Micro-Star International Co., Ltd.
2025 Annual Shareholders' Meeting Minutes

(Translation)

This English-version handbook is a summary translation of the Chinese version and is not an official document of the shareholders' meeting. If there is any discrepancy between the English and Chinese versions, the Chinese version shall prevail.

Time: 9:00 a.m. on Tuesday, June 10, 2025.

Place: Company's conference room 3102 (1F., No. 488, Bannan Rd., Zhonghe Dist., New Taipei City 235, Taiwan R.O.C.)

Meeting type: Physical meeting

Total shares represented by shareholders present in person or by proxy:
734,008,004 shares were represented by shareholders in person and by proxy (including by exercising voting rights electronically 488, 628,965 shares) ,which are mounted to 86.87% of the Company's 844,856,199 issued and outstanding shares.

Director present:
Hsu, Hsiang，Huang, Chin-Ching， Lin, Wen-Tung，Kuo, Hsu-Kuang，Liao, Chun-Keng，
Hung, Yu-Sheng，Chen, Te-Ling，Li, Chao-Ming

Independent Director:
Hsu, Jun-Shyan (Chief coordinator of Audit Committee and Commissioner of Renumeration Committee)，
Hsu, Kao-Shan (Chief coordinator of Renumeration Committee and Commissioner of Audit Committee)，
Wang, Sung-Chou (Commissioner of Audit Committee and Commissioner of Renumeration Committee)

11 seats of Directors attended the meeting and presented 100% seats of Directors. (Independent Directors attendance rate: 100%)

Attendance:
PricewaterhouseCoopers: Yu, Chih-Fan CPA

Chairman: Hsu, Hsiang **Recorder:** Chen, Nuan-Yun

According to the Chairman's instruction, reading the Shareholders meeting rules and voting method.

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

Chairman's Remarks (Omitted)

I. Report Items:

1. Business Report of 2024.(see Appendix 1)

2. The Audit Committee's Review Report on the 2024 Financial Statements. (see Appendix 2)

3. Report of Employees' Compensation and Directors' Compensation for 2024.
   (1) 2024 Employees' Compensation and Directors' Compensation distribution plan is in accordance with Article 235-1 of the Company Act and Article 19-1 of the Articles of Incorporation.
   (2) The company's 2024 profit before allocation of Employees' Compensation and Directors' Compensation of which an approximate 7.50% is distributed to Employees' Compensation, count NT $639,500,000 (all cash distribution) ; of which 0.72% is distributed to Directors' Compensation, count NT$61,600,000. Both Eemployees' Compensation and Directors' Compensation are distributed in cash.
   (3) The distribution above is resolved by the Company's Remuneration Committee and the Board of Directors. The above figures are no difference from the amount recognized in 2024.

4.The 2024 Earnings Distribution of cash dividends.
   (1)The Board of Directors is authorized to decide the distribution of partial or full dividends in cash, and report the decision to the shareholders meeting in accordance with Company Act in Paragraph 5 of Article 240 and Article 19 of the Articles of Incorporation. Shareholders' meeting may explicitly stipulate in the Articles of Incorporation to authorize the distributable dividends and bonuses in whole or in part may be paid in cash after a resolution has been adopted by a majority vote at a meeting of the board of directors attended by two-thirds of the total number of directors; and in addition thereto a report of such distribution shall be reported to the shareholders' meeting.
   (2)The distributable earnings of the year 2024 is NT$4,224,280,995 will be distributed in cash totally to Shareholders' dividends (NT$5 per share) have been approved by the board of directors on March 12, 2025. With the approval of the cash dividend by the meeting of shareholders, the Chairman will be authorized to determine the base date and distribution date of dividends. Cash dividends will be distributed up to one dollar (rounded down values below NT$1). The odd amount will be combined to the Company's non-operating income.
   (3)The dividend rate changed after this date as the number of shares circulated on the market under the influence of the following factors: buying back of the company shares and transfer or revocation of treasury shares. Please allow the Chairman to handle the affair. The Chairman is authorized by the Board of Directors to make adjustment to such distribution at his discretion.

Above-mentioned matters are for all shareholders' reference.

II. Adoption Items

1. **Proposed by the Board**

Proposal:

Adoption of the 2024 Business Report and Financial Statements

Explanation:

(1) MSI Company's Financial Statements, including the balance sheet, income statement, statement of changes in shareholders' equity, and statement of cash flows, were audited by independent auditors, Yu, Chih-Fan and Huang, Shih-Chun of PricewaterhouseCoopers, Taiwan, Also Business Report and Financial Statements have been approved by the Board of Directors and examined by the Audit Committee. see Appendix 2

(2) 2024 Business Report, independent auditors' audit report, and the above-mentioned Financial Statements. see Appendix 3.

Resolution:

Voting Results:

Votes in favor	Votes against	Votes invalid	Votes abstained	Votes in favor of the total represented share present
678,931,946	95,344	0	54,976,714	92.49%

(Including votes casted electronically)

It was resolved that the above proposal is approved as proposed.

2. **Proposed by the Board**

Proposal:

Adoption of the Proposal for Distribution of 2024 Profits

Explanation:

(1) The Board of Directors has proposed the Distribution of 2024 Profits in accordance with Article 19 of the Articles of Incorporation as below

Micro-Star International Co., Ltd.

Earnings Distribution Table of 2024

（Unit: NT $ ）

Items	Amount	
Beginning retained earnings		26,582,948,427
+2024Retained Earnings Adjustment	54,538,469	
Adjusted undistributed Earnings		26,637,486,896
+2024 Net Profit after Tax	6,792,771,518	
-Legal Reserve	(684,730,999)	
+Reverse Special Reserve	408,080,936	
-Cash Dividends to Shareholders (NT$5 per share)	(4,224,280,995)	
Unappropriated Retained Earnings		28,929,327,356

Note:

1. Profit of 2024 is prioritized for profit distribution this year.
2. The cash dividend distribution earnings of the year 2024 accordance with Company Act in Paragraph 5 of Article 240 and Article 19 of the Articles of Incorporation has been adopted by a majority vote at a meeting of the board of directors attended by two-thirds of the total number of directors and examined by the Audit Committee on March 12, 2025.

Chairman：Hsu, Hsiang　President：Huang,Chin-Ching　Accounting Officer：Lin, Hui-Chin

Resolution:

Voting Results:
(Including votes casted electronically)

Votes in favor	Votes against	Votes invalid	Votes abstained	Votes in favor of the total represented share present
679,687,475	96,865	0	54,219,664	92.59%

It was resolved that the above proposal is approved as proposed.

III.Discussion Items

1. **Proposed by the Board**

Proposal:
Amendment to the " Operational Procedures for Acquisition or Disposal of Assets". Please proceed to discuss.

Explanation:
In accordance with the laws, the Company hereby proposes amendments to the some articles of the Company's "Operational Procedures for Acquisition or Disposal of Assets". Please refer to (Appendix 4, 4-1) for the comparison table in the Meeting Agenda Handbook.

Resolution:

Voting Results:
(Including votes casted electronically)

Votes in favor	Votes against	Votes invalid	Votes abstained	Votes in favor of the total represented share present
668,446,753	10,606,366	0	54,950,885	91.06%

It was resolved that the above proposal is approved as proposed.

2. **Proposed by the Board**

Proposal:
To discuss amendment to the "Operational Procedures for Acquisition or Disposal of Assets". Please proceed to discuss.

Explanation:
In order to conform to the needs of commercial practice, the company hereby proposes to amend the "Operational Procedures for Acquisition or Disposal of Assets". Please refer to (Appendix 5, 5-1) for details.

Resolution:

Voting Results:

(Including votes casted electronically)

Votes in favor	Votes against	Votes invalid	Votes abstained	Votes in favor of the total represented share present
603,247,626	75,922,442	0	54,833,936	82.18%

It was resolved that the above proposal is approved as proposed.

3. Proposed by the Board

Proposal:

To discuss amendment to the "Operational Procedures for Trading Derivatives". Please proceed to discuss.

Explanation:

In order to conform to the needs of commercial practice, the company hereby proposes to amend the "Operational Procedures for Trading Derivatives". Please refer to (Appendix 6, 6-1) for details.

Resolution:

Resolution: Votes in favor	Votes against	Votes invalid	Votes abstained	Votes in favor of the total represented share present
603,248,129	75,921,245	0	54,833,884	82.18%

(Including votes casted electronically)

It was resolved that the above proposal is approved as proposed.

