

D-Link Corporation

2026 Annual General Shareholders' Meeting Agenda

Disclaimer

This is a translation of the handbook for the 2026 Annual General Shareholders' Meeting of D-Link Corporation ("The Company"). This translation is intended for reference only and no other purpose. The Company hereby disclaims any and all liabilities whatsoever for the translation. The Chinese text of the agenda shall govern any and all matters related to the interpretation of the subject matter stated herein.

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D-Link Corporation

Procedures of the 2026 Annual General Shareholders' Meeting

- I. Opening of the Meeting
- II. Chairman's Remarks
- III. Reported Matters
- IV. Acknowledged Matters
- V. Matters for Discussion
- VI. Election Matters
- VII. Other Proposals
- VIII. Extemporary Motions
- IX. Adjournment

D-Link Corporation

Agenda of the 2026 Annual General Shareholders' Meeting

Time: 09:00 a.m., May 25, 2026 (Monday)

Place: D-Link Corporation Building (No. 289, Xinhu 3rd Rd., Neihu Dist., Taipei City)

Convening Method: Physical Shareholders' Meeting

Attendants: All shareholders or their proxy holders

Chairperson: Kuo Chin-Ho, Chairperson of the Board of Directors

I. Call the Meeting to Order

II. Chairman's Remarks

III. Reported Matters

- (I). To report the business of 2025.
- (II). 2025 Audit Committee's review report.
- (III). To report 2025 directors remuneration.
- (IV). To report 2025 Material related party transactions.

IV. Acknowledged Matters

- (I). To adopt the 2025 business report and financial statements.
- (II). To adopt the 2025 Earnings Distribution or Loss Offsetting.

V. Matters for Discussion

- (I). To approve the amendment to the Regulations Governing the Acquisition and Disposal of Assets.
- (II). To approve the amendment to the Rules for the Election of Directors.

VI. Election Matters

- (I). Election of the 14th board of Directors.

VII. Other Proposals

- (I). To approve the release the non-compete restrictions on the new directors.

VIII. Extemporary Motions

IX. Adjournment

Reported Matters

I. To report the business of 2025

Explanatory Notes: For the 2025 business report, please refer to Attachment 1 (page 9).

II. 2025 Audit Committee's review report

Explanatory Notes: For the Audit Committee's review report, please refer to Attachment 2 (page 15).

III. To report 2025 directors remuneration

Explanatory Notes:

- (I). The Company's policies, systems, standards, and structure for the remuneration of directors and independent directors, and an explanation of the relationship between the amount of remuneration paid and factors such as responsibilities, risks, and time commitment:
 1. Pursuant to the Company's Articles of Incorporation, the Board of Directors is authorized to establish remuneration and travel expense standards for all directors in accordance with industry norms.
 2. Pursuant to Article 27 of the "Articles of Incorporation," it is explicitly stipulated that director remuneration shall not exceed one percent of the current year's profits. The payment of director remuneration is handled in accordance with the "Regulations on the Management of Remuneration for Directors and Functional Committees," with the following principles:
 - (1) Independent directors do not participate in profit distribution.
 - (2) The recipients of directors' remuneration shall be determined based on the Board members actually in office as of the last day of the profit distribution year (December 31), and the amount shall be calculated in proportion to the actual number of days served during the year. However, in the year of Board re-election, this provision does not apply to members who step down due to the expiration of their term. For profit distribution in the re-election year, weighted points shall be calculated based on the proportion of service periods between the outgoing and incoming terms, and the date of resignation shall be excluded in the calculation.
 - (3) Remuneration shall be distributed using a point-based system. Board members shall be assigned different point values based on a comprehensive evaluation of factors such as their attributes, duties, risk exposure, contributions, and performance, while taking into account the prevailing standards in the industry.
- (II).)For the detailed list of 2025 director's remuneration of the Company, please refer to Attachment 3 (page 16).

IV. To report 2025 Material related party transactions

Explanatory Notes:

In 2025, the Company purchased goods, labor, and technical services from its related party, AMIGO TECHNOLOGY INC, in the amount of NT\$681,884,834 (please refer to the table below for details). This amount represents 5% of the Company's net consolidated revenue for the most recent fiscal year. This matter has been approved by the Board of Directors and is hereby submitted to the Annual General Meeting for reporting.

Unit: NTD	
Item	Amount
Purchases	662,559,321
Intangible Assets	117,660
Fixed Assets	11,021,704
Contract Research Expenses	8,186,149
Total	681,884,834

Acknowledged Matters

I. To adopt the 2025 business report and financial statements (Proposed by the Board of Directors)

Explanatory Notes:

- (I). The Company's 2025 financial statements were audited jointly by the CPAs Mei, Yuan-Chen, and Chang, Shu-Ying of KPMG. The financial statements together with the business report were sent to the Audit Committee. The Audit Committee has completed the review and issued an Audit Committee's review report.
- (II). For the financial statements and reports, please refer to Attachment 1, Attachment 4, and Attachment 5 (page9, page 17-33).
- (III). Hereby submitted for adoption.

Resolution:

II. To adopt the 2025 Earnings Distribution or Loss Offsetting (Proposed by the Board of Directors)

Explanatory Notes: For The Company's 2025 Profit and Loss Allocation Statement, please refer to the following table. Hereby submitted for adoption.

D-Link Corporation
Statement of Appropriation of Retained Earnings and Covering of Losses
For the Year Ended December 31,2025
Expressed in NTD

Items	Amount
Beginning unappropriated retained earnings	-
Less: Net loss for the 2025 year	(539,535,123)
Less: Disposal of equity instruments measured at fair value through other comprehensive income by subsidiaries	(9,918,381)
Add: Remeasurement of defined benefit plans	5,606,264
Ending Accumulated deficits	(543,847,240)
Add: Legal reserve used to offset accumulated deficits	543,847,240
Ending unappropriated retained earnings	0

Chairman: Kuo Chin Ho

CEO : Chang Chia Jui

Chief Accountant: Chou Pei Hsiao

Resolution:

Matters for Discussion

I. To approve the amendment to the “Regulations Governing the Acquisition and Disposal of Assets” (Proposed by the Board of Directors)

Explanatory Notes:

- (I). To align with the Company’s operational needs, we propose to amend certain provisions of the Company’s “Regulations Governing the Acquisition and Disposal of Assets.” Please refer to Attachment 6 (page 34) for the comparison table of the amended provisions.
- (II). Please decide on this matter.

Resolution:

II. To approve the amendment to the “Rules for the Election of Directors” (Proposed by the Board of Directors)

Explanatory Notes:

- (I). To align with the Company’s operational needs, we propose to amend certain provisions of the Company’s “Rules for the Election of Directors” Please refer to Attachment 7 (page 40) for the comparison table of the amended provisions.
- (II). Please decide on this matter.

Resolution:

Election Matters

I. Election of the 14th board of Directors. (Proposed by the Board of Directors)

Explanatory Notes:

- (I). The term of office for the Company’s 13th Board of Directors expires on May 30, 2026. All directors have agreed to resign early, and a full re-election is proposed to be held at the 2026 Annual General Meeting of Shareholders.
- (II). Pursuant to Article 17 of the Company’s Articles of Incorporation, nine directors (including three independent directors) are to be elected for the 14th Board. The newly elected directors shall assume office immediately following the conclusion of the shareholders’ meeting at which they are elected, with a term of three years, from May 25, 2026, to May 24, 2029.
- (III). The election of directors shall follow the candidate nomination system under Article 192-1 of the Company Act, with the shareholders’ meeting electing directors from the list of candidates. The list of candidates for the 14th Board of Directors and independent directors was reviewed and approved by the Board of Directors on April 14, 2026, please refer to Attachment 8 (page 43).
- (IV). The above is hereby submitted for election by the shareholders.

Election Results:

Other Proposals

I. To approve the release the non-compete restrictions on the new directors (Proposed by the Board of Directors)

Explanatory Notes:

- (I). Pursuant to Article 209 of the Company Act, "A director who, on his/her own behalf or on behalf of another person, conducts any business within the scope of the Company's business shall explain the material contents of such conduct to the shareholders' meeting and obtain its approval.
- (II). Certain newly elected 14th term directors and their representatives have invested in or operated other companies whose business scope is the same as or similar to that of the Company, and have served or will serve as directors or managers of such companies. Provided that the Company's interests are not prejudiced, the Company hereby proposes to submit to the shareholders' meeting for approval the waiver of non-competition restrictions on such directors pursuant to Article 209 of the Company Act, in order to facilitate business development.
- (III). The "Schedule of Concurrent Positions Held by Director Candidates at Other Companies" is attached hereto for reference, please refer to Attachment 9 (page 49).
- (IV). Please decide on this matter.

Resolution:

Extemporary Motions

Adjournment

Attachment

2025 Business Report

I. 2025 Business Results

Looking back at 2025, the global political, economic, and technological environments remained highly turbulent. Geopolitical conflicts continued to escalate, with the Russia-Ukraine war ongoing. Additionally, the new U.S. administration has adjusted tariff policies, further disrupting the global supply chain and market confidence, resulting in an overall economic environment and terminal demand filled with uncertainty. On the other hand, the demand for AI data center construction is rapidly growing, driving structural adjustments in the key electronic components and memory market. The rising prices of related materials also pose challenges to the cost structure and supply stability of general household and commercial networking products.

In response to the intertwined external variables in the business environment, the Company continues to adopt a prudent and pragmatic strategy to address market changes. Through supply chain management and operational adjustments, it maintains operational resilience and fundamental competitiveness. In terms of regional market performance, the Asia Pacific region has maintained a certain level of overall operations supported by years of brand cultivation and customer base. The European market, in response to changes in the operational environment, has undergone organizational and operational structural adjustments, aiming to gradually demonstrate the effects of these adjustments by 2026. Meanwhile, the Americas market continues to prioritize bottom-line stability while actively seeking to optimize its product portfolio and secure market breakthroughs.

Looking ahead, the Company will continue to strengthen its operational structure and adjust its regional strategy, prudently responding to changes in the global economy and industry cycles. With a focus on sound management, the Company aims to create long-term and sustainable value for shareholders.

In 2025, the Company reported global consolidated revenue of NT\$13.4 billion, representing a 7% year-on-year decline compared to 2024. The gross profit ratio was 25%, a decrease of 1% from the gross profit ratio of 26% in 2024. The operating loss for 2025 was NT\$338 million, with a net loss attributable to the owners of the parent company amounting to NT\$540 million. The after-tax loss per share was NT\$0.90.

II. Product Development

1. Business Product Line

- (1) Switches: With the widespread application of AI, the demand for high-speed data transmission in data center servers has been increasing. Various manufacturers have successively launched 25G and 100G data center switches. The DQS-5000-56ZS is a micro data center switch featuring 48 ports of 25G and 8 ports of 100G, which was released in 2025. Furthermore, data center switches with 32 100G ports or lower port counts are currently in the pipeline. These switches can be paired with existing aggregation and edge switches to provide backbone networks that meet the needs of large, medium, and small enterprises. Additionally, 2.5G Ethernet has seen extensive adoption, offering the advantage that users can enjoy 2.5 times the network speed by using existing Internet cables with a minimal cost. Currently, a complete product line of 2.5G switches is offered, including unmanaged models DMS-105, DMS-108, and DMS-108P, as well as the Smart DMS-1250 series and the stackable management DMS-3130 series switches. This enables a seamless upgrade of the overall network architecture bandwidth from 1G to 2.5G, making it an ideal backbone solution for residential complexes, shopping malls, enterprises, and campuses. To meet the

growing demand for Wi-Fi 7 wireless products, we have introduced the 10G PoE management switches (DXS-3130 series) and smart switches (DXS-1250 series), providing the optimal solution for enterprise and campus networks.

- (2) We are set to launch the brand-new Wi-Fi 7 indoor AX9560 commercial wireless product, the DAP-E9560. Users can choose stand-alone operation or utilize the Nuclias Connect or Nuclias Hyper management platforms, providing a user-friendly, centralized management solution for commercial wireless networks.
- (3) Business Network Management Platform: Customers can centrally manage all smart and management switches through the D-View8 management platform using the standard SNMP. Additionally, we have launched a local network management solution (Nuclias Connect) suitable for medium to large-scale environments, as well as a cross-regional network management solution (Nuclias Hyper), covering various network application scenarios. In 2026, the new cloud management platform Nuclias Unity will be launched, allowing centralized management of all smart and management switches in conjunction with wireless access points. This solution is well-suited for network applications in campuses and large communities.

2. Home Product Line

- (1) Home Wireless Network: To address the surging demand for high-bandwidth, low-latency next-generation connectivity, the Company has officially commenced its strategic deployment of Wi-Fi 7 technology. The flagship Wi-Fi 7 BE9500 tri-band router (M95/R95) and the mainstream BE3600 dual-band router (M36/R36) not only inherit and optimize the intelligent computing advantages of AQUILA PRO AI but also fully integrate a 2.5Gbps high-speed ethernet interface. By implementing Multi-Link Operation (MLO) technology, synchronous data transmission across multiple frequency bands (2.4GHz/5GHz/6GHz) is achieved, significantly reducing latency and enhancing throughput, thereby providing users with an exceptional online experience. In addition, in response to the trends of smart homes and smart buildings, we have launched the MS30, a Wi-Fi 6 AX3000 router that supports the Matter communication standard. This product is positioned as a hub for home IoT, aiming to break down brand barriers and establish a highly compatible, stable, and flexible mesh network environment, thereby consolidating D-Link's leadership in smart home interconnectivity standards. While laying out advanced technology, we are also attentive to the connectivity needs of developing countries. By maintaining a product lineup with high stability, such as Wi-Fi 4 and Wi-Fi 5, we assist the region in bridging the digital divide with affordable and high-quality models, thereby accelerating the popularization and coverage of civilian networks.
- (2) Home Surveillance and the Internet of Things: This year's strategy focuses on building a seamless Home IoT ecosystem. The primary task is to fully promote the development of products that meet Matter standards, facilitate standardized integration across devices, resolve the previously fragmented User Experience, and enhance the market value of the overall solution. On the software service side, we have undertaken a comprehensive re-architecture of the AQUILA PRO AI App, deeply integrating equipment management, value-added services, and cross-product operational processes to create an intuitive and consistent one-stop user platform. In terms of technology research and development, efforts will continue to expand the investment in the hybrid architecture research of network cameras, edge computing, and cloud computing. Through the enhancement of intelligent recognition capabilities at the camera end and cloud data analysis capabilities, we are committed to transforming from simple hardware sales to providing high value-added intelligent service models. This aims to explore new service opportunities and create sustainable

and robust revenue growth momentum for the Company.

- (3) **Mobile Broadband Products:** In the mobile broadband sector, in addition to continuously deepening our existing 4G LTE and 5G NR market (including USB network cards, MiFi, and CPE) to maintain stable revenue, the Company has also demonstrated its technological leadership by being the first to launch the new generation 5G NR ODU (Outdoor Unit) and to introduce a flagship 5G NR CPE that integrates the latest Wi-Fi 7 (BE7200) technology with Mesh networking capabilities, precisely addressing telecommunications operators' demand for high-speed wireless coverage in the "last mile." Looking ahead to 2026, we will continue to deepen our technology R&D blueprint, with plans to launch a diverse product portfolio that includes next-generation 5G NR USB network cards, 5G NR Wi-Fi 7 CPE, and 5G NR MiFi. By leveraging advanced specifications and flexible product strategies, we deeply meet the segmented needs of global telecommunications operators and the retail market, consolidating D-Link's leading share in the 5G application market.

3. Industrial Product Line

- (1) **M2M Industry Applications:** The introduction of industry applications that integrate internet-connected devices. The main feature of the products is their applicability across various vertical applications. The product series primarily supports LTE/5G networks, while also providing functionality for Ethernet and Wi-Fi internet access. We strive to enable internet connectivity ability for devices across diverse industrial sectors, allowing data and status to be collected and monitored. This will be combined with the cloud management capabilities of the D-ECS platform to provide a comprehensive wireless connectivity solution for industrial applications. Successful cases can now be found globally, with applications in various sectors such as public transportation, charging stations, electronic billboards in shopping malls, and city bike rentals. Plans are underway to launch 5G-enabled Wi-Fi 7 dual-band (G536) and tri-band (G572) products in 2026 to meet deployment demands in Europe and the US.
- (2) **Industrial-grade Switches:** A complete range of industrial-grade switches has been launched, including unmanaged, L2 management, and L3 management switches. In addition to being equipped with high-speed optical fiber network interfaces and supporting industry ring network redundancy standards, it also integrates D-Link's proprietary 4G/5G industrial internet devices, further meeting the needs for use in various vertical application environments.

III. Outline of 2026 Business Plan

(I) 2026 Operating Guidelines

The Company adheres to the following operating guidelines to achieve the established strategic targets.

1. Keep abreast of networking market trends through global locations, formulate product solutions for various customer segments, strengthen partnerships with key strategic technology partners, and continue to develop value-added AI-powered smart functions.
2. Build a flexible and diversified global supply system in response to international circumstances and tariff risks: Through regional capacity deployment, multinational supplier backup, and dynamic order-switching mechanisms, exposure risks of a single market or supply chain node can be being reduced.
3. Global teamwork: Organization management closely communicates the Company's strategies and policies, builds consensus across different cultures and regions, and shares local successful experiences.
4. Sustainable operation: Commit to environmental protection, fulfill social responsibilities,

and continuously improve corporate governance.

(II) Expected sales volume and basis

Based on the most recent data released by IBISWorld in November 2025, the total monthly internet traffic in 2025 reached approximately 522 EB (1 EB = 10^3 PB = 10^6 TB = 10^9 GB), reflecting a growth of around 16% compared to the monthly traffic of 449 EB in 2024. In recent years, the deployment of Artificial Intelligence (AI) infrastructure has steadily progressed. With the proliferation of AI-driven services and applications, the Compound Annual Growth Rate (CAGR) of total global internet traffic is projected to remain at approximately 20% over the next several years. Furthermore, the transition between wired and wireless technologies is driving a significant replacement cycle, ensuring a robust outlook for network infrastructure equipment demand.

1. Commercial Product Line

- (1) Switches: 5G/edge applications, data center expansion, digital transformation, and hybrid work continue to be the main drivers of growth in switch demand. In response to their low latency and high throughput service characteristics, the demand for high-speed ports (10GbE, 25/40/100GbE and above) is rapidly increasing, replacing the traditional 1GbE, which has become a long-term trend. However, 1GbE still accounts for a significant portion, especially in access layers and small to medium-sized enterprises/OT scenarios. In the coming year, as regional production capacity and dynamic order transfer arrangements gradually come into place, the 1GbE market is expected to supply normally, maintaining sales levels from previous years. With the comprehensive product line management mechanism of the new unified platform, there should be opportunities for growth in high-end switches, and the overall market share will further increase.
- (2) Wireless Base Stations and Security Gateways: Whether in home or office environments, in the coming years, approximately half of network devices will be related to the Internet of Things (M2M/IoT). Therefore, network security will become one of the key elements of the Internet of Things. In the coming year, the Company will continue to strengthen its global distribution channels and partnerships with system integrators (SIs). We will prioritize scalable solutions tailored to the user capacity of various environments. By integrating Security Gateways, Access Points, and intelligent management platforms, we aim to assist SMEs in establishing more efficient, streamlined, stable, and secure office environments. This year, several models of Wi-Fi 7 wireless base stations are expected to be launched, with integration to a unified management platform. Overall, optimistic growth is anticipated.

