

VisEra Technologies Company Ltd.
2026 Annual Shareholders' Meeting Minutes

(This document is prepared in accordance with the Chinese version and is for reference only. In the event of any inconsistency between the English version and the Chinese version, the Chinese version shall prevail.)

Time: 09:00 a.m., May 27, 2026

Meeting type : Physical shareholders' meeting

Location: Pei-Tsen Hall, Zhubei Campus , National Taiwan University, No. 88, Zhuangjing 1st Rd., Zhubei City, Hsinchu County 302044, Taiwan (R.O.C.)

Total outstanding VisEra shares: 318,299,119 shares

Total shares represented by shareholders present in person or by proxy: 236,036,942 shares

Percentage of shares held by shareholders present in person or by proxy: 74.15%

Directors present: Chairman Robert Kuan, Independent Director Laura Huang, Independent Director Peng-Heng Chang, Independent Director Emma Chang, Independent Director Han-Fei Lin

Chairman: Robert Kuan, the Chairman of the Board of Directors

In attendance: Shang-Chih Lin (CPA of Deloitte Taiwan)

Recorder: Frank Chiu

The aggregate shareholding of the shareholders present in person or by proxy constituted a quorum. The Chairman called the meeting to order.

I. Chairman Remarks (omitted)

II. Reports Items

- (I) To report the business of 2025 (Attachment 1)
- (II) Audit Committee's Review Report (Attachment 2)
- (III) To report 2025 Allocation of remuneration to employees

Explanation: :

- (1) The proposal for 2025 allocation of the remuneration to employees has been approved per the resolution of the Board of Directors on February 12, 2026. Said remuneration will be allocated in cash in whole.

- (2) The remuneration to employees was NT\$254,798,969 to be allocated in cash in whole, which is not different from those stated in 2025.

(IV) To report 2025 Allocation of remuneration to directors (Attachment 3)

Explanation: :

- (1) The proposal for 2025 allocation of the remuneration to directors has been approved per the resolution of the Board of Directors on February 12, 2026. Said remuneration will be allocated in cash in whole.
- (2) The remuneration to directors was NT\$3,240,000 to be allocated in cash in whole, which is not different from those stated in 2025.
- (3) Regarding director remuneration, including remuneration policies, individual remuneration content, and amounts, please refer to Attachment 3.

(V) Report on the acquisition of assets from related parties, for approval. (Attachment 4)

Explanation:

- (1) Transaction counterparty: Taiwan Semiconductor Manufacturing Company, Ltd.
- (2) Name and nature of the underlying asset: Machinery and equipment.
- (3) Actual transaction amount and terms: The actual transaction amount is USD 15,920 thousand, which is equivalent to NTD 522,813 thousand based on the exchange rate at the time of the transaction.
- (4) Please refer to Attachment 4 for relevant information.

III. Matters for Ratification

(I) Adoption of the 2025 Business Report and Financial Statements. (Proposed by the board of directors)

Explanation:

- (1) The 2025 Financial Statements of the Company include the balance sheet, statement of comprehensive income, statement of changes in equity, and cash flow statement, which were audited by Shang-Chih Lin and Ming-Yuan Chung, CPA of Deloitte Taiwan.
- (2) Please refer to Attachment 1 and Attachment 5, CPA audit report and the aforementioned financial statements.

Voting Results:

Shares represented at the time of voting: 236,036,942 votes

Voting Results	% of the total represented share present
Votes in favor: 231,953,026 votes	98.26%
Votes against: 8,549 votes	0.00%
Votes invalid: 0 votes	0.00%
Votes abstained: 4,075,367 votes	1.72%

RESOLVED, that the 2025 Business Report and Financial Statements be and hereby were accepted as submitted.

(II) Adoption of 2025 Earnings Distribution. (Proposed by the board of directors)

Explanation:

- (1) According to the Company Act, after the end of each fiscal year, the Board of Directors shall prepare the proposal of the profit distribution, or loss appropriation and submit the same to the annual shareholders' meeting for acceptance.
- (2) The Company's distributable earnings in 2025 were NT\$1,146,595,362. NT\$954,897,357 of the retained earnings are to be distributed as common share cash dividend. The Company has issued 318,299,119 common shares on January 31, 2026, so the cash dividend for each share is NT\$3.
- (3) Please refer to Attachment 6 for the 2025 Earnings Distribution Table.
- (4) The current cash dividends are calculated and truncated to the nearest NT\$ at the distribution ratio. The fractional amount less than NT\$1 is summed up and recognized by the Company as other revenue.
- (5) Upon approval of the cash dividends to be distributed by the shareholders' meeting, it is proposed to authorize the Chairman to set the record date for the distribution of dividends, and distribute the cash dividends separately. If the Company buys back the Company's shares, transfers or cancels treasury stocks, makes new issues of its shares due to employees' exercise of stock warrants, issues or recalls restricted share awards (RSAs) and issues new shares upon capital increase in cash, and engages in any other activities, in any other way, causes changes to the number of the Company's outstanding shares on a later date, the Chairman of Board is also authorized to adjust the distribution ratio per share and other relevant matters.

