU. These processors are designed for the emerging AI PC segment, delivering up to 50 TOPS of AI performance—three times the AI capability of previous-generation PC CPUs—and exceeding the 40 TOPS baseline for Microsoft Copilot+ PC requirements. Key features of Copilot+ PCs include Recall, Live Captions, Real-Time Translation, and Co-creator.
 Zen 5 enhances both single-thread (1T) and dual-thread (2T) performance and introduces AVX-512 support with a 512-bit data path for better AI efficiency. The platform also integrates a hybrid core design with Zen 5 and Zen 5c cores, supporting variable FP512/FP256 data flow and new ISA instruction sets. Manufacturing nodes range from 4nm to 3nm.
 The XDNA 2 NPU includes 32 AIE tiles, delivering 50 INT8 TOPS and 50 Block FP16 TFLOPS with improved nonlinear and block floating-point computation. It also features a 1.6x increase in chip memory and 2x MACs per tile, providing up to 5× computing performance and 2× energy efficiency compared to the previous generation. The Ryzen AI 300 Series includes two flagship SKUs:
 Ryzen AI 9 HX 370: 12 cores / 24 threads, integrated Radeon 890M graphics
 Ryzen AI 9 365: 10 cores / 20 threads, integrated Radeon 880M
 At CES 2025, AMD unveiled additional models such as:
 Ryzen AI MAX 300 Series (Strix Halo)
 Ryzen AI 300 Series (Krackan Point) for entry-level and mainstream laptops
 Ryzen AI 7 350: 4 Zen 5 + 4 Zen 5c cores (8C/16T), up to 5.045 GHz, 16MB L3 cache, Radeon 860M with 8 CUs, XDNA 2 NPU (50 TOPS)
 Ryzen AI 5 340: 3 Zen 5 + 3 Zen 5c cores (6C/12T), up to 4.8 GHz, Radeon 840M with 4 CUs, XDNA 2 NPU
 Benchmark results show the Ryzen AI 7 350 surpassing both the Ryzen 7 8845HS and Intel Core Ultra 7 258V in single- and multi-threaded performance.
 For high-end gaming laptops, AMD is launching the Ryzen 9000HX Series (codenamed Fire Range), which brings desktop-class Ryzen 9000 CPUs to mobile platforms. These chips are based on Zen 5 architecture and initially include 16-core/32-thread and 12-core/24-thread configurations for enthusiast-grade performance.

f 、 Next-generation graphics chip processors

NVIDIA ushered in a new era of AI-powered gaming and creation in 2024 with the launch of the GeForce RTX 40 SUPER series, introducing new RTX games, advanced G-SYNC technologies, enhanced RTX Video Super Resolution, cutting-edge generative AI innovations, and upgrades to GeForce NOW—all contributing to accelerated Gen AI and graphics breakthroughs.

At CES 2025, NVIDIA officially announced the GeForce RTX 50 series GPUs, powered by the next-generation Blackwell architecture. This lineup includes the RTX 5090, RTX 5080, RTX 5070 Ti, and RTX 5070. These GPUs feature a new class of streaming multiprocessors optimized for neural rendering, along with the fifth-generation Tensor Cores that support FP4 precision and DLSS 4. With AI performance reaching up to 3,400 TOPS, the RTX 50 series delivers 3× the AI compute performance of its predecessor based on the Ada architecture.

The new fourth-generation ray tracing cores can process larger geometric scenes at 2× the performance of the previous generation, enabling more immersive real-time rendering. DLSS 4 introduces a new level of neural rendering, combining multi-frame generation, enhanced ray reconstruction, and advanced super resolution techniques—all powered by the updated streaming multiprocessors and Tensor Cores.

The RTX 50 series GPUs and RTX 50 series laptops built on Blackwell architecture enable up to 8× frame rate improvement using DLSS 4 and reduce latency by up to 75% with NVIDIA Reflex 2. Combined with RTX Neural Shaders, these technologies unlock unprecedented realism and responsiveness, revolutionizing the way gamers and creators interact with graphics..

g 、 AI PC Trends And Business Opportunities

In the wake of the 2024 launch of AI-powered notebooks with tools like on-device performance managers and local chat assistants, 2025 has already seen the next stage of AI integration. Vendors are rolling out more differentiated AI features tailored for business and gaming markets, while also expanding product offerings across various price segments to capture broader demand.

At CES 2025, major chip vendors including Intel, AMD, and NVIDIA unveiled new AI PC processors and GPUs, reinforcing their strategies across consumer, commercial, gaming, and workstation segments. This trend is driving diversification in the AI notebook market, both in features and price points.

ggNVIDIA introduced its GeForce RTX 50 series GPUs based on the Blackwell architecture, featuring up to 3,400 TOPS of AI compute, triple the performance of the previous generation. Notably, the RTX 5070 offers performance close to the RTX 4090 at one-third the cost, while the flagship RTX 5090 targets both AI developers and high-end gamers.

AMD has taken a productivity-first approach to AI notebooks, announcing a full lineup spanning entry to workstation levels. These include the Ryzen 200 series for entry consumers, Ryzen AI 300 and Ryzen AI Pro 300 for mid-tier and commercial use, and Ryzen AI MAX 300 (Strix Halo) for advanced creative and enterprise tasks—all scheduled to launch between Q1 and Q2 2025.

Intel is aggressively pursuing market share across the full range of AI PCs with its Core Ultra 200 series. The Core Ultra 200U targets everyday consumers and office users. The Core Ultra 200H focuses on ultra-thin laptops with up to 99 TOPS of AI performance. For gaming and performance notebooks, Core Ultra 200HX pushes clocks up to 5.5 GHz with TDPs as high as 160W.

In the commercial segment, Intel also integrates its Core Ultra 200V series with the enhanced Intel vPro platform, combining AI-powered threat detection and hardware-based security. The Intel TDT (Threat Detection Technology) leverages CPU, GPU, or NPU resources to identify anomalies such as ransomware and cryptojacking, distributing workloads smartly to improve endpoint protection. These designs also support Windows 11 Secured-core PC requirements with built-in TPM 2.0 and secure boot features.

To strengthen the AI PC ecosystem, Intel has partnered with over 100 independent software vendors (ISVs) to enable 300+ AI-enhanced features across 500 AI models, accelerating the convergence of software and hardware innovation.

As enterprises prepare for a device refresh cycle spurred by the Windows 10 end-of-support, both AMD and Intel are positioning their AI PCs as the next generation of commercial computing, with enhanced productivity, security, and AI functionality at the core.

According to market forecasts, by 2028, AI-capable PCs are expected to account for 80% of all PCs, marking a major shift toward edge-based AI computing. This AI PC transition will be fueled by ongoing collaboration between chipmakers, notebook brands, and software developers.

(2) Competition of notebook products

Gaming products have become one of the key drivers in reviving the overall PC market. Since the second quarter of 2024, the global gaming PC market has shown signs of recovery, fueled by the aggressive launch of new models by major brands, increased channel inventory, and surging demand in China driven by highly anticipated AAA titles such as Black Myth: Wukong. The momentum is expected to continue into 2025 with the rollout of high-end GPUs and next-generation gaming laptop platforms, further accelerating the replacement cycle.

According to comprehensive analyses from several market research firms, including IDG, Newzoo, and Circana, PC gaming has emerged as a major revenue stream alongside mobile gaming, exhibiting steady growth. As of 2024, global spending on PC and console games has increased by over US\$50 billion compared to 2011, with the PC gaming market growing by 20% since 2021. The PC platform has also gained traction among developers due to the rise of handheld PCs, the porting of console-exclusive games, and the popularity of titles like Roblox. Newzoo projects that 80% of game developers will target the PC platform in 2025, a significant jump from 62% in 2024.

Innovation in the gaming industry has become a vital support for the notebook market as well. The adoption of generative AI has accelerated game development processes and expanded applications such as cloud streaming and cross-platform gaming, lowering hardware barriers and attracting users in emerging markets. The global gaming market is forecast to reach US\$522.5 billion in 2025, with a compound annual growth rate (CAGR) of 7.25%, potentially exceeding US\$690 billion by 2030.

On the hardware side, the release of new platforms from NVIDIA, AMD, and Intel is expected to usher in a fresh GPU and gaming laptop upgrade cycle following the first quarter of 2025, triggering a wave of demand across the sector. In 2024, the average selling price (ASP) of gaming laptops rose to US\$1,101, reflecting increased value driven by high-performance requirements. Statistics show that gaming laptops now account for over 16% of the total notebook market, up from 15%, underscoring their resilience and growth potential.

With over 30 years of expertise in the design, manufacturing, and assembly of gaming laptops, the Company remains a leader in the industry. As the gaming ecosystem continues to mature, the Company is well-positioned to benefit from this expanding market.

(III) Technology and R&D Overview

1. The research costs spent for the year ended March 31, 2025, were NT\$176,549 thousand, accounting for 3.9% of the annual turnover of the PC Business Unit.
2023: NT\$704,043 thousand, accounting for 3.3% of the annual turnover of the PC Business Unit.
2024: NT\$737,419 thousand, accounting for 3.1% of the annual turnover of the PC Business Unit.

The Company invests a considerable proportion of its funds in R&D each year. The annual research expenses exceeded NT\$700 million in recent years, indicating the Company's efforts in developing new products and enhancing production technology and product quality. In recent years, the proportion of models that have applied for R&D credits has increased significantly, indicating significant improvement in our R&D effects.

2. Technologies or products successfully developed in 2024 and as of March 31, 2025.

The Company's product development in 2024 focused on technology, trendiness, and environmental protection. In addition to an attractive look and feel, the Company continued developing a new series of stylish models with high value-added. Examples are wide color gamut (WCG) displays (NTSC >95%; 100% sRGB and DCI-P3 100%); wide viewing angle displays (e.g., IPS/AHVA); OLED/mini LED displays; 144Hz/165Hz/240Hz/300Hz/360Hz double frame rate (DFR); 10-finger touchscreen and high-resolution (4K/3K); eye-tracking technology; AR/VR/MR/xR applications, voice assistants, and Gamma Pad. Innovatively develop new computer products to incorporate more commercial applications in the future, and add new high-yield product lines. Provide a complete product portfolio to meet the needs of consumers in different fields around the globe, and strive to develop more innovative and high-value products:

- (1) In response to the global demand for energy conservation and environmental protection, the Company continuously integrates innovative technologies into the development of new computer products to enhance energy efficiency. In addition to obtaining Energy Star 8.x certification, our products comply with multiple international environmental standards, including the Restriction on Hazardous Substances (RoHS), Waste Electrical and Electronic Equipment (WEEE), and Energy-related Product (ErP) directives. During the production process, we actively reduce the generation and emission of toxic substances, promoting both environmental protection and green technology.