2. Home Product Line

- (1) Home Wireless Routers: The main trends are Mesh and Wi-Fi 7. The application scenarios have evolved from general internet browsing and video streaming to online gaming (emphasizing low latency) and smart homes (emphasizing sensing, automation, and computational capabilities). The sales focus for the coming year will gradually shift towards the high-end Wi-Fi 7 market, while seeking flexible supply chain arrangements in the low-end Wi-Fi 4 and Wi-Fi 5 markets, primarily targeting the customer segments that prioritize "sufficient" and "affordable" options. The aim is to stabilize the declining market share year by year.
- (2) Digital Cameras (IP Camera) and the Internet of Things (IoT): According to market research organizations, the global revenue scale for digital cameras is approximately US\$5.5 to 6 billion. In the new fiscal year, in addition to optimizing the supply chain, multiple models of digital cameras (IP Cameras) will be launched to attract more registered mydlink users. Furthermore, AI image processing capabilities will be integrated to provide additional value-added services, thereby enhancing competitive

recognition and increasing the proportion of service fee revenue.

- (3) **Mobile Broadband Products:** The sales focus for the coming year will emphasize retail channels for 4G/5G MiFi devices to meet the demand for internet connectivity while on the move. In addition to continuing the launch of cost-effective 4G models, several 5G models paired with Wi-Fi 7 will also be gradually available for sale in various regions worldwide. In the telecommunications customer segment, we will continue to increase the emphasis on software and hardware customization and enhance local technical support to strengthen strategic partnerships. The goal is to replicate successful cases across various application fields and expand our achievements.

3. Industrial Product Line

- (1) **M2M Industry Applications:** The primary sales targets are various types of service suppliers, such as public transportation, charging station operators, government agencies, shopping malls, telecommunications service providers, and so on. The sales objectives for the coming year remain focused on increasing visibility, strengthening connections and communication with various regional subsidiaries and target project clients, and creating an ecosystem for industry solutions. The primary regions of emphasis are Europe, the United States, and Southeast Asia.
- (2) **Industrial-grade Switches :** The primary sales strategy for the coming year will focus on seeking partnerships to target various projects, primarily aimed at industries (factories) and government sectors (smart cities, smart energy), among others.

IV.Future Development Strategy

(I) Short-term Development Strategy

1. **Optimizing supply chain layout and cost structure:** Continuously collaborating with high-quality suppliers within the group and flexibly utilizing the advantages of the supply chain in China to respond to changes in geopolitical and macroeconomic environments through diversified production and procurement layouts. This approach effectively reduces manufacturing and procurement costs while ensuring supply stability and risk management, thereby further enhancing product competitiveness and operational flexibility.
2. **Systematically reshaping brand value and market positioning:** Starting from three major aspects—product specifications and pricing strategy, differentiation in functionality and performance, as well as corporate identity and brand communication—leveraging the long-term accumulated brand foundation and market trust, we will continuously optimize brand positioning and communication strategies, extending the connotation of brand value, and further enhancing market recognition and overall added value.
3. **Deepening the solution-oriented product layout:** In addition to continuously investing in M2M solutions for industrial use and 4G/5G connectivity solutions, we will further integrate peripheral products to develop comprehensive AI solutions. This aims to enhance the integrity of our product line and the depth of applications, in response to market demand for overall solutions.

(II) Mid- and Long- term Development Strategy

1. **Promoting upgrades to AI and cloud-oriented products and services:** Focusing on AI and cloud computing as the core development axis, we continuously simplify the deployment and management processes of network communication products, enhance user efficiency and experience, and assist customers in reducing implementation and operating costs.
2. **Leverage the synergistic effects of group resources to create a one-stop service capability:** Continuously integrate the group's internal research and development, manufacturing, and supply chain resources to accelerate the collaborative development of products and

services, gradually establishing a one-stop capability for products and solutions that encompasses design, manufacturing, and service support.

3. Deepening partnerships with telecommunications partners and expanding localization in the market: Continuing to strengthen collaborations with Tier 2 and Tier 3 telecommunications operators, through localized services and flexible plan designs, to secure long-term cooperation contracts and steadily expand operational scale and growth momentum in various regional markets.

In recent years, the competition in the network communication market has rapidly changed. New competitors have entered the market, manufacturers have directly participated in telecommunications bidding, and Chinese companies have adopted low-price strategies to capture market share, all of which have put pressure on the industry's gross profit structure. In response to this trend, the Company has proactively established strategies. On one hand, it continues to strengthen local manufacturing and research and development capabilities to mitigate the risks posed by geopolitical factors and supply uncertainties. On the other hand, it flexibly utilizes the cost and efficiency advantages of the supply chain in China, combining the system integration and solution development capabilities of the Taiwanese network communication team, focusing on global market demand, and shaping differentiated competitive advantages.

Additionally, the Company continues to rigorously implement inventory and cost control measures to reduce fluctuations in operating expenses. By leveraging AI applications and a cloud management platform as the core, the Company is transforming its product offerings from single-device sales to integrated solutions and service models, thereby enhancing customer stickiness and recurring revenue structures, and strengthening profit stability.

In response to the rising awareness of security, social responsibility, and environmental protection in various countries, the Sustainable Development and Nomination Committee has operated with the aim of not only pursuing profitability in its core business but also creating a sustainable operational environment from the perspectives of environment, society, and corporate governance. In 2025, the Company achieved multiple awards, including the "Taiwan Corporate Sustainability Award" and the consecutive "Gold Award for Sustainable Reporting," ranked among the top 5% in the global network communication equipment industry by S&P Global CSA, selected twice for the S&P Global Sustainability Yearbook, and recognized twice in the Corporate Governance Evaluation as one of the top 5% of listed companies, demonstrating its strength in sustainable development and corporate governance.

From the perspective of the overall business environment, although there are signs of easing inflationary pressures, geopolitical risks, adjustments in U.S. tariff policies, and the competitive internalization of Chinese products in the global market will continue to impact market demand and industry development. Facing multiple challenges, the management team of D-Link has gradually established a phased development strategy to continuously strengthen organizational resilience and operational capacity, aiming to create long-term and robust value for partners, employees, and shareholders.

Chairman: Kuo Chin Ho
CEO: Chang Chia Jui
Chief Accountant: Chou Pei Hsiao

D-Link Corporation Audit Committee's Review Report

The 2025 parent company only financial statements and consolidated financial statements, which were agreed upon the Audit Committee and resolved by the Board of Directors, were audited by the CPAs Mei, Yuan-Chen and Chang, Shu-Ying of KPMG, and a review report was issued.

In addition, the Board of Directors has prepared the Company's 2025 Business Report and the proposal of earnings distribution or loss offsetting. These have been reviewed and determined by the Audit Committee in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, I hereby submit this Report.

Best regards,

2026 Annual General Shareholders' meeting, D-Link Corporation

Convener of the Auditing Committee: Chen, Chin-Ming
Mar 10, 2026

2025 Directors' Remuneration

2025.12.31: Unit: NT\$ Thousand

Title	Name	Remuneration				Total Remuneration (A+B+C+D) and Ratio to Net Income After Tax	Relevant Remuneration Received by Directors Who are Also Employees				Total Remuneration (A+B+C+D+E+F+G) and Ratio to Net Income After Tax		Remuneration From Ventures Other Than Subsidiaries or Parent Company							
		Base Compensation (A)		Directors' Compensation (C)			Allowances (D)	Salary, Bonuses, and Allowances (E)		Severance Pay (F)		Employee Compensation (G)								
		The Company	All Companies in the Consolidated Financial Statements	The Company	All Companies in the Consolidated Financial Statements			The Company	All Companies in the Consolidated Financial Statements	Cash	Stock	The Company		All Companies in the Consolidated Financial Statements	Cash	Stock				
Chairperson	Kuo Chin Ho ^{Note1}	420	420	0	0	48	136	556	8,310	9,839	0	0	0	0	8,378	10,395	(1.62%)	(1.93%)	0	
Institutional Director	TSG Tech Holdings Co., Ltd. Representative: Joseph Wang	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0%	0%	0	
Institutional Director	E-TOP Metal Co., Ltd. Representative: Amy Wu	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0%	0%	0	
Director	Representative: Fred Fong	120	120	0	0	42	48	168	162	162	168	0	0	0	0	168	168	(0.03%)	(0.03%)	168
Director	Victor Wu	120	120	0	0	36	36	156	156	156	156	0	0	0	0	156	156	(0.03%)	(0.03%)	156
Director	Kao Hung Chieh	120	120	0	0	48	48	168	168	168	168	0	0	0	0	168	168	(0.03%)	(0.03%)	168
Independent Director	Richard Chen	840	840	0	0	48	48	888	888	888	888	0	0	0	0	888	888	(0.16%)	(0.16%)	888
Independent Director	Richard Lee	840	840	0	0	48	48	888	888	888	888	0	0	0	0	888	888	(0.16%)	(0.16%)	888
Independent Director	Chun-Hsiung Chu	840	840	0	0	48	48	888	888	888	888	0	0	0	0	888	888	(0.16%)	(0.16%)	888

1. Please Describe the Policy, System, Standard, and Structure of the Remuneration Paid to the Independent Directors and Describe the Relevance Between the Remuneration Amount Paid and Factors, such as their Functions, Risks, and Time Commitment.
 In accordance with the "Management Regulations on the Remuneration of Directors and Functional Committee Members", the Company pays the remuneration of directors and independent directors, which includes Base Compensation (A), Directors Compensation (C) and Allowances (D), the descriptions of which are as follows:
 (1) Base Compensation (A) : Independent directors serve on functional committees such as audit and remuneration. Their responsibilities, risks and time commitment are greater and more important than those of ordinary directors. Therefore, the compensation of director varies depending on the nature.
 (2) Directors Compensation (C): The Company's Articles of Incorporation specify that directors' compensation shall not exceed 1% of the current year's profitability and shall be allocated on a point basis, considering the status of the board members, their duties, board attendance and other contributions. Independent directors shall not participate in the profit distribution.
 (3) Allowances (D) : The attendance fees for directors (including independent directors) to attend the Board of Directors' meetings or shareholders' meetings in person.
Except as Disclosed in the Table above, Remuneration to Directors Received for the Service Provided (such as Serving as Non-employee Consultants) to all Companies Listed in the Consolidated Financial Statements in the Most Recent Year: None.

Note1: Chairman Kuo Chin-Ho assumed office on May 31, 2023, as the representative of juridical person director Taiwan Network Group United Co., Ltd. The said juridical person director Taiwan Network Group United Co., Ltd. has been renamed TSG Tech Holdings Co., Ltd., pursuant to the approval of change of registration dated February 23, 2026, document Economic Development Bureau Document No. 11500266970 issued by the competent authority.
 Note2: Net income after tax refers to the profit for the year in the 2025 parent company only financial statements of D-Link Corporation.

Representation Letter

The entities that are required to be included in the consolidated financial statements of D-Link Corporation as of and for the year ended December 31, 2025 under the Criteria Governing the Preparation of Affiliation Reports, Consolidated Business Reports, and Consolidated Financial Statements of Affiliated Enterprises are the same as those included in the consolidated financial statements prepared in conformity with International Financial Reporting Standards No. 10 "Consolidated Financial Statements." endorsed by the Financial Supervisory Commission of the Republic of China. In addition, the information required to be disclosed in the consolidated financial statements is included in the consolidated financial statements. Consequently, D-Link Corporation and subsidiaries do not prepare a separate set of consolidated financial statements.

Company name: D-Link Corporation
Chairman: Kuo, Chin-Ho
Date: March 10, 2026



安侯建業聯合會計師事務所

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Independent Auditors' Report

To the Board of Directors of D-Link Corporation:

Opinion

We have audited the consolidated financial statements of D-Link Corporation and its subsidiaries which comprise the consolidated balance sheets as of December 31, 2025 and 2024, the consolidated statements of comprehensive income, changes in equity and cash flows for the years ended December 31, 2025 and 2024, and notes to the consolidated financial statements, including a summary of material accounting policies.

In our opinion, based on our audits and the report of another auditor (please refer to Other Matter paragraph), the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of D-Link Corporation and its subsidiaries as at December 31, 2025 and 2024, and its consolidated financial performance and its consolidated cash flows for the years ended December 31, 2025 and 2024, in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the International Financial Reporting Standards (“IFRSs”), International Accounting Standards (“IASs”), Interpretations developed by the International Financial Reporting Interpretations Committee (“IFRIC”) or the former Standing Interpretations Committee (“SIC”) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the D-Link Corporation and its subsidiaries in accordance with The Norm of Professional Ethics for Certified Public Account of Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirement. Based on our audits and the report of another auditor, we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of our opinion.

Other Matters

We did not audit the financial statements of D-Link International Pte. Ltd., D-Link (Europe) Ltd. and D-Link Middle East FZE, subsidiaries of D-Link Corporation as of and for the year ended December 31, 2025 and 2024. Those statements were audited by other auditors, whose reports have been furnished to us, and our opinion, insofar as it relates to the amounts included for above subsidiaries, is based solely on the reports of other auditors. The financial statements of above subsidiaries reflects the total assets constituting 18% and 19% of the consolidated total assets at December 31, 2025 and 2024, respectively, and the total revenues constituting 30% and 35% of the consolidated total revenues for the years ended December 31, 2025 and 2024, respectively.



D-Link Corporation has prepared its parent-company-only financial statements as of and for the years ended December 31, 2025 and 2024, on which we have issued an unmodified opinion with other matters paragraph.

Key Audit Matters

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

1. Valuation of inventories

Please refer to Note 4(i) for accounting policy of inventory, Note 5(b) for accounting estimations and assumption uncertainty of inventory valuation, and Note 6(e) for the write-down of inventories to net realizable value.

Key Audit Matter Explanation:

Most inventories of D-Link Corporation and its subsidiaries are internet solution products, which are measured at the lower of cost or net realizable value. As a result of competitive and rapidly changing environment where D-Link Corporation and its subsidiaries are located in, its internet solution products may become out-of-date and can no longer meet the market needs, resulting in a fluctuation in the market needs and the price of these products. The estimation of the net realizable value involves a subjective judgment of the Consolidated Company's management, which results in a risk that inventory cost may exceed its net realizable value.

How the matter was addressed in our audit:

For valuation of inventories, we observed the physical count of inventories at year end to inspect the condition of inventories; reviewed the inventory aging reports; review the net realizable value basis adopted by the Consolidated Company's management to verify whether the allowance for obsolete inventory estimated by the Company is in accordance with the inventory provision policy. We also assessed the appropriateness of the Consolidated Company's relevant disclosure of inventories.

2. Revenue recognition

Please refer to Note 4(r) for accounting policy of revenue recognition and Note 6(w) for sales details of the consolidated financial statements.

Key Audit Matter Explanation:

D-Link Corporation and its subsidiaries sells internet related products and services, and aims to offer high-quality internet solution proposals to global consumers and enterprises. Revenue is the key performance indicator to evaluate the Consolidated Company's performance. Consequently, we have determined revenue recognition to be a key audit matter.

How the matter was addressed in our audit:

We tested the effectiveness of the Consolidated Company's controls on revenue recognition; evaluated whether the terms of sale were consistent with the accounting standards and checked relevant sales documents; analyzed and compared the changes in sales to major customers to assess the reasonableness of revenue recognition.



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

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

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

Those charged with governance (including the Audit Committee) are responsible for overseeing D-Link Corporation and its subsidiaries' financial reporting process.

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

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

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

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of D-Link Corporation and its subsidiaries' internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on D-Link Corporation and its subsidiaries' ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause D-Link Corporation and its subsidiaries to cease to continue as a going concern.



5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Consolidated Company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remained solely responsible for our audit opinion.

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

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

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

The engagement partners on the audit resulting in this independent auditors' report are Mei, Yuan-Chen and Chang, Shu-Ying.

KPMG

Taipei, Taiwan (Republic of China)
March 10, 2026

Notes to Readers

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

The independent auditors' audit report and the accompanying consolidated financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language independent auditors' audit report and consolidated financial statements, the Chinese version shall prevail.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)

D-LINK CORPORATION AND SUBSIDIARIES

Consolidated Statements of Comprehensive Income

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollar, Except for Earnings Per Common Share)

	2025		2024	
	Amount	%	Amount	%
4000 Net operating revenues (notes 6(w) and 7)	\$ 13,367,019	100	14,395,043	100
5000 Operating costs (notes 6(e), (s) and 7)	10,079,104	75	10,690,753	74
Gross profit from operations	3,287,915	25	3,704,290	26
Operating expenses: (notes 6(c), (o), (s), (x) and 7)				
6100 Selling expenses	2,030,931	15	2,213,741	15
6200 Administrative expenses	985,479	8	919,049	7
6300 Research and development expenses	592,514	4	759,542	5
6450 Expected credit losses (note 6(c))	16,673	-	12,117	-
	3,625,597	27	3,904,449	27
Net operating loss	(337,682)	(2)	(200,159)	(1)
Non-operating income and expenses:				
7100 Interest income (note 6(y))	105,406	1	129,676	1
7010 Other income (notes 6(y) and 7)	24,396	-	11,285	-
7020 Other gains and losses (notes 6(y), (aa) and 7)	59,385	-	471,878	3
7050 Finance costs (notes 6(o) and (y))	(26,130)	-	(33,439)	-
7060 Share of loss of associates accounted for using equity method (note 6(f))	(15,924)	-	(16,604)	-
	147,133	1	562,796	4
	(190,549)	(1)	362,637	3
(Loss) profit before tax	215,169	2	230,229	2
7950 Less: Income tax expenses (note 6(t))	(405,718)	(3)	132,408	1
Net (loss) profit	(190,549)	(1)	362,637	3
Other comprehensive (loss) income:				
8310 Components of other comprehensive (loss) income that will not be reclassified to profit or loss (note 6(u))				
8311 Gains on remeasurements of defined benefit plans	6,751	-	14,019	-
8316 Unrealized (losses) gains from investments in equity instruments measured at fair value through other comprehensive income	(8,718)	-	7,609	-
8349 Less: income tax related to components of other comprehensive income that will not be reclassified to profit or loss	-	-	-	-
	(1,967)	-	21,628	-
8360 Components of other comprehensive (loss) income that will be reclassified to profit or loss (notes 6(u) and (z))				
8361 Exchange differences on translation of foreign financial statements	(168,541)	(1)	272,001	2
8367 Unrealized gains from investments in debt instruments measured at fair value through other comprehensive income	2,157	-	19	-
8370 Share of other comprehensive income of associates accounted for using equity method, components of other comprehensive income that will be reclassified to profit or loss (note 6(f))	(1,630)	-	321	-
8399 Less: income tax related to components of other comprehensive income that will be reclassified to profit or loss (note 6(t))	9,445	-	(56,703)	-
	(158,569)	(1)	215,638	2
	(160,536)	(1)	237,266	2
Other comprehensive (loss) income, net	(566,254)	(4)	369,674	3
Total comprehensive (loss) income	\$ (661,803)	(5)	\$ 722,311	5
Net (loss) profit attributable to:				
8610 Owners of parent	\$ (539,535)	(4)	35,319	-
8620 Non-controlling interests	133,817	1	97,089	1
	(405,718)	(3)	132,408	1
Comprehensive (loss) income attributable to:				
8710 Owners of parent	\$ (623,913)	(4)	235,427	2
8720 Non-controlling interests	57,659	-	134,247	1
	(566,254)	(4)	369,674	3
Basic (loss) earnings per share (New Taiwan dollars) (note 6(v))	\$ (0.90)		\$ 0.06	
Diluted (loss) earnings per share (New Taiwan dollars) (note 6(v))	\$ (0.90)		\$ 0.06	

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)