Voting Results:

Shares represented at the time of voting: 236,036,942 votes

Voting Results	% of the total represented share present
Votes in favor: 231,985,878 votes	98.28%
Votes against: 15,653 votes	0.00%

Votes invalid: 0 votes	0.00%
Votes abstained: 4,035,411 votes	1.70%

RESOLVED, that the Proposal for Earnings Distribution of 2025 Profits be and hereby was accepted as submitted.

IV. Discussions

(I) Approval of amendments to the Procedures for Engaging in Derivatives Trading. (Proposed by the Board of Directors)

Explanation:

(1) In response to the change of the Financial Officer, it is proposed to adjust the approval authority for derivative transactions; therefore, the 'Procedures for Engaging in Derivatives Trading' are hereby amended.

(2) Please refer to Attachment 7 for a comparison table of the original and amended articles.

Voting Results:

Shares represented at the time of voting: 236,036,942 votes

Voting Results	% of the total represented share present
Votes in favor: 231,992,044 votes	98.28%
Votes against: 18,736 votes	0.00%
Votes invalid: 0 votes	0.00%
Votes abstained: 4,026,162 votes	1.70%

RESOLVED, that the Proposal for amendment to the Procedures for Engaging in Derivatives Trading.

(II) Release of the non-competition restrictions on existing directors (including independent directors) (Proposed by the Board of Directors)

Explanation:

(1) Pursuant to Article 209 of the Company Act, a director who does anything for himself/herself or on behalf of another person that is within the scope of the company's business shall explain to the shareholders' meeting the essential contents of such an act and secure its approval.

(2) Accordingly, it is proposed to the shareholders' meeting for approval to release the non-competition restrictions on the Company's directors and their representatives in the event that they engage in the aforementioned acts.

(3) The concurrent positions held by the Company's existing directors are listed in the table below.

Name of Director	Concurrent Positions (New)
Representative of Taiwan Semiconductor Manufacturing Co., Ltd.: David Liu	Director of European Semiconductor Manufacturing Company (ESMC) GmbH Director of TSMC Japan 3DIC R&D Center, Inc. Director of Systems on Silicon Manufacturing Company (SSMC) Pte. Ltd.
Representative of Taiwan Semiconductor Manufacturing Co., Ltd.: Bryan Hsu	Deputy Director, Sensor Business Development Division, TSMC
Emma Chang	Chia Hsin Cement Corporation - Independent Director
Han-Fei Lin	Synmax Biochemical Co., Ltd. - Representative of Corporate Director Hua Shun Management Consulting Co., Ltd. - Representative of Corporate Director Ruen Chen Investment Holding Co., Ltd. - Supervisor

Voting Results:

Shares represented at the time of voting: 236,036,942 votes

Voting Results	% of the total represented share present
Votes in favor: 231,081,282 votes	97.90%
Votes against: 142,203 votes	0.06%
Votes invalid: 0 votes	0%
Votes abstained: 4,813,457 votes	2.03%

RESOLVED, that the Proposal for Resolution to Release of the non-competition restrictions on existing directors

VI. Extemporaneous Motions

There being no other business and special motion, the meeting was adjourned in 09:26 am.
(There were no shareholder questions raised at this shareholders' meeting.)

Chairman: Robert Kuan

Recorder: Frank Chiu

2025 Business Report

2025 Operating Results

Implementation Results of Business Plans

The year 2025 was full of opportunities and challenges for VisEra. Benefiting from the upgrade of smartphone camera specifications and the expansion of sensing applications in electric vehicles, the demand for image sensors continued to grow. VisEra achieved record-high revenues in both the Image Sensor product segment and the automotive application field. The Company's annual wafer output continued to rise, reaching a production record of nearly 2 million wafers (8-inch equivalent). However, exchange rate fluctuations and a short-term slowdown in demand for micro-optical component products still presented challenges to VisEra's overall revenue and profitability.

Despite this, VisEra's dedication to future development has not ceased, as we continue to invest in R&D technology, process capabilities, and the expansion of emerging application markets. In advancing our nano-optics capabilities, the Company introduced 193nm Deep Ultraviolet (DUV) lithography equipment, which was successfully installed and commissioned for R&D by year-end. Additionally, construction of the Phase 2 cleanroom at our Longtan Plant has commenced. This proactive expansion of production space ensures that we are well-prepared to capture future operational growth opportunities.

Analysis of Financial Income, Expenditures, and Profitability

In 2025, VisEra's revenue was NT\$8.938 billion. Due to unfavorable exchange rate impacts and the slowdown in demand for micro-optical components, revenue decreased by 11% compared to the previous year, and the gross margin declined to 25%. Operating expenses were NT\$1.243 billion, a 4% increase over the previous year, primarily due to investment in R&D for core technologies. Net income after tax was NT\$1.274 billion, a 27% decrease compared to the previous year, with earnings per share (EPS) of NT\$4.01.

Research and Development Status

In 2025, VisEra's R&D expenses reached NT\$978 million, representing a 5% growth over the previous year, as we continued to strengthen our leading position in semiconductor optical technology.

Regarding image sensors, high-end 50-megapixel products for smartphones with pixel sizes of 1.2 μ m and 1.6 μ m have successfully entered mass production. The Low N Grid (LnG) microstructure, suitable for small pixel sizes to help enhance light efficiency performance, has also been successfully mass-produced and shipped. Looking ahead, VisEra is collaborating with clients to develop 200-megapixel image sensors, incorporating our Nano Light Pillar microstructure technology. This strengthens our core capabilities in next-generation image sensors and secures design wins for our major clients' next-generation products.