The goal is to help consumers identify energy-efficient products through energy labels on electronic and electrical devices, thereby contributing to the reduction of greenhouse gas emissions.

The following product series are currently certified under Energy Star 8.x: X370SNx-G series, PD70SNx(-G/-D) series, PD50SNx(-G/-D) series, PE60SNx/RNx(-G/-D/-S) series, V25RNx/KNx series, V26RNx/KNx series, V27RNx/KNx series, NP70SNx series, NP60SNx series, NP50SNx series, NP50RNx series, NP60RNx series, NP70RNx series, NV40RNx(-D) series, NS70AU series, NS50AU series, L240/260LU series, NJ70AU series, NJ50AU/DU series, NL70AU series, NL50AU/DU series, NL40AU/DU series.

- (2) In the high-end gaming market, the Company continues to enhance product performance through close collaboration with Intel on processor upgrades and with NVIDIA on GPU integration, accelerating both product development and design cycles to deliver cutting-edge solutions for demanding gamers.

X370SNx-G (DDS/G-Sync): Features a 17.3" 16:9 UHD (3840 × 2160) 144Hz display, powered by Intel Raptor Lake HX Refresh Core i9/i7 14xxxHX series processors and equipped with NVIDIA GeForce RTX 4090 or 4080 GPUs. It supports up to 96GB of DDR5 5600MHz memory and up to three PCIe SSDs, configurable in RAID 0/1/5, or one PCIe Gen 5 SSD.

PD70SNx (DDS/G-Sync) and PD50SNx (DDS/G-Sync): Available with 17.3" or 15.6" 16:9 UHD (3840 × 2160) displays, these models are powered by Intel Raptor Lake HX Refresh Core i9/i7 14xxxHX series processors and equipped with NVIDIA GeForce RTX 4070, 4060, or 4050 GPUs. They support up to 64GB of DDR5 5600MHz memory and up to two PCIe SSDs, configurable in RAID 0 or RAID 1.

- (3) The Company will continue its 2022 and 2023 business model series at the international exhibitions CES and Computex 2023 in 2024 and launch a series of products that address data security and preservation for business applications, including models that support Intel PTT or TPM 2.0 and have fingerprint recognition, including 14-inch models that support NVIDIA RTX-level graphics cards NV40RNx(-D) series and Intel Iris™ Xe graphics cards L140AU series.

NV40RNx/-D (Pantone): Catering to the needs of business users and creators (3D graphics and scientific research); 14" 16:9 UHD (3840 x 2160) screen; equipped with Intel Core i7/i5/i3 45W processors; Nvidia RTX 4070/4060/4050 graphic card; memory up to 64G DDR5 5200MHz; 21.4mm in thickness; supporting color calibration specifications to meet the needs of business creators.

L140MU: Catering to the needs of business users (3D graphics and scientific research); 14" 16:9 FHD (1920 x 1080) screen; Intel Core i7/i5/i3 15W processors; Intel® Iris™ Xe graphics; memory up to 40G DDR5 4800MHz; 16.5mm in thickness; as light as 990g, battery life up to 20 hours. This lightweight, ultra-slim, and long battery life model aims to meet the needs of the commercial segment.

- (4) The Company has developed a comprehensive lineup of notebook products powered by Intel Raptor Lake HX, H, and U series processors, integrating a wide range of advanced wireless and I/O technologies. These include Wi-Fi 6, Wi-Fi 6E, and Wi-Fi 7, Bluetooth 5.x, and LTE 4G/5G connectivity, along with HDMI 2.1, eSATA 3.0, Thunderbolt 4, and USB-A/C 3.2 Gen1/Gen2 interfaces.

All models are designed with ultra-long battery life and power-efficient architectures, and come equipped with a Secure Pad (touchpad with fingerprint recognition). For enhanced

security and user convenience, models can optionally include a Hello FHD Camera supporting facial recognition. These features together provide a high-performance mobile computing platform with premium audio-visual quality and broad external device compatibility.

Product categories include:

Flagship Gaming Models: X370SNx-G (G-Sync) series, XPE60RNx-G series, PD70SNx-G series, PD50SNx-G series, etc.

Multimedia Entertainment Models: V27RNx series, V26RNx series, V25RNx series, NP70SNx series, NP60SNx series, NP5xSNx series, NP70RNx series, NP60RNx series, NP5xRNx series, NV40RNx series, etc.

Mainstream and Entry-Level Models: NS50AU series, NS70AU series, etc.

Business-Class Productivity Models: L140AU series, etc.

Trendy and Lightweight Models: NJ70PU/AU series, NJ50PU/AU series, NL50PU/AU series, NL40PU/AU series, etc.

- (5) In 2025, the Company will continue to collaborate closely with major processor vendors to expand its product portfolio across next-generation platforms. This includes working with Intel to develop new models based on the Arrow Lake HX/H, Raptor Lake HX/H Refresh, Meteor Lake H/U, and Lunar Lake U platforms, as well as with AMD on the Fire Range, Hawk Point, Strix Point, and Krackan platforms.

To deliver outstanding graphics capabilities and multitasking performance, the Company will also integrate the latest generation of NVIDIA discrete GPUs (GN22 series) across its notebook lineup. This comprehensive hardware combination is designed to support rich 3D experiences across a wide range of environments—whether at home, in the office, or on the go.

Users will benefit from enhanced performance for applications such as interactive maps, online movies and videos, gaming, digital photography, music, and TV streaming. In addition, the availability of high-performance graphics, large display options, and advanced visual computing will ensure that our products offer a superior experience compared to competing notebooks in the same price segment, fulfilling diverse computing needs and providing a distinctive edge in user experience.

3. R&D plan in the future

(1) Gaming and Entertainment NB computers

Gaming is the ultimate arena where technology companies demonstrate their research and development capabilities. The Company has long been deeply engaged in the gaming sector, accumulating extensive R&D strength and building the most comprehensive product portfolio in the industry. Our models span 15 to 18 inches, support entry-level to top-tier discrete GPUs, and offer configurations ranging from single to multi-storage systems with high-speed RAID support—fulfilling the diverse performance needs of hardcore gamers.

Our gaming models consistently lead third-party performance evaluations, outperforming many competitors. In 2025, we will continue to invest aggressively in product innovation, launching new models equipped with Intel's next-generation processors and integrating NVIDIA's latest GPU architectures. These upgrades will help us maintain a leading edge with products offering exceptional multitasking performance and advanced graphics capabilities.

Flagship gaming NB

- ✓ 17.3/18-inch models: X580WNx/-G/-D – Brand new 18-inch flagship, supports PCIe Gen 5 SSD and Thunderbolt 5. X370SNx/PD70SNx-G/-D – 17.3-inch flagship models
- ✓ 16-inch model: X560WNx/-G/-D – 16:10 UHD+ flagship model. V560KNx/ENx/-S – 16:10 QHD+ 240Hz, NVIDIA Studio-certified, supports color calibration
- ✓ 15.6-inch model: PD50SNx/-G/-D – 15.6-inch gaming models. V550KNx/ENx/-D – 15.3-inch 16:10 QHD+ models, with optional color calibration

Home multimedia entertainment NB

- ✓ 17.3-inch models: V270RNx/KNx/ENx series, V370SNx/VNx/ENx/WNx/FNx series, and follow-up models under the V270 (PTL-H/Gorgon Point) platform.
- ✓ 16.0-inch models: V260RNx/KNx/ENx series, V360SNx/VNx/ENx/WNx/FNx series, and follow-up models under the V260 (PTL-H/Gorgon Point) platform.
- ✓ 15.6/15.3-inch models: NP50RNx, V250RNx/KNx/ENx series, V350SNx/VNx/ENx/WNx/FNx series, follow-up models under the V250 (PTL-H/Gorgon Point) platform, and the new V550KNx/ENx series with 15.3" 16:10 QHD+ displays.
- ✓ 14-inch models: V540TNx/-S series (featuring NVIDIA Studio and Color Calibration), and follow-up models under the V540 (PTL-H) platform.

(2) Commercial NB

In 2025, the Company will further strengthen its focus on the commercial notebook product line and increase the share of commercial models in total shipments to drive overall volume and revenue growth. Product development will concentrate on three key sizes: 14", 15.6", and 17.3".

- The targeted commercial notebook lineup includes the L240/L260LU, V640/V650AU, NJ50AU/NJ70AU, and NL40AU/NL50AU/NL70AU series.

(3) Mainstream NB

In 2025, the Company will continue to expand its mainstream notebook product lineup, not

only by offering a full range of models equipped with Intel Raptor Lake H/U Refresh processors (i9/i7/i5/i3, Pentium, and Celeron), but also by launching new models powered by Intel Meteor Lake (MTL) H/U, Arrow Lake (ARL) H/U, and Panther Lake (PTL) H/U platforms, as well as AMD Strix Point (STX), Krackan Point (KRK), and Hawk Point (HPT) processors.

- 17.3 inches: NS70AU and NJ70AU series.
- 16 inches: L260LU, V560TU/KU/EU series, and continuation models under the V560 (PTL-H) platform.
- 15.6 inches: NS50AU, NJ50AU, NL50AU, the new V550KU/EU series with 15.3" 16:10 QHD+ displays, and follow-up models of the V550 (PTL-H) platform.
- 14.1 inches: L140AU, L240LU, NL40AU, V540TU/KU/EU series, and continuation models of the V540 (PTL-H) platform.

(4) Light, environmentally-friendly and energy-saving notebooks of small size

In 2025, the Company will introduce new compact-sized notebook models that integrate the high-performance quad-core Intel Alder Lake-N platform with low-power DDR4 memory, featuring Wi-Fi AC, Bluetooth, 4G LTE, and video cameras. These models are designed for versatile applications and aim to unlock broader market opportunities.

To meet the growing demand from key clients in emerging markets, the Company will invest further in hardware and software R&D, and continue developing lightweight and energy-efficient laptops based on the AMD Lucienne and AMD Barcelo U Refresh platforms. By offering a more complete product lineup, greater feature diversity, and high-quality multifunctional solutions, the Company will continue to explore blue ocean opportunities in the notebook PC market.

The product lineup includes:

- NJ5xDU, NL5xDU, NL4xDU series
- NL4xNU, NL5xNU series
- R100AU MiniPC serie

(5) 2025 R&D plans and expected expenses:

(NT\$ thousand)		
Item	R&D plan	2025 Estimated Investment Expenses
Notebooks	Gaming Models	785,765
	Commercial Models	
	Mainstream Models	
	Compact, Lightweight, and Energy-Efficient Models	

(IV) Long-term and short-term business development plans

1. Short-term business development plan

- (1) Strengthen cooperation with all customers, and provide comprehensive services in product planning, R&D, manufacturing, and after-sales services.
- (2) Meet the needs of customers with diversified products of high quality and small quantity, as well as provide customers with fast delivery and technical support, so that the source of customers can continue to grow steadily, and the market share of the Company in the Clone market will be increased.
- (3) Fully support the Mainland production base, increase production capacity, and reduce production costs.