D-LINK CORPORATION AND SUBSIDIARIES

Consolidated Statements of Changes in Equity

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollar)

	Equity attributable to owners of parent									
	Retained earnings					Total other equity interest				
	Ordinary shares	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings (accumulated deficit)	Exchange difference translation of foreign financial statements	Unrealized gains (losses) on financial assets measured at fair value through other comprehensive income	Unearned stock-based employee compensation	Treasury shares	Total equity attributable to owners of parent
Balance at January 1, 2024	6,028,365	1,364,335	2,144,239	693,165	546,976	(1,357,495)	(17,004)	(40,116)	(82,823)	11,595,233
Net profit	-	-	-	-	35,319	-	7,617	-	-	97,089
Other comprehensive income	-	-	-	-	12,409	180,082	7,617	-	-	200,108
Total comprehensive income	-	-	-	-	47,728	180,082	7,617	-	-	237,266
Appropriation and distribution of retained earnings:										
Legal reserve appropriated	-	-	-	-	(54,698)	-	-	-	-	-
Special reserve appropriated	-	-	-	-	(171,042)	-	-	-	-	-
Cash dividends of ordinary shares	-	-	-	-	(321,236)	-	-	-	-	(321,236)
Adjustments of capital surplus for the Company's cash dividends distribute to subsidiaries	-	-	-	-	-	(48,373)	-	-	-	(48,373)
Disposal of the subsidiary	-	1,210	-	-	-	-	-	-	-	1,210
Changes in non-controlling interests	-	-	-	-	-	-	-	-	-	(120,695)
Retirement of expired employee restricted shares	(4,090)	4,090	-	-	-	-	-	-	-	-
Compensation cost of employee restricted shares	-	(4,801)	-	-	-	-	-	28,653	-	23,852
Balance at December 31, 2024	6,024,275	1,364,834	2,198,957	864,207	47,728	(1,425,786)	(9,387)	(11,457)	(82,823)	11,500,155
Net (loss) profit	-	-	-	-	(539,535)	-	(7,821)	-	-	(539,535)
Other comprehensive income (loss)	-	-	-	-	5,606	(82,163)	(7,821)	-	-	(84,378)
Total comprehensive (loss) income	-	-	-	-	(533,929)	(82,163)	(7,821)	-	-	(623,913)
Appropriation and distribution of retained earnings:										
Legal reserve appropriated	-	-	-	-	(4,773)	-	-	-	-	-
Cash dividends of ordinary shares	-	-	-	-	(42,955)	-	-	-	-	(42,955)
Cash distribution from capital surplus	-	-	-	-	(17,132)	-	-	-	-	(17,132)
Changes in equities of the Company's ownership interests in its subsidiaries	-	604	-	-	-	-	-	-	-	604
Adjustments of capital surplus for the Company's cash dividends distribute to subsidiaries	-	-	-	-	226	-	-	-	-	226
Changes in non-controlling interests	-	-	-	-	-	-	-	-	-	(130,442)
Retirement of expired employee restricted shares	(1,851)	1,851	-	-	-	-	-	-	-	-
Compensation cost of employee restricted shares	-	(749)	-	-	-	-	-	8,989	-	8,240
Disposal of equity instruments measured at fair value through other comprehensive loss	-	-	-	-	(9,918)	-	9,918	-	-	-
Balance at December 31, 2025	6,022,424	1,349,654	2,203,730	864,207	(643,847)	(1,807,940)	(7,290)	(2,468)	(82,823)	8,995,618
										2,457,672
										10,753,290

See accompanying notes to consolidated financial statements.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)

D-LINK CORPORATION AND SUBSIDIARIES

Consolidated Statements of Cash Flows

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollar)

	2025	2024
Cash flows from operating activities:		
(Loss) profit before tax	\$ (190,549)	362,637
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expense	264,402	309,162
Amortization expense	58,628	45,504
Expected credit loss	16,673	12,117
Net gain on financial assets or liabilities at fair value through profit or loss	(132,739)	(217,820)
Interest expense	26,130	33,439
Interest income	(105,406)	(129,676)
Dividend income	(17,340)	(1,885)
Compensation cost of share-based payment transaction	8,240	23,852
Share of loss of associates accounted for using equity method	15,924	16,604
Gain on disposal of investments	(52,745)	(92,987)
Impairment loss	38,000	-
Reversal of write-down loss of inventories to net realizable value	(59,716)	(396,086)
Other	230,236	35,032
Total adjustments to reconcile profit (loss)	<u>290,287</u>	<u>(362,744)</u>
Changes in operating assets and liabilities:		
Increase in financial assets at fair value through profit or loss	-	(275,880)
Decrease (increase) in notes receivable	10,635	(9,720)
(Increase) decrease in accounts receivable	(114,095)	201,850
(Increase) decrease in accounts receivable due from related parties	(14,580)	2,255
Increase in other receivables	(15,306)	(14,927)
Decrease in lease payment receivable	39,064	37,700
(Increase) decrease in inventories	(385,983)	1,145,914
Decrease (increase) in prepayment for purchase	33,477	(12,760)
Decrease (increase) in other current assets	409,343	(59,995)
(Increase) decrease in other non-current assets	(23,814)	24,777
Total changes in operating assets	<u>(61,259)</u>	<u>1,039,214</u>
Increase (decrease) in current contract liabilities	7,192	(3,784)
(Decrease) increase in notes payable	(535)	499
(Decrease) increase in accounts payable	(128,860)	368,239
(Decrease) increase in accounts payable to related parties	(19,854)	63,295
Increase (decrease) in other payables	124,532	(80,921)
Decrease in current provisions	(51,416)	(31,565)
Decrease in current refund liabilities	(78,343)	(44,678)
Decrease in other current liabilities	(16,325)	(12,743)
Increase (decrease) in other non-current liabilities	22,258	(15,098)
Total changes in operating liabilities	<u>(141,351)</u>	<u>243,244</u>
Total changes in operating assets and liabilities	<u>(202,610)</u>	<u>1,282,458</u>
Total adjustments	<u>87,677</u>	<u>919,714</u>
Cash flows (used in) from operations	(102,872)	1,282,351
Interest received	105,406	129,676
Dividends received	17,155	1,885
Interest paid	(26,130)	(33,439)
Income taxes paid	(205,167)	(206,940)
Net cash flows (used in) from operating activities	<u>(211,608)</u>	<u>1,173,533</u>
Cash flows from investing activities:		
Acquisition of financial assets at fair value through other comprehensive income	-	(149,700)
Proceeds from disposal of financial assets at fair value through other comprehensive income	20,755	-
Acquisition of financial assets at fair value through profit or loss	(2,994,426)	(96,892)
Proceeds from disposal of financial assets at fair value through profit or loss	2,419,325	-
Acquisition of property, plant and equipment	(121,556)	(61,221)
Proceeds from disposal of property, plant and equipment	1,582	1,849
Decrease in refundable deposits	40,297	2,369
Acquisition of intangible assets	(73,104)	(54,996)
Other investing activities	3,893	5,358
Net cash flows used in investing activities	<u>(703,234)</u>	<u>(353,233)</u>
Cash flows from financing activities:		
Increase in short-term borrowings	340,272	-
(Decrease) increase in guarantee deposits received	(20,329)	1,093
Payment of lease liabilities	(204,796)	(211,412)
Decrease in long-term borrowings	(87,032)	(122,151)
Cash dividends paid	(173,171)	(440,721)
Cash distribution from capital surplus	(17,132)	-
Net cash flows used in financing activities	<u>(162,188)</u>	<u>(773,191)</u>
Effect of exchange rate changes on cash and cash equivalents	(168,541)	272,001
Net (decrease) increase in cash and cash equivalents	(1,245,571)	319,110
Cash and cash equivalents at the beginning of period	4,416,806	4,097,696
Cash and cash equivalents at the end of period	<u>\$ 3,171,235</u>	<u>4,416,806</u>

See accompanying notes to consolidated financial statements.



安侯建業聯合會計師事務所

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Independent Auditors' Report

To the Board of Directors of D-Link Corporation:

Opinion

We have audited the financial statements of D-Link Corporation("the Company"), which comprise the balance sheets as of December 31, 2025 and 2024, the statements of comprehensive income, changes in equity and cash flows for the years ended December 31, 2025 and 2024, and notes to the financial statements, including a summary of material accounting policies.

In our opinion, based on our audits and the report of another auditor (please refer to Other Matter paragraph), the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2025 and 2024, and its financial performance and its cash flows for the years ended December 31, 2025 and 2024 in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

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

Other Matter

We did not audit the financial statements of D-Link International Ptd. Ltd.、D-Link (Europe) Ltd. and D-Link Middle East FZE, subsidiaries of the Company as of and for the years ended December 31, 2025 and 2024. Those statements were audited by other auditors, whose report has been furnished to us, and our opinion, insofar as it relates to the amounts included for above subsidiaries, is based solely on the report of other auditors. Investments accounted for using equity method of above subsidiaries reflect the total assets of \$1,193,998 thousand and \$2,810,725 thousand, constituting 10% and 22%, of the total assets at December 31, 2025 and 2024, respectively. Besides, the share of profit (loss) of subsidiaries accounted for using equity method of \$(715,355) thousand and \$(349,555) thousand, constituting 131% and (600)% of the net (loss) profit before tax for the years ended December 31, 2025 and 2024, respectively.



Key Audit Matters

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

1. Evaluation of investments accounted for using equity method

Please refer to Note 4(h) “Summary of significant accounting policies – Investment in associates”, Note 4(i) “Summary of significant accounting policies – Investment in subsidiaries”, and Note 6(e) “Explanation of significant accounts - Investments accounted for using equity methods” of the parent-company-only financial statements.

Key Audit Matter Explanation:

Investments accounted for using equity method is a material asset to the Company and is significant in its financial statements, with a carrying amount amounting to \$6,661,113 thousand as of December 31, 2025. Therefore, it has been identified as the key matter in our audit.

How the matter was addressed in our audit:

Our principal audit procedures included: Communicating with other auditors who audited the financial statements of the associates and subsidiaries of the Company including issuing group audit instruction to subsidiaries and associates, and obtaining the financial statements audited by other auditors. Another auditors performing audit procedures on inventories, accounts receivable and revenue, such as inventory evaluation, as well as reviewing the correctness of value and timing of revenue recognition, reviewing and evaluating the reasonableness of main operation changes of the investments; comparing the financial statements of the Company’s investments accounted for using equity method with the group reporting information provided by other auditors, and issuing confirmation letters; as well as considering the adequacy of company’s disclosures on its accounts.

2. Revenue recognition

Please refer to Note 4(q) for accounting policy of revenue recognition and Note 6(s) for sales details of the financial statements.

Key Audit Matter Explanation:

The Company sells internet related products and services, and aims to offer high-quality internet solution proposals to global consumers and enterprises. Revenue is the key performance indicator to evaluate the Company's performance, and thus, needs significant attention in our audit.

How the matter was addressed in our audit:

We tested the effectiveness of the Company’s controls surrounding revenue recognition; reviewed relevant sales documents to evaluate whether terms of sales are consistent with the accounting standards; analyzed and compared the changes in sales to major customers to assess the reasonableness of revenue recognition.



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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and IFRSs, IASs, interpretation as well as related guidance endorsed by the Financial Supervisory Commission of the Republic of China, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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



6. Obtain sufficient appropriate audit evidence regarding the financial information of the investment in other entities accounted for using the equity method to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the audit.

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

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

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

The engagement partners on the audit resulting in this independent auditors' report are Mei, Yuan-Chen and Chang, Stu-Ying.

KPMG

Taipei, Taiwan (Republic of China)
March 10, 2026

Notes to Readers

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

The independent auditors' audit report and the accompanying parent company only financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language independent auditors' audit report and parent company only financial statements, the Chinese version shall prevail.

(English Translation of Parent Company Only Financial Statements Originally Issued in Chinese)
D-LINK CORPORATION

Balance Sheets

December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars)

	December 31, 2025		December 31, 2024		December 31, 2025		December 31, 2024	
	Amount	%	Amount	%	Amount	%	Amount	%
Assets								
Current assets:								
1100 Cash and cash equivalents (notes 6(s) and (v))	\$		\$		\$		\$	
1110 Financial assets at fair value through profit or loss — current (notes 6(b) and (w))								
1150 Notes receivable, net (notes 6(c) and (w))								
1170 Accounts receivable, net (notes 6(c) and (w))								
1180 Accounts receivable due from related parties, net (notes 6(c), (w) and 7)								
1200 Other receivables (notes 6(c), (v) and 7)								
1220 Current tax assets								
130X Inventories (note 6(d))								
1410 Other current assets (note 7)								
Non-current assets:								
1510 Financial assets at fair value through profit or loss — non-current (notes 6(b) and (w))								
1518 Financial assets at fair value through other comprehensive income — non-current (notes 6(b) and (w))								
1550 Investments accounted for using equity method (notes 6(e) and 7)								
1600 Property, plant and equipment (notes 6(g) and 7)								
1755 Right-of-use assets (note 6(f))								
1760 Investment property, net (notes 6(b) and (w))								
1780 Intangible assets (notes 6(d) and 7)								
1840 Deferred tax assets (note 6(p))								
1900 Other non-current assets (notes 6(o) and (w))								
Total assets								
Liabilities and Equity								
Current liabilities:								
2100 Short-term borrowings (notes 6(k), (v) and 7)								
2120 Financial liabilities at fair value through profit or loss — current (notes 6(b) and (w))								
2130 Contract liabilities — current (notes 6(s) and 7)								
2150 Notes payable (note 6(w))								
2170 Accounts payable (note 6(w))								
2180 Accounts payable to related parties (notes 6(w) and 7)								
2200 Other payables (notes 6(w) and 7)								
2250 Provisions — current (note 6(m))								
2280 Lease liabilities-current (notes 6(l) and (w))								
2300 Other current liabilities								
2365 Refund liability-current (note 6(n))								
Non-current liabilities:								
2542 Other long-term borrowings (notes 6(l), (w) and 7)								
2570 Deferred tax liabilities (note 6(p))								
2580 Lease liabilities-Non-current (notes 6(l) and (w))								
2600 Other non-current liabilities (notes 6(o) and (w))								
Total liabilities								
Equity: (note 6(q))								
Capital stock								
Capital surplus								
Retained earnings:								
Legal reserve								
Special reserve								
(Accumulated deficit) unappropriated retained earnings								
Other equity interest								
Treasury stocks								
Total equity								
Total liabilities and equity								

(English Translation of Parent Company Only Financial Statements Originally Issued in Chinese)

D-LINK CORPORATION

Statements of Comprehensive Income

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars , Except for Earnings Per Common Share)

	2025		2024	
	Amount	%	Amount	%
4000 Net operating revenues (notes 6(s) and 7)	\$ 5,105,154	100	4,572,486	100
5000 Operating costs (notes 6(d), (o) and 7)	<u>4,299,055</u>	<u>84</u>	<u>3,792,962</u>	<u>83</u>
Gross profit from operations	806,099	16	779,524	17
5910 Less: Unrealized gross loss from sales	<u>(4,328)</u>	<u>-</u>	<u>(86,205)</u>	<u>(2)</u>
Realized gross profit from operations	<u>810,427</u>	<u>16</u>	<u>865,729</u>	<u>19</u>
Operating expenses: (notes 6(c), (l), (o), (t) and 7)				
6100 Selling expenses	397,615	8	401,295	9
6200 Administrative expenses	270,629	5	246,745	5
6300 Research and development expenses	272,650	6	391,332	9
6450 Expected credit loss (reversal gain) (note 6(c))	<u>212</u>	<u>-</u>	<u>(269)</u>	<u>-</u>
	<u>941,106</u>	<u>19</u>	<u>1,039,103</u>	<u>23</u>
Net operating losses	<u>(130,679)</u>	<u>(3)</u>	<u>(173,374)</u>	<u>(4)</u>
Non-operating income and expenses:				
7100 Interest income (notes 6(u) and 7)	13,529	-	18,959	-
7010 Other income (notes 6(u) and 7)	27,035	1	15,146	-
7020 Other gains and losses (notes 6(e), (u), (w) and 7)	33,517	1	161,003	4
7050 Finance costs (notes 6(l), (u) and 7)	(5,546)	-	(3,118)	-
7060 Share of (loss) profit of associates accounted for using equity method (note 6(e))	<u>(484,496)</u>	<u>(10)</u>	<u>39,620</u>	<u>1</u>
	<u>(415,961)</u>	<u>(8)</u>	<u>231,610</u>	<u>5</u>
(Loss) profit before tax	<u>(546,640)</u>	<u>(11)</u>	<u>58,236</u>	<u>1</u>
7950 Less: Income tax (benefit) expense (note 6(p))	<u>(7,105)</u>	<u>-</u>	<u>22,917</u>	<u>1</u>
Net (loss) profit	<u>(539,535)</u>	<u>(11)</u>	<u>35,319</u>	<u>-</u>
8300 Other comprehensive (loss) income:				
8310 Components of other comprehensive (loss) income that will not be reclassified to profit or loss (note 6(q))				
8311 Gains on remeasurements of defined benefit plans (note 6(o))	4,974	-	11,435	-
8316 Unrealized (losses) gains from investments in equity instruments measured at fair value through other comprehensive income	(14,595)	-	6,895	-
8330 Share of other comprehensive gains of subsidiaries and associates accounted for using equity method, components of other comprehensive income that will not be reclassified to profit or loss	6,509	-	1,688	-
8349 Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
	<u>(3,112)</u>	<u>-</u>	<u>20,018</u>	<u>-</u>
8360 Components of other comprehensive (loss) income that will be reclassified to profit or loss (notes 6(q) and (v))				
8361 Exchange differences on translation of foreign financial statements	(89,978)	(1)	236,464	5
8380 Share of other comprehensive income of subsidiaries and associates accounted for using equity method, components of other comprehensive income that will be reclassified to profit or loss	(733)	-	329	-
8399 Income tax related to components of other comprehensive income that will be reclassified to profit or loss (note 6(p))	<u>9,445</u>	<u>-</u>	<u>(56,703)</u>	<u>(1)</u>
	<u>(81,266)</u>	<u>(1)</u>	<u>180,090</u>	<u>6</u>
8300 Other comprehensive (loss) income, net	<u>(84,378)</u>	<u>(1)</u>	<u>200,108</u>	<u>6</u>
Total comprehensive (loss) income	<u>\$ (623,913)</u>	<u>(12)</u>	<u>235,427</u>	<u>6</u>
Basic (loss) earnings per share (New Taiwan dollars) (note 6(r))	<u>\$ (0.90)</u>		<u>0.06</u>	
Diluted (loss) earnings per share (New Taiwan dollars) (note 6(r))	<u>\$ (0.90)</u>		<u>0.06</u>	

See accompanying notes to parent company only financial statements.