In micro-optical component filtering and sensing, VisEra's first sensor product utilizing Metasurface technology was successfully shipped for use in consumer wearable devices, providing an integrated solution for flat and ultra-thin optical components. Subsequently, the focus will be placed on the production ramp-up of Metallic filter ambient light sensors (ALS), as well as aiding clients in cost-efficiency upgrades by transitioning from 8-inch to 12-inch wafers and developing toward under-display sensing.

In the area of silicon photonics for micro-optical components, VisEra is actively developing applications related to AI computing optical transmission. In Pluggable architectures, Photodetector (PD) products have been progressively entered the mass production phase. Future R&D priorities will center on Co-Packaged Optics (CPO) architectures. VisEra's silicon-based Microlens arrays and various microstructures can be applied to Fiber Array Units (FAU), connectors, Photonic Integrated Circuits (PIC), and light sources among other transmission nodes, assisting in functions such as alignment, optical coupling, and light enhancement to effectively improve optical transmission efficiency, aligning with AI computing technology market trends.

In the technical development of Waveguides for micro-optical components, VisEra primarily focuses on lens display applications for AI/AR glasses. In terms of processes, whether photolithography/etching or nanoimprinting, VisEra provides comprehensive solutions for photomasks, materials, and processes. Our standard technology platforms help clients bring products to rapidly achieve mass production and enter the market and facilitate subsequent upgrades in lens display technology.

Summary of 2026 Business Plan

Operating Guidelines

In 2026, VisEra will focus more intently on enhancing the technical value of its products, developing nano-optical technology, providing high-performance sensing and thin semiconductor optical integrated solutions, and expanding into applications with high growth potential. Simultaneously, the Company will continue to strengthen operational efficiency and corporate governance, while adhering to the principle of steady management to enhance business performance.

Sales Forecast

In 2026, accompanied by the trend of upgrades in smartphone photography and Advanced Driver Assistance Systems (ADAS) performance, the demand for the image sensor market is expected to continue to grow, alongside a recovery in demand for micro-optical components. VisEra has long positioned itself in advanced technologies and processes, with R&D progress and client development moving forward steadily. Benefiting from the accelerated development of AI and related emerging applications, we expect related results to gradually manifest and become a significant driver for the Company's medium-to-long-term growth.

Important Production and Marketing Policies

VisEra is committed to becoming the most trustworthy semiconductor optical wafer foundry partner for global clients, deepening long-term cooperation, and refining professional foundry manufacturing and technical integration to assist clients in shortening mass production timelines and achieving the goals of rapid time-to-market and stable supply.

Environmental, Social, and Corporate Governance (ESG)

VisEra has integrated ESG into its core business strategy. In 2025, the Sustainable Development Committee was established as a functional committee under the Board of Directors to promote and supervise the Company’s sustainability goals, management policies, and concrete plans, demonstrating the Company’s determination to deepen corporate sustainable governance.

VisEra continues to implement green manufacturing and carbon reduction initiatives by increasing the use of renewable energy and strengthening resource circulation and pollution prevention. Meanwhile, we value employee safety and health, improve occupational safety management and risk control, and actively participate in social welfare, environmental conservation, and cultural development. VisEra has ranked in the top 6% to 20% of the Corporate Governance Evaluation for TWSE-listed companies for two consecutive years. In the future, we will continue to enhance corporate governance and information transparency, deepen ESG practices, and promote environmental sustainability and social co-prosperity.

Future Development Strategy and Impact of External Competitive, Regulatory, and Macroeconomic Environments

In 2026, the global political and economic environment continues to influence industrial development due to changes in geopolitics, supply chain restructuring, and technology controls. However, the structural growth driven by AI applications will become a key support for the semiconductor industry. Facing an environment where industrial uncertainties and opportunities coexist, VisEra will center its core on its primary optical sensing business and AI-derived application opportunities. We will continue to strengthen technical added value and product positioning, promote the development of semiconductor optics, and support our clients’ long-term process technology requirements.

Finally, we sincerely thank you for your continued support and trust. We will uphold our core values of diligence and accountability to generate consistent returns for our shareholders.

We wish you
Good health and good luck.

Chairman: Robert Kuan President: Robert Kuan Accounting Manager: Frank Chiu

Audit Committee's Review Report

The Board of Directors prepared the 2025 Business Report, Financial Statements, and earning distribution proposal of the Company. The Financial Statements have been audited by the CPA of Deloitte & Touche, who presented the independent auditors' report. After audit, the Audit Committee believes the aforementioned Business Report, Financial Statements and earnings distribution proposal are prepared in good faith. Therefore, the Audit Committee's Review Report is so generated pursuant to the Securities and Exchange Act and the Company Act.

VisEra Technologies Company Ltd.