IV.Extempore motions：None.

Shareholder (Account No. 386236):It is suggested that the company conduct scenario analysis on the carbon reduction plans for capital expenditures, such as the California plant and the Taoyuan Guishan plant, to assess their alignment with the company's long-term greenhouse gas emission reduction goals. Furthermore, what carbon reduction strategies has the company implemented in response to the requirements of California's climate-related legislation? What corresponding adjustments and enhancements have been made to the content of information disclosure? It is recommended that the company increase information disclosure in this area so that stakeholders can fully understand the company's development and progress in ESG initiatives.

After a brief explanation by the President regarding the current ESG implementation status, performance, and future plans, the shareholder expressed satisfaction.

After the Chairman inquired again whether any shareholders had further questions, no shareholders raised any.

Adjournment(09:43am)

Appendix 1

Reports Items

Reports Items

Business Report

In 2024, the global political and economic landscape will still be influenced by multiple factors such as geopolitical conflicts, international trade frictions, and the economic recovery in the post-pandemic era. However, major economies continue to promote digital transformation and infrastructure investment, increasing investments in AI applications and green energy, which injects stable growth momentum into the overall technology and PC industries. Despite potential short-term fluctuations in raw material and key component supplies, and the financial markets entering a cycle of interest rate cuts, MSI is consolidating its leading advantage in the eSports market through a diversified supply chain layout and robust financial strategies. The company is also actively expanding into the consumer market, enterprise solutions, and AIoT applications, ensuring a solid foundation for overall operations in 2024. In response to potential tariff policies, MSI is accelerating its diversified and regional supply chain strategies while carefully evaluating investment returns and sustainable operational capabilities.

Looking ahead to 2025, as geopolitical risks are expected to ease and supply chain dynamics become clearer, the demand from enterprises and consumers for high-performance computing, intelligent applications, and edge computing continues to rise. The PC market is expected to grow further driven by a new wave of technological and product innovations. Additionally, it is anticipated that major countries may gradually ease or lower interest rates as the economy warms up, which will facilitate overall capital flow and corporate financing, providing more momentum for consumer spending, industrial investment, and expansion. MSI will align with this trend by strengthening its existing core products and increasing R&D investments in areas such as AI, cloud computing, and green design, while continuously expanding its marketing and service networks to enhance market penetration. With the dual benefits of favorable interest rate trends and industry demand, MSI expects to further expand its market share and profit margins in 2025, while maintaining its commitment to sustainable operations and corporate social responsibility, steadily moving towards long-term growth objectives.

I. Operating Performance in 2024

1. Consolidated financial results

Unit: NT$ thousands

Item \ Year	2024	2023	Growth amount	Growth rate
Sales revenue	197,871,915	182,965,688	14,906,227	8.15%
Gross profit	24,195,185	22,845,651	1,349,534	5.91%
Profit after tax	6,792,772	7,532,896	(740,124)	(9.83%)
Basic earnings per share (After-tax) (in NT dollars)	8.04	8.92	(0.88)	(9.87%)
Diluted earnings per share (After-tax) (in NT dollars)	8.00	8.87	(0.87)	(9.81%)

According to the “Regulations Governing the Publication of Financial Forecasts of Public Companies,” MSI is not required to prepare its financial forecasts for the year of 2024.

2. Profitability analysis

Item		Financial Analysis for the Last Two-Years	
	Year	2024	2023
Financial structure (%)	Debt to asset ratio (%)	45.28	44.57
	Long-term capital to property, plant and equipment (%)	826.24	975.38
Solvency (%)	Current ratio (%)	204.45	208.42
	Quick ratio (%)	112.44	118.09
	Interest earned ratio (times) (%)	19,310.80	33,280.34
Profitability (%)	Return on assets (%)	7.30	8.52
	Return on shareholders' equity (%)	13.18	15.28
	Profit ratio (%)	3.43	4.12
	Basic after-tax EPS(NT$)	8.04	8.92

3. Research and Development Status

MSI is a leading global brand in the fields of AI PCs, eSports, creators, business, and AIoT. With advanced R&D as its foundation and customer satisfaction as its driving force, MSI markets its products in over 120 countries worldwide. The entire product line, including laptops, graphics cards, monitors, motherboards, desktops, peripherals, servers, industrial computers, service robots, automotive electronics, and charging station hardware and software solutions, has received unanimous love and praise from consumers and clients. MSI is committed to creating digital products that combine excellent quality, user-friendly design, and stylish aesthetics, continuously innovating user value to become a comprehensive technology leader.

II. Operating Plan for 2025

In facing the future environment, the company plans to adopt the following operational policies, expected goals, and important production and sales policies:

1. Operational Policies
   (1) Marketing Aspect: Actively explore new markets and new customers, and establish long-term trustful relationships with potential and financially sound clients to create profits together.
   (2) Product Development Aspect: Develop products that meet user needs and benefits.
   (3) Manufacturing, Quality, and Service Aspect: Continuously introduce automation and intelligent manufacturing to enhance quality and efficiency, using customer satisfaction as a benchmark to strengthen maintenance and service.
   (4) Management Aspect: Continuously improve operational efficiency.
   (5) Financial Aspect: Operate with a sound financial principle, controlling various financial risks.
2. Sales forecast and the analysis
   The company's product range is extensive. In addition to continuing to cultivate the high-end product market for stable growth across various products, efforts will also be made in new product development and market marketing to increase shipment volumes. This includes products such as graphics cards, desktops, motherboards, monitors, computer peripherals, laptops, servers, industrial computers, automotive electronics, and charging stations. The market is expected to have growth potential, and the company aims to enhance overall profitability by actively increasing the market share of various products.
3. Important production and sales Policies
   (1) Production Policy: Continuously monitor global major political and economic trends, respond to potential market demands and changes in supplier capacity, plan material reserves to increase capacity utilization, adopt flexible production to reduce inventory, and meet customer order demand in a timely manner while managing supply chain dynamics and focusing on people, machines, materials, and methods to achieve effective output.

(2) Sales Policy: Provide products of good quality that meet customer needs, pursuing a win-win sales goal for both the company and customers.

III. Future Company Development Strategy

MSI has been in the ICT industry for over 30 years and will continue to invest in the R&D of high-end motherboards, graphics cards, gaming laptops, and monitors in the future. Coupled with marketing for gaming brands and cross-industry collaboration, it aims to solidify its global leadership position in eSports.

In the commercial market solutions and AIoT field, the company will continue to strengthen its layout, actively entering enterprise users and commercial markets, providing comprehensive solutions based on high-performance and stable desktop computers and laptops. In response to the rapid growth of high-performance computing and cloud service demands, MSI has also launched advanced AI servers that offer flexibility and provide solutions tailored for AI, HPC, and large-scale language models (LLM).

MSI is also expanding into the AIoT (Artificial Intelligence of Things) field, integrating technologies such as sensors, edge computing, and cloud analytics to provide comprehensive solutions for applications in smart homes, smart manufacturing, smart retail, and smart cities.

In recent years, generative AI and big data analytics have become increasingly popular in industrial applications. MSI will enhance its internal AI R&D capabilities, strengthen the development of AI algorithms and software platforms, and introduce AI technology into gaming, content creation, commercial products, and cloud services to accelerate market penetration. At the same time, customized AI solutions will be launched for vertical industries to create higher added value for enterprise users.

IV. Impact of External Competitive Environment, Regulatory Environment, and Overall Business Environment

Since its establishment, MSI has faced continuous changes in communication technology, intense competition from peers, and the unpredictable global market. The company has always focused on user needs, continuously innovating and investing in R&D and production resources, collaborating with suppliers and customers to develop high-end products that lead the market. In the future, it will continue to uphold its original intention in product development to address external challenges.

MSI adheres to its responsibilities and obligations as a corporate citizen. It complies with all regulatory requirements regarding securities trading supervision, finance, and accounting in its global operations. In terms of mitigating climate change impacts, MSI is also committed to actively investing in smart innovation and green product design, promoting carbon reduction, applying for various environmental certifications, and implementing these into supply chain management, moving towards a new generation of sustainable value chains

Regarding the overall business environment, MSI actively prepares for potential operational changes while complying with the regulatory environments of various countries. This includes flexible adjustments in the supply chain, product R&D design, business marketing promotion, and after-sales service, all of which can respond appropriately to changes in the overall economy while adhering to regulatory compliance.