(English Translation of Parent Company Only Financial Statements Originally Issued in Chinese)

D-LINK CORPORATION

Statements of Changes in Equity

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars)

	Retained earnings					Total other equity interest				Total equity
	Ordinary shares	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings (accumulated deficit)	Exchange differences on translation of foreign financial statements	Unrealized gains (losses) on financial assets measured at fair value through other comprehensive income	Unearned Stock-based Employee Compensation	Treasury shares	
Balance at January 1, 2024	\$ 6,028,365	1,364,335	2,144,259	693,165	346,976	(1,557,495)	(17,004)	(40,110)	(82,823)	9,079,668
Net profit	-	-	-	-	35,319	-	-	-	-	35,319
Other comprehensive income	-	-	-	-	12,409	180,082	7,617	-	-	200,108
Total comprehensive income	-	-	-	-	47,728	180,082	7,617	-	-	235,427
Appropriation and distribution of retained earnings:										
Legal reserve appropriated	-	-	-	-	(54,698)	-	-	-	-	-
Cash dividends of ordinary shares	-	-	-	171,042	(171,042)	-	-	-	-	(321,236)
Disposal of a subsidiary	-	-	-	-	(321,236)	(48,373)	-	-	-	(48,373)
Adjustments of capital surplus for the Company's cash dividends distribute to subsidiaries	-	1,210	-	-	-	-	-	-	-	1,210
Compensation cost of employee restricted shares	-	(4,801)	-	-	-	-	-	28,653	-	23,852
Retirement of expired employee restricted shares	-	4,800	-	-	-	-	-	-	-	-
Balance at December 31, 2024	6,024,275	1,364,834	2,198,957	864,207	47,728	(1,425,786)	(9,387)	(11,457)	(82,823)	8,970,548
Net Loss	-	-	-	-	(539,535)	(82,163)	(7,821)	-	-	(539,535)
Other comprehensive income (loss)	-	-	-	-	5,606	(82,163)	(7,821)	-	-	(84,378)
Total comprehensive loss	-	-	-	-	(533,929)	(82,163)	(7,821)	-	-	(623,913)
Appropriation and distribution of retained earnings:										
Legal reserve appropriated	-	-	4,773	-	(4,773)	-	-	-	-	-
Cash dividends of ordinary shares	-	-	-	-	(42,955)	-	-	-	-	(42,955)
Cash distribution from capital surplus	-	(17,132)	-	-	-	-	-	-	-	(17,132)
Changes in equities of the Company's ownership interests in its subsidiaries	-	-	-	-	-	-	-	-	-	604
Adjustments of capital surplus for the Company's cash dividends distribute to subsidiaries	-	604	-	-	-	-	-	-	-	604
Retirement of expired employee restricted shares	-	226	-	-	-	-	-	-	-	226
Compensation cost of employee restricted shares	-	(749)	-	-	-	-	-	8,989	-	8,240
Retirement of equity instruments measured at fair value through other comprehensive income by subsidiaries	(1,851)	1,851	-	-	-	-	-	-	-	-
Balance at December 31, 2025	\$ 6,022,424	1,349,634	2,203,730	864,207	(9,918)	(1,507,949)	(7,290)	(2,468)	(82,823)	8,295,618

See accompanying notes to parent company only financial statements.

(English Translation of Parent Company Only Financial Statements Originally Issued in Chinese)

D-LINK CORPORATION

Statements of Cash Flows

For the years ended December 31, 2025 and 2024

(Expressed in Thousands of New Taiwan Dollars)

	<u>2025</u>	<u>2024</u>
Cash flows from operating activities:		
(Loss) profit before tax	\$ (546,640)	58,236
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expense	44,182	48,145
Amortization expense	45,943	34,247
Expected credit loss (reversal gain)	212	(269)
Net gain on financial assets or liabilities at fair value through profit or loss	(57,749)	(110,817)
Interest expense	5,546	3,118
Interest income	(13,529)	(18,959)
Dividend income	(8,150)	-
Compensation cost of share-based payment transaction	8,240	23,852
Share of loss (profit) of associates accounted for using equity method	484,496	(39,620)
Unrealized gross loss from sales	(4,328)	(86,205)
Loss on disposal of intangible assets	1,643	-
Gain on disposal of property, plan and equipment	-	(95)
Gain on disposal of investments	(2,711)	(48,373)
Impairment loss on non-financial assets	38,000	-
Others	76,783	30,255
Total adjustments to reconcile profit (loss)	<u>618,578</u>	<u>(164,721)</u>
Changes in operating assets and liabilities:		
Decrease (increase) in notes receivable	10,635	(9,720)
(Increase) decrease in accounts receivable	(10,998)	47,773
(Increase) decrease in accounts receivable due from related parties	(560,528)	55,865
(Increase) decrease in other receivable	(11,637)	25,027
Increase in inventories	(57,938)	(45,671)
Decrease (increase) in other current assets	59,368	(10,220)
Increase in other non-current assets	-	(190)
Total changes in operating assets	<u>(571,098)</u>	<u>62,864</u>
Decrease in contract liabilities	(7,650)	(6,957)
(Decrease) increase in notes payable	(575)	499
(Decrease) increase in accounts payable	(136,437)	146,883
(Decrease) increase in accounts payable to related parties	(76,880)	245,543
Decrease in other payable	(30,919)	(24,404)
Decrease in provisions	(37,744)	(21,036)
Increase (decrease) in refund liabilities	1,058	(1,050)
Decrease in other current liabilities	(2,008)	(5,567)
Total changes in operating liabilities	<u>(291,155)</u>	<u>333,911</u>
Total changes in operating assets and liabilities	<u>(862,253)</u>	<u>396,775</u>
Total adjustments	<u>(243,675)</u>	<u>232,054</u>
Cash flows (used in) from operations	(790,315)	290,290
Interest received	13,529	18,959
Dividends received	224,670	299,806
Interest paid	(5,111)	(2,340)
Income taxes paid	(12,979)	(16,126)
Net cash flows (used in) from operating activities	<u>(570,206)</u>	<u>590,589</u>
Cash flows from investing activities:		
Acquisition of financial assets at fair value through other comprehensive income	-	(49,700)
Acquisition of financial assets at fair value through profit or loss	(436,503)	(32,000)
Proceeds from disposal of financial assets at fair value through profit or loss	34,779	-
Acquisition of investments accounted for using equity method	(112,453)	(5,046)
Proceeds from capital reduction of investments accounted for using equity method	1,073,950	-
Acquisition of property, plant and equipment	(31,318)	(26,562)
Proceeds from disposal of property, plant and equipment	-	1,329
Decrease in refundable deposits	1,555	1,416
Acquisition of intangible assets	(72,604)	(41,635)
Increase in prepayments for business facilities	(699)	-
Net cash flows from (used in) investing activities	<u>456,707</u>	<u>(152,198)</u>
Cash flows from financing activities:		
Increase in short-term borrowings	211,927	212,086
(Decrease) increase in other long-term borrowings	(309,320)	50,127
Decrease in guarantee deposits received	(1,941)	(651)
Payment of lease liabilities	(486)	(1,142)
Cash dividends paid	(42,955)	(321,236)
Cash distribution from capital surplus	(17,132)	-
Net cash flows used in financing activities	<u>(159,907)</u>	<u>(60,816)</u>
Net (decrease) increase in cash and cash equivalents	<u>(273,406)</u>	<u>377,575</u>
Cash and cash equivalents at beginning of period	<u>976,025</u>	<u>598,450</u>
Cash and cash equivalents at end of period	<u>\$ 702,619</u>	<u>976,025</u>

See accompanying notes to parent company only financial statements.

D-Link Corporation

“Regulations Governing the Acquisition and Disposal of Assets” Before and After Amendment Comparison Table

After Amendment	Before Amendment	Reason for Amendment
<p>Article 05 Procedure of the acquisition and disposal of real property, equipment, or right-of-use assets:</p> <p>I. Procedures of assessment, operation and authorization</p> <p>(1) If the real property acquired or disposed of by the Company is assessed by the executive unit and the amount is less than NT\$10 million (inclusive), it shall be approved in accordance with the Company sign-off requirements. And the amount is more than NT\$10 million but less than <u>NT\$100 million</u> (inclusive), the approval shall be made by the chairman of the board, and it shall be reported to the board of directors for approval afterwards. If the amount exceeds <u>NT\$100 million</u>, it shall be approved by the audit committee and executed only after the approval of the board of directors.</p> <p>(2) If the equipment acquired or disposed of by the Company,</p>	<p>Article 05 Procedure of the acquisition and disposal of real property, equipment, or right-of-use assets:</p> <p>I. Procedures of assessment, operation and authorization</p> <p>(1) If the real property acquired or disposed of by the Company is assessed by the executive unit and the amount is less than NT\$10 million (inclusive), it shall be approved in accordance with the Company sign-off requirements. And the amount is more than NT\$10 million but less than <u>NT\$ 50 million</u> (inclusive), the approval shall be made by the chairman of the board, and it shall be reported to the board of directors for approval afterwards. If the amount exceeds <u>NT\$ 50 million</u>, it shall be approved by the audit committee and executed only after the approval of the board of directors.</p> <p>(2) If the equipment acquired or disposed of by the Company,</p>	<p>1. The chairman's approval threshold for real property and equipment is raised from NT\$50 million to NT\$100 million; amounts exceeding NT\$100 million are required to be submitted to the audit committee and the board of directors.</p> <p>2. The executive unit is changed from "financial department" to "use department".</p>

<p>the reason shall be stated and be assessed by the executive unit and the amount is less than NT\$10 million (inclusive), it shall be approved in accordance with the Company sign-off requirements. And the amount is more than NT\$10 million but less than <u>NT\$100 million</u> (inclusive), the approval shall be made by the chairman of the board, and it shall be reported to the board of directors for approval afterwards. If the amount exceeds <u>NT\$100 million</u>, it shall be approved by the audit committee and executed only after the approval of the board of directors.</p> <p>II. Executive unit</p> <p>When the Company acquires or disposes of real estate or other fixed assets, it shall submit it for approval in accordance with the Company sign-off requirements in the preceding subparagraph, and then execute it by the <u>use department</u> of the Company or other authorized units.</p> <p>(omitted)</p>	<p>the reason shall be stated and be assessed by the executive unit and the amount is less than NT\$10 million (inclusive), it shall be approved in accordance with the Company sign-off requirements. And the amount is more than NT\$10 million but less than <u>NT\$ 50 million</u> (inclusive), the approval shall be made by the chairman of the board, and it shall be reported to the board of directors for approval afterwards. If the amount exceeds <u>NT\$ 50 million</u>, it shall be approved by the audit committee and executed only after the approval of the board of directors.</p> <p>II. Executive unit</p> <p>When the Company acquires or disposes of real estate or other fixed assets, it shall submit it for approval in accordance with the Company sign-off requirements in the preceding subparagraph, and then execute it by the <u>financial department</u> of the Company or other authorized units.</p> <p>(omitted)</p>	
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<p>Article 06 Procedure of the acquisition and disposal of securities:</p> <p>I. Procedures of assessment, operation and authorization</p> <p>(1) The acquisition and disposal of the Company's long-term equity investments, <u>if the amount is less than NT\$10 million (inclusive), it should be approved in accordance with the Company sign-off requirements.</u> And the amount is more than NT\$10 million but less than <u>NT\$100 million (inclusive), the approval shall be made by the chairman and it shall be reported to the board of directors afterwards. If the amount exceeds NT\$100 million, it shall be approved by the audit committee and executed only after the approval of the board of directors.</u></p> <p>(2) The acquisition and disposal of the Company's short-term securities investments, which are short-term capital allocation, should be approved by the financial director. For other types, those with an amount of less than NT\$10 million (inclusive), shall be subject to the Company sign-off requirements for approval. And the amount is more than NT\$10 million but less than</p>	<p>Article 06 Procedure of the acquisition and disposal of securities:</p> <p>I. Procedures of assessment, operation and authorization</p> <p>(1) The acquisition and disposal of the Company's long-term equity investments, <u>except for long-term equity investments in subsidiaries that directly or indirectly hold more than 90% of the Company shall be approved by the chairman, if the amount is less than NT\$10 million (inclusive), it should be approved by the finance director.</u> And the amount is more than NT\$10 million but less than <u>NT\$ 50 million (inclusive), the approval shall be made by the chairman and it shall be reported to the board of directors afterwards. If the amount exceeds NT\$ 50 million, it shall be approved by the audit committee and executed only after the approval of the board of directors.</u></p> <p>(2) The acquisition and disposal of the Company's short-term securities investments, which are short-term capital allocation, should be approved by the financial director. For other types, those with an amount of less than NT\$10 million</p>	<p>1. The exception for long-term equity investments in subsidiaries with over 90% shareholding is deleted.</p> <p>2. For amounts below NT\$10 million, the approval authority is changed from "finance director" to "Company sign-off requirements".</p> <p>3. The chairman's approval threshold is raised from NT\$50 million to NT\$100 million.</p>
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<p><u>NT\$100 million</u> (inclusive), the approval shall be made by the chairman and it shall be reported to the board of directors afterwards. If the amount exceeds <u>NT\$100 million</u>, it shall be approved by the audit committee and executed only after the approval of the board of directors.</p> <p>(omitted)</p>	<p>(inclusive), shall be subject to the Company sign-off requirements for approval. And the amount is more than NT\$10 million but less than <u>NT\$ 50 million</u> (inclusive), the approval shall be made by the chairman and it shall be reported to the board of directors afterwards. If the amount exceeds <u>NT\$ 50 million</u>, it shall be approved by the audit committee and executed only after the approval of the board of directors</p> <p>(omitted)</p>	
<p>Article 07 Procedure of the acquisition and disposal of intangible assets or right-of-use assets thereof or memberships</p> <p>I. Procedures of assessment, operation and authorization</p> <p>(1) When acquiring or disposing of a membership, relevant price information should be collected in advance, and future value-added and benefits should be taken into consideration in a comprehensive assessment. If the amount of less than NT\$10 million, shall be subject to the Company sign-off requirements for approval. And the amount is more than NT\$10 million but</p>	<p>Article 07 Procedure of the acquisition and disposal of intangible assets or right-of-use assets thereof or memberships</p> <p>I. Procedures of assessment, operation and authorization</p> <p>(1) When acquiring or disposing of a membership, relevant price information should be collected in advance, and future value-added and benefits should be taken into consideration in a comprehensive assessment. If the amount of less than NT\$10 million, shall be subject to the Company sign-off requirements for approval. And the amount is more than NT\$10 million but</p>	

<p>less than <u>NT\$100 million</u> (inclusive), the approval shall be made by the chairman and it shall be reported to the board of directors afterwards. If the amount exceeds <u>NT\$100 million</u>, it shall be approved by the audit committee and the board of directors.</p> <p>(2) When acquiring or disposing of intangible assets or their right-to-use assets, an analysis report shall be prepared and submitted to the chairman with reference to the expert evaluation report, fair market price and a decision on the transaction conditions and transaction price shall be made, and the amount under NT\$10 million shall be subject to the Company sign-off requirements for approval. And the amount is more than NT\$10 million but less than <u>NT\$100 million</u> (inclusive), the approval shall be made by the chairman, and it shall be reported to the board of directors afterwards. If the amount exceeds <u>NT\$100 million</u>, it shall be approved by the audit committee and the board of directors.</p> <p>(omitted)</p>	<p>less than <u>NT\$ 50 million</u> (inclusive), the approval shall be made by the chairman and it shall be reported to the board of directors afterwards. If the amount exceeds <u>NT\$ 50 million</u>, it shall be approved by the audit committee and the board of directors.</p> <p>(2) When acquiring or disposing of intangible assets or their right-to-use assets, an analysis report shall be prepared and submitted to the chairman with reference to the expert evaluation report, fair market price and a decision on the transaction conditions and transaction price shall be made, and the amount under NT\$10 million shall be subject to the Company sign-off requirements for approval. And the amount is more than NT\$10 million but less than <u>NT\$ 50 million</u> (inclusive), the approval shall be made by the chairman, and it shall be reported to the board of directors afterwards. If the amount exceeds <u>NT\$ 50 million</u>, it shall be approved by the audit committee and the board of directors.</p> <p>(omitted)</p>	
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<p>Article 17</p> <p>The Regulations were formulated on May 8, 2003.</p> <p>The 1st amendment was made on June 18, 2010.</p> <p>The 2nd amendment was made on June 10, 2011.</p> <p>The 3rd amendment was made on June 22, 2012.</p> <p>The 4th amendment was made on June 14, 2013.</p> <p>The 5th amendment was made on June 20, 2014.</p> <p>The 6th amendment was made on April 28, 2017.</p> <p>The 7th amendment was made on June 21, 2019.</p> <p>The 8th amendment was made on May 27, 2022.</p> <p><u>The 9th amendment was made on May 25, 2026.</u></p>	<p>Article 17</p> <p>The Regulations were formulated on May 8, 2003.</p> <p>The 1st amendment was made on June 18, 2010.</p> <p>The 2nd amendment was made on June 10, 2011.</p> <p>The 3rd amendment was made on June 22, 2012.</p> <p>The 4th amendment was made on June 14, 2013.</p> <p>The 5th amendment was made on June 20, 2014.</p> <p>The 6th amendment was made on April 28, 2017.</p> <p>The 7th amendment was made on June 21, 2019.</p> <p>The 8th amendment was made on May 27, 2022.</p>	<p>1. Added new amendment date.</p>
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D-Link Corporation

“Rules for the Election of Directors” Before and After Amendment Comparison Table

After Amendment	Before Amendment	Reason for Amendment
<p>Article 6: <u>Prior to</u> the commencement of the election, the Chairperson shall appoint a certain number of scrutineers and vote counters to perform their respective duties; <u>however, scrutineers must be shareholders.</u></p>	<p>Article 6: <u>At</u> the commencement of the election, the Chairperson shall appoint a certain number of scrutineers and vote counters to perform their respective duties.</p>	<p>Revised to reflect actual operational requirements of the Company.</p>
<p>Article 8: (Omitted) <u>Voters must enter the name or business name of the candidate</u> in the "Candidate" column of the ballot. However, when a corporate shareholder is the candidate, the "Candidate" column of the ballot shall list the name of the corporation; alternatively, it may list both the corporate name and the name of its representative. If there are multiple representatives, the names of each representative shall be listed separately.</p>	<p>Article 8: (Omitted) <u>If the candidate is a shareholder, the voter must enter the candidate's registered business name and shareholder account number</u> in the "Candidate" column of the ballot; <u>if the candidate is not a shareholder, the voter must enter the candidate's name and national ID number.</u> However, when a corporate shareholder is the candidate, the "Candidate" column of the ballot shall list the name of the corporation; alternatively, it may list both the corporate name and the name of its representative. If there are multiple representatives, the names of each representative shall be listed separately.</p>	<p>Revised to reflect actual operational requirements of the Company.</p>

<p>Article 9: A ballot shall be invalid if any of the following circumstances apply:</p> <p>(1) A ballot not <u>prepared by the person with the authority to convene the meeting.</u></p> <p>(2) A ballot that is blank when placed in the ballot box.</p> <p>(3) The ballot is illegible due to blurred handwriting <u>or has been altered.</u></p> <p>(4) <u>The candidate's name does not match the list of director candidates upon verification.</u></p> <p>(5) A ballot containing any text other than the <u>name or registered name of the candidate.</u></p> <p>(6) <u>Ballots on which two or more candidates are listed</u></p>	<p>Article 9: A ballot shall be invalid if any of the following circumstances apply:</p> <p>(1) A ballot not <u>prescribed under these Rules.</u></p> <p>(2) A ballot that is blank when placed in the ballot box.</p> <p>(3) The ballot is illegible due to blurred handwriting.</p> <p>(4) <u>Where the candidate is a shareholder, the registered business name or shareholder account number does not match the shareholder register; where the candidate is not a shareholder, the name or national ID number does not match upon verification.</u></p> <p>(5) A ballot containing any text other than the <u>candidate's registered business name (or personal name), shareholder account number (or national ID number), and allocated voting rights.</u></p> <p>(6) <u>Any one of the candidate's registered business name (or personal name) or account number (or national ID number) is left blank, or two or more candidates are listed on the same ballot.</u></p> <p>(7) <u>Any one of the candidate's registered business name (or personal name), account number (or national ID number), or allocated voting rights has been</u></p>	<p>Revised to reflect actual operational requirements of the Company.</p>
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	<u>altered.</u>	
<p>Article 13:</p> <p>These Rules were established on May 31, 2002.</p> <p>The first amendment was made on June 10, 2011.</p> <p>The second amendment was made on June 12, 2015.</p> <p>The third amendment was made on April 28, 2017.</p> <p><u>The fourth amendment was made on May 25, 2026.</u></p>	<p>Article 13:</p> <p>These Rules were established on May 31, 2002.</p> <p>The first amendment was made on June 10, 2011.</p> <p>The second amendment was made on June 12, 2015.</p> <p>The third amendment was made on April 28, 2017.</p>	<p>Added new amendment date.</p>