Convener of the Meeting of the Audit Committee: Laura Huang

February 12, 2026

Director remuneration for 2025

Unit: NT\$ thousand; %

Position	Name	Directors' compensation								Sum of A, B, C, and D as a percentage of net income		Compensation received as employee								Sum of A, B, C, D, E, F, and G as a percentage of net income		Compensation from parent company or business investments other than subsidiaries				
		Compensation (A)		Severance payment and pension (B)		Director remuneration (C) (Note 1)		Fees for services rendered (D) (Note 2)				Salaries, bonuses, special allowances etc. (E)		Severance payment and pension (F)		Employee remuneration (G)										
		The Company	All companies included in the financial report	The Company	All companies included in the financial report	The Company	All companies included in the financial report	The Company	All companies included in the financial report	The Company	All companies included in the financial report	The Company	All companies included in the financial report	The Company	All companies included in the financial report	Amount paid in cash	Amount paid in shares	Amount paid in cash	Amount paid in shares	The Company	All companies included in the financial report					
Chairman	Robert Kuan	0	0	0	0	1,080	1,080	40	40	1,120	1,120	0.09%	0.09%	9,596	9,596	0	0	7,496	0	7,496	0	18,212	18,212	1.43%	1.43%	None
Director	Chien-Hsin Li	0	0	0	0	939	939	30	30	969	969	0.08%	0.08%	0	0	0	0	0	0	0	0	969	969	0.08%	0.08%	
Director	David Liu	0	0	0	0	1080	1080	40	40	1,120	1,120	0.09%	0.09%	0	0	0	0	0	0	0	0	1,120	1,120	0.09%	0.09%	
Director	Bryan Hsu	0	0	0	0	141	141	0	0	141	141	0.01%	0.01%	0	0	0	0	0	0	0	0	141	141	0.01%	0.01%	
Independent Director	Laura Huang	1,200	1,200	0	0	0	0	30	30	1,230	1,230	0.10%	0.10%	0	0	0	0	0	0	0	0	1,230	1,230	0.10%	0.10%	
Independent Director	Emma Chang	1,200	1,200	0	0	0	0	40	40	1,240	1,240	0.10%	0.10%	0	0	0	0	0	0	0	0	1,240	1,240	0.10%	0.10%	

Position	Name	Directors' compensation								Sum of A, B, C, and D as a percentage of net income		Compensation received as employee								Sum of A, B, C, D, E, F, and G as a percentage of net income		Compensation from parent company or business investments other than subsidiaries
		Compensation (A)		Severance payment and pension (B)		Director remuneration (C) (Note 1)		Fees for services rendered (D) (Note 2)				Salaries, bonuses, special allowances etc. (E)		Severance payment and pension (F)		Employee remuneration (G)						
		The Company	All companies included in the financial report	The Company	All companies included in the financial report	The Company	All companies included in the financial report	The Company	All companies included in the financial report	The Company	All companies included in the financial report	The Company	All companies included in the financial report	The Company	All companies included in the financial report	The Company	All companies included in the financial report	The Company	All companies included in the financial report	The Company	All companies included in the financial report	
Independent Director	Peng-Heng Chang	1,200	1,200	0	0	0	0	40	40	1,240	1,240	0	0	0	0	0	0	0	0	1,240	1,240	None
										0.10%	0.10%	0	0	0	0	0	0	0	0	0.10%	0.10%	
Independent Director	Han-Fei Lin	1,200	1,200	0	0	0	0	20	20	1,220	1,220	0	0	0	0	0	0	0	0	1,220	1,220	
										0.10%	0.10%	0	0	0	0	0	0	0	0	0.10%	0.10%	

1. Remuneration to the Company's independent directors is governed by the Company's Articles of Incorporation and the Company's "Director Remuneration, Compensation, and Honoraria Payment Regulations". The Board of Directors determines remuneration to independent directors based on their level of participation in and contribution to the Company's operations, as well as domestic and international industry standards. The Company pays each independent director monthly compensation and honoraria.

2. Compensation received by director for providing service to any company included in the financial statements (e.g. consultancy service without the title of an employee) in the last year, except those disclosed in the above table: None.

Note 1: Robert Kuan, Chien-Hsin Li, David Liu, and Bryan Hsu are representatives of TSMC; director remuneration and business execution expenses are received by the corporate shareholder they represent.

Note 2: The fees for services rendered refer to honoraria.

Report on the Acquisition of Assets from Taiwan Semiconductor Manufacturing Co., Ltd.

1. Purpose, necessity, and expected benefits of acquiring or disposing of assets:

The Company acquired the DUV193 photolithography exposure system to develop nano-optical structure technology. This technology can be applied to the development of next-generation metasurfaces, nanopillars, and surface relief gratings for next-generation products and to enhance the Company's competitiveness.

2. Reasons for selecting a related party as the transaction counterparty:

In consideration of factors such as the lead time for new equipment exceeding 18 months and pricing, purchasing used equipment would save waiting time. However, after procurement inquiries, no used-equipment vendors in the market had any DUV193 systems meeting the Company's requirements. Therefore, the Company could only approach the related party (TSMC) to inquire whether it would be willing to sell equipment that meets the Company's needs.

3. Relevant information for assessing the reasonableness of the proposed transaction terms for the acquisition of property or right-of-use assets from a related party in accordance with Articles 16 and 17 of the Regulations Governing the Acquisition and Disposal of Assets by Public Companies:

This transaction does not involve the acquisition of property or right-of-use assets; therefore, this Article is not applicable.