On behalf of the MSI management team, I would like to thank all shareholders, customers, and partners for their support, as well as all employees and directors for their hard work over the past year. We hope that shareholders will continue to provide us with support and encouragement. All MSI colleagues will work even harder to create greater corporate value and share it with all shareholders.

Sincerely yours,

Chairman：Hsu, Hsiang President：Huang,Chin-Ching Accounting Officer：Lin, Hui-Chin

Appendix 2

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of MICRO-STAR INTERNATIONAL CO., LTD. AND SUBSIDIARIES

Opinion

We have audited the accompanying consolidated balance sheets of MICRO-STAR INTERNATIONAL CO., LTD. AND SUBSIDIARIES (the "Group") as of December 31, 2024 and 2023, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of material accounting policies.

In our opinion, based on our audits and the reports of other auditors (please refer to the *Other matter* section), the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2024 and 2023, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations that came into effect as endorsed by the Financial Supervisory Commission.

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 *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report. We are independent of the Group in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our ethical responsibilities in accordance with these requirements. Based on our audits and the audit reports of other independent auditors, we believe that the audit evidences we have obtained are sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of Group's 2024 consolidated financial statements. These matters were addressed in the context of our audit of the consolidated financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters for the Group's 2024 consolidated financial statements are stated as follows:

Recognition of sales revenue generated from own-brand products

Description

Please refer to Note 4(26) for accounting policies on revenue recognition, Note 6(19) for details of operating revenue. Other than international brands, the Group sells its products to customers in various countries. The Group also actively develops own-brand products. The recognition of sales revenue generated from own-brand products is critical to the Group's consolidated financial statements. Therefore, it was identified as a key audit matter.

How our audit addressed the matter

We performed the following audit procedures in respect of the above key audit matter:

A. Obtained an understanding of and assessed internal controls in relation to sales revenue, and validated the operating effectiveness of those above-mentioned internal controls.
B. Obtained detailed listing of sales revenue from own-brand products in the current year, and sampled to validate supporting documents, including sales invoices, customer purchase orders and delivery documents to ensure the appropriateness of recognition.
C. Selected samples for testing and inspected whether there are any significant sales returns and discounts from significant customers occurring subsequent to the reporting period.
D. Selected samples for testing and performed accounts receivable confirmation procedure to significant customers.

Estimation of allowance for inventory valuation losses

Description

Please refer to Note 4(14) for accounting policies on inventory valuation, Note 5(2) for the uncertainty of accounting estimates and assumptions applied on inventory valuation, and Note 6(7) for details of inventories.

The Group is primarily engaged in manufacturing and sales of motherboards, interface cards, notebook computers and other electronic products. Due to the rapid technological innovations and competition within the industry as well as frequent releases of new products resulting in potential price fluctuations, there is a higher risk of inventory losses due from market value decline or obsolescence. The Group recognises inventories at the lower of cost and net realisable value. The monetary values of allowance for inventory valuation losses is critical to the financial statements. Therefore, it was identified as a key audit matter.

How our audit addressed the matter

We performed the following audit procedures in respect of the above key audit matter:

A. Inquired with management, and assessed the reasonableness in relation to the provision of allowance for inventory valuation losses.
B. Validated the accuracy of the system logic in calculating the ageing of inventories, and confirmed the consistency with the Group's policies.
C. Validated the appropriateness of system logic of the report of individually identified obsolete inventory prepared by management and confirmed the consistency with the Group's policies.
D. Sampled and tested the net realisable value basis of the individual inventory and validated the appropriateness.

Other matter –Reference to audits of other independent auditors

We did not audit the financial statements of certain consolidated subsidiaries and investments accounted for under the equity method that are included in the consolidated financial statements. Those financial statements were audited by other independent auditors, whose reports thereon have been furnished to us, and our opinion expressed herein is based solely on reports of the other independent auditors. Total assets of the above-mentioned entities (including investments accounted for under the equity method) amounted to NT$20,401,427 thousand and NT$21,764,418 thousand as of December 31, 2024 and 2023, constituting 21% and 24% of consolidated total assets, respectively. Sales revenue of the above-mentioned entities amounted to NT$49,411,674 thousand and NT$50,514,919 thousand for the years ended December 31, 2024 and 2023, constituting 25% and 28% of consolidated total sales revenue, respectively.

Other matter – Parent company only financial reports

We have audited and expressed an unmodified opinion on the parent company only financial statements of MICRO-STAR INTERNATIONAL CO., LTD. as at and for the years ended December 31, 2024 and 2023.

Responsibilities of management and those charged with governance for the consolidated financial statements

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

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

Those charged with governance, including supervisors, are responsible for overseeing the Group’s financial reporting process.

Auditors’ responsibilities for the audit of the consolidated financial statements

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

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgement 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 the Group's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

We also provide those charged with governance with 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.

Yu, Chih-Fan Huang, Shih-Chun

For and on behalf of PricewaterhouseCoopers, Taiwan

March 12, 2025

The accompanying consolidated financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying consolidated financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

MICRO-STAR INTERNATIONAL CO., LTD. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

	Assets	Notes	December 31, 2024 AMOUNT	%	December 31, 2023 AMOUNT	%
	Current assets					
1100	Cash and cash equivalents	6(1)	$ 23,043,395	24	$ 25,772,522	29
1110	Financial assets at fair value through profit or loss - current	6(2)	345,383	-	133,160	-
1136	Current financial assets at amortised cost	6(4)	1,000,456	1	464	-
1150	Notes receivable, net	6(5)	-	-	61,660	-
1170	Accounts receivable, net	6(5)	23,360,372	24	20,157,330	22
1200	Other receivables	6(6)	98,145	-	311,516	-
1220	Current income tax assets		110,461	-	123,312	-
130X	Inventories, net	6(7)	36,857,905	38	33,395,003	37
1410	Prepayments	6(8)	2,385,695	3	2,218,831	3
11XX	**Total current assets**		87,201,812	90	82,173,798	91
	Non-current assets					
1517	Non-current financial assets at fair value through other comprehensive income	6(3)	87,977	-	86,991	-
1535	Non-current financial assets at amortised cost	6(4) and 8	599,613	1	666,475	1
1600	Property, plant and equipment	6(9)	6,531,860	7	5,238,639	6
1755	Right-of-use assets	6(10)	943,669	1	718,580	1
1760	Investment property - net	6(12)	38,849	-	34,195	-
1840	Deferred income tax assets	6(25)	1,096,187	1	1,482,297	1
1900	Other non-current assets		120,515	-	122,839	-
15XX	**Total non-current assets**		9,418,670	10	8,350,016	9
1XXX	**Total assets**		$ 96,620,482	100	$ 90,523,814	100

(Continued)

MICRO-STAR INTERNATIONAL CO., LTD. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

	Liabilities and Equity	Notes	December 31, 2024 AMOUNT	%	December 31, 2023 AMOUNT	%
	Current liabilities					
2120	Financial liabilities at fair value through profit or loss - current	6(2)	$ 264,849	-	$ 181,097	-
2130	Current contract liabilities	6(19)	203,938	-	202,581	-
2170	Accounts payable		28,710,338	30	24,435,180	27
2200	Other payables	6(13)	7,250,495	8	6,964,146	8
2230	Current income tax liabilities		382,885	-	2,034,571	2
2250	Provision for liabilities - current	6(15)	1,285,826	1	1,276,692	1
2280	Current lease liabilities		388,074	1	312,506	1
2365	Refund liabilities- current		4,017,530	4	3,935,285	5
2399	Other current liabilities, others		147,882	-	85,334	-
21XX	**Total current liabilities**		42,651,817	44	39,427,392	44
	Non-current liabilities					
2570	Deferred income tax liabilities	6(25)	23,721	-	4,300	-
2580	Non-current lease liabilities		512,183	1	359,944	-
2640	Net defined benefit liability, non-current	6(14)	88,605	-	164,451	-
2670	Other non-current liabilities, others		470,102	-	387,463	1
25XX	**Total non-current liabilities**		1,094,611	1	916,158	1
2XXX	**Total liabilities**		43,746,428	45	40,343,550	45
	Equity attributable to owners of parent					
	Share capital	6(16)				
3110	Share capital - common stock		8,448,562	9	8,448,562	9
	Capital surplus	6(17)				
3200	Capital surplus		806,029	1	805,408	1
	Retained earnings	6(18)				
3310	Legal reserve		9,781,123	10	9,027,956	9
3320	Special reserve		877,405	1	703,121	1
3350	Unappropriated retained earnings		33,430,259	34	32,072,622	36
	Other equity interest					
3400	Other equity interest		(469,324)	-	(877,405)	(1)
31XX	**Equity attributable to owners of the parent**		52,874,054	55	50,180,264	55
3XXX	**Total equity**		52,874,054	55	50,180,264	55
3X2X	**Total liabilities and equity**		$ 96,620,482	100	$ 90,523,814	100