D-Link Corporation

List of Candidates for Directors (Including Independent Directors)

Nominee Category	Candidate Name	Number of Shares Held	Education	Work Experience	Has the candidate served as an independent director for three consecutive terms / Reason
Director	TSG Tech Holdings Co., Ltd. Representative: Kuo Chin Ho	5,000 shares	Master of Electrical Engineering, National Taiwan University	<p>Experience: CEO and President of Amigo Technology Inc. President of AXUS Microsystems, Inc.</p> <p>Current Positions: Representative of the Legal Person Director of D-Link Taiwan Investment Co., Ltd. Representative of the Legal Person Director of Cameo Communications, Inc. Representative of the Legal Person Chairperson of Yong Rui Investment Co., Ltd. Representative of the Legal Person Director and CSO of the Board of Directors of Amigo Technology Inc. Chairperson of Amit Wireless Inc. Director of D-Link (India) Ltd. Director of D-Link International Pte.Ltd.</p>	NA

Nominee Category	Candidate Name	Number of Shares Held	Education	Work Experience	Has the candidate served as an independent director for three consecutive terms / Reason
Director	TSG Tech Holdings Co., Ltd. Representative: Sung Hsiu Mei	5,000 shares	Department of Applied Business, National Taichung University of Science and Technology	<p>Director of D-Link Holding Co. Ltd. Director of D-Link (Europe) Ltd. Director of D-Link Systems, Inc. Director of D-Link AB Director of D-Link Capital Investment Co.,Ltd. Director of D-Link Holding Mauritius, Inc. Director of D-Link Japan K.K. Director of D-Link Iberia SL. Director of D-Link Mediterraneo SRL.</p> <p>Experience: Associate Vice President, General Administration Division of Amigo Technology Inc. Supervisor of TMP Steel Corporation Finance and Accounting Manager of Hsin Nan Construction Co., Ltd. TAISE Certified Sustainability Manager Alphano International Carbon Asset Manager</p> <p>Current Positions: Representative of the Legal Person Chairperson of Amigo Technology Inc. Representative of the Legal Person Director of Newsoft Technology Corporation Representative of the Legal Person Director of</p>	NA

Nominee Category	Candidate Name	Number of Shares Held	Education	Work Experience	Has the candidate served as an independent director for three consecutive terms / Reason
Director	TSG Tech Holdings Co., Ltd. Representative: Lin Kuan Yu	5,000 shares	Master of Science, Institute of Communications Engineering, National Chiao Tung University Bachelor of Science, Department of Communications Engineering, National Chiao Tung University	Cameo Communications, Inc. Experience: Deputy Manager of Technology, MediaTek Inc. Current Positions: None	NA
Director	Qianjing Investment Co., Ltd. Representative: Wu Tsung Che	5,434,069 shares	Doctor of Philosophy in Finance, Mississippi State University, U.S.A.	Experience: Independent Director / Convener of the Audit Committee of TSG Star Travel Corp. Assistant Professor, Department of Finance, National Chiyai University Assistant Professor, Department of Finance, Chang Jung Christian University Adjunct Assistant Professor, Department of Economics, National Cheng Kung University	NA

Nominee Category	Candidate Name	Number of Shares Held	Education	Work Experience	Has the candidate served as an independent director for three consecutive terms / Reason
				<p>Current Positions: Representative of the Legal Person Chairperson of Cameo Communications, Inc.</p>	
Director	Amigo Technology Inc. Representative: Hsieh Ching Hui	24,000 shares	Master of Business Administration, National Chiao Tung University	<p>Experience: Deputy General Manager of Amigo Technology Inc. Associate Vice President of AI Startup Center of D-Link Corporation Associate Vice President of Amit Wireless Inc.</p> <p>Current Positions: General Manager of Amigo Technology Inc.</p>	NA
Director	Kao Hung Chieh	0	Master of Business Administration, National Chiao Tung University Bachelor of Science, Department of Engineering and System Science,	<p>Experience: Senior Software Engineer of Alpha networks Inc. Project Manager of Tiger Color Inc.</p> <p>Current Positions: Founder/Chairperson of Sixnology Inc. Consultant of Fast Internet Retailing(FIR) Holding Company Limited (HK)</p>	NA

Nominee Category	Candidate Name	Number of Shares Held	Education	Work Experience	Has the candidate served as an independent director for three consecutive terms / Reason
Independent Director	Hsu Chieh	0	National Tsing Hua University Graduate Institute of Finance, Tunghai University Department of Accountancy, National Cheng Kung University	<p>Experience: Manager of Underwriting Department of Horizon Securities Co., Ltd.</p> <p>Current Positions: Chairperson of Rong Ding Capital Management Consultant Co., Ltd. Supervisor of Zung Fu Co., Ltd. Independent Director of Golden Win International CORP. Independent Director of Taiwan Numerical Powers Co., Ltd.</p>	No
Independent Director	Huang Cheng Lin	0	Master's Degree, Department of Wealth and Taxation Management, College of Management, National Kaohsiung University of Science and Technology	<p>Experience: Consultant of Metal Industries Research and Development Centre Executive Director of the Constituency Service Office of Legislator Liu Shih-fang Specialist of the Economic Development Bureau, Kaohsiung City Government</p>	No

Nominee Category	Candidate Name	Number of Shares Held	Education	Work Experience	Has the candidate served as an independent director for three consecutive terms / Reason
Independent Director	Chu Chun Hsiung	0	Master of Law, National Chung Hsing University	<p>Current Positions:None</p> <p>Experience: Director of Hwacom Systems Inc. Independent Director of S-Tech Corp. Director of Panram International Corporation Independent Director of Honey Hope Honesty Enterprise Co., Ltd.</p> <p>Current Positions: Lawyer of Cyuan-Ying Law Office Independent Director of Gloria Material Technology Corp. Independent Director of Panjit International Inc. Independent Director of Huang Long Development Co., Ltd. Director of Kensheng Co., Ltd.</p>	No

D-Link Corporation

List of director concurrent positions in other companies

Position	Name	Release of Directors from non-competition restriction
Legal Person Director	TSG Tech Holdings Co., Ltd.	Legal Person Director of Newsoft Technology Corporation. Legal Person Director of United Fiber Optic Communication Inc. Legal Person Director of Cameo Communications, Inc. Legal Person Director of Amigo Technology Inc.
Representative of Legal Person Director	TSG Tech Holdings Co., Ltd. Representative: Kuo Chin Ho	Representative of the Legal Person Director of Cameo Communications, Inc. Representative of the Legal Person Chairperson of Yong Rui Investment Co., Ltd. Representative of the Legal Person Director and CSO of the Board of Directors of Amigo Technology Inc. Chairperson of Amit Wireless Inc. Director of D-Link (India) Ltd.
Representative of Legal Person Director	TSG Tech Holdings Co., Ltd. Representative: Sung Hsiu Mei	Representative of the Legal Person Chairperson of Amigo Technology Inc. Representative of the Legal Person Director of Newsoft Technology Corporation Representative of the Legal Person Director of Cameo Communications, Inc.
Representative of Legal Person Director	Qianjing Investment Co., Ltd. Representative: Wu Tsung Che	Representative of the Legal Person Chairperson of Cameo Communications, Inc.
Representative of Legal Person Director	Amigo Technology Inc. Representative: Hsieh Ching Hui	General Manager of Amigo Technology Inc.
Independent Director	Hsu Chieh	Chairperson of Rong Ding Capital Management Consultant Co., Ltd. Independent Director of Golden Win International CORP. Independent Director of Taiwan Numerical Powers Co., Ltd.
Independent Director	Chu Chun Hsiung	Independent Director of Gloria Material Technology Corp. Independent Director of Panjit International Inc. Independent Director of Huang Long Development Co., Ltd. Director of Kensheng Co., Ltd.

Appendix

D-Link Corporation

Articles of Incorporation

Chapter 1 General Provision

Article 1 The Company is duly incorporated in accordance with the Company Act and bears the title of D-Link Corporation.

Article 2 The Company is engaged in the following business:

- (1) CC01101 Restrained Telecom Radio Frequency Equipments and Materials Manufacturing
- (2) CC01030 Electric Appliance and Audiovisual Electric Products Manufacturing
- (3) CC01060 Wired Communication Equipment and Apparatus Manufacturing
- (4) CC01110 Computers and Computing Peripheral Equipments Manufacturing
- (5) E605010 Computing Equipments Installation Construction
- (6) E701010 Telecommunications Construction
- (7) E701030 Restrained Telecom Radio Frequency Equipments and Materials Construction
- (8) F113020 Wholesale of Household Appliance
- (9) F113050 Wholesale of Computing and Business Machinery Equipment
- (10) F113070 Wholesale of Telecom Instruments
- (11) F118010 Wholesale of Computer Software
- (12) F213010 Retail Sale of Household Appliance
- (13) F213030 Retail sale of Computing and Business Machinery Equipment
- (14) F213060 Retail Sale of Telecom Instruments
- (15) F218010 Retail Sale of Computer Software
- (16) F401010 International Trade
- (17) F401021 Restrained Telecom Radio Frequency Equipments and Materials Import
- (18) I301010 Software Design Services
- (19) I301020 Data Processing Services
- (20) I301030 Digital Information Supply Services
- (21) I401010 General Advertising Services
- (22) I401020 Leaflet Distribution
- (23) JE01010 Rental and Leasing Business

(24) J303010 Magazine and Periodical Publication

(25) ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3 For the business operation of the Company, the Company authorizes the Directors to invest in other companies of the related industry. The amount of the Company's outward investment shall not be restricted to Article 13 of the Company Law.

Article 4 For the business operation of the Company, the Company may provide guarantees upon approval from the Board of Directors.

Article 5 The Company shall be based in Taipei City, ROC, and shall be free, upon resolution of the Board of Directors and approval of competent authority, to set up branch offices at various locations within and without the territory of ROC.

Article 6 The Company shall make public announcements in accordance with Article 28 of the Company Act.

Chapter 2 Shareholding

Article 7 The total capital of the Company shall be NTD8.8 billion, divided into 880 million shares with a par value of NT\$10 per share, and may be paid-up in installments. Matters related to issuance of new shares shall be determined by the Board. The Corporation may issue employee stock options. A total of NTD 750 million from the above capital shall be divided into 75,000,000 shares, reserved for issuing employee stock options, and may be paid-up in installments.

Article 7-1 The employees who are entitled to the transfer or distribution of the treasury stock bought back by the Company, share subscription warrant issued to employees, issued new shares for capital increase and restricted stock must be employees of the subsidiary companies meeting certain criteria. The Board is authorized to determine such criteria.

Article 8 The stock shares of the company are registered shares. They shall be signed by Directors representing the Company or affixed with seals thereof and shall be duly certified or authenticated by the competent authority or a certifying institution appointed by the competent authority before issuance thereof.

The Company may be exempted from printing any share certificate for the shares issued but shall appoint a centralized securities custody enterprise/ institution to make recordation of the issue of such shares.

Article 9 The matters regarding stock affairs shall proceed in accordance with stipulation of "Regulations Governing the Administration of Shareholder Services of Public Companies" and other relevant laws and regulations issued by the securities authorities.

Article 10 The entries in the Company's shareholders' rosters shall not be altered within 60 days before regular shareholders meeting, or 30 days before temporary shareholders meeting, or 5 days before the company decides to distribute stock dividends or other interest.

Chapter 3 Shareholders' Meeting

Article 11 The General Meeting of shareholders is consisted of regular sessions and special sessions. Regular session will be convened once a year within 6 months after close of each fiscal year, and the shareholders shall be informed thereof 30 days prior to the meeting. Special session will be called for at any time as necessary, and the shareholders shall be informed thereof 15 days prior to the meeting. The meeting of shareholders may be held by video conference or other methods announced by the central competent authority. A shareholder who participates in a meeting by video conference shall be deemed to be present in person.

The date, venue and cause(s) or subject(s) of the preceding meetings to be convened shall be indicated in the meeting notice to be given to shareholders.

The Board shall call for the meeting unless otherwise specified in the Company Act.

Article 12 During shareholders meeting, The Chairman shall preside the shareholders' meeting. In case the Chairman is absent, the Chairman shall designate one Director to act on his behalf. In the absence of such a designation, the Directors shall elect from among themselves an acting chairman.

Article 13 At a Shareholders' Meeting, a form of proxy printed by the company with expressly statement of authorization scope, can be presented for proxy to attend the Shareholders' Meeting. The attendance of Shareholders shall be handled not only in accordance with Company Act, but also the provisions in "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies" released by competent authorities.

Article 14 Except in the circumstances otherwise provided for in other law and regulations, a shareholder shall have one voting power in respect of each share in his/her/its possession.

Article 15 Except for other stipulations of Company Act, the resolutions of shareholders' meeting shall be approved for execution with favorable votes by more than half of participating shareholders representing total issued shares of the company in shareholders meeting.

Article 16 Matters relating to the resolutions of a Shareholders' Meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after

the conclusion of the meeting. The aforementioned distribution of meeting minutes shall be handled in accordance to relevant law and regulations. The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their results, and shall be retained for the duration of the existence of this Company. The attendance list bearing the signatures of shareholders present at the meeting and the powers of attorney of the proxies shall be kept by the company for a minimum period of at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

Chapter 4 Director

- Article 17 The Company shall establish 7 to 9 Directors who shall be elected by the shareholders' meeting from among the persons with disposing capacity. The term of office of a Director shall be three years; but he/she may be eligible for re-election. Among the aforementioned number of Directors, there shall be at least 3 Independent Directors. In accordance with Article 192-1 of Company Act, the elections for Directors of the company shall be done by nomination system with candidates. The Independent Directors' qualification, shareholding and other business limit, nomination, mean of election, and other matters to be comply with shall be executed by relevant law and regulations provided for by the competent authority in charge of securities affairs. Independent Directors and Non-Independent Directors shall be elected during the same voting session, and have votes allocated separately.
- Article 18 If there is a shortfall of one-third of Directors, the Board of Directors shall convene a Shareholders' Meeting for the by-election. The tenure of succeeding Directors shall have expired at the end of the original service period.
- Article 19 In case no election of new Directors is effected after expiration of the term of office of existing Directors, the term of office of out-going Directors shall be extended until the time new Directors have been elected and assumed their office.
- Article 20 The board shall be formed by Directors and shall appoint one Chairman and may appoint a Vice Chairman during a board meeting with more than two-thirds of Directors present, and with the support of more than half of all attending Directors. The Chairman shall represent the company externally, preside the shareholders' meeting, the meeting of the board of directors internally, and handle all matters of the Company in accordance with the law and regulations, Article of Incorporation, and resolutions of Shareholders' and Board Meeting.
- Article 21 The operation and other important matters of the Company shall be resolved by the board of Directors. Except for the meetings that shall be convened in accordance with Article 203 or 203-1 of the Company Act, all other Board Meetings shall be convened and presided by the Chairman. If the Chairperson is on leave or unable to fulfill his functional duties for any reason, matter regarding

the appointee shall be handled in accordance with Article 208 of the Company Act. The Chairman shall attend the Board Meetings in person. If a Board Meeting is convened by way of video conference, those who participate in the meeting using video conferencing are considered to have attended the meeting in person. In case a Director appoints another director to attend the meeting his/her behalf, he shall issue a written proxy and state therein the scope of authority with reference to the subjects to be discussed at the meeting. A director may accept the appointment to act as the proxy of one other director only.

Article 21-1 In calling a meeting of the Board of Directors, a notice shall be given to each Director no later than 7 days prior to the scheduled meeting date. In the case of emergency, a meeting of the Board of Directors may be convened at any time. The notice set forth in the preceding paragraph may be effected by means of written documents, E-mail, or facsimile.

Article 22 Unless otherwise regulated by the Company Act, the Board's resolutions are passed only if more than half of the total Board members are present in a meeting, and with more than half of attending Directors voting in favor.

Article 23 Resolutions adopted at a Board Meeting shall be recorded in the minutes of the meeting, which shall be affixed with the signature or seal of the Chairman of the Board and shall be distributed to all Directors of the Company within 20 days after the close of the meeting. The resolutions of the board meeting shall be recorded in the minutes. Such minutes, together with the attendance list and proxies, shall be filed and kept at the Company, and be stipulated by Article 183 of the Company Act.

Article 24 The Company has set up an Audit Committee pursuant to Article 14-4 of the Securities and Exchange Act. The Audit Committee shall perform the duties of the Supervisors stipulated by the Company Act, Securities and Exchange Act, and other regulations. Audit Committee shall consist of all Independent Directors.

Article 24-1 The Board of Directors shall be authorized to determine the remuneration and transportation allowance to all the Directors based on the standard generally adhered by other firms of the same trade.

Chapter 5 Organization and Management

Article 25 The Company may several managers. The appointment, discharge and the remuneration of the managerial personnel shall be decided in accordance with Article 29 of the Company Act.

Chapter 6 Financial Statement

Article 26 The fiscal year for the Company shall be from January 1 of each year to December

31 of the same year. After the close of each fiscal year, reports shall be prepared by the Board of Directors, and submitted to the General Shareholders' Meeting for acceptance.

Article 27 Based on the profit of the year (where "profit of the year" refers to the net income before tax of the year deducting the amounts allocated for employees' and directors' remuneration), the Company shall appropriate 1%~15% of the profit of the year as remuneration to employees, no more than 1% of the profit as remuneration to directors, and no less than 0.5% of the profit of the year as remuneration to junior staff.

However, profits must first be taken to offset against cumulative losses if any. Employees' remuneration may be paid in shares or cash and to employees of affiliated companies that satisfy certain criteria. This certain criteria may be determined under the Board's authority.

The preceding two paragraphs shall be determined by a majority of the Directors at a meeting attended by two-thirds or more of the total number of Directors and then reported to the Shareholders' Meeting.

Article 27-1 In response to the overall business environment and the nature of industrial growth, the Company's long-term financial planning, recruitment of domestic and foreign talents, and pursuit of sustainable business operations, the Company adopts a residual dividend policy. The Company's annual profit, if any, shall be distributed in the following order:

- (1) Tax payment
- (2) Set off accumulated deficits
- (3) Appropriate 10% as legal reserve
- (4) Appropriate or return to special reserve pursuant to regulations formulated by the competent authority
- (5) If there is a surplus after the preceding deductions, the balance and the accumulated undistributed surplus will be determined by the Board for distribution. Shall the remuneration be distributed in form of new shares, such matter shall be resolved by the Shareholders' Meeting before distribution thereof. The total amount of shareholder dividends shall be no less than 30% of the distributable profit of the year.

As stipulated by Article 240 and 241 of the Company Act, the Company may distribute the dividends to be distributed, or all or part of the legal reserve and capital reserve in form of cash and report to the Shareholders' Meeting, after such matter has been determined by a majority of the Directors at a meeting attended

by two-thirds or more of the total number of Directors.

Dividend types: Based on the Company's capital budget plan, stock dividends may be distributed to retain the required funds, and the rest are distributed in in form of cash, provided that the cash dividends are not less than 10% of the total dividends.