4. Matters, such as the related party's initial acquisition date and price, transaction counterparty, and its relations with the Company and the related party:

The initial acquisition date and price, transaction counterparty, and other information of TSMC are its internal confidential information and cannot be obtained.

5. Cash flow forecast for the next year from the scheduled contract execution month, and assessment of the necessity of the transaction and the reasonableness of capital utilization:

This transaction is expected to result in a net cash outflow over the next year. However, based on the Company's net cash inflows from operating activities of NT\$4.7 billion and NT\$2.7 billion in 2024 and 2023, respectively, and its cash balance of NT\$13.4 billion as of December 31, 2024, the Company's cash position remains sufficient to cover the payment. Accordingly, there will be no material impact on operations.

6. An appraisal report issued by a professional appraiser obtained in accordance with the preceding article, or accountant's opinion:

Pursuant to Article 9 of the Regulations Governing the Acquisition and Disposal of Assets by Public Companies, the assets involved in this transaction are equipment for operational use, and pursuant to Article 14 of the same Regulations, the transaction amount for the acquisition or disposal of assets with a related party does not reach 10% of the Company's total assets; therefore, no appraisal report is required.

7. Restrictions and other important agreements of this transaction:

No other special terms and conditions.

8. The opinion issued by the accountant on whether the transaction with an affiliate complies with general commercial conditions and does not harm the interests of the Company and its minority shareholders:

According to the auditor's opinion issued after evaluating the relevant transaction assessment materials provided by the Company in accordance with Auditing Standard ISA 550, Related Parties, nothing has come to the auditor's attention indicating that this related-party transaction was not conducted on normal commercial terms or that it was detrimental to the interests of the Company or its minority shareholders.

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
VisEra Technologies Company Ltd.

Opinion

We have audited the accompanying financial statements of VisEra Technologies Company Ltd. (the "Company"), which comprise the balance sheets as of December 31, 2025 and 2024, and the statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the financial statements, including material accounting policy please follow the template for 2024 Q4 TIFRS. (collectively referred to as the "financial statements").

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

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the year ended December 31, 2025. 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.

Key audit matter of the Company's financial statements for the year ended December 31, 2025 is stated as follows:

Contract Assets and Revenue Recognition

The majority of the Company's revenue is generated from color filter and optical coating, which are manufactured according to the customized specifications agreed in the contractual agreement. The customers have obtained control over the products during the manufacturing process. As such, revenue and contract assets are recognized over time in accordance with the requirements under paragraph 35(b) of IFRS 15. Refer to Notes 4, 5 and 17 to the accompanying financial statements for the details of the accounting policies related to the contract assets and revenue recognition. The Company recognizes contract assets and revenue at the end of each month based on

progress towards completion. Since the abovementioned process involves estimates and manual controls, there is a risk that contract assets and revenue may not be recognized correctly. Thus, the Company's contract assets and revenue recognition were identified as key audit matters.

The audit procedures performed in respect of the above key audit matters included the following:

1. We obtained an understanding and tested the effectiveness of the design and implementation of key internal controls over contract assets and revenue recognition.
2. We obtained an understanding and evaluated the reasonableness of management's assumption and policy over contract assets and revenue recognition.
3. We sampled and verified the accuracy of the underlying data used in calculations for the percentage of completion.
4. We sampled and verified the accuracy of the contract assets and 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 IFRS, IAS, IFRIC, and SIC endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, and for such internal control as management determines is necessary to enable the preparation of 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.

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

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

1. Identify and assess the risks of material misstatement of the 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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

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 for the year ended December 31, 2025, and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audits resulting in this independent auditors' report are Shang-Chih Lin and Shih-Tsung Wu.

Deloitte & Touche
Taipei, Taiwan
Republic of China

February 12, 2026

Notice to Readers

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

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

VISERA TECHNOLOGIES COMPANY LTD.

BALANCE SHEETS

(In Thousands of New Taiwan Dollars)