2. Long-term business development plan

◆ NB Business Division

According to a research report by MIC (Market Intelligence & Consulting Institute), global notebook PC shipments are projected to reach approximately 178 million units in 2025. With the end of support for Microsoft Windows 10 expected to drive a new wave of commercial device replacements, the business sector is set to experience renewed momentum. In addition, the integration of notebook PCs with virtual reality (VR) and mixed reality (MR) applications is expected to expand the role of creator laptops into the emerging field of AI-driven content creation, generating new growth opportunities. While remote learning demand is expected to cool rapidly, Windows-based educational laptops are likely to remain in use. Meanwhile, the persistence of hybrid work models in the post-pandemic era will sustain commercial demand. On the consumer side, the stay-at-home economy and the early development of the metaverse esports ecosystem are expected to continue driving demand for thin and light gaming laptops. As a result, the overall gaming notebook market is projected to grow further in 2025. For the year 2025, the Company will focus on balancing shipment volume and profitability, setting an ambitious shipment target of 2 million units.

With decades of expertise in notebook design, manufacturing, sales, and service, CLEVO has firmly established itself in the niche clone notebook market. Rather than chasing volume for its own sake, CLEVO remains committed to developing customer-oriented products, strengthening its leadership in the blue ocean segment. In 2025, the Company will continue to expand its market share, deepen long-term partnerships, and reinforce its No. 1 position in the global notebook clone market, creating a sustainable win-win scenario with its clients.

◆ Buynow Business Group

Looking ahead to 2025, the Buynow Business Group will continue to deepen its core strategy of "Technology + Entertainment", driving mall transformation and upgrades through three key pillars: eSports development, AI applications, and enhanced consumer experiences. To strengthen engagement with younger demographics, Buynow will expand collaboration across the eSports ecosystem by hosting large-scale tournaments and community events. These efforts will be complemented by livestreaming and social media marketing to drive foot traffic and online-to-offline conversion. In response to the rising adoption of AI PCs, generative AI, and smart hardware, Buynow plans to introduce AI-driven experiential zones, such as interactive displays, AI-powered video walls, and voice assistant demo areas. These innovations aim to let consumers experience the value of AI firsthand, further stimulating sales of AI-related products. The Group remains committed to innovation-driven operations, integrating technological strength, physical retail spaces, and brand identity to evolve toward a new business model centered on smart malls, immersive platforms, and social connectivity. The goal is to build long-term value and differentiated competitiveness in a fast-evolving retail landscape.

At the same time, the Group continues to review the operational performance of its real estate assets in China, conducting careful evaluations of each store's profitability and opportunity cost. Underperforming malls will undergo strategic adjustments, including financial deleveraging and operational restructuring, to optimize group-wide returns.

II. Overview of the Market and Production and Sales :

(I) Market Analysis

1. Territory of major products

The Company focuses on sales in the channel market mainly for export. The export regions for the past three years are as follows:

Region	2022	2023	2024
Europe	20.14%	17.8%	20%
America	9.38%	2.8%	3.7%
Asia Pacific (including domestic sales)	32.82%	44.3%	44.5%
China	37.66%	35.1%	31.8%
Total (thousand units)	1,610	1,677	1,896

In 2024, global economic activity and international trade have shown signs of gradual recovery. As inflation continues to ease, demand in Europe and the U.S. is expected to improve. In Japan, education procurement projects began to emerge in Q2 2024 and are expected to maintain momentum through the second half of 2024 and into the first half of 2025.

In the European market, sales have been affected by the ongoing Russia-Ukraine conflict and inflationary pressures. Issues such as shortages of natural resources (e.g., natural gas and oil), rising raw material and labor costs, and weakening demand in the education sector have impacted consumption. As a result, the region accounted for approximately 20% of the Company's total notebook shipments.

In the North American market, a mature notebook segment, over 90% of demand is concentrated among leading international brands. Meanwhile, Central and South America continue to experience weak demand due to political and economic instability, inflation, and currency depreciation, with many public tenders being delayed. Overall, the Americas region accounted for about 3.7% of shipments. In the Asia-Pacific region, steady economic conditions in emerging markets such as Southeast and South Asia, along with strong demand for gaming notebooks in Japan and Korea, helped the region exceed 44.45% of total shipments. The Chinese market has also maintained a stable shipment share, thanks to the Company's long-standing and reliable customer base.

Looking ahead to 2025, the Company will continue to cultivate emerging markets in the Asia-Pacific and Latin America while accelerating its expansion into developed markets, particularly Southeast Asia and Africa. In addition to adjusting product quality and offerings, the Company will also implement new sales strategies to optimize regional distribution and reduce the risk of overreliance on a single market.

2. Market shares

According to the "2025 Global Notebook Market Review and Outlook" published by MIC in March 2025, global notebook PC shipments reached approximately 172 million units in 2024, representing a 2.2% increase compared to 2023. In the same year, the Company shipped a total of 1.89 million units, accounting for approximately 1.09% of the global market. The Company delivered strong performance in the gaming laptop segment, with 1.16 million units shipped, making up over 60% of its total shipments. This reflects the Company's strategic focus on high-end, high-value product lines. By continuing to invest in technology upgrades and differentiated design, the Company has reinforced its competitive edge in the global gaming laptop market and generated steady growth momentum for overall operations.

3. Future Market Supply and Demand, and Future Growth

Estimates for 2025 suggest that the hybrid office model will remain prevalent, thus having a

relatively limited impact on the commercial notebook segment. In contrast, the education market is expected to face a sharp decline. This is due to the underperformance of remote learning, fiscal constraints in less developed countries that limit further subsidies for educational laptop procurement, and the expiry of subsidy programs in both mature and emerging markets. As a result, the demand for educational laptops, particularly Chromebooks, which had experienced two consecutive years of explosive growth, is anticipated to cool significantly. Meanwhile, the gaming notebook market is poised for another upgrade cycle, driven by the launch of new platforms from Intel and AMD and NVIDIA's next-generation GPUs. Additionally, ultrathin laptops (under 1.3 kg) have gained traction, partly influenced by pandemic-related trends. The creator laptop segment is also entering a period of rapid expansion.

According to MIC, global notebook shipments are projected to reach 178 million units in 2025. The Company will focus on achieving a balance between volume and profitability, and has set an ambitious goal to ship 2 million units for the year.

4. Competitive Niche, Favorable and Unfavorable Factors in Future Development, and Response Measures

A. Competitive Niche

- (1) In terms of products, unlike other manufacturers, the Company strives to implement cost-effectiveness and provide customers with the affordable products of best performance, making the Company's products more competitive in the market. In line with the market demand for differentiated products, the Company provides a more flexible and efficient production management model and meets customer needs with small-scale, diverse, and customized design & production, and fast delivery, making distributors more competitive in the market.
- (2) In terms of technology, the Company emphasizes extraordinary core technology, keeps up with the current and future market trends, by providing a series of products with the best system performance, the best mobile and wireless access functions, and integrating application of the Internet and the digital home.
- (3) In terms of manufacturing, the Company provides a more flexible and efficient production management mode by small-scale but diverse production, and offering more flexible choices to customers so as to gain better market competitiveness.
- (4) In terms of services, the Company has service bases in key areas where customers are located around the world. In addition to providing customers with services quickly, it also uses local resources to provide market-oriented and value-added services to meet customer needs.

B. Advantages

- (1) The industry outlook is positive. The global shipment in 2025 will maintain above the 178 million mark.
 1. The demand for desktops continues to decline, with notebooks accounting for more than 70% of the personal computer market. This will be the new norm;
 2. The demand for commercial notebooks surged due to better-than-expected efficiency of homeworking;
 3. The demand for Chromebook exploded given the rise of long-distance education;
 4. The demand for gaming and creator notebooks soared as a result of the booming stay-at-home economy;
 5. The rise of AI-powered PCs, equipped with high-performance neural processing units (NPUs) and advanced learning algorithms, has brought revolutionary changes to various industries.

Under the backdrop of strong AI PC momentum, Canalys reported that in Q4 2024, global shipments of AI-enabled PCs reached 15.4 million units, accounting for 23% of all PC shipments during the quarter. For the full year, 17% of all PCs shipped featured AI capabilities. Among these, Windows AI PCs saw a 26% quarterly growth, making up 15% of total Windows PC shipments. The end of support for Windows 10 is expected to continue driving replacements well into 2025. According to DIGITIMES, the global notebook PC market is expected to maintain steady growth over the next five years. In 2026, improving macroeconomic conditions, completion of non-China supply chain restructuring by major brands, and the widespread adoption of AI notebooks across enterprise users—particularly driven by redesigned mid- and high-end consumer devices—are forecast to push shipment growth to 7.8%. In 2025, the Company will maintain its focus on niche blue-ocean segments with a quality-driven shipment strategy, continuing to enforce strict cost controls while aligning closely with customer demands. The product portfolio will revolve around high-margin and ultra-thin gaming laptops, mid- to high-end gaming models, business notebooks, and professional creator laptops. With the upcoming launch of Intel's Arrow Lake and AMD's Krackan Point platforms, paired with NVIDIA's RTX 50 series GPUs, the Company will release a new generation of high-performance gaming and commercial laptops to meet replacement demand in mature markets and procurement needs in emerging regions. Additionally, new mainstream products will emphasize lightweight design, long battery life, and strong graphics performance. For digital content creators, the Company will introduce laptops that support professional-grade features such as wide color gamut, Pantone calibration, and Delta E < 2 color accuracy, delivering differentiated computing experiences for demanding users.

(2) Product strategy is correct

The Company's marketing strategy is to provide high-quality and multi-function notebooks. Therefore, it attaches great importance to research and development. It plans to cultivate technical R&D talents, and continues to develop new products and reduce costs in research and development to make products more competitive.

(3) Complete marketing channel network

The Company's products are exported to China, Europe, the United States and Canada, Latin America, Middle East and the Asia-Pacific region. Due to the scattered market customer base, the Company is not affected by changes in orders placed by single customers or regional economic downturn, exposed to limited operational risks.

(4) Improve service centers

There are maintenance centers in significant customer areas, by which we can grasp the market conditions in addition to providing perfect after-sales services.

C. Disadvantages and Response Measures

(1) Disadvantages:

a. Uncertain political and economic outlook, with Trump's tariff policies causing significant disruptions.