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

MICRO-STAR INTERNATIONAL CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars, except for earnings per share amount)

	Items	Notes	Year ended December 31 2024 AMOUNT	2024 %	2023 AMOUNT	2023 %
4000	Sales revenue	6(19)	$ 197,871,915	100	$ 182,965,688	100
5000	Operating costs	6(7)(23)	(173,676,730)	(88)	(160,120,037)	(88)
5900	Net operating margin		24,195,185	12	22,845,651	12
	Operating expenses	6(23)				
6100	Selling expenses		(10,062,805)	(5)	(8,034,888)	(4)
6200	General and administrative expenses		(1,806,003)	(1)	(1,699,803)	(1)
6300	Research and development expenses		(5,139,124)	(2)	(4,282,955)	(2)
6450	Expected credit loss	12(2)	(69,810)	-	(17,976)	-
6000	Total operating expenses		(17,077,742)	(8)	(14,035,622)	(7)
6900	Operating profit		7,117,443	4	8,810,029	5
	Non-operating income and expenses					
7100	Interest income	6(4)(20)	468,378	-	456,735	-
7010	Other income	6(21)	675,421	-	698,178	-
7020	Other gains and losses	6(22)	291,318	-	(760,598)	-
7050	Finance costs		(44,289)	-	(27,657)	-
7000	Total non-operating income and expenses		1,390,828	-	366,658	-
7900	**Profit before income tax**		8,508,271	4	9,176,687	5
7950	Income tax expense	6(25)	(1,715,499)	(1)	(1,643,791)	(1)
8200	**Profit for the year**		$ 6,792,772	3	$ 7,532,896	4
	Other comprehensive income					
	Components of other comprehensive income (loss) that will not be reclassified to profit or loss					
8311	Actuarial gain (loss) on defined benefit plan	6(14)	$ 68,174	-	($ 1,530)	-
8316	Unrealised gain from investments in equity instruments measured at fair value through other comprehensive income	6(3)	986	-	15,200	-
8349	Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	6(25)	(13,831)	-	(2,737)	-
8310	Components of other comprehensive income that will not be reclassified to profit or loss		55,329	-	10,933	-
	Components of other comprehensive income that will be reclassified to profit or loss					
8361	Financial statements translation differences of foreign operations		407,291	-	(186,443)	-
8360	Components of other comprehensive income (loss) that will be reclassified to profit or loss		407,291	-	(186,443)	-
8300	**Total other comprehensive income (loss) for the year**		$ 462,620	-	($ 175,510)	-
8500	**Total comprehensive income for the year**		$ 7,255,392	3	$ 7,357,386	4
	Profit attributable to:					
8610	Owners of the parent		$ 6,792,772	3	$ 7,532,896	4
	Comprehensive income attributable to:					
8710	Owners of the parent		$ 7,255,392	3	$ 7,357,386	4
	Earnings per share (in dollars)	6(26)				
9750	Basic earnings per share		$	8.04	$	8.92
9850	Diluted earnings per share		$	8.00	$	8.87

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

MICRO-STAR INTERNATIONAL CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

		Equity attributable to owners of the parent										
			Capital Surplus				Retained Earnings			Other equity interest		
	Notes	Share capital - common stock	Additional paid-in capital	Treasury stock transactions	Donated assets received	Employee stock warrants	Legal reserve	Special reserve	Unappropriated retained earnings	Financial statements translation differences of foreign operations	Unrealised gains (losses) from financial assets measured at fair value through other comprehensive income	Total equity
2023												
Balance at January 1, 2023		$ 8,448,562	$ 628,134	$ 130,592	$ 1,882	$ 44,460	$ 8,028,953	$ 901,794	$ 30,917,333	($ 638,974)	($ 64,147)	$ 48,398,589
Profit for the year		-	-	-	-	-	-	-	7,532,896	-	-	7,532,896
Other comprehensive income (loss)		-	-	-	-	-	-	-	(1,226)	(186,443)	12,159	(175,510)
Total comprehensive income (loss)		-	-	-	-	-	-	-	7,531,670	(186,443)	12,159	7,357,386
Appropriation of 2022 earnings	6(18)											
Legal reserve		-	-	-	-	-	999,003	-	(999,003)	-	-	-
Special reserve		-	-	-	-	-	-	(198,673)	198,673	-	-	-
Cash dividends		-	-	-	-	-	-	-	(5,576,051)	-	-	(5,576,051)
Due to donated assets received		-	-	-	340	-	-	-	-	-	-	340
Balance at December 31, 2023		$ 8,448,562	$ 628,134	$ 130,592	$ 2,222	$ 44,460	$ 9,027,956	$ 703,121	$ 32,072,622	($ 825,417)	($ 51,988)	$ 50,180,264
2024												
Balance at January 1, 2024		$ 8,448,562	$ 628,134	$ 130,592	$ 2,222	$ 44,460	$ 9,027,956	$ 703,121	$ 32,072,622	($ 825,417)	($ 51,988)	$ 50,180,264
Profit for the year		-	-	-	-	-	-	-	6,792,772	-	-	6,792,772
Other comprehensive income		-	-	-	-	-	-	-	54,539	407,291	790	462,620
Total comprehensive income		-	-	-	-	-	-	-	6,847,311	407,291	790	7,255,392
Appropriation of 2023 earnings	6(18)											
Legal reserve		-	-	-	-	-	753,167	-	(753,167)	-	-	-
Special reserve		-	-	-	-	-	-	174,284	(174,284)	-	-	-
Cash dividends		-	-	-	-	-	-	-	(4,562,223)	-	-	(4,562,223)
Due to donated assets received		-	-	-	621	-	-	-	-	-	-	621
Balance at December 31, 2024		$ 8,448,562	$ 628,134	$ 130,592	$ 2,843	$ 44,460	$ 9,781,123	$ 877,405	$ 33,430,259	($ 418,126)	($ 51,198)	$ 52,874,054

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

MICRO-STAR INTERNATIONAL CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31 2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before tax		$ 8,508,271	$ 9,176,687
Adjustments			
Adjustments to reconcile profit (loss)			
Depreciation (including right-of-use assets and investment properties)	6(23)	1,343,285	1,374,142
Amortization	6(23)	482	535
Expected credit loss	12(2)	69,810	17,976
(Gain) loss on financial assets and liabilities at fair value through profit or loss		(101,928)	142,672
Interest expense		44,289	27,657
Interest income	6(20)	(468,378)	(456,735)
Gain on disposal of property, plant and equipment	6(22)	(21,210)	(31,556)
Loss (gain) on lease modification	6(10)	44	(99)
Changes in operating assets and liabilities			
Changes in operating assets			
Financial assets at fair value through profit or loss		(25,646)	40,035
Notes receivable, net		61,660	117,928
Accounts receivable		(3,172,829)	(1,452,322)
Other receivables		114,927	100,086
Inventories, net		(3,462,902)	(4,099,848)
Prepayments		(166,864)	287
Other non-current assets		17,470	26,128
Changes in operating liabilities			
Current contract liabilities		1,357	(1,094,833)
Accounts payable		4,275,158	(235,469)
Other payables		365,776	960,939
Provision for liabilities - current		9,134	136,953
Refund liabilities- current		82,245	334,301
Other current liabilities, others		62,548	(23,077)
Net defined benefit liability		(7,672)	(7,067)
Other non-current liabilities		3,973	120,441
Cash inflow generated from operations		7,533,000	5,175,761
Interest received		464,410	445,850
Interest paid		(44,108)	(27,437)
Income tax paid		(2,951,986)	(586,332)
Net cash flows from operating activities		5,001,316	5,007,842

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MICRO-STAR INTERNATIONAL CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31 2024	2023
CASH FLOWS FROM INVESTING ACTIVITIES			
Acquisition of financial assets at amortised cost		($ 933,130)	($ 11,878)
Acquisition of property, plant and equipment	6(27)	(2,306,920)	(689,774)
Proceeds from disposal of property, plant and equipment		73,822	66,458
Increase in refundable deposits		(14,547)	(15,767)
Acquisition of investment properties	6(12)	(902)	(204)
Net cash flows used in investing activities		(3,181,677)	(651,165)
CASH FLOWS FROM FINANCING ACTIVITIES			
Repayment of the principal portion of lease liabilities	6(28)	(376,178)	(317,354)
Increase (decrease) in guarantee deposits received	6(28)	78,666	(5,414)
Cash dividends paid	6(18)	(4,562,223)	(5,576,051)
Due to donated assets received		621	340
Net cash flows used in financing activities		(4,859,114)	(5,898,479)
Effect of exchange rate		310,348	(161,163)
Net decrease in cash and cash equivalents		(2,729,127)	(1,702,965)
Cash and cash equivalents at beginning of year	6(1)	25,772,522	27,475,487
Cash and cash equivalents at end of year	6(1)	$ 23,043,395	$ 25,772,522

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

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of MICRO-STAR INTERNATIONAL CO., LTD.