ASSETS	2025		2024		LIABILITIES AND EQUITY	2025		2024	
	Amount	%	Amount	%		Amount	%	Amount	%
CURRENT ASSETS					CURRENT LIABILITIES				
Cash and cash equivalents (Note 6)	\$ 11,534,487	52	\$ 13,422,209	54	Financial liabilities at fair value through profit or loss				
Financial assets at fair value through profit or loss - current (Notes 7 and 25)	247	-	-	-	- current (Notes 7 and 25)	\$ 13,797	-	\$ 19,150	-
Contract assets - current (Notes 18 and 26)	315,179	1	486,264	2	Contract liabilities - current (Note 18)	24,925	-	29,561	-
Accounts receivable, net (Note 9)	1,134,972	5	1,078,870	4	Accounts payable	327,301	2	279,496	1
Accounts receivable from related parties (Notes 9 and 26)	46,003	-	104,879	-	Lease liabilities - current (Notes 12, 23 and 26)	83,280	-	88,104	-
Other receivables	103,722	1	124,648	1	Accrued profit sharing bonus to employees and remuneration of directors (Note 19)	258,039	1	351,021	2
Other receivables from related parties (Note 26)	53,426	-	-	-	Payables to equipment suppliers	215,360	1	203,332	1
Current tax assets (Note 20)	-	-	48,410	-	Current tax liabilities (Note 20)	96,370	-	316,014	1
Inventories (Note 10)	215,645	1	181,572	1	Long-term liabilities-current portion (Notes 14 and 23)	1,119,722	5	2,710,000	11
Prepayments and other current assets (Note 26)	192,393	1	112,671	1	Accrued expenses and other current liabilities (Notes 15, 18 and 26)	1,026,671	5	704,292	3
Total current assets	13,596,074	61	15,559,523	63	Total current liabilities	3,165,465	14	4,700,970	19
NON-CURRENT ASSETS					NON-CURRENT LIABILITIES				
Financial assets at amortized cost (Notes 8 and 25)	199,970	1	-	-	Long-term borrowings (Notes 14 and 23)	580,996	2	1,699,586	7
Property, plant and equipment (Notes 5 and 11)	8,216,419	37	8,771,902	36	Deferred tax liabilities (Note 20)	14,155	-	43,844	-
Right-of-use assets (Notes 12 and 26)	213,206	1	305,845	1	Lease liabilities - non-current (Notes 12, 23 and 26)	139,170	1	225,562	1
Intangible assets (Note 13)	9,189	-	31,008	-	Deferred revenue - non-current (Note 14)	115	-	1,247	-
Deferred tax assets (Note 20)	66,755	-	44,998	-	Guarantee deposits (Notes 23 and 26)	3,920	-	4,581	-
Other non-current assets (Note 27)	25,669	-	26,260	-	Total non-current liabilities	738,356	3	1,974,820	8
Total non-current assets	8,731,208	39	9,180,013	37	Total liabilities	3,903,821	17	6,675,790	27
TOTAL	\$ 22,327,282	100	\$ 24,739,536	100	EQUITY (Note 17)				
					Capital stock	3,182,991	14	3,173,081	13
					Capital surplus	7,459,818	34	7,313,629	29
					Retained earnings				
					Appropriated as legal reserve	1,597,241	7	1,423,351	6
					Unappropriated earnings	6,301,766	28	6,153,685	25
						7,899,007	35	7,577,036	31
					Other equity	(118,355)	-	-	-
					Total equity	18,423,461	83	18,063,746	73
					TOTAL	\$ 22,327,282	100	\$ 24,739,536	100

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

VISERA TECHNOLOGIES COMPANY LTD.

STATEMENTS OF COMPREHENSIVE INCOME (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2025		2024	
	Amount	%	Amount	%
OPERATING REVENUE (Notes 5, 18 and 26)	\$ 8,938,168	100	\$ 10,002,074	100
OPERATING COSTS (Notes 10, 19 and 26)	<u>6,731,768</u>	<u>75</u>	<u>6,952,993</u>	<u>70</u>
GROSS PROFIT	<u>2,206,400</u>	<u>25</u>	<u>3,049,081</u>	<u>30</u>
OPERATING EXPENSES (Notes 19 and 26)				
Sales and marketing	90,464	1	89,159	1
General and administrative	174,560	2	174,581	2
Research and development	<u>977,982</u>	<u>11</u>	<u>933,673</u>	<u>9</u>
Total operating expenses	<u>1,243,006</u>	<u>14</u>	<u>1,197,413</u>	<u>12</u>
OTHER OPERATING INCOME AND EXPENSES, NET (Notes 11, 19 and 26)	<u>371,385</u>	<u>4</u>	<u>155,671</u>	<u>2</u>
PROFIT FROM OPERATIONS	<u>1,334,779</u>	<u>15</u>	<u>2,007,339</u>	<u>20</u>
NON-OPERATING INCOME AND EXPENSES (Notes 19 and 26)				
Interest income	216,508	2	200,822	2
Other income	379	-	1,517	-
Other gains and losses	(33,117)	-	(124,563)	(1)
Foreign exchange gain and loss, net	(20,562)	-	71,904	1
Finance costs	<u>(49,814)</u>	<u>(1)</u>	<u>(83,454)</u>	<u>(1)</u>
Total non-operating income and expenses	<u>113,394</u>	<u>1</u>	<u>66,226</u>	<u>1</u>
PROFIT BEFORE INCOME TAX	1,448,173	16	2,073,565	21
INCOME TAX EXPENSE (Notes 4 and 20)	<u>174,179</u>	<u>2</u>	<u>334,661</u>	<u>4</u>
NET INCOME	<u>1,273,994</u>	<u>14</u>	<u>1,738,904</u>	<u>17</u>
TOTAL COMPREHENSIVE INCOME	<u>\$ 1,273,994</u>	<u>14</u>	<u>\$ 1,738,904</u>	<u>17</u>
EARNINGS PER SHARE (Note 21)				
Basic earnings per share	<u>\$ 4.01</u>		<u>\$ 5.49</u>	
Diluted earnings per share	<u>\$ 4.00</u>		<u>\$ 5.45</u>	

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

VISERA TECHNOLOGIES COMPANY LTD.