Chapter 7 Supplementary Provisions

Article 28 The Company's foundation principles and operational regulations shall be established separately by the board of directors.

Article 29 Any matters that are addressed in the Articles of Incorporation shall be governed by The Company Act and other relevant laws.

Article 30 This Article of Incorporation was constituted on June 8, 1987.

Amendment for the 1st instance: April 30, 1989

Amendment for the 2nd instance: September 20, 1989

Amendment for the 3rd instance: January 6, 1990

Amendment for the 4th instance: May 27, 1990

Amendment for the 5th instance: June 21, 1990

Amendment for the 6th instance: February 21, 1991

Amendment for the 7th instance: April 20, 1991

Amendment for the 8th instance: May 9, 1992

Amendment for the 9th instance: June 13, 1992

Amendment for the 10th instance: April 10, 1993

Amendment for the 11th instance: April 23, 1994

Amendment for the 12th instance: April 14, 1995

Amendment for the 13th instance: May 17, 1996

Amendment for the 14th instance: April 25, 1997

Amendment for the 15th instance: May 8, 1998

Amendment for the 16th instance: May 27, 1999

Amendment for the 17th instance: May 25, 2000

Amendment for the 18th instance: May 31, 2002

Amendment for the 19th instance: May 8, 2003

Amendment for the 20th instance: May 28, 2004

Amendment for the 21st instance: June 17, 2005

Amendment for the 22nd instance: June 9, 2006

Amendment for the 23rd instance: June 8, 2007

Amendment for the 24th instance: June 13 2008

Amendment for the 25th instance: June 19, 2009

Amendment for the 26th instance: June 18, 2010

Amendment for the 27th instance: June 10, 2011

Amendment for the 28th instance: June 22, 2012

Amendment for the 29th instance: June 20, 2014

Amendment for the 30th instance: June 17, 2016

Amendment for the 31st instance: April 28, 2017

Amendment for the 32nd instance: June 21, 2019

Amendment for the 33rd instance: June 15, 2020

Amendment for the 34th instance: May 27, 2022

Amendment for the 35th instance: May 27, 2025

Issues that are not fully addressed in this Articles of Incorporation shall be handled in accordance with the Company Act.

D-Link Corporation

Rules and Procedures of Shareholders' Meetings

Article 1 The rules of procedures for D-Link Corporation (“the Company”)’s shareholders meetings, except as otherwise provided by law, shall be handled in accordance with these Rules.

Article 2 Unless otherwise provided by law or regulation, the Company's shareholders meetings shall be convened by the board of directors.

Changes to how the Company convenes shareholders meeting shall be resolved by the board of directors, and shall be made no later than mailing of the shareholders meeting notice.

The Company shall prepare electronic versions of the shareholders meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors, and upload those to the Market Observation Post System (MOPS) before 30 days of a regular shareholders meeting or 15 days of a special shareholders meeting. The Company shall prepare electronic versions of the shareholders meeting agenda and supplemental meeting materials and upload those to the MOPS before 21 days of the regular shareholders meeting or 15 days of the special shareholders meeting. Before 15 days before the date of the shareholders meeting, the Company shall also have prepared the shareholders meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby.

The Company shall make the meeting agenda and supplemental meeting materials in the preceding paragraph available to shareholders for review in the following manner on the date of the shareholders meeting:

1. For physical shareholders meetings, to be distributed on-site at the meeting.
2. For hybrid shareholders meetings, to be distributed on-site at the meeting and shared on the virtual meeting platform.
3. For virtual-only shareholders meetings, electronic files shall be shared on the virtual meeting platform.

The reasons for convening a shareholders meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form.

Election or dismissal of directors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with the company by directors, earnings distributed in the form of new shares, reserve distributed in the form of new shares, the dissolution, merger, or demerger of the corporation, or any matter under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities Exchange Act, Articles 56-1 and 60-2 of the Regulations Governing the

Offering and Issuance of Securities by Securities Issuers shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders meeting. None of the above matters may be raised by an extraordinary motion.

Where re-election of all directors as well as their inauguration date is stated in the notice of the reasons for convening the shareholders meeting, after the completion of the re-election in the said meeting, such inauguration date may not be altered by any extraordinary motion or otherwise in the same meeting.

A shareholder holding one percent or more of the total number of issued shares may submit to the Company a proposal for discussion at a regular shareholders meeting. The number of proposal is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. When the circumstances of any subparagraph of Article 172-1, paragraph 4 of the Company Act apply to a proposal put forward by a shareholder, the Board of Directors may exclude it from the agenda.

A shareholder may propose a recommendation for urging the corporation to promote public interests or fulfill its social responsibilities, provided procedurally the number of items so proposed is limited only to one in accordance with Article 172-1 of the Company Act, and no proposal containing more than one item will be included in the meeting agenda.

Prior to the book closure date before a regular shareholders meeting is held, this Corporation shall publicly announce its acceptance of shareholder proposals in writing or electronically, and the location and time period for their submission; the period for submission of shareholder proposals may not be less than 10 days.

Shareholder-submitted proposals are limited to 300 words, and no proposal containing more than 300 words will be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the regular shareholders meeting and take part in discussion of the proposal.

Prior to the date for issuance of notice of a shareholders meeting, the Company shall inform the shareholders who submitted proposals of the proposal screening results, and shall list in the meeting notice the proposals that conform to the provisions of this article. At the shareholders meeting the Board of Directors shall explain the reasons for exclusion of any shareholder proposals not included in the agenda.

Article 3 For each shareholders meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Company and stating the scope of the proxy's authorization.

A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders meeting, and shall deliver the proxy form to the Company before five days before the date of the shareholders meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.

After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in person or to exercise voting rights by

correspondence or electronically, a written notice of proxy cancellation shall be submitted to the Company before two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

If, after a proxy form is delivered to the Company, a shareholder wishes to attend the shareholders meeting online, a written notice of proxy cancellation shall be submitted to the Company two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

Article 4 The venue for a shareholders meeting shall be the premises of the Company, or a place easily accessible to shareholders and suitable for a shareholders meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m. Full consideration shall be given to the opinions of the independent directors with respect to the place and time of the meeting.

The restrictions on the place of the meeting shall not apply when the Company convenes a virtual-only shareholders meeting.

Article 5 The Company shall specify in its shareholders meeting notices the time during which attendance registrations for shareholders, solicitors and proxies (collectively "shareholders") will be accepted, the place to register for attendance, and other matters for attention.

The time during which shareholder attendance registrations will be accepted shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations. For virtual shareholders meetings, shareholders may begin to register on the virtual meeting platform 30 minutes before the meeting starts. Shareholders completing registration will be deemed as attend the shareholders meeting in person.

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

This Corporation shall furnish attending shareholders with the meeting agenda book, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors, pre-printed ballots shall also be furnished.

When the government or a juristic person is a shareholder, it may be represented by more than one representative at a shareholders meeting. When a juristic person is appointed to attend as proxy, it may designate only one person to

represent it in the meeting.

In the event of a virtual shareholders meeting, shareholders wishing to attend the meeting online shall register with the Company two days before the meeting date.

In the event of a virtual shareholders meeting, the Company shall upload the meeting agenda book, annual report and other meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

- Article 6 To convene a virtual shareholders meeting, the Company shall include the follow particulars in the shareholders meeting notice:
1. How shareholders attend the virtual meeting and exercise their rights.
 2. Actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events, at least covering the following particulars:
 - (1) To what time the meeting is postponed or from what time the meeting will resume if the above obstruction continues and cannot be removed, and the date to which the meeting is postponed or on which the meeting will resume.
 - (2) Shareholders not having registered to attend the affected virtual shareholders meeting shall not attend the postponed or resumed session.
 - (3) In case of a hybrid shareholders meeting, when the virtual meeting cannot be continued, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue. The shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, and the shareholders attending the virtual meeting online shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders meeting.
 - (4) Actions to be taken if the outcome of all proposals have been announced and extraordinary motion has not been carried out.

To convene a virtual-only shareholders meeting, appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders meeting online shall be specified.

- Article 7 If a shareholders meeting is convened by the board of directors, the meeting shall be chaired by the chairperson of the board. When the chairperson of the board is on leave or for any reason unable to exercise the powers of the chairperson, the vice chairperson shall act in place of the chairperson; if there is no vice chairperson or the vice chairperson also is on leave or for any reason

unable to exercise the powers of the vice chairperson, the chairperson shall appoint one of the managing directors to act as chair, or, if there are no managing directors, one of the directors shall be appointed to act as chair. Where the chairperson does not make such a designation, the managing directors or the directors shall select from among themselves one person to serve as chair.

When a managing director or a director serves as chair, as referred to in the preceding paragraph, the managing director or director shall be one who has held that position for six months or more and who understands the financial and business conditions of the company. The same shall be true for a representative of a juristic person director that serves as chair.

It is advisable that shareholders meetings convened by the Board of Directors be chaired by the chairperson of the board in person and attended by a majority of the directors, at least one supervisor in person, and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes.

If a shareholders meeting is convened by a party with power to convene but other than the board of directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves.

The Company may appoint its attorneys, certified public accountants, or related persons retained by it to attend a shareholders meeting in a non-voting capacity.

Article 8 The Company shall make an audio or video recording of the proceedings of the shareholders meeting.

The recorded materials of the preceding paragraph shall be retained for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

Where a shareholders meeting is held online, the Company shall keep records of shareholder registration, sign-in, check-in, questions raised, votes cast and results of votes counted by the Company, and continuously audio and video record, without interruption, the proceedings of the virtual meeting from beginning to end.

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

Article 9 Attendance at shareholders meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in, and the shares checked in on the virtual meeting platform, plus the number of shares whose voting rights are exercised by correspondence or electronically.

The chair shall call the meeting to order at the appointed meeting time and disclose information concerning the number of nonvoting shares and number of shares represented by shareholders attending the meeting.

However, when the attending shareholders do not represent a majority of the

total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than one hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned. In the event of a virtual shareholders meeting, the Company shall also declare the meeting adjourned at the virtual meeting platform.

If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within one month. In the event of a virtual shareholders meeting, shareholders intending to attend the meeting online shall re-register to the Company in accordance with Article 5.

When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders meeting pursuant to Article 174 of the Company Act.

Article 10

If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. Votes shall be cast on each separate proposal in the agenda. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.

The provisions of the preceding paragraph apply mutatis mutandis to a shareholders meeting convened by a party with the power to convene that is not the board of directors.

The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the shareholders meeting. If the chair declares the meeting adjourned in violation of the rules of procedure, the other members of the board of directors shall promptly assist the attending shareholders in electing a new chair in accordance with statutory procedures, by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting.

The chair shall allow ample opportunity during the meeting for explanation and discussion of proposals and of amendments or extraordinary motions put forward by the shareholders; when the chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed, call for a vote, and schedule sufficient time for voting.

Article 11

Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair.

A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the

speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.

Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.

When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation.

When a juristic person shareholder appoints two or more representatives to attend a shareholders meeting, only one of the representatives so appointed may speak on the same proposal.

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

Where a virtual shareholders meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting open until the chair declaring the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. The regulations in paragraphs 1 to 5 do not apply.

As long as questions so raised in accordance with the preceding paragraph are not in violation of the regulations or beyond the scope of a proposal, it is advisable the questions be disclosed to the public at the virtual meeting platform.

Article 12 Voting at a shareholders meeting shall be calculated based the number of shares.

With respect to resolutions of shareholders meetings, the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares.

When a shareholder is an interested party in relation to an agenda item, and there is the likelihood that such a relationship would prejudice the interests of the Company, that shareholder may not vote on that item, and may not exercise voting rights as proxy for any other shareholder.

The number of shares for which voting rights may not be exercised under the preceding paragraph shall not be calculated as part of the voting rights represented by attending shareholders.

With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed three percent of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.

Article 13 A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares in accordance

with the law.

When the Company holds a shareholder meeting, it shall adopt exercise of voting rights by electronic means and may adopt exercise of voting rights by correspondence. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders meeting notice. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting.

A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to the Company before two days before the date of the shareholders meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent.

After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders meeting in person or online, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to the Company, by the same means by which the voting rights were exercised, before two business days before the date of the shareholders meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders meeting, the voting rights exercised by the proxy in the meeting shall prevail.

Except as otherwise provided in the Company Act and in the Company's articles of incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.

When there is an amendment or an alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When any one among

them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.

Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of the Company.

Vote counting for shareholders meeting proposals or elections shall be conducted in public at the place of the shareholders meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote.

When the Company convenes a virtual shareholders meeting, after the chair declares the meeting open, shareholders attending the meeting online shall cast votes on proposals and elections on the virtual meeting platform before the chair announces the voting session ends or will be deemed abstained from voting.

In the event of a virtual shareholders meeting, votes shall be counted at once after the chair announces the voting session ends, and results of votes and elections shall be announced immediately.

When the Company convenes a hybrid shareholders meeting, if shareholders who have registered to attend the meeting online in accordance with Article 5 decide to attend the physical shareholders meeting in person, they shall revoke their registration two days before the shareholders meeting in the same manner as they registered. If their registration is not revoked within the time limit, they may only attend the shareholders meeting online.

When shareholders exercise voting rights by correspondence or electronic means, unless they have withdrawn the declaration of intent and attended the shareholders meeting online, except for extraordinary motions, they will not exercise voting rights on the original proposals or make any amendments to the original proposals or exercise voting rights on amendments to the original proposal.

Article 14 The election of directors or independent directors at a shareholders meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names of those elected as directors and independent directors and the numbers of votes with which they were elected, and the names of directors and independent directors not elected and number of votes they received.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody

for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

Article 15 Matters relating to the resolutions of a shareholders meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form.

The Company may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the MOPS.

The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their voting results (including the number of voting rights), and disclose the number of voting rights won by each candidate in the event of an election of directors or independent directors. The minutes shall be retained for the duration of the existence of the Company.

Where a virtual shareholders meeting is convened, in addition to the particulars to be included in the meeting minutes as described in the preceding paragraph, the start time and end time of the shareholders meeting, how the meeting is convened, the chair's and secretary's name, and actions to be taken in the event of disruption to the virtual meeting platform or participation in the meeting online due to natural disasters, accidents or other force majeure events, and how issues are dealt with shall also be included in the minutes.

When convening a virtual-only shareholder meeting, other than compliance with the requirements in the preceding paragraph, the Company shall specify in the meeting minutes alternative measures available to shareholders with difficulties in attending a virtual-only shareholders meeting online

Article 16 On the day of a shareholders meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation, the number of shares represented by proxies and the number of shares represented by shareholders attending the meeting by correspondence or electronic means, and shall make an express disclosure of the same at the place of the shareholders meeting. In the event a virtual shareholders meeting, the Company shall upload the above meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.

During the Company's virtual shareholders meeting, when the meeting is called to order, the total number of shares represented at the meeting shall be disclosed

on the virtual meeting platform. The same shall apply whenever the total number of shares represented at the meeting and a new tally of votes is released during the meeting.

If matters put to a resolution at a shareholders meeting constitute material information under applicable laws or regulations or under Taiwan Stock Exchange Corporation regulations, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.

Article 17 Staff handling administrative affairs of a shareholders meeting shall wear identification cards or arm bands.

The chair may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor".

At the place of a shareholders meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by the Company, the chair may prevent the shareholder from so doing.

When a shareholder violates the rules of procedure and defies the chair's correction, obstructing the proceedings and refusing to heed calls to stop, the chair may direct the proctors or security personnel to escort the shareholder from the meeting.

Article 18 When a meeting is in progress, the chair may announce a break based on time considerations. If a force majeure event occurs, the chair may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.

If the meeting venue is no longer available for continued use and not all of the items (including extraordinary motions) on the meeting agenda have been addressed, the shareholders meeting may adopt a resolution to resume the meeting at another venue.

A resolution may be adopted at a shareholders meeting to defer or resume the meeting within five days in accordance with Article 182 of the Company Act.

Article 19 In the event of a virtual shareholders meeting, the Company shall disclose real-time results of votes and election immediately after the end of the voting session on the virtual meeting platform according to the regulations, and this disclosure shall continue at least 15 minutes after the chair has announced the meeting adjourned.

Article 20 When the Company convenes a virtual-only shareholders meeting, both the chair and secretary shall be in the same location.

Article 21

In the event of a virtual shareholders meeting, when declaring the meeting open, the chair shall also declare, unless under a circumstance where a meeting is not required to be postponed to or resumed at another time under Article 44-20, paragraph 4 of the Regulations Governing the Administration of Shareholder Services of Public Companies, if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events before the chair has announced the meeting adjourned, and the obstruction continues for more than 30 minutes, the meeting shall be postponed to or resumed on another date within five days, in which case Article 182 of the Company Act shall not apply.

For a meeting to be postponed or resumed as described in the preceding paragraph, shareholders who have not registered to participate in the affected shareholders meeting online shall not attend the postponed or resumed session.

For a meeting to be postponed or resumed under the first paragraph, the number of shares represented by, and voting rights and election rights exercised by the shareholders who have registered to participate in the affected shareholders meeting and have successfully signed in the meeting, but do not attend the postpone or resumed session, at the affected shareholders meeting, shall be counted towards the total number of shares, number of voting rights and number of election rights represented at the postponed or resumed session.

During a postponed or resumed session of a shareholders meeting held under the first paragraph, no further discussion or resolution is required for proposals for which votes have been cast and counted and results have been announced, or list of elected directors and supervisors.

When the Company convenes a hybrid shareholders meeting, and the virtual meeting cannot continue as described in first paragraph, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, still meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue, and not postponement or resumption thereof under the second paragraph is required.

Under the circumstances where a meeting should continue as in the preceding paragraph, the shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, provided these shareholders shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders meeting.

When postponing or resuming a meeting according to the first paragraph, the

Company shall handle the preparatory work based on the date of the original shareholders meeting in accordance with the requirements listed under Article 44-20, paragraph 7 of the Regulations Governing the Administration of Shareholder Services of Public Companies.

For dates or period set forth under Article 12, second half, and Article 13, paragraph 3 of Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, and Article 44-5, paragraph 2, Article 44-15, and Article 44-17, paragraph 1 of the Regulations Governing the Administration of Shareholder Services of Public Companies, this Corporations shall handle the matter based on the date of the shareholders meeting that is postponed or resumed under the first paragraph.

Article 22 These Rules shall take effect after having been submitted to and approved by a shareholders meeting. Subsequent amendments thereto shall be effected in the same manner.

These Rules was constituted on May 31, 2023.

Amendment for the 1st instance: May 27, 2025.