Opinion

We have audited the accompanying parent company only balance sheets of MICRO-STAR INTERNATIONAL CO., LTD. (the "Company") as at December 31, 2024 and 2023, and the related parent company only statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the parent company only financial statements, including a summary of material accounting policies. In our opinion, based on our audits and the report of other auditors (please refer to the *Other matter* section),the accompanying parent company only financial statements present fairly, in all material respects, the parent company only financial position of the Company as at December 31, 2024 and 2023, and its parent company only financial performance and its parent company only cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for opinion

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Parent Company Only Financial Statements* section of our report. We are independent of the Company in accordance with the Norm of Professional Ethics for Certified Public Accountants in the Republic of China, and we have fulfilled our ethical responsibilities in accordance with these requirements.

Based on our audits and the audit reports of other independent auditors, we believe that the audit evidences we have obtained are sufficient and appropriate to provide a basis for our opinion.

Key audit matters

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

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

Recognition of sales revenue generated from own-brand products

Description

Please refer to Note 4(24) for accounting policies on revenue recognition, and Note 6(17) for details of revenue. Other than international brands, the Company sells its products to customers in various countries. The Company also actively develops own-brand products. The recognition of sales revenue generated from own-brand products is critical to the Company's financial statements. Therefore, it was identified as a key audit matter.

How our audit addressed the matter

We performed the following audit procedures in respect of the above key audit matter:

A. Obtained an understanding of and assessed internal controls in relation to sales revenue, and validated the operating effectiveness of those above-mentioned internal controls.

B. Obtained detailed listing of sales revenue from own-brand products in the current year, and sampled to validate supporting documents, including sales invoices, customer purchase orders and delivery documents to ensure the appropriateness of recognition.
C. Selected samples for testing and inspected whether there are any significant sales returns and discounts from significant customers occurring subsequent to the reporting period.
D. Selected samples for testing and performed accounts receivable confirmation procedure to significant customers.

Estimation of allowance for inventory valuation losses

Description

Please refer to Note 4(12) for accounting policies on inventory valuation, Note 5(2) for the uncertainty of accounting estimates and assumptions applied on inventory valuation, and Note 6(7) for details of inventories.

The Company is primarily engaged in manufacturing and sales of motherboards, interface cards, notebook computers and other electronic products. Due to the rapid technological innovations and competition within the industry as well as frequent releases of new products resulting in potential price fluctuations, there is a higher risk of inventory losses due from market value decline or obsolescence. The Company recognises inventories at the lower of cost and net realisable value. The monetary values of allowance for inventory valuation losses is critical to the financial statements. Therefore, it was identified as a key audit matter.

How our audit addressed the matter

We performed the following audit procedures in respect of the above key audit matter:

A. Inquired with management, and assessed the reasonableness in relation to the provision of allowance for inventory valuation losses.
B. Validated the accuracy of the system logic in calculating the ageing of inventories, and confirmed the consistency with the Company's policies.

C. Validated the appropriateness of system logic of the report of individually identified obsolete inventory prepared by management and confirmed the consistency with the Company's policies.

D. Sampled and tested the net realisable value basis of the individual inventory and validated the appropriateness.

Other matter-Reference to audits of other independent auditors

We did not audit the financial statements of certain investments accounted for under the equity method that are included in the parent company only financial statements. Those financial statements were audited by other independent auditors, whose reports thereon have been furnished to us, and our opinion expressed herein is based solely on reports of the other independent auditors. Total assets of the above-mentioned investees (including investments accounted for under the equity method) amounted to NT$616,519 thousand and NT$1,681,813 thousand as at December 31, 2024 and 2023, constituting 0.56% and 1.65% of total assets, respectively. Comprehensive income of the above-mentioned investees amounted to NT$69,214 thousand and NT$181,150 thousand for the years ended December 31, 2024 and 2023, constituting 0.95% and 2.46% of total comprehensive income, respectively.

Responsibilities of management and those charged with governance for the parent company only financial statements

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

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

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

Independent auditors' responsibilities for the audit of the parent company only financial statements

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

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

1. Identify and assess the risks of material misstatement of the parent company only financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

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

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

We also provide those charged with governance with 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 parent company only 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.

Yu, Chih-Fan Huang, Shih-Chun

For and on behalf of PricewaterhouseCoopers, Taiwan

March 12, 2025

The accompanying parent company only financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying parent company only financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

MICRO-STAR INTERNATIONAL CO., LTD.
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

	Assets	Notes	December 31, 2024 AMOUNT	%	December 31, 2023 AMOUNT	%
	Current assets					
1100	Cash and cash equivalents	6(1)	$ 17,216,896	16	$ 20,118,711	20
1110	Financial assets at fair value through profit or loss - current	6(2)	266,703	-	57,706	-
1136	Current financial assets at amortised cost	6(4)	1,000,000	1	-	-
1170	Accounts receivable, net	6(5)	11,830,359	11	10,035,313	10
1180	Accounts receivable - related parties	7	42,275,467	38	32,486,655	32
1200	Other receivables	6(6)	130,876	-	288,648	-
1210	Other receivables - related parties	7	473	-	-	-
130X	Inventories, net	6(7)	17,036,844	16	22,341,249	22
1410	Prepayments		1,479,384	1	1,476,894	1
11XX	**Total current assets**		91,237,002	83	86,805,176	85
	Non-current assets					
1517	Non-current financial assets at fair value through other comprehensive income	6(3)	87,977	-	86,991	-
1550	Investments accounted for under equity method	6(8)	13,699,003	12	11,284,532	11
1600	Property, plant and equipment	6(9)	4,225,247	4	2,622,560	3
1755	Right-of-use assets	6(10)	100,978	-	138,296	-
1840	Deferred income tax assets	6(22)	867,525	1	1,271,826	1
1900	Other non-current assets		20,053	-	19,099	-
15XX	**Total non-current assets**		19,000,783	17	15,423,304	15
1XXX	**Total assets**		$ 110,237,785	100	$ 102,228,480	100

(Continued)

MICRO-STAR INTERNATIONAL CO., LTD.
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