STATEMENTS OF CHANGES IN EQUITY
(In Thousands of New Taiwan Dollars)

	<u>Capital Stock - Common Stock</u>		<u>Capital Surplus</u>	<u>Retained Earnings</u>			<u>Other Equity</u>	<u>Total Equity</u>
	<u>Stock</u> (In Thousands)	<u>Amount</u>		<u>Legal Reserve</u>	<u>Unappropriated Earnings</u>	<u>Total</u>	<u>Unearned Employee Benefits</u>	
BALANCE, JANUARY 1, 2024	316,567	\$ 3,165,671	\$ 7,310,640	\$ 1,387,743	\$ 4,767,113	\$ 6,154,856	\$ -	\$ 16,631,167
Appropriation of earnings								
Legal reserve	-	-	-	35,608	(35,608)	-	-	-
Cash dividends	-	-	-	-	(316,724)	(316,724)	-	(316,724)
Employee share options exercised	741	7,410	2,750	-	-	-	-	10,160
Donation from shareholders	-	-	195	-	-	-	-	195
Compensation cost of employee share options	-	-	44	-	-	-	-	44
Net profit and total comprehensive income for the year ended December 31, 2024	-	-	-	-	1,738,904	1,738,904	-	1,738,904
BALANCE, DECEMBER 31, 2024	317,308	3,173,081	7,313,629	1,423,351	6,153,685	7,577,036	-	18,063,746
Appropriation of earnings								
Legal reserve	-	-	-	173,890	(173,890)	-	-	-
Cash dividends	-	-	-	-	(952,023)	(952,023)	-	(952,023)
Employee share options exercised	361	3,610	1,083	-	-	-	-	4,693
Share-based payment	645	6,450	148,350	-	-	-	(118,355)	36,445
Shares retired	(15)	(150)	(3,450)	-	-	-	-	(3,600)
Donation from shareholders	-	-	206	-	-	-	-	206
Net profit and total comprehensive income for the year ended December 31, 2025	-	-	-	-	1,273,994	1,273,994	-	1,273,994
BALANCE, DECEMBER 31, 2025	318,299	\$ 3,182,991	\$ 7,459,818	\$ 1,597,241	\$ 6,301,766	\$ 7,899,007	\$ (118,355)	\$ 18,423,461

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

VISERA TECHNOLOGIES COMPANY LTD.

STATEMENTS OF CASH FLOWS

(In Thousands of New Taiwan Dollars)

	2025	2024
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	\$ 1,448,173	\$ 2,073,565
Adjustments for:		
Depreciation expense	2,459,619	2,867,500
Amortization expense	24,901	26,792
Expected credit losses recognized on investments in debt instruments	30	-
Finance costs	49,814	83,454
Interest income	(216,508)	(200,822)
Compensation cost of employee share options	32,845	44
Gain on disposal of property, plant and equipment, net	(32,987)	(5)
Impairment loss recognized on property, plant and equipment	1,459	47,539
Foreign exchange loss, net	810	4,571
Gain on lease modification	-	(231)
Changes in operating assets and liabilities:		
Financial instruments at fair value through profit or loss	(5,600)	38,995
Contract assets	171,085	(119,533)
Accounts receivable, net	(56,102)	(285,779)
Receivables from related parties, net	58,876	4,800
Other receivables	24,841	(27,526)
Other receivables from related parties	(53,426)	84
Inventories	(34,073)	(74,973)
Prepayments and other current assets	(79,722)	(23,161)
Contract liabilities	(4,636)	8,902
Accounts payable	47,805	8,392
Payables to related parties, net	-	(440)
Accrued profit sharing bonus to employees and remuneration of directors	(92,982)	276,565
Accrued expenses and other current liabilities	324,213	26,976
Cash generated from operations	4,068,435	4,735,709
Income taxes paid	(396,859)	(19,028)
Net cash generated from operating activities	<u>3,671,576</u>	<u>4,716,681</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Payments for financial assets at amortized cost	\$ (200,000)	\$ -
Payments for property, plant and equipment	(1,807,954)	(1,172,725)
Proceeds from disposal of property, plant and equipment	35,102	5
Increase in refundable deposits	-	(1,300)
Decrease in refundable deposits	591	521
Payments for intangible assets	(3,082)	(5,494)
Decrease (increase) in other non-current assets	-	1,138
Interest received	212,593	184,936
Net cash used in investing activities	<u>(1,762,750)</u>	<u>(992,919)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Repayments of long-term borrowings	(2,710,000)	(2,295,556)
Guarantee deposits refunded	(610)	-
Repayment of the principal portion of lease liabilities	(87,321)	(83,016)
Cash dividends	(952,023)	(316,724)
Employee share options exercised	4,693	10,160

Interest paid	(51,493)	(84,062)
Donation from shareholders	<u>206</u>	<u>195</u>
Net cash used in financing activities	<u>(3,796,548)</u>	<u>(2,769,003)</u>
NET INCREASE(DECREASE) IN CASH AND CASH EQUIVALENTS	(1,887,722)	954,759
CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR	<u>13,422,209</u>	<u>12,467,450</u>
CASH AND CASH EQUIVALENTS, END OF YEAR	<u>\$ 11,534,487</u>	<u>\$ 13,422,209</u>

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

(Concluded)

VisEra Technologies Company Ltd.