The uncertainty surrounding Trump's tariff policies has created substantial volatility in the global economy and heightened risks in global trade. For the information hardware industry, additional tariffs on products exported to the U.S. are particularly unfavorable for market performance. This is especially true for PC products, where the relatively low average selling prices mean that tariff hikes put additional pressure on the supply chain's gross margins.

b. Brand manufacturers continue to squeeze the channel and regional market space.

In recent years, the top ten notebook brands have undergone alliances, mergers, privatizations, restructurings, or spin-offs. Korean brands, having once exited the market, are now actively returning. Emerging Chinese smartphone brands such as Huawei and Xiaomi are aggressively entering the market through ultra-thin and gaming laptops. International brand manufacturers are also actively acquiring major regional or channel brands to expand their market share. As a result, market competition has intensified. Since 2016, shipments of regional and channel (clone) brand laptops have been declining year by year. This trend is expected to continue in 2025, as regional and channel brands face increasing pressure and shrinking survival space amid the fierce market share battle among international brands..

c. The dilemma between order concentration and low gross margins.

As international brand manufacturers compete for market share in mature markets, tap into emerging market demand, and engage in aggressive price wars to capture regional and channel brand markets, their outsourcing strategies have undergone drastic changes. Increasingly, they have shifted the assembly of entry-level PCs to Chinese ODMs such as Tongfang, Bitland, and Wingtech, resulting in order losses and redistribution among Taiwan's top five notebook contract manufacturers. In response, Taiwanese manufacturers must not only comply with clients' aggressive pricing strategies but are also actively seeking transformation by expanding into cloud computing, Internet of Things (IoT), artificial intelligence (AI), wearable devices, extended reality (xR) devices, networking equipment, industrial PCs, and electric vehicles. These efforts aim to reduce reliance on notebook OEM orders, fill capacity gaps, and counter the challenges of persistently low gross margins. Furthermore, rising labor costs in China, increasing foreign exchange rate volatility, supply chain disruptions driven by geopolitical risks, and ongoing shortages of key components are intensifying operational pressure. As brand clients pursue shipment growth, market share gains, and profit maximization, Taiwanese contract manufacturers face a difficult trade-off between maximizing capacity utilization, revenue growth, and gross margin improvement—ultimately confronting a highly challenging business environment.

d. Brand manufacturers pivot toward high-priced and high-margin gaming laptops.

According to a research report by IDC, the replacement cycle for gaming laptops, which typically occurs every two to three years, has become a key growth driver for brand manufacturers. This momentum is fueled by major gaming events, demand for high-end graphics cards, and the introduction of new processor architectures by Intel. With Intel, AMD, and NVIDIA continuously launching higher-performance CPUs and GPUs, the specifications of memory, graphics memory, and solid-state drives are also being upgraded, driving sustained growth in the gaming hardware market. Gaming laptops are primarily priced between US\$1,000 and US\$1,500. When bundled with related peripherals, their total cost exceeds that of standard laptops by more than US\$400. In pursuit of higher profitability, global brand manufacturers are ramping up R&D investments and aggressively expanding into the high-priced gaming laptop segment.

(2) Response Measures:

a. Adjust strategies for taking orders

The global notebook PC market returned to positive growth in 2024, with shipment increases primarily driven by the education and consumer sectors. In particular, large-scale device

replacements in U.S. primary and secondary schools, strong demand for gaming laptops, and the ramp-up of AI PCs contributed to the market's recovery momentum. In 2025, shipments across the three major application segments—consumer, commercial, and education—are all expected to grow compared to 2024.

The competition for orders in the regional brand market will also persist. Unlike Chinese OEMs that compete aggressively on price and Taiwanese OEMs that continue to prioritize capacity utilization without significantly reducing their reliance on PC assembly, the Company adopts a selective order strategy that focuses on high unit prices or high profit margins, with gross margin preservation as the top priority.

b. Adjust the proportion of high-end products

In addition to responding to the wave of new device buying by large enterprises in mature markets and the procurement needs by the governments and SMEs in emerging markets, the Company has been continuously and actively planning the high-priced and high-profit margin commercial, gaming, creator and AI notebooks in the past few years. Meanwhile, the Company continues to strictly control costs and the ratio of shipments for low-price notebook computers. We will also continue to develop business models to increase the overall revenue and profitability of the Company in 2024.

c. Continue to reduce costs, and continue competitive advantage

Under the intense competition from both domestic and international players, the Company not only focuses on designing differentiated products but also places strong emphasis on reducing production costs. R&D teams are required to design products based on optimal cost structures, while ensuring high quality and performance standards. In addition, the Company continuously works to improve yield rates through enhancements in existing manufacturing processes, thereby achieving cost efficiency.

The Company has also been actively investing in automation, upgrading equipment and applying advanced automation technologies to further enhance production efficiency and product quality, while successfully lowering manufacturing costs. In 2025, we will continue to introduce more advanced automated equipment to further optimize production efficiency and reduce costs, thereby strengthening our competitiveness in an increasingly challenging market environment.

d. Control quality of components

In the external control, ensure the stability of the components to reduce the manufacturing defect rate and improve the quality of products.

e. Improve production efficiency

The Company introduced 6 Sigma quality improvement methods to improve production efficiency and manufacturing yield.

f. Innovative products are developed for different markets and customer needs, market differentiation is promoted, and affordable products of best performance are provided to customers. Different from other manufacturers, the Company's products have more competitive advantages in the market.

g. In line with the market demand for differentiated products, the Company provides a more flexible and efficient production management model, and meets customer needs with small-scale, diverse and customized production, and fast delivery, making distributors more competitive in the market.

● Buynow Business Group:

CLEVO has been investing in Buynow Technology Malls in China since entering the market in 1998, marking 26 years of operation. The Company currently owns 29 commercial properties across China, all located in prime locations. Over the years, Buynow has actively adjusted its mall operations to foster an innovative retail environment, emphasizing content and service offerings, expanding into entertainment and dining businesses, and integrating with e-commerce platforms to create a seamless online and offline experience aimed at capturing digital revenue opportunities.

As of 2025, China's economy is showing signs of steady recovery. Consumer confidence is gradually rebounding, and the Lunar New Year holiday has helped drive retail activity. In January and February 2025, total retail sales of consumer goods increased by 4% year-on-year. China has set its full-year GDP growth target at around 5%, with key policies fully deployed—including a record-high fiscal deficit target and the issuance of RMB 300 billion in special government bonds to support consumption stimulus measures such as trade-in subsidies. Planned cuts to benchmark interest rates will also increase monetary liquidity to support the development of strategic sectors, including technology.

Currently, 18 Buynow Technology Plazas integrate six core elements—technology, intelligence, fashion, creativity, fun, and experience—by introducing 5G applications and big data analytics to construct a consumer-centric environment of people, products, and spaces. These plazas are positioned as professional, one-stop smart technology malls offering multichannel convergence both online and offline. Closely aligned with the recovery trend in China's consumer market, Buynow is actively partnering with manufacturers and retailers to capture post-pandemic consumption opportunities. At the same time, the Company continues to implement cost-saving policies and reinforce its leading position in China's smart mall sector. Therefore, the following key

initiatives will continue:

(1) Continued mall optimization and Buynow brand revitalization:

The Company will continue introducing new retail models focused on the “experience economy,” creating innovative shopping environments and content services. It offers a wide range of business projects that integrate front-end sales with back-end repair and maintenance services, breaking away from the conventional image of electronics malls. Through a “one-store, one-strategy” approach, the Company will flexibly adjust product lines and services while placing greater emphasis on high-end and professional market segments. This includes introducing more high-value technology and electronics products, deepening investment in gaming and digital entertainment by providing dedicated esports zones and hosting related events to attract a younger demographic.

Additionally, the Company is implementing an ecosystem-based business model to ensure seamless connections from product sales to after-sales service, enhancing the customer purchase experience while optimizing the supply chain and sales process. By doing so, it strengthens its leadership and professionalism while expanding product and service offerings to meet growing consumer demand for high-quality, smart devices. Through the use of big data and integration of online and offline resources, Buynow aims to boost customer loyalty and elevate the consumer experience, increasing foot traffic and improving conversion rates. This, in turn, brings greater consumption vitality to tenants and fosters a virtuous cycle between Buynow and its merchants—driving stable performance and sustained profit growth.

(2) Industry-University Cooperation Program:

The Company signs a letter of intent for industry-university cooperation with NTU, NCCU, NCKU, and NTUT every year. In addition to providing Buynow Mall as a platform for research results to be published by the teachers and students of NTUT in the future, we also provide internship opportunities for talents, allowing postgraduates and doctoral students to work as interns for the Company’s Buynow Malls, so as to connect Taiwan talents with the world, open another door for Taiwan’s technical field, and pave a new way out.

(3) Business real estate management for revitalization of assets

We actively adjust the operating strategy for the commercial malls by selling the stores or leasing the entire building with low operating performance to increase cash inflow. After the revitalization of assets and removing the burden, the overall growth of operating profit is expected to be more significant.

2. Impact of the external competitive environment, regulatory environment and overall business environment:

- (1) All departments and legal offices of the Company will at all times pay attention to the changes in important policies and legal environment at home and abroad, and take appropriate measures to revise the Articles of Association and the related measures in accordance with the requirements of the competent authorities, and the operational needs of the Company.
- (2) Based on the demand for energy conservation and environmental protection, the Company continues to develop new energy-saving products by dint of energy-saving innovative technologies, effectively reduce the generation and emission of toxic substances in the production process, and promote environmental protection and green technology.
- (3) According to data from MIC, global notebook PC shipments are expected to reach approximately 178 million units in 2025, representing an annual growth of 3.5%. As desktop demand continues to decline, notebooks are projected to account for over 70% of the total PC market, establishing this share as the new norm. The development of the notebook PC market will be influenced by a range of converging factors. In particular, the optimization of systems for artificial intelligence applications will drive demand for high-performance notebooks. As remote work and distance learning become normalized, the need for powerful yet portable computing devices continues to rise. Additionally, economic and geopolitical factors—such as the overall global economic climate and the stability of supply chains—will significantly affect production and sales trends in the notebook market. Intensifying competition and the pursuit of market share among brands through innovation and differentiation strategies will also play a critical role in shaping market direction. These combined dynamics will influence consumer purchasing behavior and the broader trajectory of the notebook PC industry, presenting both new challenges and growth opportunities.
- (4) According to the International Monetary Fund (IMF), China’s economy is projected to grow by 4.6% in 2025, driven by post-pandemic resilience and ongoing government efforts to boost consumption and technological innovation. Supported by policies aimed at increasing household income and stimulating large-scale consumer spending, domestic demand is expected to rise, further energizing economic activity. Buynow Technology Plazas currently represent the largest and most professional physical retail network for smart technology and IoT products in China. The Company continues to adjust its business strategies to respond to market shifts and seize new opportunities. This includes enhancing the integration of online and offline channels, leveraging short videos and livestreaming to improve customer engagement and promote new products, and deepening partnerships with international brands to strengthen competitiveness. Through these strategies, the Company aims to enhance customer satisfaction, utilize new technologies to