	Liabilities and Equity	Notes	December 31, 2024 AMOUNT	%	December 31, 2023 AMOUNT	%
	Current liabilities					
2120	Financial liabilities at fair value through profit or loss - current	6(2)	$ 264,849	-	$ 181,097	-
2130	Current contract liabilities	6(17)	163,743	-	173,332	-
2170	Accounts payable		13,708,769	13	9,766,901	10
2180	Accounts payable - related parties	7	30,684,908	28	28,568,434	28
2200	Other payables	6(11)	5,668,176	5	5,555,771	5
2220	Other payables - related parties	7	649,564	1	556,993	1
2230	Current income tax liabilities		265,258	-	1,849,343	2
2250	Provisions for liabilities - current	6(13)	1,314,499	1	1,308,626	1
2280	Current lease liabilities		66,106	-	93,565	-
2365	Refund liabilities-current		3,695,706	3	3,621,999	4
2399	Other current liabilities, others		82,336	-	26,263	-
21XX	**Total current Liabilities**		56,563,914	51	51,702,324	51
	Non-current liabilities					
2570	Deferred income tax liabilities	6(22)	18,341	-	-	-
2580	Non-current lease liabilities		35,542	-	45,479	-
2640	Net defined benefit liability, non-current	6(12)	88,605	-	164,451	-
2670	Other non-current liabilities, others	6(8)	657,329	1	135,962	-
25XX	**Total non-current liabilities**		799,817	1	345,892	-
2XXX	**Total Liabilities**		57,363,731	52	52,048,216	51
	Equity					
	Share capital	6(14)				
3110	Share capital - common stock		8,448,562	7	8,448,562	8
	Capital surplus	6(15)				
3200	Capital surplus		806,029	1	805,408	1
	Retained earnings	6(16)				
3310	Legal reserve		9,781,123	9	9,027,956	9
3320	Special reserve		877,405	1	703,121	1
3350	Unappropriated retained earnings		33,430,259	30	32,072,622	31
	Other equity interest					
3400	Other equity interest		(469,324)	-	(877,405)	(1)
3XXX	**Total equity**		52,874,054	48	50,180,264	49
3X2X	**Total liabilities and equity**		$ 110,237,785	100	$ 102,228,480	100

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

MICRO-STAR INTERNATIONAL CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars, except for earnings per share amounts)

			Year ended December 31			
			2024		2023	
	Items	Notes	AMOUNT	%	AMOUNT	%
4000	Sales revenue	6(17) and 7	$ 208,875,272	100	$ 186,040,491	100
5000	Operating costs	6(7)(20) and 7	(190,028,026)	(91)	(167,284,580)	(90)
5900	Operating margin		18,847,246	9	18,755,911	10
5910	Unrealised profit from sales		(503,429)	-	(965,332)	-
5950	Net operating margin		18,343,817	9	17,790,579	10
	Operating expenses	6(20) and 7				
6100	Selling expenses		(7,932,522)	(4)	(6,281,618)	(3)
6200	General and administrative expenses		(963,506)	-	(994,593)	(1)
6300	Research and development expenses		(4,339,212)	(2)	(3,677,707)	(2)
6450	Expected credit loss	12(2)	(41,441)	-	(10,855)	-
6000	Total operating expenses		(13,276,681)	(6)	(10,964,773)	(6)
6900	Operating profit		5,067,136	3	6,825,806	4
	Non-operating income and expenses					
7100	Interest income	6(18)	310,683	-	320,944	-
7010	Other income		149,219	-	213,399	-
7020	Other gains and losses	6(2)(19)	322,022	-	(679,626)	-
7050	Finance costs		(25,206)	-	(11,007)	-
7070	Share of profit of associates and joint ventures accounted for using equity method, net	6(8)	2,002,772	1	2,003,655	1
7000	Total non-operating income and expenses		2,759,490	1	1,847,365	1
7900	**Profit before income tax**		7,826,626	4	8,673,171	5
7950	Income tax expense	6(22)	(1,033,854)	(1)	(1,140,275)	(1)
8200	**Profit for the year**		$ 6,792,772	3	$ 7,532,896	4
	Other comprehensive income					
	Components of other comprehensive income (loss) that will not be reclassified to profit or loss					
8311	Actuarial gain (loss) on defined benefit plans	6(12)	$ 68,174	-	($ 1,530)	-
8316	Unrealised gain from investments in equity instruments measured at fair value through other comprehensive income	6(3)	986	-	15,200	-
8349	Income tax related to components of other comprehensive income that will not be reclassified to profit or loss	6(22)	(13,831)	-	(2,737)	-
8310	Components of other comprehensive income that will not be reclassified to profit or loss		55,329	-	10,933	-
	Components of other comprehensive income (loss) that will be reclassified to profit or loss					
8361	Financial statements translation differences of foreign operations		407,291	-	(186,443)	-
8360	Components of other comprehensive income (loss) that will be reclassified to profit or loss		407,291	-	(186,443)	-
8300	**Total other comprehensive income (loss) for the year**		$ 462,620	-	($ 175,510)	-
8500	**Total comprehensive income for the year**		$ 7,255,392	3	$ 7,357,386	4
	Earnings per share (in dollars)	6(23)				
9750	Basic earnings per share		$ 8.04		$ 8.92	
9850	Diluted earnings per share		$ 8.00		$ 8.87	

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

MICRO-STAR INTERNATIONAL CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

			Capital surplus				Retained earnings			Other equity interest		
	Notes	Share capital - common stock	Additional paid-in capital	Treasury stock transactions	Donated assets received	Employee stock warrants	Legal reserve	Special reserve	Unappropriated retained earnings	Financial statements translation differences of foreign operations	Unrealised gains (losses) from financial assets measured at fair value through other comprehensive income	Total equity
2023												
Balance at January 1, 2023		$ 8,448,562	$ 628,134	$ 130,592	$ 1,882	$ 44,460	$ 8,028,953	$ 901,794	$ 30,917,333	($ 638,974)	($ 64,147)	$ 48,398,589
Profit for the year		-	-	-	-	-	-	-	7,532,896	-	-	7,532,896
Other comprehensive (loss) income		-	-	-	-	-	-	-	(1,226)	(186,443)	12,159	(175,510)
Total comprehensive (loss) income		-	-	-	-	-	-	-	7,531,670	(186,443)	12,159	7,357,386
Appropriation of 2022 earnings	6(16)											
Legal reserve		-	-	-	-	-	999,003	-	(999,003)	-	-	-
Special reserve		-	-	-	-	-	-	(198,673)	198,673	-	-	-
Cash dividends		-	-	-	-	-	-	-	(5,576,051)	-	-	(5,576,051)
Due to donated assets received		-	-	-	340	-	-	-	-	-	-	340
Balance at December 31, 2023		$ 8,448,562	$ 628,134	$ 130,592	$ 2,222	$ 44,460	$ 9,027,956	$ 703,121	$ 32,072,622	($ 825,417)	($ 51,988)	$ 50,180,264
2024												
Balance at January 1,2024		$ 8,448,562	$ 628,134	$ 130,592	$ 2,222	$ 44,460	$ 9,027,956	$ 703,121	$ 32,072,622	($ 825,417)	($ 51,988)	$ 50,180,264
Profit for the year		-	-	-	-	-	-	-	6,792,772	-	-	6,792,772
Other comprehensive income		-	-	-	-	-	-	-	54,539	407,291	790	462,620
Total comprehensive income		-	-	-	-	-	-	-	6,847,311	407,291	790	7,255,392
Appropriation of 2023 earnings	6(16)											
Legal reserve		-	-	-	-	-	753,167	-	(753,167)	-	-	-
Special reserve		-	-	-	-	-	-	174,284	(174,284)	-	-	-
Cash dividends		-	-	-	-	-	-	-	(4,562,223)	-	-	(4,562,223)
Due to donated assets received		-	-	-	621	-	-	-	-	-	-	621
Balance at December 31, 2024		$ 8,448,562	$ 628,134	$ 130,592	$ 2,843	$ 44,460	$ 9,781,123	$ 877,405	$ 33,430,259	($ 418,126)	($ 51,198)	$ 52,874,054

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

MICRO-STAR INTERNATIONAL CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31 2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before tax		$ 7,826,626	$ 8,673,171
Adjustments			
Adjustments to reconcile profit (loss)			
Depreciation (including right-of-use assets)	6(20)	339,494	309,345
Expected credit loss	12(2)	41,441	10,855
Net (gain) loss on financial assets and liabilities at fair value through profit or loss		(125,245)	155,897
Interest expense		25,206	11,007
Interest income	6(18)	(310,683)	(320,944)
Share of profit of associates and joint ventures accounted for using equity method		(2,002,772)	(2,003,655)
Gain on disposal of property, plant and equipment	6(19)	(20)	(176)
Gain on lease modification	6(10)	(12)	(91)
Unrealised profit from sales		503,429	965,332
Changes in operating assets and liabilities			
Changes in operating assets			
Accounts receivable		(1,836,487)	(219,461)
Accounts receivable - related parties		(9,788,812)	(7,977,222)
Other receivables		162,272	39,488
Other receivables - related parties		(473)	-
Inventories, net		5,304,405	(3,867,476)
Prepayments		(2,490)	(26,258)
Changes in operating liabilities			
Current contract liabilities		(9,589)	(1,023,956)
Accounts payable		3,941,868	(2,281,908)
Accounts payable - related parties		2,116,474	8,906,727
Other payables		108,498	885,144
Other payables - related parties		92,571	68,577
Provisions for liabilities - current		5,873	139,704
Refund liabilities - current		73,707	177,727
Other current liabilities, others		56,073	3,224
Net defined benefit liability		(7,672)	(7,067)
Cash inflow generated from operations		6,513,682	2,617,984
Interest received		306,183	313,579
Interest paid		(25,206)	(11,007)
Income tax paid		(2,209,128)	(35,638)
Net cash flows from operating activities		4,585,531	2,884,918