2025 Earnings Distribution Table

Unit: NT\$

Beginning Undistributed Earnings	5,027,771,034
2025 net profit	1,273,994,847
Less:	
- Distribution of 10% as legal reserve	(127,399,485)
2025 distributable earnings	1,146,595,362
Distributable Earnings as of December 31, 2025	6,174,366,396
Distribution Items:	
- Common share cash dividend (NT\$3.0 per share)	(954,897,357)
Ending balance of retained earnings	5,219,469,039

Chairman: Robert Kuan President: Robert Kuan Accounting Officer: Frank Chiu

VisEra Technologies Company Ltd.
Procedures for Derivative Transactions
Amended Provision Comparison

Article No.	Original Article	Amended Article																
Article 4	<p>Authorization / Delegation The financial personnel in charge of trading and confirming derivative transactions shall be designated by the Vice President of Finance. The functions of trading, confirmation and settlement shall be performed by different personnel within the Finance Division. The transaction counterparty needs to be informed of the identity of the personnel who is appointed or removed to be responsible for trading and confirmation before the effective date of the relevant appointment or discharge.</p>	<p>Authorization / Delegation The financial personnel in charge of trading and confirming derivative transactions shall be designated by the Vice President of Finance <u>Finance Officer</u>. The functions of trading, confirmation and settlement shall be performed by different personnel within the Finance Division. The transaction counterparty needs to be informed of the identity of the personnel who is appointed or removed to be responsible for trading and confirmation before the effective date of the relevant appointment or discharge.</p>																
Article 7	<p>The levels of delegation and authority The levels of delegation and authority to execute hedging transaction are limited as follows: <u>Transaction Execution</u> The authorized dealers, based on the net position incurring from business activities or highly probable forecasted transactions of the Company, shall evaluate the proposed transactions with and obtain agreement from the Vice President of Finance and Finance Manager before executing such agreed transactions. The levels of delegation and authority to execute each transaction are limited as follows:</p> <table style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th style="text-align: left;">Level</th> <th style="text-align: left;">Delegated Amount of Each Transaction</th> </tr> </thead> <tbody> <tr> <td>Vice President of Finance</td> <td>Up to US\$3 MM</td> </tr> <tr> <td>Finance Manager</td> <td>Up to US\$1 MM</td> </tr> <tr> <td>Delegated trading personnel</td> <td>Up to US\$1 MM</td> </tr> </tbody> </table>	Level	Delegated Amount of Each Transaction	Vice President of Finance	Up to US\$3 MM	Finance Manager	Up to US\$1 MM	Delegated trading personnel	Up to US\$1 MM	<p>The levels of delegation and authority The levels of delegation and authority to execute hedging transaction are limited as follows: <u>Transaction Execution</u> The authorized dealers, based on the net position incurring from business activities or highly probable forecasted transactions of the Company, shall evaluate the proposed transactions with and obtain agreement from the Vice President of Finance <u>Finance Officer</u> and Finance Manager before executing such agreed transactions. The levels of delegation and authority to execute each transaction are limited as follows:</p> <table style="margin-left: auto; margin-right: auto;"> <thead> <tr> <th style="text-align: left;">Level</th> <th style="text-align: left;">Delegated Amount of Each Transaction</th> </tr> </thead> <tbody> <tr> <td>Vice President of Finance <u>Finance Officer</u></td> <td>Up to US\$3 MM</td> </tr> <tr> <td>Finance Manager</td> <td>Up to US\$1 MM</td> </tr> <tr> <td>Delegated trading personnel</td> <td>Up to US\$1 MM</td> </tr> </tbody> </table>	Level	Delegated Amount of Each Transaction	Vice President of Finance <u>Finance Officer</u>	Up to US\$3 MM	Finance Manager	Up to US\$1 MM	Delegated trading personnel	Up to US\$1 MM
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Article No.	Original Article	Amended Article
	<p><u>Transaction Ratification</u> A written ratification shall be obtained from the Vice President of Finance for every executed transaction.</p> <p>Other counterparties need to be informed in writing of the identity of the delegated personnel in order to manage and control the Company’s derivative transactions and positions. The written confirmation with other counterparties, regardless of the size of transaction amount, must all be ratified by the Vice President of Finance of the Company.</p>	<p><u>Transaction Ratification</u> A written ratification shall be obtained from the Vice President of Finance <u>Finance Officer</u> for every executed transaction.</p> <p>Other counterparties need to be informed in writing of the identity of the delegated personnel in order to manage and control the Company’s derivative transactions and positions. The written confirmation with other counterparties, regardless of the size of transaction amount, must all be ratified by the Vice President of Finance <u>Finance Officer</u> of the Company.</p>
Article 11	<p>Internal control</p> <ol style="list-style-type: none"> 1. The Company personnel engaged in trading may not serve concurrently in other operations such as confirmation and settlement. 2. After a transaction is executed by the trading personnel, the confirmation personnel shall confirm the transaction terms with the counterparty and submit them to the responsible supervisor for approval and sign-off. 3. When the Company engages in derivative transactions, the finance department shall report regularly to the Vice President of Finance, and internal auditors from non-finance departments shall issue audit reports on a regular basis. 	<p>Internal control</p> <ol style="list-style-type: none"> 1. The Company personnel engaged in trading may not serve concurrently in other operations such as confirmation and settlement. 2. After a transaction is executed by the trading personnel, the confirmation personnel shall confirm the transaction terms with the counterparty and submit them to the responsible supervisor for approval and sign-off. 3. When the Company engages in derivative transactions, the finance department shall report regularly to the Vice President of Finance <u>Finance Officer</u>, and internal auditors from non-finance departments shall issue audit reports on a regular basis.