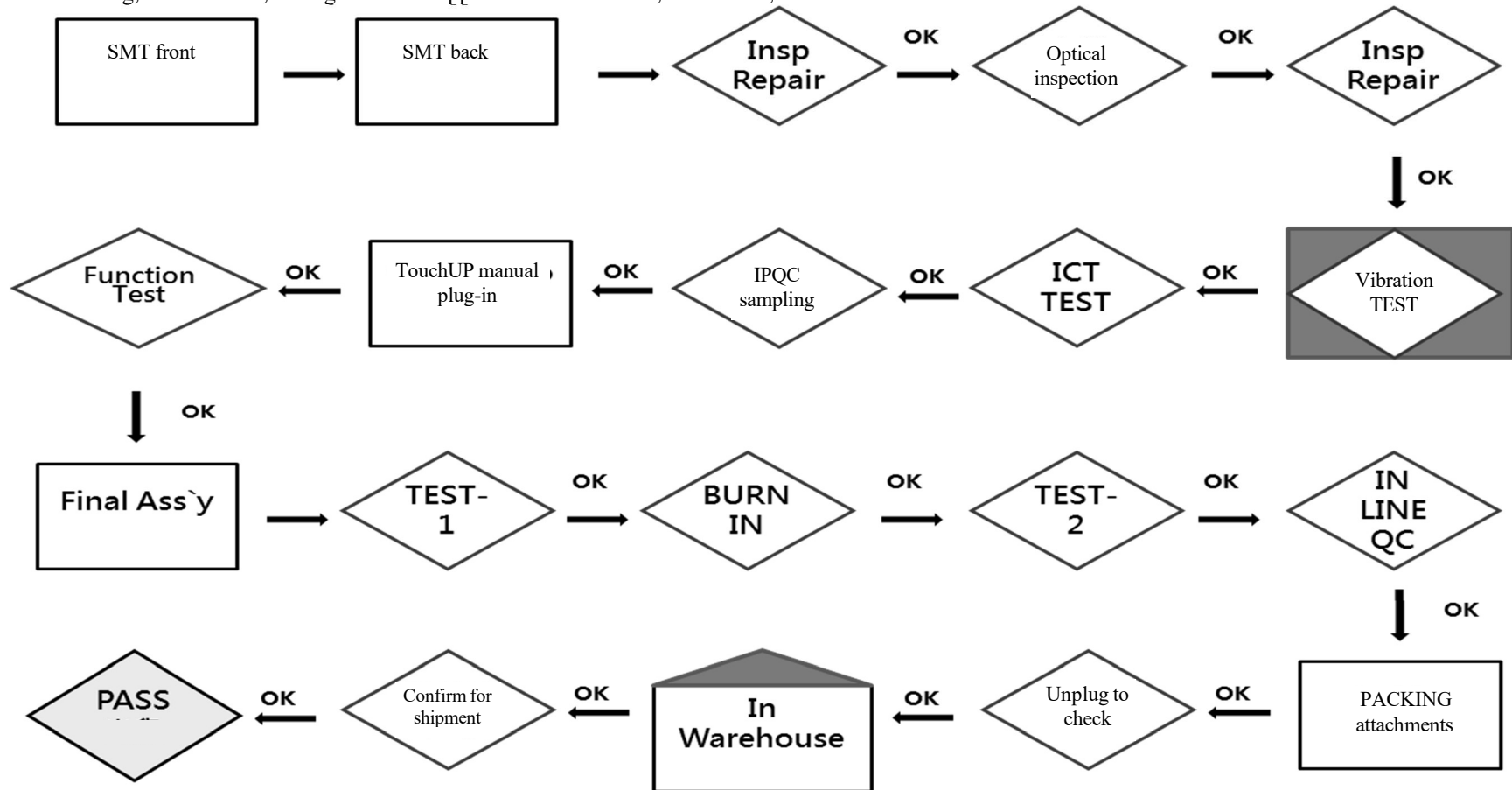
optimize operations, and maintain a leading position in an increasingly competitive market.

- (5) In the context of a global shift toward green economic development, the Company upholds its principles of integrity and pragmatic management by establishing a Sustainability Task Force and setting a Group-level sustainability roadmap. The Company is committed to addressing key issues such as energy conservation and carbon reduction, climate change, and energy transition. These priorities are integrated into product R&D, commercial property operations, and facility management practices. Additionally, the Company is increasing investment in research related to environmentally friendly technologies and materials while promoting the establishment of a green supply chain. Through these efforts, the Company aims to proactively respond to evolving business environments while expanding operations, demonstrating both commitment and action toward environmental protection.
- (6) Following Trump's re-election in 2025, the administration reintroduced high tariff policies, which have had a significant impact on the notebook market. The imposition of steep tariffs on Chinese goods has prompted laptop brands to raise prices in the U.S. market. At the same time, major manufacturers have accelerated the restructuring of their supply chains, shifting production to regions such as India and Vietnam in order to reduce reliance on China. Some brands have also begun reallocating global production capacity to bypass tariff restrictions. In the short term, these changes have led to supply volatility and price increases, while in the long term, they are expected to foster greater supply chain diversification. In parallel, the Trump administration is promoting reshoring of manufacturing to the U.S. by offering tax incentives for domestic investment, prompting companies to re-evaluate their production and R&D strategies. Overall, the increase in policy uncertainty has brought volatility to the notebook PC market, but it is also pushing the industry toward building a more resilient and globally distributed supply chain..

(II) Main Application and Production Procedures of Main Products

1. Important Applications of Major Products:

Processing, transmission, management and application of materials, documents, files and audio and video multimedia.



2. Production and manufacturing process of key products

(III) Supply Status of Main Materials

The main raw materials for notebooks include LCD, CPU, HDD, DRAM, DVD, PCB, BATTERY, etc. The main suppliers of the Company come from the United States, Japan, South Korea and Taiwan, and the supply situation is good.

(IV) Names of customers who contributed to more than 10% of total purchase (sales) amount in one of the most recent two years, and the corresponding purchase (sales) amounts and percentages, as well as reasons for changes (if applicable):

1. In the last two years, the list of suppliers accounted for more than 10% of the total purchase amount of the Company:

Unit: NT\$ thousand

	2023				2024			
Item	Company name	Amount	Ratio to the purchase amount of the entire year (%)	Relationship with the issuer	Company name	Amount	Ratio to the purchase amount of the entire year (%)	Relationship with the issuer
1	Customer A	4,837,874	24.86%	None	Customer A	5,317,271	25.50%	None
2	Customer B	1,300,290	6.68%	None	Customer B	2,126,983	10.20%	None
3	Others	13,321,316	68.46%		Others	13,411,018	64.30%	
Total	Net sales	19,459,480	100%		Net sales	20,855,273	100%	

Note 1: Suppliers A and B are all important component suppliers for our company. Changes in the purchase amount and proportion are influenced by variations in costs or inventory levels, resulting in increases or decreases.

Note 2: List the name, the amount of purchase and proportion of the purchase for supplier who have more than 10% of the total purchase amount in the last two years ; however, the name of the supplier shall not be disclosed according to the contract, or if the transaction counterparts are an individuals and not related to the interested party, a code can be used instead.

Note 3: As of the date of publication of the annual report, if the financial information of the most recent year has been verified by a certified accountant or reviewed by an accountant, for companies that are listed or whose stocks have been traded in the business premises of securities firms, such information should be disclosed. As of the publication date, the financial data for the first quarter of 2025 has not yet been reviewed by the CPA.

2. In the last two years, the list of customers who accounted for more than 10% of the total sales of the Company:

Unit: NT\$ thousand

	2023				2024			
Item	Company name	Amount	Ratio to the net sales of the entire year (%)	Relationship with the issuer	Company name	Amount	Ratio to the net sales of the entire year (%)	Relationship with the issuer
1	Customer A	4,681,418	19.20%	None	Customer A	4,559,251	17.15%	None
2	Others	19,698,335	80.80%		Others	22,023,392	82.85%	
Total	Net sales	24,379,753	100%		Net sales	26,582,643	100%	

Note 1: Customers A is the Company's key cultivate Asia Pacific region customer. Changes in sales amount and proportion are affected by the customer's operating conditions, inventory or sales strategy adjustments.

Note 2: List the name, the amount of sales and proportion of the sales for customers who have more than 10% of the total sales amount in the last two years ; however, the name of the customer shall not be disclosed according to the contract, or if the transaction counterparts are an individuals and not related to the interested party, a code can be used instead.

Note 3: As of the date of publication of the annual report, if the financial information of the most recent year has been verified by a certified accountant or reviewed by an accountant, for companies that are listed or whose stocks have been traded in the business premises of securities firms, such information should be disclosed. As of the publication date, the financial data for the first quarter of 2025 has not yet been reviewed by the CPA.

III. Information on employees in the most recent two years up to the date of publication of this annual report:

Year		2023		2024		Up to March 31 in the current year	
		The Company	Group	The Company	Group	The Company	Group
Number of employees	Office clerks	622	1,329	605	1,328	602	1,329
	Technical personnel	0	0	0	0	0	0
	Operators	0	1,113	0	1,038	0	934
	Total	622	2,442	605	2,366	602	2,263
Average age		44.48	31.20	45.15	31.85	45.35	33.36
Average years of service		12.71	4.41	13.32	4.83	13.52	5.14
Degree Distribution	Doctor	0.16%	0.00%	0.17%	0.00%	0.17%	0.00%
	Master	18.97%	0.08%	19.00%	0.09%	18.77%	0.09%
	Junior college	74.92%	39.19%	76.20%	42.78%	76.41%	44.90%
	Senior high school	5.63%	58.73%	4.30%	54.73%	4.32%	52.76%
	Below senior high school	0.32%	2.00%	0.33%	2.40%	0.33%	2.25%
	Total	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%

IV. Environmental Protection Expenditure:

- (I) The Company has not been involved in any pollution disputes in the most recent year and up to the date of publication of the annual report.
- (II) During the most recent year and as of the print date of the annual report, the Company did not incur losses due to environmental pollutions (including damages and regulatory breaches according to environmental protection audits).
- (III) No pollution has been caused in the production process of the Company, and there are no estimated major environmental capital expenditures for the next two years.