(Continued)

MICRO-STAR INTERNATIONAL CO., LTD.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023
(Expressed in thousands of New Taiwan dollars)

	Notes	Year ended December 31 2024	2023
CASH FLOWS FROM INVESTING ACTIVITIES			
Acquisition of financial assets at amortised cost	6(4)	($ 1,000,000)	$ -
Acquisition of investment accounted for using equity method		(59,078)	(6,137)
Acquisition of property, plant and equipment	6(24)	(1,831,531)	(177,399)
Proceeds from disposal of property, plant and equipment		348	258
Increase in refundable deposits		(954)	(852)
Net cash flows used in investing activities		(2,891,215)	(184,130)
CASH FLOWS FROM FINANCING ACTIVITIES			
Repayment of the principal portion of lease liabilities	6(25)	(107,137)	(101,441)
Increase (decrease) in guarantee deposits received	6(25)	72,608	(2,247)
Cash dividends paid	6(16)	(4,562,223)	(5,576,051)
Due to donated assets received		621	340
Net cash flows used in financing activities		(4,596,131)	(5,679,399)
Net decrease in cash and cash equivalents		(2,901,815)	(2,978,611)
Cash and cash equivalents at beginning of year	6(1)	20,118,711	23,097,322
Cash and cash equivalents at end of year	6(1)	$ 17,216,896	$ 20,118,711

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

Appendix 3

The Audit Committee's Review Report on the 2024 Financial Statements.

Audit Committee's Review Report

The Board of Directors has prepared the Company's 2024 Business Report, Financial Statements, and proposal for earnings distribution and the Financial Statements have been audited by CPA Yu, Chih-Fan and Huang, Shih-Chun of PwC . The Business Report, Financial Statements, and earnings distribution proposal have been reviewed and determined to be correct and accurate by the Audit Committee members of Micro-Star International Co., Ltd.
Therefore, we are in accordance with Article #14-4 under the Securities and Exchange Act and Article #219 under Company Act, we hereby submit this report.

Micro-Star International Co., Ltd.

Chairman of the Audit Committee:
Hsu,Jun-Shyan

March 12, 2025

Appendix 4
(Before Amendment)

Articles of Incorporation of Micro-Star International Co., Ltd. (the "Company")

Section I - General Provisions

Article 1 - The Company is incorporated in accordance with the Company Act, with the name of 微星科技股份有限公司, and the English name of Micro-Star International Co., Ltd.

Article 2 - The purpose for which the Company is formed shall be as follows:

1. Design of various computer hardware and software and manufacture, sale and purchase of computer products, parts and components;
2. Manufacture and sale of electronic components and parts;
3. Import-export trading business in relation of the foregoing businesses;
4. Agency business for quotation, bid and distribution of related products;
5. CC01030 Manufacturing business of electric appliances;
6. CC01060 Manufacturing business of wired communications equipments;
7. CC01070 Manufacturing business of wireless communications equipments;
8. CE01030 Manufacturing business of optical devices;
9. CH01040 Manufacturing business of toys;
10. F109040 Wholesale business of toys and entertainment products;
11. F113020 Wholesale business of electric appliances;
12. F113050 Wholesale business of office machines and equipments;
13. F113070 Wholesale business of telecommunications equipments and materials;
14. F209030 Retail business of toys and entertainment products;
15. F213030 Retail business of office machines and equipments;
16. F213060 Retail business of telecommunications equipments and materials;
17. F213010 Retail business of electric appliances;
18. CC01101 Manufacturing business of regulated RF telecommunications equipments and materials;
19. F401021 Import business of regulated RF telecommunications equipments and materials;
20. CF01011 Manufacturing business of medical equipments;
21. F108031 Wholesale business of medical equipments;
22. F208031 Retail business of medical equipments;
23. CE01010 Manufacturing business of general equipments; and
24. ZZ99999 All other businesses not prohibited or restricted by laws and regulations except businesses requiring special permits.

Article 3 - The Company may provide guarantees to others in the same industry when necessary for its business, subject to the approvals of the Board of Directors.

Article 4 - The total amount of the investment by the Company is not subject to the limit of forty percent of the Company's issued and outstanding capital stock as provided for in the Republic of China Company Act.

Article 5 - The Company shall have its headquarters office in New Taipei City, Taiwan and may, when necessary, set up branch offices worldwide according to the resolution adopted at the meeting of the Board of Directors.

Article 6 - Deleted

Section II - Capital Stock

Article 7 - The total authorized capital stock of the Company shall be in the amount of NT$15,000,000,000 divided into 1,500,000,000 shares, at a par value of NT$10 each. Within the capital stock, 80,000,000 shares are reserved for the issuance of employee stock warrants.
The aforementioned capital stock may be issued in installments subject to the resolution of the Board of Directors.

In the event that the Company may purchase their own shares in accordance with laws, the Board of Director is authorized to do so pursuant to laws and regulation.

Article 7-1- The exercise price of employee stock warrants is less than the common stock closing price of issuance date shall be voted in favor by the majority present at a shareholders' meeting at which shareholders of more than two-thirds of the issued and outstanding shares present.
Lower than the actual average price of the shares of treasury stock, the transfer of shares to employees shall be voted in favor by the majority present at a shareholders' meeting at which shareholders of more than two-thirds of the issued and outstanding shares present.

Article 8 - The stock certificates of the Company shall be in registered form and issued after being signed and affixed with the seal specimen by three or more directors of the Company, being assigned serial numbers and being authenticated in accordance with law.
When issuance of new shares, the share certificates of the new issuance may be printed in combination form but shall be held in custody by centralized securities depository institutions. The shares may be made in non-printed form but shall be registered in centralized securities depository institutions.

Article 9 - Registration on shareholders' register for share transfer shall be suspended for sixty days before any ordinary shareholders' meeting, thirty days before any extraordinary shareholders' meeting, and five days before the record date for determination of the shareholders entitled to dividends or any other profits distribution by the Company.

<u>Section III - Shareholders' Meeting</u>

Article 10 - Shareholders' meetings of the Company are two kinds: ordinary shareholders' meetings and extraordinary shareholders' meetings. Ordinary shareholders' meetings shall be convened at least once a year by the Board of Directors in accordance with law within six months after the close of each fiscal year and notify each shareholder thirty days in advance. Extraordinary shareholders' meetings shall be convened whenever necessary and notify each shareholder fifteen days in advance.
Above mentioned notification shall provide the date, location and agenda of the meeting.
Except the rule governed by the Company Act, shareholders' meeting shall be convened by the Board of Directors.

Article 11 - If a shareholder is unable to attend a shareholders' meeting, he/she may execute and issue a proxy in the form as printed by the Company and specify the scope of the proxy. The use of proxies and calculation of voting rights under agency shall be governed by Company Act and the "Rules of Using Proxies When Attending Shareholders' Meeting of Public-Listed Companies" promulgated by the regulatory authorities.

Article 12 - Shareholders shall be entitled to one vote for each share held by them. Shares held by the Company in accordance with Paragraph 2, Article 179 of Company Act shall not be entitled to voting rights.

Article 13 - Any resolution at a shareholders' meeting shall, unless otherwise provided for in Company Act, be adopted if voted in favor by the majority present at a shareholders' meeting at which shareholders of more than one-half of the issued and outstanding shares present.

<u>Section IV - Directors and Supervisors</u>

Article 14 - The Company shall have seven to eleven directors. The term of the directors and supervisors shall be three years. The directors and supervisors shall be eligible for re-election and shall be elected from persons with legal capacity at a shareholders' meeting.
The board of directors of a company shall have at least three independent directors among the directors elected in accordance with the preceding Paragraph of this Article. The election of directors shall adopt the candidates nomination system. Non-independent directors and independent directors shall be elected together and the elected quota of which shall be calculated separately. Among the directors elect, candidate to whom the ballots cast represent a prevailing number of votes shall be dependent directors and the rest be independent directors.
The total shareholding of the directors shall be governed by the "Rules Governing the Percentage and Inspection of the Shareholding of Directors and Supervisors of Public-listed Companies."