D-Link Corporation

Regulations Governing the Acquisition and Disposal of Assets (Before amendment)

- Article 1 These Regulations are adopted in accordance with the provisions of Article 36-1 of the Securities and Exchange Act ("the Act") and Regulations Governing the Acquisition and Disposal of Assets by Public Companies ("the Regulations").
- Article 2 The term "assets" as used in these Regulations includes the following:
- I. Investments in stocks, government bonds, corporate bonds, financial bonds, securities representing interest in a fund, depositary receipts, call (put) warrants, beneficial interest securities, and asset-backed securities.
 - II. Real property (including land, houses and buildings, investment property, and construction enterprise inventory) and equipment Memberships.
 - III. Patents, copyrights, trademarks, franchise rights, and other intangible assets.
 - IV. Right-of-use assets.
 - V. Claims of financial institutions (including receivables, bills purchased and discounted, loans, and overdue receivables).
 - VI. Derivatives.
 - VII. Assets acquired or disposed of in connection with mergers, demergers, acquisitions, or transfer of shares in accordance with law.
 - VIII. Other major assets.
- Article 3 Terms used in these Regulations are defined as follows:
- I. Derivatives: Forward contracts, options contracts, futures contracts, leverage contracts, or swap contracts, whose value is derived from a specified interest rate, financial instrument price, commodity price, foreign exchange rate, index of prices or rates, credit rating or credit index, or other variable; or hybrid contracts combining the above contracts; or hybrid contracts or structured products containing embedded derivatives. The term "forward contracts" does not include insurance contracts, performance contracts, after-sales service contracts, long-term leasing contracts, or long-term purchase (sales) contracts.
 - II. Assets acquired or disposed through mergers, demergers, acquisitions, or transfer of shares in accordance with law: Refers to assets acquired or disposed through mergers, demergers, or acquisitions conducted under the Business Mergers and Acquisitions Act, Financial Holding Company Act, Financial Institution Merger Act and other acts, or to transfer of shares from another company through issuance of new shares of its own as the

consideration therefor (hereinafter "transfer of shares") under Article 156-3 of the Company Act.

- III. Related party or subsidiary: As defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers.
- IV. Professional appraiser: Refers to a real property appraiser or other person duly authorized by law to engage in the value appraisal of real property or equipment.
- V. Date of occurrence: Refers to the date of contract signing, date of payment, date of consignment trade, date of transfer, dates of boards of directors resolutions, or other date that can confirm the counterpart and monetary amount of the transaction, whichever date is earlier; provided, for investment for which approval of the competent authority is required, the earlier of the above date or the date of receipt of approval by the competent authority shall apply.
- VI. Mainland China area investment: Refers to investments in the mainland China area approved by the Ministry of Economic Affairs Investment Commission or conducted in accordance with the provisions of the Regulations Governing Permission for Investment or Technical Cooperation in the Mainland Area.
- VII. Securities exchange: "Domestic securities exchange" refers to the Taiwan Stock Exchange Corporation; "foreign securities exchange" refers to any organized securities exchange market that is regulated by the competent securities authorities of the jurisdiction where it is located.
- VIII. Over-the-counter venue ("OTC venue", "OTC"): "Domestic OTC venue" refers to a venue for OTC trading provided by a securities firm in accordance with the Regulations Governing Securities Trading on the Taipei Exchange; "foreign OTC venue" refers to a venue at a financial institution that is regulated by the foreign competent authority and that is permitted to conduct securities business.
- IX. The most current financial statements: refer to the financial statements audited and attested or reviewed by a certified public accountant (CPA) before the Company acquires or disposes of assets.

Article 4 Professional appraisers and their officers, certified public accounts, attorneys, and securities underwriters that the Company with appraisal reports, certified public accountant's opinions, attorney's opinions, or underwriter's opinions should meet the following requirements:

- I. May not have previously received a final and unappealable sentence to imprisonment for 1 year or longer for a violation of the Regulations, the Company Act, the Banking Act of The Republic of China, the Insurance Act, the Financial Holding Company Act, or the Business Entity Accounting Act, or for

fraud, breach of trust, embezzlement, forgery of documents, or occupational crime. However, this provision does not apply if 3 years have already passed since completion of service of the sentence, since expiration of the period of a suspended sentence, or since a pardon was received.

- II. May not be a related party or de facto related party of any party to the transaction.
- III. If the Company is required to obtain appraisal reports from two or more professional appraisers, the different professional appraisers or appraisal officers may not be related parties or de facto related parties of each other.

When issuing an appraisal report or opinion, the personnel referred to in the preceding paragraph shall comply with the self-regulatory rules of their respective trade associations and the following:

- I. Prior to accepting a case, they should prudently assess their own professional capabilities, practical experience, and independence.
- II. When executing a case, they should appropriately plan and execute adequate working procedures, in order to produce a conclusion and use the conclusion as the basis for issuing the report or opinion. The related working procedures, data collected, and conclusion should be fully and accurately specified in the case working papers.
- III. They should undertake an item-by-item evaluation of the appropriateness and reasonableness of the sources of data used, the parameters, and the information, as the basis for issuance of the appraisal report or the opinion.
- IV. They should issue a statement attesting to the professional competence and independence of the personnel who prepared the report or opinion, and that they have evaluated and found that the information used is appropriate and reasonable, and that they have complied with applicable laws and regulations.

Article 5 Procedure of the acquisition and disposal of real property, equipment, or right-of-use assets:

- I. Procedures of assessment, operation and authorization
 - i. If the real property acquired or disposed of by the Company is assessed by the executive unit and the amount is less than NT\$10 million (inclusive), it shall be approved in accordance with the Company sign-off requirements. And the amount is more than NT\$10 million but less than NT\$ 50 million (inclusive), the approval shall be made by the chairman of the board, and it shall be reported to the board of directors for approval afterwards. If the amount exceeds NT\$ 50 million, it shall be approved by the audit committee and executed only after the approval of the board of directors.
 - ii. If the equipment acquired or disposed of by the Company, the reason shall be stated and be assessed by the executive unit and the amount is less

than NT\$10 million (inclusive), it shall be approved in accordance with the Company sign-off requirements. And the amount is more than NT\$10 million but less than NT\$ 50 million (inclusive), the approval shall be made by the chairman of the board, and it shall be reported to the board of directors for approval afterwards. If the amount exceeds NT\$ 50 million, it shall be approved by the audit committee and executed only after the approval of the board of directors.

- iii. The Company and its subsidiaries shall not be limited in the amount of assets acquired or disposed of if the assets are for business purposes, such as property, equipment or assets with rights of use.
- iv. The Company and its subsidiaries may individually purchase real estate and right-of-use assets that are not for business use and the amount is limited to 20% of the paid-in capital.
- v. The acquisition or disposal of assets by the Company shall be approved by the audit committee in accordance with these regulations or other laws and shall be approved by the resolution of the board of directors. If the action of the aforementioned has not received approval from more than one-half of all members of the audit committee, it may be carried out with approval of two-thirds of all directors, and the resolution of the audit committee shall be recorded in the minutes of the Board of Directors' meeting.

II. Executive unit

When the Company acquires or disposes of real estate or other fixed assets, it shall submit it for approval in accordance with the Company sign-off requirements in the preceding subparagraph, and then execute it by the financial department of the Company or other authorized units.

- III. The appraisal report for real property, equipment, or right-of-use assets
- In acquiring or disposing of real property, equipment, or right-of-use assets thereof where the transaction amount reaches 20 percent of the Company's paid-in capital or NT\$300 million or more, the Company, unless transacting with a domestic government agency, engaging others to build on its own land, engaging others to build on rented land, or acquiring or disposing of equipment or right-of-use assets thereof held for business use, shall obtain an appraisal report prior to the date of occurrence of the event from a professional appraiser and shall further comply with the following provisions:
- i. Where due to special circumstances it is necessary to give a limited price, specified price, or special price as a reference basis for the transaction price, the transaction shall be submitted for approval in advance by the board of directors; the same procedure shall also be followed whenever there is any subsequent change to the terms and conditions of the

transaction.

- ii. Where the transaction amount is NT\$1 billion or more, appraisals from two or more professional appraisers shall be obtained.
- iii. Where any one of the following circumstances applies with respect to the professional appraiser's appraisal results, unless all the appraisal results for the assets to be acquired are higher than the transaction amount, or all the appraisal results for the assets to be disposed of are lower than the transaction amount, a certified public accountant shall be engaged to perform the appraisal and render a specific opinion regarding the reason for the discrepancy and the appropriateness of the transaction price:
 1. The discrepancy between the appraisal result and the transaction amount is 20 percent or more of the transaction amount.
 2. The discrepancy between the appraisal results of two or more professional appraisers is 10 percent or more of the transaction amount.
- iv. No more than 3 months may elapse between the date of the appraisal report issued by a professional appraiser and the contract execution date; provided, where the publicly announced current value for the same period is used and not more than 6 months have elapsed, an opinion may still be issued by the original professional appraiser.

Article 6 Procedure of the acquisition and disposal of securities:

- I. Procedures of assessment, operation and authorization
 - i. The acquisition and disposal of the Company's long-term equity investments, except for long-term equity investments in subsidiaries that directly or indirectly hold more than 90% of the Company shall be approved by the chairman, if the amount is less than NT\$10 million (inclusive), it should be approved by the finance director. And the amount is more than NT\$10 million but less than NT\$ 50 million (inclusive), the approval shall be made by the chairman and it shall be reported to the board of directors afterwards. If the amount exceeds NT\$ 50 million, it shall be approved by the audit committee and executed only after the approval of the board of directors.
 - ii. The acquisition and disposal of the Company's short-term securities investments, which are short-term capital allocation, should be approved by the financial director. For other types, those with an amount of less than NT\$10 million (inclusive), shall be subject to the Company sign-off requirements for approval. And the amount is more than NT\$10 million

but less than NT\$ 50 million (inclusive), the approval shall be made by the chairman and it shall be reported to the board of directors afterwards. If the amount exceeds NT\$ 50 million, it shall be approved by the audit committee and executed only after the approval of the board of directors.

- iii. The acquisition or disposal of assets by the Company shall be approved by the audit committee in accordance with these regulations or other laws and shall be approved by the resolution of the board of directors. If the action of the aforementioned has not received approval from more than one-half of all members of the audit committee, it may be carried out with approval of two-thirds of all directors, and the resolution of the audit committee shall be recorded in the minutes of the Board of Directors' meeting.

When the Company reports the transaction for the acquisition or disposition of assets pursuant to the aforementioned to the board of directors for discussion, the opinions of the independent directors shall be given adequate consideration, and their consenting or dissenting opinions and the reasons for them shall be entered into minutes of the board of directors meeting.

II. Executive unit

When the Company acquires or disposes of securities, it shall submit it for approval in accordance with the Company sign-off requirements in the preceding subparagraph and shall be executed by the personnel designated by the finance director of the Company.

III. Obtain the expert opinion

The Company acquiring or disposing of securities shall, prior to the date of occurrence of the event, obtain financial statements of the issuing company for the most recent period, certified or reviewed by a certified public accountant, for reference in appraising the transaction price, and if the dollar amount of the transaction is 20 percent of the Company's paid-in capital or NT\$300 million or more, the Company shall additionally engage a certified public accountant prior to the date of occurrence of the event to provide an opinion regarding the reasonableness of the transaction price. This requirement does not apply, however, to publicly quoted prices of securities that have an active market, or where otherwise provided by regulations of the Financial Supervisory Commission (FSC).

Article 7 Procedure of the acquisition and disposal of intangible assets or right-of-use assets

thereof or memberships:

- I. Procedures of assessment, operation and authorization
 - i. When acquiring or disposing of a membership, relevant price information should be collected in advance, and future value-added and benefits should be taken into consideration in a comprehensive assessment. If the amount of less than NT\$10 million, shall be subject to the Company sign-off requirements for approval. And the amount is more than NT\$10 million but less than NT\$ 50 million (inclusive), the approval shall be made by the chairman and it shall be reported to the board of directors afterwards. If the amount exceeds NT\$ 50 million, it shall be approved by the audit committee and the board of directors.
 - ii. When acquiring or disposing of intangible assets or their right-to-use assets, an analysis report shall be prepared and submitted to the chairman with reference to the expert evaluation report, fair market price and a decision on the transaction conditions and transaction price shall be made, and the amount under NT\$10 million shall be subject to the Company sign-off requirements for approval. And the amount is more than NT\$10 million but less than NT\$ 50 million (inclusive), the approval shall be made by the chairman, and it shall be reported to the board of directors afterwards. If the amount exceeds NT\$ 50 million, it shall be approved by the audit committee and the board of directors.
 - iii. The acquisition or disposal of assets by the Company shall be approved by the audit committee in accordance with the prescribed regulations or other laws and shall be approved by the resolution of the board of directors. If the action of the preceding paragraph has not received approval from more than one-half of all members of the audit committee, it may be carried out with approval of two-thirds of all directors, and the resolution of the audit committee shall be recorded in the minutes of the Board of Directors' meeting.

When the Company reports the transaction for the acquisition or disposition of assets pursuant to the preceding paragraph to the board of directors for discussion, the opinions of the independent directors shall be given adequate consideration, and their consenting or dissenting opinions and the reasons for them shall be entered into minutes of the board of directors meeting.

II. Executive unit

When the company acquires or disposes of intangible assets or their right-to-use assets or membership, it shall be executed by the Company's use department and legal department after submitting it for approval in accordance with the Company sign-off requirements in the preceding paragraph.

III. Obtain the expert opinion

The Company acquires or disposes of intangible assets or right-of-use assets thereof or memberships and the transaction amount reaches 20 percent or more of paid-in capital or NT\$300 million or more, except in transactions with a domestic government agency, the Company shall engage a certified public accountant prior to the date of occurrence of the event to render an opinion on the reasonableness of the transaction price; the CPA shall comply with the provisions of Statement of Auditing Standards No. 20 published by the ARDF.

Article 7-1 The calculation of the transaction amounts referred to in the preceding three articles shall be done in accordance with Article 12, Subparagraph II herein, and "within the preceding year" as used herein refers to the year preceding the date of occurrence of the current transaction. Items for which an appraisal report from a professional appraiser or a CPA's opinion has been obtained need not be counted toward the transaction amount.

Article 8 Where the Company acquires or disposes of assets through court auction procedures, the evidentiary documentation issued by the court may be substituted for the appraisal report or CPA opinion.

Article 9 Procedure of acquisition or disposal of assets from or to a related party

I. When the Company engages in any acquisition or disposal of assets from or to a related party, in addition to ensuring that the necessary resolutions are adopted and the reasonableness of the transaction terms is appraised, if the transaction amount reaches 10 percent or more of the Company's total assets, the Company should also obtain an appraisal report from a professional appraiser or a CPA's opinion in compliance with the provisions of the article 05 to article 08 and this article.

The calculation of the transaction amount referred to in this subparagraph should be made in accordance with Article 07-1 herein.

When judging whether a transaction counterparty is a related party, in addition to legal formalities, the substance of the relationship should also be considered.

- II. When the Company intends to acquire or dispose of real property or right-of-use assets thereof from or to a related party, or when it intends to acquire or dispose of assets other than real property or right-of-use assets thereof from or to a related party and the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the Company's total assets, or NT\$300 million or more, except in trading of domestic government bonds or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises, the Company may not proceed to enter into a transaction contract or make a payment until the following matters have been approved by audit committee and executed only after the approval of the board of directors:
- i. The purpose, necessity and anticipated benefit of the acquisition or disposal of assets.
 - ii. The reason for choosing the related party as a transaction counterparty.
 - iii. With respect to the acquisition of real property or right-of-use assets thereof from a related party, information regarding appraisal of the reasonableness of the preliminary transaction terms in accordance with the subparagraph III of this article.
 - iv. The date and price at which the related party originally acquired the real property, the original transaction counterparty, and that transaction counterparty's relationship to the company and the related party.
 - v. Monthly cash flow forecasts for the year commencing from the anticipated month of signing of the contract, and evaluation of the necessity of the transaction, and reasonableness of the funds utilization.
 - vi. An appraisal report from a professional appraiser or a CPA's opinion obtained in compliance with the paragraph 1 of this article.
 - vii. Restrictive covenants and other important stipulations associated with the transaction.

The calculation of the transaction amounts referred to in this subparagraph shall be done in accordance with Article 12, subparagraph II herein, and "within the preceding year" as used herein refers to the year preceding the date of occurrence of the current transaction and it has been submitted to the audit committee for approval and approved by the board of directors not be counted toward the transaction amount.

With respect to the types of transactions listed below, when to be conducted between the Company and its parent or subsidiaries, or between its subsidiaries in which it directly or indirectly holds 100 percent of the issued shares or authorized capital, the Company's board of directors may delegate the board chairman to decide such matters when the transaction is within a certain amount and have the decisions subsequently submitted to and ratified by the next board of directors meeting:

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

When the Company reports the transaction for the acquisition or disposition of assets pursuant this subparagraph to the board of directors for discussion, the opinions of the independent directors shall be given adequate consideration, and their consenting or dissenting opinions and the reasons for them shall be entered into minutes of the board of directors meeting.

In accordance with this subparagraph, the approval of more than half of all members of the audit committee shall be obtained and a resolution shall be submitted to the board of directors for the application of the paragraph 2 and paragraph 4 of Article 15.

If the Company or its subsidiary that is not a public company has transactions in this subparagraph, and the transaction amount is more than 10% of the Company's total assets, the Company shall submit the items listed in this subparagraph to the shareholders' meeting for approval before signing the transaction contract and making the payment. However, the transaction between the Company and the parent company, subsidiaries, or subsidiaries is not subject to this limitation.

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

provided, it may not be higher than the maximum non-financial industry lending rate announced by the Ministry of Finance.

2. Total loan value appraisal from a financial institution where the related party has previously created a mortgage on the property as security for a loan; provided, the actual cumulative amount loaned by the financial institution shall have been 70 percent or more of the financial institution's appraised loan value of the property and the period of the loan shall have been 1 year or more. However, this shall not apply where the financial institution is a related party of one of the transaction counterparties.
 - ii. Where land and structures thereupon are combined as a single property purchased or leased in one transaction, the transaction costs for the land and the structures may be separately appraised in accordance with either of the means listed in the item.
 - iii. The Company that acquires real property or right-of-use assets thereof from a related party and appraises the cost of the real property or right-of-use assets thereof in accordance with the two preceding items shall also engage a CPA to check the appraisal and render a specific opinion.
 - iv. Where the Company acquires real property or right-of-use assets thereof from a related party and one of the following circumstances exists, the acquisition shall be conducted in accordance with the preceding article, and the three preceding items do not apply:
 1. The related party acquired the real property or right-of-use assets thereof through inheritance or as a gift.
 2. More than 5 years will have elapsed from the time the related party signed the contract to obtain the real property or right-of-use assets thereof to the signing date for the current transaction.
 3. The real property is acquired through signing of a joint development contract with the related party, or through engaging a related party to build real property, either on the company's own land or on rented land.
 4. The real property right-of-use assets for business use are acquired by the Company with its parent or subsidiaries, or by its subsidiaries in which it directly or indirectly holds 100 percent of the issued shares or

authorized capital.

- v. When the results of the Company's appraisal conducted in accordance with item I and ii in this subparagraph are uniformly lower than the transaction price, the matter shall be handled in compliance with item vi. However, where the following circumstances exist, objective evidence has been submitted and specific opinions on reasonableness have been obtained from a professional real property appraiser and a CPA have been obtained, this restriction shall not apply:
 1. Where the related party acquired undeveloped land or leased land for development, it may submit proof of compliance with one of the following conditions:
 - (1) Where undeveloped land is appraised in accordance with the means in the four preceding items in this subparagraph, and structures according to the related party's construction cost plus reasonable construction profit are valued in excess of the actual transaction price. The "Reasonable construction profit" shall be deemed the average gross operating profit margin of the related party's construction division over the most recent 3 years or the gross profit margin for the construction industry for the most recent period as announced by the Ministry of Finance, whichever is lower.
 - (2) Completed transactions by unrelated parties within the preceding year involving other floors of the same property or neighboring or closely valued parcels of land, where the land area and transaction terms are similar after calculation of reasonable price discrepancies in floor or area land prices in accordance with standard property market sale or leasing practices.
 2. Where the Company acquiring real property, or obtaining real property right-of-use assets through leasing, from a related party provides evidence that the terms of the transaction are similar to the terms of completed transactions involving neighboring or closely valued parcels of land of a similar size by unrelated parties within the preceding year. Completed transactions involving neighboring or closely valued parcels of land in principle refers to parcels on the same or an adjacent block and within a distance of no more than 500 meters or parcels close in publicly announced current value; transactions involving similarly sized parcels in

principle refers to transactions completed by unrelated parties for parcels with a land area of no less than 50 percent of the property in the planned transaction; within the preceding year refers to the year preceding the date of occurrence of the acquisition of the real property or obtainment of the right-of-use assets thereof.

vi. Where the Company acquires real property or right-of-use assets thereof from a related party and the results of appraisals conducted in accordance with the five preceding items are uniformly lower than the transaction price, the following steps shall be taken:

1. A special reserve shall be set aside in accordance with Article 41, paragraph 1 of the Securities and Exchange Act against the difference between the real property transaction price and the appraised cost, and may not be distributed or used for capital increase or issuance of bonus shares. Where the Company uses the equity method to account for its investment in another company, then the special reserve called for under Article 41, paragraph of the Securities and Exchange Act shall be set aside pro rata in a proportion consistent with the share of the Company's equity stake in the other company.
2. The independent director members of the audit committee shall comply with Article 218 of the Company Act.
3. Actions taken pursuant to 1 and 2 of this item shall be reported to a shareholders meeting, and the details of the transaction shall be disclosed in the annual report and any investment prospectus.