V. Labor Relations:

(I) Current important labor-management agreements and implementation status:

Item	Contents
Employee welfare policies and measures	<ol style="list-style-type: none"> Welfare measures directly taken by the Company: <ol style="list-style-type: none"> Subscription of shares by employees: If the Company increases capital out of cash, 10% to 15% of the capital shall be retained by the Company for subscription of shares by employees in accordance with the Company Act, so that employees participate in the operations, and labor and management become one. Labor insurance: Employees are covered by labor insurance from the date of employment. National Health Insurance: Employees are covered by national health insurance from the date of employment. Group Insurance: Employees are covered by group insurance (including life insurance, and accident insurance, cancer insurance, hospitalization, medical insurance, etc.) from the date of employment. Such insurance extends to their spouses and children. Regular health examination: External medical institutions are engaged to provide healthcare for employees, on a regular basis, the Company has increased the subsidy for supervisors to go through health examinations at special hospitals, to ensure the physical and mental health of employees. Set up a staff restaurant to provide meals, provide free overtime dinner. Employees may apply for gifts or grants for marriage, funeral, happy events, and celebration. Training Courses: In line with the Company's long-term development, the Company provides an open and diverse learning environment, and organizes various training and workshops. Employees can continuously improve themselves through internal and external training, reading clubs, on-line learning websites and other resources. At the same time, plans for system of position, grades, work rotation, full-time assignment and overseas expatriation combine the life and careers of employees, so that they may enjoy the joy of growth and their functional qualities can be improved. Welfare measures taken by the Company's Employee Welfare Committee (referred to as the "Welfare Committee"): <p>The welfare funds are derived from 0.6‰ of the Company's monthly operating revenue, and used for employee welfare activities. The major welfare measures are as follows:</p> <ol style="list-style-type: none"> Tourism activities: The Welfare Committee plans and organizes various domestic and international trips funded in whole or in part during holidays. Club Activities: for the relaxation of body and mind, employees may set up various clubs, subsidized by the Welfare Committee, with special competitions or activities funded separately. Festival activities: Gifts or cash gifts are given to employees for Labor Day, Dragon Boat Festival, Mid-Autumn Festival and other festivals. Year-end banquets and lucky draw activities are organized at the end of each year. Arrange employees to dine together from time to time. Birthday parties: Throw a birthday party every month and give gifts to celebrate the birthday(s) of employee(s). Employees may purchase the Company's products at a special price. Discounts are available for employees to purchase products from specific manufacturers. Bonuses for employees: <p>According to the provisions of Article 26 of the Articles of Association of the Company, for any balance calculated by deducting the income taxes paid in accordance with the law, and the losses covered for the previous years from earnings on final accounts, 10% of the balance shall be set aside as statutory surplus reserves, plus a provision for or reversal of special surplus reserves. If there is balance, 5%-15% of the balance shall be set aside as employee bonuses.</p> Retirement system: The Company makes a provision for pensions according to law and the retirement regulations on a monthly basis. The Company provides a flexible working hours system to enable employees to better balance work and personal life. The Company provides equal vacation rights for men and women while cooperating with the rolling adjustment of the Labor Standards Act.
Protection of employee rights and benefits	The rights and interests of employees, such as salary, assessment, promotion, welfare, gender equality and work rules, are posted on the Intranet, and available for inquiry by employees at any time.
Labor disputes	The Company has suffered no losses as a result of labor disputes in the most recent year and up to the date of publication of the annual report.
Performance of Social Responsibility	The Company adheres to the concept of "labor and management united as one," and "coexistence and common prosperity," and focuses on rationalized and humanized management, establishing a smooth communication channel in an "open and honest manner," maintaining good relationship between the employer and employees to jointly create productivity, shares profits, and establish stable and harmonious labor relationship. In recent years, the Company has always adhered to the principle of "fairness and justice" and "reasonable and legal," and communicated and coordinated with employees by giving consideration to reason and sense. Therefore, the

Item	Contents																																													
	Company has never suffered losses due to labor disputes in the past three years, and has jointly worked with employees for professional development and labor welfare. The Company has appointed medical staff, and holds lectures on safety and health education, and physical and mental health on a regular basis to protect employees' physical and mental health.																																													
Specific improvement measures compared with the previous year	The Company has appointed two additional medical staff, and holds lectures on safety and health education, and physical and mental health on a regular basis to protect employees' physical and mental health. The Company has raised the amount of subsidies for health examinations for the benefit of supervisors to maintain their physical and mental health. The Company has put a high-quality coffee machine for free in the atrium to provide physical and mental relaxation for colleagues after work.																																													
Retirement System	Each month, a portion of the salary is allocated according to each colleague's selection under the new/old pension system and according to the Labor Standards Act. 1. Those who selected the new system: No less than 6% of the salary is allocated according to the allocation grade table and remitted to the personal labor pension account established by the Bureau of Labor Insurance. 2. Those who selected the new system: 2%~15% of the total salary is allocated to the labor retirement reserve and remitted monthly to the Bank of Taiwan.																																													
Other significant agreements	Agreements for labor disputes The Company adheres to the concept of “labor and management united as one,” and “coexistence and common prosperity,” and focuses on rationalized and humanized management, establishing a smooth communication channel in an “open and honest manner,” maintaining good relationship between the employer and employees to jointly create productivity, shares profits, and establish stable and harmonious labor relationship. In recent years, the Company has always adhered to the principle of “fairness and justice” and “reasonable and legal,” and communicated and coordinated with employees by giving consideration to reason and sense. Therefore, the Company has never suffered losses due to labor disputes in the past three years, and has jointly worked with employees for professional development and labor welfare.																																													
Advanced studies and training courses	<p>In line with the Company’s long-term development, the Company provides an open and diverse learning environment, and organizes various training and workshops. Employees can continuously improve themselves through internal and external training, reading clubs, on-line learning websites and other resources. At the same time, plans for system of position, grades, work rotation, full-time assignment and overseas expatriation combine the life and careers of employees, so that they may enjoy the joy of growth and their functional qualities can be improved.</p> <p>The Company's training and education results in 2024 are summarized in the table below:</p> <table><tr><th>Type of courses</th><th>Number of trainees</th><th>Number of classes</th><th>Total hours</th><th>Total costs</th></tr><tr><td>Professional knowledge</td><td>3,146</td><td>118</td><td>5,701.0</td><td>527,414</td></tr><tr><td>Labor safety and health</td><td>501</td><td>29</td><td>931.0</td><td>25,619</td></tr><tr><td>Orientation training</td><td>49</td><td>1</td><td>460.0</td><td>0</td></tr><tr><td>Training in computer skills</td><td>187</td><td>7</td><td>439.0</td><td>0</td></tr><tr><td>Management training</td><td>1,612</td><td>51</td><td>2,886.0</td><td>353,504</td></tr><tr><td>Language training</td><td>26</td><td>1</td><td>62.5</td><td>0</td></tr><tr><td>Lectures/activities</td><td>0</td><td>0</td><td>0.0</td><td>0</td></tr><tr><td>Total</td><td>5,521</td><td>207</td><td>10,479.5</td><td>906,537</td></tr></table>	Type of courses	Number of trainees	Number of classes	Total hours	Total costs	Professional knowledge	3,146	118	5,701.0	527,414	Labor safety and health	501	29	931.0	25,619	Orientation training	49	1	460.0	0	Training in computer skills	187	7	439.0	0	Management training	1,612	51	2,886.0	353,504	Language training	26	1	62.5	0	Lectures/activities	0	0	0.0	0	Total	5,521	207	10,479.5	906,537
Type of courses	Number of trainees	Number of classes	Total hours	Total costs																																										
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Total	5,521	207	10,479.5	906,537																																										

(II) The Company has suffered no losses as a result of labor disputes in the most recent year and up to the date of publication of the annual report.

VI. Information Security Management:

- (I) Describe the information security risk management frameworks, information security policies, specific management plans, and resources invested in information security management:

◆ Information Security Governance

To enhance its governance mechanisms, strengthen defense capabilities, and improve overall information security management, the Company established the Information Security Committee in December 2020. In December 2022, the Committee underwent organizational restructuring to include subsidiaries such as K&B Kunshan and Buynow, with the Company's President serving as the Chairperson and department heads as members. The Committee operates through annual routine meetings and ad hoc sessions in response to specific events. In January 2023, the Information Security Division was formally established as an independent unit. The Committee is primarily responsible for the formulation, implementation, risk management, and compliance auditing of all information security-related policies. The head of the Information Security Division reports annually to the Board of Directors on the performance, key issues, and strategic direction of information security initiatives. The Information Division regularly promotes employee awareness on information security, encouraging best practices in data backup, access control, and system operations. Only authorized and legally licensed software is permitted for use. A list of approved software is made available through the company portal to help employees avoid potential violations of intellectual property rights.

◆ Information Security Policy

In 2023, the Company joined the Taiwan Computer Emergency Response Team / Coordination Center (TWCERT/CC) under the guidance of the Ministry of Digital Affairs to enhance cyber threat response capabilities. TWCERT/CC assists enterprises through incident coordination, vulnerability alerts, malware analysis, and security promotion. Through regular seminars and case sharing, the Company continues to deepen its understanding of cybersecurity and refine its practices accordingly.

2024 Information Security Management Policies and Objectives:

- * Periodic publication of the latest security alerts and case studies on the internal employee portal to raise awareness.
- * Weekly virus definition and Microsoft OS update checks.
- * Semi-annual phishing email simulation exercises.
- * Annual employee training sessions on social engineering.
- * Biannual system backup and recovery drills.
- * On-site software inventory inspections to ensure proper software licensing.
- * Active monitoring through IT asset management systems.
- * Strict control over access privileges for computers and network equipment.

◆ Information Security Operations and Incident Management

To implement effective security management, the parent company's Information Security Division and group subsidiaries conduct regular meetings and audits based on the Plan-Do-Check-Act (PDCA) framework. Each year, the results are reviewed and reported to the Information Security Committee. To prevent cybersecurity attacks, the Company performs regular vulnerability scans on critical data center servers and aggregates system logs for anomaly detection and early risk identification. Physical access to the computer room is also tightly controlled, and employee accounts and system permissions are managed in line with the principle of least privilege.

- (II) List the losses, possible impacts, and countermeasures due to major information security incidents in the most recent year and as of the publication date for this annual report. If it cannot be reasonably estimated, state why it cannot be reasonably estimated:

In June 2024, the Company experienced a cybersecurity incident involving a malicious network attack that partially affected certain information systems. Upon detecting abnormal network activity, the information security team immediately activated the Company's defense and recovery protocols. There was no disruption to operations or interruption in service delivery. Moving forward, the Company will continue to strengthen its cybersecurity infrastructure and controls to prevent similar incidents from occurring.