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

vii. When the Company obtains real property or right-of-use assets thereof from a related party, it shall also comply with the preceding item if there is other evidence indicating that the acquisition was not an arms length transaction.

Article 10 Procedure of the acquisition and disposal of derivatives should be in accordance with the Company's "Procedures for Engaging in Derivatives Trading".

Article 11 Procedure of the acquisition and disposal of mergers and consolidations, splits, acquisitions, and assignment of shares

I. Procedures of assessment, operation and authorization

i. The Company that conducts a merger, demerger, acquisition, or transfer of shares, prior to convening the board of directors to resolve on the matter, shall engage a CPA, attorney, or securities underwriter to give an opinion on the reasonableness of the share exchange ratio, acquisition price, or distribution of cash or other property to shareholders, and submit it to the board of directors for deliberation and passage. However, the requirement of obtaining an aforesaid opinion on reasonableness issued by an expert may be exempted in the case of a merger by a public company of a subsidiary in which it directly or indirectly holds 100 percent of the issued shares or authorized capital, and in the case of a merger between subsidiaries in which the public company directly or indirectly holds 100 percent of the respective subsidiaries' issued shares or authorized capital.

ii. The Company participating in a merger, demerger, acquisition, or transfer of shares shall prepare a public report to shareholders detailing important contractual content and matters relevant to the merger, demerger, or acquisition prior to the shareholders meeting and include it along with the expert opinion referred to the preceding item in this Article when sending shareholders notification of the shareholders meeting for reference in deciding whether to approve the merger, demerger, or acquisition. Provided, where a provision of another act exempts a company from convening a shareholders meeting to approve the merger, demerger, or acquisition, this restriction shall not apply. In addition, where the shareholders meeting of any one of the companies participating in a merger, demerger, or acquisition fails to convene or pass a resolution due to lack of a quorum, insufficient votes, or other legal restriction, or the proposal is rejected by the shareholders meeting, the companies participating in the merger, demerger or acquisition shall immediately publicly explain the reason, the follow-up measures, and the preliminary date of the next shareholders meeting.

II. Additional Notes

- i. **Date of Board Meeting:** The Company participating in a merger, demerger, or acquisition shall convene a board of directors meeting and shareholders meeting on the day of the transaction to resolve matters relevant to the merger, demerger, or acquisition, unless another act provides otherwise or the FSC is notified in advance of extraordinary circumstances and grants consent. The company participating in a transfer of shares shall call a board of directors meeting on the day of the transaction, unless another act provides otherwise or the FSC is notified in advance of extraordinary circumstances and grants consent.
- ii. **Advance Confidentiality Commitment:** Every person participating in or privy to the plan for merger, demerger, acquisition, or transfer of shares shall issue a written undertaking of confidentiality and may not disclose the content of the plan prior to public disclosure of the information and may not trade, in their own name or under the name of another person, in any stock or other equity security of any company related to the plan for merger, demerger, acquisition, or transfer of shares.
- iii. **Principles for determining and changing the share exchange ratio or acquisition price:** participating in a merger, demerger, acquisition, or transfer of shares may not arbitrarily alter the share exchange ratio or acquisition price unless under the below-listed circumstances, and shall stipulate the circumstances permitting alteration in the contract for the merger, demerger, acquisition, or transfer of shares:
 1. Cash capital increase, issuance of convertible corporate bonds, or the issuance of bonus shares, issuance of corporate bonds with warrants, preferred shares with warrants, stock warrants, or other equity based securities.
 2. An action, such as a disposal of major assets, that affects the company's financial operations.
 3. An event, such as a major disaster or major change in technology, that affects shareholder equity or share price.
 4. An adjustment where any of the companies participating in the merger, demerger, acquisition, or transfer of shares from another company, buys back treasury stock.
 5. An increase or decrease in the number of entities or companies participating in the merger, demerger, acquisition, or transfer of shares.

6. Other terms/conditions that the contract stipulates may be altered and that have been publicly disclosed.
- iv. Contents of the contract: The contract for participation by the Company in a merger, demerger, acquisition, or of shares shall record the rights and obligations of the companies participating in the merger, demerger, acquisition, or transfer of shares, and shall also record the following:
 1. Handling of breach of contract.
 2. Principles for the handling of equity-type securities previously issued or treasury stock previously bought back by any company that is extinguished in a merger or that is demerged.
 3. The amount of treasury stock participating companies are permitted under law to buy back after the record date of calculation of the share exchange ratio, and the principles for handling thereof.
 4. The manner of handling changes in the number of participating entities or companies.
 5. Preliminary progress schedule for plan execution, and anticipated completion date.
 6. Scheduled date for convening the legally mandated shareholders meeting if the plan exceeds the deadline without completion, and relevant procedures.
 - v. Changes in the number of companies involved in merger, demerger, acquisition, or share transfer: after public disclosure of the information, if any company participating in the merger, demerger, acquisition, or share transfer intends further to carry out a merger, demerger, acquisition, or share transfer with another company, all of the participating companies shall carry out anew the procedures or legal actions that had originally been completed toward the merger, demerger, acquisition, or share transfer; except that where the number of participating companies is decreased and a participating company's shareholders meeting has adopted a resolution authorizing the board of directors to alter the limits of authority, such participating company may be exempted from calling another shareholders meeting to resolve on the matter anew.
 - vi. Where any of the companies participating in a merger, demerger, acquisition, or transfer of shares is not a public company, the Company shall sign an agreement with the non-public company whereby the latter

is required to abide by the items i, ii, v and vii of this subparagraph.

vii. When participating in a merger, demerger, acquisition, or transfer of another company's shares, a company that is listed on an exchange or has its shares traded on an OTC market shall prepare a full written record of the following information and retain it for 5 years for reference, within 2 days counting inclusively from the date of passage of a resolution by the board of directors, report (in the prescribed format and via the Internet-based information system) the information set out the following information to the FSC for recordation:

1. Basic identification data for personnel: Including the occupational titles, names, and national ID numbers (or passport numbers in the case of foreign nationals) of all persons involved in the planning or implementation of any merger, demerger, acquisition, or transfer of another company's shares prior to disclosure of the information.
2. Dates of material events: Including the signing of any letter of intent or memorandum of understanding, the hiring of a financial or legal advisor, the execution of a contract, and the convening of a board of directors meeting.
3. Important documents and minutes: Including merger, demerger, acquisition, and share transfer plans, any letter of intent or memorandum of understanding, material contracts, and minutes of board of directors meetings.

viii. Where any of the companies participating in a merger, demerger, acquisition, or transfer of another company's shares is neither listed on an exchange nor has its shares traded on an OTC market, the company(s) so listed or traded shall sign an agreement with such company whereby the latter is required to abide by the preceding items.

Article 12 Procedure of the public disclosure of information

I. Items and standards that should be announced and reported

Under any of the following circumstances, the Company acquiring or disposing of assets shall publicly announce and report the relevant information on the Competent authority designated website in the appropriate format as prescribed by regulations within 2 days counting inclusively from the date of occurrence of the event:

- i. Acquisition or disposal of real property from or to a related party, or

acquisition or disposal of assets other than real property from or to a related party where the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the Company's total assets, or NT\$300 million or more ; provided, this shall not apply to trading of domestic government bonds or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.

- ii. Merger, demerger, acquisition, or transfer of shares.
- iii. Losses from derivatives trading reaching the limits on aggregate losses or losses on individual contracts set out in the procedures adopted by the Company.
- iv. Where equipment or right-of-use assets thereof for business use are acquired or disposed of, and furthermore the transaction counterparty is not a related party, and the transaction amount meets any of the following criteria:
 - 1. For a public company whose paid-in capital is less than NT\$10 billion, the transaction amount reaches NT\$500 million or more.
 - 2. For a public company whose paid-in capital is NT\$10 billion or more, the transaction amount reaches NT\$1 billion or more.
- v. Acquisition or disposal by a public company in the construction business of real property for construction use, and furthermore the transaction counterparty is not a related party, and the transaction amount reaches NT\$500 million.
- vi. Where land is acquired under an arrangement on engaging others to build on the Company's own land, engaging others to build on rented land, joint construction and allocation of housing units, joint construction and allocation of ownership percentages, or joint construction and separate sale, and furthermore the amount the company expects to invest in the transaction reaches NT\$500 million.
- vii. Where an asset transaction other than any of those referred to in the preceding six items, a disposal of receivables by a financial institution, or an investment in the mainland China area reaches 20 percent or more of paid-in capital or NT\$300 million; provided, this shall not apply to the following circumstances:
 - 1. Trading of domestic government bonds or foreign public bonds with a

- credit rating not lower than our sovereign rating.
2. Where done by professional investors-securities trading on domestic and international securities exchanges or OTC markets, or subscription of ordinary corporate bonds or general bank debentures without equity characteristics that are offered and issued in the primary market, or subscription by a securities firm of securities as necessitated by its undertaking business or as an advisory recommending securities firm for an emerging stock company, in accordance with the rules of the Taipei Exchange.
 3. Trading of bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.
- II. The amount of transactions above shall be calculated as follows. "Within the preceding year" as used in the preceding subparagraph refers to the year preceding the date of occurrence of the current transaction. Items duly announced in accordance with these Regulations need not be counted toward the transaction amount:
- i. The amount of any individual transaction.
 - ii. The cumulative transaction amount of acquisitions and disposals of the same type of underlying asset with the same transaction counterparty within the preceding year.
 - iii. The cumulative transaction amount of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of real property within the same development project within the preceding year.
 - iv. The cumulative transaction amount of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of the same security within the preceding year.
- III. Public announcement and regulatory filing procedures.
- i. The Company shall announce and report the relevant information on the website designated by the competent authority.
 - ii. The Company shall compile monthly reports on the status of derivatives trading engaged in up to the end of the preceding month by the Company and any subsidiaries that are not domestic public companies and enter the information in the prescribed format into the information reporting website designated by the competent authority by the 10th day of each

month.

- iii. When the Company at the time of public announcement makes an error or omission in an item required by regulations to be publicly announced and so is required to correct it, all the items shall be again publicly announced and reported in their entirety within two days counting inclusively from the date of knowing of such error or omission.
- iv. The Company acquiring or disposing of assets shall keep all relevant contracts, meeting minutes, log books, appraisal reports and CPA, attorney, and securities underwriter opinions at the company, where they shall be retained for 5 years except where another act provides otherwise.
- v. Where any of the following circumstances occurs with respect to a transaction that the Company has already publicly announced and reported in accordance with the preceding article, a public report of relevant information shall be made on the information reporting website designated by the competent authority within 2 days counting inclusively from the date of occurrence of the event:
 - 1. Change, termination, or rescission of a contract signed in regard to the original transaction.
 - 2. The merger, demerger, acquisition, or transfer of shares is not completed by the scheduled date set forth in the contract.
 - 3. Change to the originally publicly announced and reported information.

Article 13 Subsidiaries of the Company shall comply with the following provisions:

- I. If a subsidiary is not a public company, the acquisition or disposal of assets should also be in accordance with these Regulations.
- II. Information required to be publicly announced and reported in accordance with the Regulations Governing the Acquisition and Disposal of Assets by Public Companies of Chapter III on acquisitions and disposals of assets by a public company's subsidiary that is not itself a public company shall be reported by the Company.
- III. Information required to be publicly announced and reported in accordance with Article 12 on acquisitions and disposals of assets by a public company's subsidiary that is not itself a public company in Taiwan shall be reported by the Company. The paid-in capital or total assets of the (parent) Company shall be the standard applicable to a subsidiary referred to in the preceding subparagraph in determining whether, relative to paid-in capital or total assets,

it reaches a threshold requiring public announcement and regulatory filing under Article 12, subparagraph I.

- V. For the calculation of 10 percent of total assets under these Regulations, the total assets stated in the most recent parent Company only financial report or individual financial report prepared under the Regulations Governing the Preparation of Financial Reports by Securities Issuers shall be used.

Article 14 Any relevant person who violates the Regulations or any provision herein shall be subject to penalization in accordance with Rules for the Implementation of Reward and Punishment of the Company and the admonishment, minor demerit, major demerit or dismissal shall be determined by the severity of the circumstances.

Article 15 The “Regulations Governing the Acquisition and Disposal of Assets” of the Company shall be submitted to the audit committee for approval. After the Regulations have been approved by the board of directors, the Regulations shall be sent to a Shareholders’ Meeting for approval. The same applies when the Regulations are amended.

These Regulations require the approval of the audit committee, which means that more than one-half of all members of the audit committee must agree. If approval of a majority of all audit committee members as required in the preceding paragraph is not obtained, the Regulations may be implemented if approved by more than two-thirds of all directors, and the resolution of the audit committee shall be recorded in the meeting minutes of the board of directors.

These Regulations are reported for deliberation by the board of directors, the opinions of the independent directors shall be given adequate consideration, and their consenting or dissenting opinions and the reasons for them shall be entered into minutes of the board of directors meeting.

Article 16 The regulations of these procedures shall be executed in accordance with the relevant laws if there are relevant matters not specified in these procedures or there are issues when applying these procedures to deal with. If there are no provisions in the laws, it shall be handled in accordance with the relevant regulations of the Company or decided by the board of directors.

Article 17 The Regulations were formulated on May 8, 2003.
The 1st amendment was made on June 18, 2010.
The 2nd amendment was made on June 10, 2011.
The 3rd amendment was made on June 22, 2012.
The 4th amendment was made on June 14, 2013.

The 5th amendment was made on June 20, 2014.

The 6th amendment was made on April 28, 2017.

The 7th amendment was made on June 21, 2019.

The 8th amendment was made on May 27, 2022.

D-Link Corporation

Rules for the Election of Directors(Before amendment)

- Article 1 The election of directors of the Company shall be conducted in accordance with these Rules, unless otherwise provided by laws and regulations or the Company's Articles of Incorporation.
- Article 2 The election of the Company's directors shall be conducted at the shareholders' meeting.
- Article 3 The election of directors of the Company shall be conducted using the single-candidate cumulative voting method.
- Article 4 Unless otherwise provided in the Articles of Incorporation, each share shall carry a number of votes equal to the number of directors to be elected, and such votes may be cast for a single candidate or distributed among multiple candidates.
- Article 5 The election of directors of the Company shall follow the candidate nomination system prescribed in Article 192-1 of the Company Act.
- Elections for independent directors and non-independent directors shall be conducted concurrently, with the number of seats to be filled calculated separately. In accordance with the prescribed quotas, and based on the results of the electronic voting platform and ballot counting, those with the highest number of voting rights received shall be elected as independent directors and non-independent directors, respectively, in descending order. If two or more candidates receive the same number of votes and the total exceeds the number of seats specified in the Articles of Incorporation, a lottery shall be conducted among those with the same number of votes; if the shareholder concerned is absent, the Chairperson shall conduct the lottery on their behalf.
- Article 6 At the commencement of the election, the Chairperson shall appoint a certain number of scrutineers and vote counters to perform their respective duties.
- Article 7 The ballot box shall be prepared by the Board of Directors and shall be opened and inspected in public by the scrutineers prior to voting.

Article 8 The Board of Directors shall prepare a number of ballots equal to the number of directors to be elected, indicating the number of votes each shareholder is entitled to, and distribute them to shareholders attending the shareholders' meeting. No separate ballots shall be issued to shareholders exercising their voting rights electronically. Ballots shall be issued in accordance with attendance numbers and shall indicate the number of votes each shareholder is entitled to. If the candidate is a shareholder, the voter must enter the candidate's registered business name and shareholder account number in the "Candidate" column of the ballot; if the candidate is not a shareholder, the voter must enter the candidate's name and national ID number. However, when a corporate shareholder is the candidate, the "Candidate" column of the ballot shall list the name of the corporation; alternatively, it may list both the corporate name and the name of its representative. If there are multiple representatives, the names of each representative shall be listed separately.

Article 8-1 (Deleted)

Article 8-2 (Deleted)

Article 9 A ballot shall be invalid if any of the following circumstances apply:

- (1) A ballot not prescribed under these Rules.
- (2) A ballot that is blank when placed in the ballot box.
- (3) The ballot is illegible due to blurred handwriting.
- (4) Where the candidate is a shareholder, the registered business name or shareholder account number does not match the shareholder register; where the candidate is not a shareholder, the name or national ID number does not match upon verification.
- (5) A ballot containing any text other than the candidate's registered business name (or personal name), shareholder account number (or national ID number), and allocated voting rights.
- (6) Any one of the candidate's registered business name (or personal name) or account number (or national ID number) is left blank, or two or more candidates are listed on the same ballot.
- (7) Any one of the candidate's registered business name (or personal name), account number (or national ID number), or allocated voting rights has been altered.

Article 10 Ballots shall be counted on the spot immediately after voting concludes, and the results shall be announced by the Chairperson on the spot.

Article 11 The Board of Directors of the Company shall issue separate notices of election to the elected directors.

Article 12 Matters not provided for in these Rules shall be handled in accordance with the Company Law and relevant laws and regulations.
These Rules shall take effect upon approval by the shareholders' meeting; the

same shall apply to any amendments.

Article 13 These Rules were established on May 31, 2002.
The first amendment was made on June 10, 2011.
The second amendment was made on June 12, 2015.
The third amendment was made on April 28, 2017.

D-Link Corporation Shareholdings of All Directors

As of March 27, 2026 (Book Closure Date)

Title	Name	No. of shares held	Shareholding percentage
Chairperson	TSG Tech Holdings Co., Ltd. Representative: Kuo Chin Ho	5,000	0%
Director	TSG Tech Holdings Co., Ltd. Representative: Joseph Wang		
Director	E-TOP Metal Co., Ltd. Representative: Fred Fong	18,904,189	3.14%
Director	Kao Hung Chieh	0	0%
Director	Victor Wu	0	0%
Independent Director	Richard Chen	0	0%
Independent Director	Richard Lee	0	0%
Independent Director	Chu Chun Hsiung	0	0%
Total		18,909,189	3.14%

Note:

1. As of March 27, 2026, the Company has issued a total of 602,242,373 common shares.
2. The minimum numbers of shares required to be held by all Directors of the Company is 19,271,755 shares. As of March 27, 2026, the total number of shares held by Directors: 18,909,189 shares.
3. The Company has set up the Audit Committee. Thus, the numbers of shares required to be held by all supervisors stipulated by law is not applicable.
4. The shares held by Independent Directors are not included in that held by the Directors.

D-Link[®]

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