VII. Important Contracts:

As of the print date of the annual report, the important contracts remaining in force are as follows:

March 31, 2025

No.	Nature of Contract	Parties	Contract start date	Main content	Restricted conditions
I.	Lease	TransGlobe Life Insurance Inc.	2021.11.29~2025.11.28	The Company is the lessee of the factory spaces on the 1 st , 9 th , 11 th , 12 th and 13 th floors and the basement parking spaces at No. 129, Xingde Road, Sanchong District, New Taipei City.	None
II.	Lease	Epoque Corporation	2025.04.15~2028.04.14	The Company is the lessee for the 31 st to the 35 th floors and 36 th -1 floor at No. 555, Siyuan Rd, Xinzhuang District, New Taipei City.	None
III.	Lease	DHL Supply Chain (Taiwan) Co., Ltd.	2023.08.16~2025.11.28	The Company leased its factory at 9 F., No.129, Xinde Rd., Sanchong Dist., New Taipei City, to DHL Supply Chain (Taiwan) Co., Ltd.	None
IV.	Lease	momo.com Inc.	2022.11.16~2025.11.28	The Company leased 1F., 11F~13F No.129, Xinde Rd., Sanchong Dist., New Taipei City, to momo.com Inc.	None

Five. Review and Analysis of Financial Position, Performance and Risks

I. Analysis of Financial Position:

Main reasons for and effects of significant changes in the consolidated assets, liabilities and shareholders' equity for the most recent two years:

Unit: NT\$ thousand				
Item \ Year	2024	2023	Difference	
			Amount	%
Current assets	19,148,751	17,835,642	1,313,109	7.36
Non-current assets	81,116,531	76,589,559	4,526,972	5.91
Total assets	100,265,282	94,425,201	5,840,081	6.18
Current liabilities	16,678,506	17,506,055	(827,549)	(4.73)
Non-current liabilities	39,058,499	35,735,777	3,322,722	9.30
Total liabilities	55,737,005	53,241,832	2,495,173	4.69
Capital stock	6,322,630	6,322,630	0	0.00
Capital surplus	140,880	97,389	43,491	44.66
Retained earnings	40,972,298	40,156,860	815,438	2.03
Other equity	(2,078,331)	(4,564,310)	2,485,979	54.47
Equity attributable to owners of the parent	44,528,277	41,183,369	3,344,908	8.12
Total equity	44,528,277	41,183,369	3,344,908	8.12

Analysis and description of differences:

If the range of changes to items reaches 20% compared to the previous period equivalent to NT\$ 10,000 thousand, the main reasons for, effects of and response plan for such changes in the future shall be analyzed and described as follows:

1. Capital Surplus: The increase in capital surplus for the current period was primarily due to the Company's recognition of cash dividends received from its subsidiary.
2. Other Equity: The decrease in other equity was mainly attributable to the translation differences arising from the exchange rate fluctuations in the financial statements of foreign operations.

II. Analysis of Financial performance

(I) Comparative analysis of the consolidated financial performance for the most recent two years

Unit: NT\$ thousand

Item/Year	2024	2023	Increase/decrease	% of changes	
Operating Revenue	26,582,643	24,379,753	2,202,890	9.04	
Operating costs	(21,309,231)	(19,494,238)	(1,814,993)	(9.31)	
Operating margin	5,273,412	4,885,515	387,897	7.94	
Operating expenses	(3,090,716)	(3,151,809)	61,093	1.94	
Operating profits	2,182,696	1,733,706	448,990	25.90	Note 1
Non-operating income and expenses	(359,676)	(631,604)	271,928	43.05	Note 2
Net profits before tax	1,823,020	1,102,102	720,918	65.41	Note 1
Income tax expenses	(55,199)	(42,012)	(13,187)	(31.39)	Note 3
Profits after tax from operations of continued segments for the current period	1,767,821	1,060,090	707,731	66.76	Note 1
Profits/losses after tax for the current period	1,767,821	1,060,090	707,731	66.76	Note 1
Other comprehensive income for the current period (after tax)	2,513,217	(789,606)	3,302,823	418.29	Note 4
Total comprehensive income for the current period	4,281,038	270,484	4,010,554	1482.73	Note 4
Total comprehensive income attributable to owners of the parent	4,281,038	270,484	4,010,554	1482.73	Note 4
Basic earnings per share (NTD) in total	3.02	1.81	1.21	66.85	Notes 1

(II) The main reasons for the increase or decrease in the items by more than 20% are analyzed as follows:

Note 1: Primarily due to an increase in revenue and a decrease in operating expenses during the period.

Note 2: Mainly attributable to more favorable foreign exchange gains compared to the previous period.

Note 3: Mainly resulting from changes in profit before tax.

Note 4: Mainly due to the exchange rate impact arising from currency fluctuations.

(III) Possible impact of the expected sales volume and its basis on the Company's future financial business, and response plan:

According to a research report by MIC, global notebook shipments are projected to reach approximately 178 million units in 2025. With Microsoft scheduled to end support for the Windows 10 operating system that year, a new wave of device upgrades is expected in the commercial market. In addition, the integration of notebook computers with virtual reality (VR) and mixed reality (MR) technologies is set to drive creator laptops into a new era of artificial intelligence (AI), further fueling market growth. While demand in the commercial segment is expected to remain steady, the fading of the pandemic will likely lead to a sharp decline in remote learning needs, potentially causing a contraction in the educational notebook market. However, demand for Windows-based educational notebooks is expected to persist. Meanwhile, benefiting from the continued popularity of the stay-at-home economy and the gradual formation of the metaverse gaming ecosystem, growth in the thin-and-light gaming laptop segment and the broader gaming market is expected to remain on an upward trajectory. Looking ahead, the Company's operational goals for 2025 will emphasize a balanced focus on both shipment volume and profitability, with an annual shipment target once again aiming to exceed the 2 million unit mark.

According to a report by Canalys, in the fourth quarter of 2024, AI-enabled PCs reached 15.4 million units, accounting for approximately 23% of total PC shipments that quarter. For the full year, AI PC penetration rose to around 17%. In response to this trend, the Company continues to strategically deploy competitive, customized products across various regions and countries, while actively collaborating with leading international vendors to develop new products tailored to market demand. At the same time, the Company remains committed to its blue ocean niche strategy, adopting a quality-focused product shipment approach. It is actively planning and promoting high-end, high-margin notebook lines—including commercial, gaming, creator, and AI-enabled laptops—to further enhance overall revenue and profitability..

III. Analysis of Cash flows

(I) Analysis and description of the changes in cash flows for the most recent year:

Item \ Year	2024/12/31	2023/12/31	Ratio of increase/decrease (%)
Cash flow ratio (%)	15.41	2.89	433.76(Note 1)
Cash flow adequacy ratio (%)	132.43	107.02	23.74(Note 2)
Cash reinvestment ratio (%)	12.82	(3.93)	(425.95)(Note 3)
Analysis of changes to the proportion of increase or decrease: (more than 20%)			
Note 1: Due to the increase in net cash flows from operating activities during the current period compared to the previous period.			
Note 2: Due to the increase in the average net cash flows from operating activities over the most recent five years compared to the prior average.			
Note 3: Due to the increase in both net cash flows from operating activities and operating working capital during the current period compared to the previous period.			

- (II) Improvement plan for insufficient liquidity: As of December 31, 2024, the current ratio was 114.81%, indicating no concerns regarding liquidity.

(III) Analysis of cash liquidity in the coming year:

Unit: NT\$ Million					
Opening cash balance①	Cash flow from operating activities②	Expected cash outflow for the year③	Expected cash surplus (deficiency) amount ①+②-③	Remedial measures for expected cash shortfalls	
				Investment plan	Wealth management plan
\$8,009	\$27,228	\$25,877	\$9,360	-	-

Description:

1. Analysis of the changes in cash flows for the year:

- (1) Business activities: The increase in group operating cash inflows was primarily driven by the expected rise in notebook PC sales and higher revenue from the Buynow Business Group.
- (2) Investing activities: The anticipated increase in equity method investments resulted in net cash outflows.
- (3) Financing and wealth management activities: The planned repurchase of treasury shares and distribution of cash dividends is expected to result in net cash outflows.

2. Remedial measures for expected cash shortfalls, and analysis of liquidity: None.

IV. Effect of Major Capital Expenditures in the most recent year on Financial Operations: None.

V. Investment Policy, Main Causes for Profits or Losses, Improvement Plans and the Investment Plans for the coming year

(I) Reinvestment Policy

In addition to specializing in the development, production and sales of niche notebook products, the Company has been developing Buynow's business the information technology retail market in China during recent years. By leveraging years of experience in IT manufacturing and sales, the Company targets at niche shopping malls and maximizes synergy via selling notebooks in these channels. The shipment and sales of notebook computers achieved the maximum benefit to profits. Indeed, notebooks sales in China have maintained over 30% over the past years. However, the physical shopping mall business in China has recently been affected by ecommerce and rental incomes dropped to 15% of sales. Given the market considerations, we seek to best use the 18 IT shopping malls operating and activating assets by creating appropriate net cash inflows via leasing or selling underperforming properties.

(II) Main causes for profits or losses from reinvestment for the most recent year, and improvement plans:

Unit: NT\$ thousand

Name of investees	Investment cost: unit (NT\$ thousand)	Investment objective	2024 investment (losses) profits	Main causes for profits or losses	Improvement plan
CLEVO COMPUTER SINGAPORE PTE LTD (Singapore)	SGD 22,325	Transfer investment to establish Buynow (CHENGDU) CORP., Buynow Chengdu, Nanjing, Qingdao, Kalor (Hefei)	312,238	Buynow shopping malls continue to transform, and together with cooperative merchants, they keep up with market consumption trends and overcome the unfavorable conditions of rent subsidies due to the epidemic, and the overall investment returns grow steadily.	-
CLEVO (CAYMAN ISLANDS) HOLDING COMPAY (Cayman Islands)	USD 369,370	Reinvested to establish Buynow in Shanghai, Nanchang, Changsha, Shenyang, Zhengzhou, Tianjin, Hangzhou, Guangzhou, Changchun, Xi'an, Harbin, Xiamen, Wuxi, Beijing, Xuhui, Qingdao, Chongqing, Daqing, Zibo, Taizhou, Suzhou, Chicony Wuhan, Chicony Chengdu, and other shopping malls.	163,306		
KAPOK COMPUTER (SAMOA) CORPORATION	USD 16,000	Investment in the establishment of Kaibo Computer (Kunshan), notebook production base	159,695	Notebook performance increased, and profits improved.	-
BUYNOW ON-LINE HOLDING CORPORATION	USD 1,100	Investment was made in Shanghai Buynow Online Information Technology Co., Ltd., for the purpose of expanding online trading business via the Company's e-commerce in addition to physical stores.	177	Business exchange benefits.	-
CLEVO Investment Co., Ltd.	NT\$ 140,000		5,486	The securities are evaluated for benefits.	-
KAPOK COMPUTER	NT\$ 80,000		6,968	The securities are evaluated for benefits.	-
Taipei Twin Towers Limited	NTD 1,000,000	The Company established a joint venture with Epoque Group to participate in the tender for Taipei Twin Towers.	(74,500)	No substantial operation or revenue yet	-
Tua Tiann Co., Ltd.	NTD 490,000	The Company was established as a joint venture with Kindom Construction Corp. and Hua Tai Investment Corporation to participate in the "Taipei Main Station Designated Area E1E2 Street Profile Public Urban Renewal Investment Proposal" case.	3,625	Currently, there is no operating income; the main profit is interest income.	-

(III) Investment Plans for the Coming Year

In the future, the Company will remain focused on the transformation and adjustment of China's Distribution Division. The land acquisition and projects in construction that have been invested in Mainland for these years have been completed. The current inventory of office buildings is CN¥130 million and is expected to be sold out over the next two years. The capital increase plans for Taipei Twin Towers Limited. and Tua Tiann Co., Ltd., in which there is a joint investment, will proceed in accordance with the project schedules of the two major development cases, C1D1 and E1E2. In the future, the Company will continue to consider the overall industry status and the Company's development needs based on the principle of long-term strategic investment and carefully evaluate the reinvestment plan under the related industry extensions.

VI. Risk Analysis and Evaluation: Analysis and evaluation in the most recent year and up to the date of publication of the annual report

(I) Effects of Changes in Interest Rate and Exchange Rate and Inflation on the Company's Finance and Future Response Measures.

1. Analysis and Evaluation of Interest Rate Risks:

- (1) The Company's borrowings to meet working capital needs are primarily denominated in US dollars, New Taiwan dollars, and Renminbi. As of December 31, 2024, the Company's consolidated total borrowings amounted to NT\$37.29 billion. Assuming the borrowing amount remains at NT\$38 billion, a 0.25% (one-quarter percentage point) change in interest rates would increase or decrease the Company's interest expense by approximately NT\$95 million.
- (2) The Company's consolidated net interest expense for 2024 was NT\$598,485 thousand. The Company closely monitors market trends in interest and exchange rates and adjusts the composition of borrowings in different currencies accordingly to adopt the most favorable financing strategies and reduce financing costs.

2. Risk analysis and assessment of exchange rate changes:

- (1) The Company's sales and material purchase costs are quoted in US dollars, and material costs account for about 86% of sales, so the fluctuation in the US dollar exchange rate will affect the Company's gross profit margin. In terms of net operating revenue minus purchase expenses, the net foreign exchange portion in the US dollars accounted for 14% of the operating revenue. Assuming a 1% change in the US dollar exchange rate, the impact on the Company's gross profit margin is 0.14%.
- (2) As the income from the Company's investment in the Buynow Business Division in Mainland, and assets are denominated in RMB, and the Group's statements are expressed in NT\$, the appreciation of the RMB against NT\$ is beneficial to the Company.
- (3) The consolidated foreign exchange gain for 2024 was NT\$609,728 thousand. The Company and its subsidiaries monitor net USD-denominated assets and liabilities as well as expected future cash flows. We stay attentive to global economic developments, consult bank analysis reports, and conduct appropriate foreign exchange transactions as hedging measures to mitigate the impact of exchange rate fluctuations.

(II) Policies, Main Causes of Gain or Loss and Future Response Measures with Respect to High-risk, High-leveraged Investments, Lending or Endorsement Guarantees, and Derivatives Transactions.

1. The Company is not engaged in high-risk and highly leveraged investments. All investments have been carefully evaluated, and will not be made unless a resolution is passed by the Board of Directors.
2. The Company only lends funds and provides endorsements and guarantees to the subsidiaries in which it directly or indirectly holds more than 50% of the shares, or the companies for whom endorsements and guarantees are made in a joint investment relationship based on the proportion of shareholding. As the subsidiaries only maintain a small amount of capital, in order to meet the needs of the working capital of the invested subsidiaries, after the Board of Directors evaluates the necessity of and approves the funds and endorsement, the Company will provide support by lending funds or making endorsements and guarantees.
No other gains or losses are derived from the transactions of funds lending and endorsement & guarantee between the Company and its subsidiaries other than the interest income from funds lent.
3. The operation of the Company's derivative products is limited to foreign exchange transactions for exchange rate hedging, aimed at analysis and evaluation of the transactions undertaken based on the Company's net foreign exchange position, and the risks of changes in exchange rates. The profits or losses from such transactions will be included in the exchange income account for evaluation, and risks have been taken into consideration for all operations in accordance with the regulations prescribed by the competent authorities.

(III) Future Research and Development Projects, and Corresponding budget.

1. Please refer to page 80-81 the annual report for details on the Company's R&D projects for the next year.

2. It is estimated that the research and development expenses for the whole year will account for about 3-5% of the annual operating revenue. In 2024, the R&D expenses were NT\$737,419 thousand, accounting for 3.1% of the computer department's turnover.
- (IV) Effects of and Response to Changes in Significant Policies and Regulations on the Financial Operations of the Company.
1. All departments and legal offices of the Company will pay attention to the changes in important policies and laws at home and abroad, and evaluate their impact on the Company.
 2. Other recent changes in policies and laws at home and abroad have no significant impact on the Company's current financial business.
- (V) Technological (including information security risks) and industrial changes on the company's financial business and countermeasures:
1. The Company pays attention to the changes in the relevant technology in the industry at all times, and assigns special personnel or ad hoc groups to evaluate the impact of such changes on the Company's future development and financial business, and the corresponding measures if necessary.
 2. The changes in the relevant technology for the most recent year have no significant impact on the Company's current financial business.
- (VI) The Impact of Changes in Corporate Image on Corporate Risk Management, and the Company's Response Measures: None.
- (VII) Expected Benefits from, Risk Relating to and Response to Merger and Acquisition Plans: None.
- (VIII) Expected Benefits from, Risk Relating to and Response to Factory and Expansion Plans.
- The production capacity of the Kunshan Plant is sufficient to meet the annual demand of about 2.2 million units. This year, there is no need for expansion of plants, and the Company is expected to replace old equipment, improve AI automation production, and improve production efficiency and quality.
- (IX) Risks Relating to and Response to Excessive Concentration of Purchase and Sales.
1. The Company's procurement strategy is flexible with strong adaptability to the market. At the same time, it maintains good relationships with many suppliers. The current production base is concentrated in the Mainland Kaibo (Kunshan) Plant. To cut down costs of materials, more than 95% of materials are directly purchased from Taiwanese suppliers by the Kunshan Plant at present. The delivery time, quality and prices will improve the production efficiency of Kunshan Plant, and effectively reduce inventory risks.
 2. The Company's sales customer base is scattered. As we attract customers with product advantages, fast delivery and good services, and have established good relationships with many small and medium-sized distributors around the world, there are no risks from the concentration of single customers.
- (X) Effects of, Risks Relating to and Response to Large Share Transfer or Changes in Shareholdings by Directors, Supervisors, or Shareholders with Shareholding of over 10%.
- The number of shares held by the directors and supervisors of the Company is stable, free from mass transfer.
- (XI) Effects of, Risks Relating to and Response to Changes in Control over the Company: None.
- (XII) Litigation or Non-litigation Matters, list the finished or pending major lawsuits, non-litigation or administrative proceedings in which the Company and its directors, supervisors, President, actual controller, major shareholders holding more than 10% of the shares, and affiliated companies are involved; and disclose the facts, amount of subject matter, commencement date for litigation, parties to litigation, and treatment up to the date of publication of the annual report if the outcome thereof may have a significant impact on shareholders' equity or prices for securities.
1. Description of the major lawsuits, non-litigation or administrative proceedings which have been closed or pending in the most recent year and up to the date of publication of the annual report: The Company has not been involved in any lawsuits, non-litigation or administrative proceedings up to the date of publication of the annual report.
 2. The Company's directors, supervisors, Presidents and the affiliated companies in which the Company holds more than 10% of the shares have not been involved in any lawsuits, non-litigation or administrative proceedings in the most recent year and up to the date of publication of the annual report.
- (XIII) Other significant risks and countermeasures: None.

VII. Other significant matters: None.

Six. Additional Information

I. Summary of Affiliates

For relevant information, please visit the Market Observation Post System (MOPS) and select "Electronic Document Download / Affiliated Enterprises Disclosure Section" under the respective company.
(Website: https://mopsov.twse.com.tw/mops/web/t57sb01_q10)

II. Private placement of securities in the most recent year and up to the date of publication of the annual report: None.

III. Other supplementary matters: none

Seven. Matters that have significantly affected shareholders' equity or prices for securities pursuant to Item 2, Subparagraph 3, Article 36 of the Securities & Exchange Act in the most recent year and up to the date of publication of the annual report: None.

1. Company's Spokesperson:

Name: Wu, Mai

Title: Vice President of Finance Management Center

Tel.: 886(2) 2278-9696

Company's Spokesperson E-mail: public@clevo.com.tw

Company's Deputy Spokesperson:

Name: Chiu, Shu-Chuan

Title: Direct of Finance Division

Tel.: 886(2) 2278-9696

2. Address and Telephone Number of Company's Headquarters, Branches and Plant

(1) Headquarters:

Add: 35F., No. 555, Siyuan Rd., Xinzhuang Dist., New Taipei City, Taiwan (R.O.C.).

Tel: 886(2) 2278-9696

(2) Branch: (None)

(3) Plant:

Add: No. 200, Second Avenue, Kunshan Comprehensive Bonded Zone, Jiangsu, China

Tel: 886(2) 2278-9696

3. Common Share Transfer Agent And Registrar

Name: Agency Department of Chinatrust Commercial Bank

Add: 5F., No. 83, Sec. 1, Chongqing S. Rd., Zhongzheng Dist., Taipei City 100, Taiwan, R.O.C.

Tel. : 886(2) 6636-5566

Website: <https://ecorp.chinatrust.com.tw/cts/index.jsp>

4. Information of the Certified Public Accountants for the Latest Financial Report

Name of CPAs: Feng, Min-Juan CPA and Lin, Po-Chuan CPA

Firm: PwC Taiwan

Add : 27F., No. 333, Sec. 1, Keelung Rd., Songshan Dist., Taipei City 105, Taiwan, R.O.C.

Tel : 886(2) 2729-6666

Website: <https://www.pwc.tw/>

5. Overseas Trade Places for Listed Negotiable Securities

None

6. Corporate Website

<https://www.clevo.com.tw/>