Enhancing supervision functions and strengthening management mechanisms, the board of directors of the Company may set up Functional committees.
Functional committees shall adopt an organizational charter to be approved by the board of directors, the organizational charter shall contain the number of directors, terms, and authorization of committee.

Article14-1- In the event the Company establishes an Audit Committee in accordance with Article 14.4 of the Securities Exchange Act, the date of Audit Committee establishment shall be date of abolition of supervisors. The rules regarding to the supervisors of the Companies Act, the Securities Exchange Act shall apply to the Audit Committee.
The functions and exercise of powers of the Audit Committee shall be governed by "Regulations Governing the Exercise of Powers by the Audit Committee of a Public Company" and relevant government authorities' regulations.

Article 15 - The Board of Directors shall be composed of directors. The Chairman and Vice Chairman shall be elected from among the directors pursuant to Article 208 of Company Act. The Chairman of the Board of Directors shall have the authority to represent the Company externally.

Article 16 - The board meeting unless otherwise provided for in this Act, shall be called by the Chairman. The Chairman of the Board of Directors shall act as the chairman. In the event that the Chairman of the Board of Directors is at leave or cannot execute his duties for any cause, the attorney-in-fact shall handle pursuant to Article 208 of Company Act. In case of his/her absence of a director, the director may, by issuing a proxy specifying the scope of agency, designate one of the other directors to act for and on his/her behalf. A director may only act for one other director. If the board meeting is conducted through videoconference, the directors shall be deemed attending the board meeting in person is participating the meeting through videoconference.
In calling a meeting of the Board of Directors, a notice setting forth therein the subjects to be discussed at the meeting shall be given to each director no later than 7 days prior to the scheduled meeting date. However, in the case of emergency, the meeting may be convened at any time.
The notice of calling a meeting of the Board of Directors may be delivered by means of a written notice, email, or fax.

Article 16-1 - Any resolution at a Board meeting shall be adopted if voted in favor by the majority present at a Board meeting at which more than half of the Directors are present unless otherwise stipulated in Company Act.

Article 16-2- Deleted.

Article 16-3- The Company may authorize the Board of Directors to have liability insurance for all the directors during their tenure of the Board.

Article 16-4 - The remuneration of directors shall be discussed and decided by the Board of Directors referencing the standard generally adhered by other companies of the sameindustry.

<u>Section V - Managers</u>

Article 17 - The Company may have one president. The appointment, removal and remuneration of the president shall be conducted in accordance with Article 29 of Company Act.

<u>Section VI - Accounting</u>

Article 18 - The fiscal year of the Company is calendar year. At the end of each fiscal year, the Board of Directors shall prepare (1) report of business operation, (2)financial statements, (3) proposal for appropriation of earnings or covering of loss, etc, and send the same to the ordinary shareholders meeting for their recognition in accordance with relevant laws and regulations.

Article 19 - The Company is in a highly changeable industry. Many high-end lucrative products are in growth. The distribution of dividends shall be made taking into consideration the needs of Company future development and operation, and the interests of shareholders. If the annual results shall have profit, such profits should first pay all taxes and reimburse accumulative loss, then take 10% legal reserve, reserve or reverse special reserve according to the Company Act. After previous deductions and reserves, the Company can take 10% to 90% of the distributable earnings plus undistributed retained earnings as bonus proposed by the board of directors. The bonus distributed in cash at whole or partially can be decided by the board Board's majority resolution and report to the shareholders' meeting. If the bonus will be distributed by the issuance new shares, the issuance shall be approved by the shareholders' meeting.

Shareholders’ bonus shall be distributed in accordance with the percentage of the shares owned among the total outstanding shares of the Company. Shareholders’ bonus can be distributed through the forms of cash and stock dividends. In such distribution combination, cash dividends shall be counted no less than 30% of the total distributed bonus.

In the event there are deductions under the account of shareholder's equity which cannot be allocated from after-tax profits of the current fiscal year, whether accumulated from previous year or occurred in the current year, the Company shall allocate sufficient special reserves from the beginning aggregate balance of undistributed earnings and subtract such shareholder equity deductions before profits distribution.

Article 19-1- The pre-tax income of the current fiscal year shall first offset the accumulated deficits. If the balance is positive, then the Company shall allocate the remuneration to be distributed to employees, directors in accordance with the following ratio.

1. Employee remuneration in the percentage of 6% to 10%. Individuals eligible for employee remuneration include the Company’s employees and the employees of the Company’s subsidiaries meeting certain requirements. Such requirements are to be set by the Board of Directors.
2. Remuneration to be distributed to directors shall not exceed 1%.

The decision of the percentage of remuneration to be distributed to employees, directors and supervisors set forth in the preceding Paragraph, the forms of distribution (cash or stock dividends) and the amounts and shares thereof shall be made through the special resolutions of the Board of Directors and reported to the shareholder’s meeting.

Article 20 - According to provisions of Company ActArticle 241，the Company is able to authorize the Board to distribute legal reserve or capital surplus in cash at whole or partially with majority resolution and report at the shareholders’ meeting. Alternatively, the distribution can be issuance new shares upon the approval of shareholders’ meeting.

<u>Section VII - Supplementary Provisions</u>

Article 21 - Matters not provided for in these Articles of Incorporation shall be governed by Company Act.

Article 22 - These Articles of Incorporation were entered into on July 23, 1986.

The first amendment was made on June 30, 1989;The second amendment was made on March 26, 1990; The third amendment was made on June 25, 1991; The fourth amendment was made on April 25, 1994; The fifth amendment was made on May 30, 1995;The sixth amendment was made on June 11, 1996;

The seventh amendment was made on August 30, 1996; The eighth amendment was made on April 19, 1997; The ninth amendment was made on February 28, 1998; The tenth amendment was made on September 18, 1998; The eleventh amendment was made on May 20, 1999; The twelfth amendment was made on May 4, 2000;The thirteenth amendment was made on May 10, 2001; The fourteenth amendment was made on May 10, 2001; The fifteenth amendment was made on May 16, 2002; The sixteenth amendment was made on May 28, 2003; The seventeenth amendment was made on May 28, 2003; The eighteenth amendment was made on June 9, 2004; The nineteenth amendment was made on June 14, 2005;The twentieth amendment was made on June 14, 2006; The twenty-first amendment was made on June 13, 2007;The twenty-second amendment was made on June 11, 2008; The twenty-third amendment was made on June 16, 2009; The twenty-forth amendment was made on June 10, 2010; The twenty-fifth amendment was made on June 9, 2011; The twenty-sixth amendment was made on June 17, 2014;The twenty-seventh amendment was made on June 16, 2016; The twenty-eighth amendment was made on June 15, 2018; The twenty-nineth amendment was made on June 14, 2019; The thirtieth amendment was made on June 10, 2020.

Appendix 4-1

Micro-Star International Co., Ltd.
Comparison chart of the amended Articles of Incorporation

Item No	After Amendment	Before Amendment	Reason for Amendment
Article 2	The purpose for which the Company is formed shall be as follows: 1. CC01030Electrical Appliances and Audiovisual Electronic Products Manufacturing 2. CC01060Wired Communication Mechanical Equipment Manufacturing 3. CC01070Wireless Communication Mechanical Equipment Manufacturing 4. CC01080Electronics Components Manufacturing 5. CC01100Controlled Telecommunications Radio-Frequency Devices and Materials Manufacturing 6. CC01110Computer and Peripheral Equipment Manufacturing 7. CE01021Weights and Measuring Instruments Manufacturing 8. CE01030Optical Instruments Manufacturing 9. CF01011Medical Devices Manufacturing 10. E605010Computer Equipment Installation 11. F108031Wholesale of Medical Devices 12. F113020Wholesale of Electrical Appliances 13. F113050Wholesale of Computers and Clerical Machinery Equipment 14. F113070Wholesale of Telecommunication Apparatus 15. F118010Wholesale of Computer Software 16. F119010Wholesale of Electronic Materials 17. F208031Retail Sale of Medical Apparatus 18. F213010Retail Sale of Electrical Appliances 19. F213030Retail Sale of Computers and Clerical Machinery Equipment 20. F213060Retail Sale of Telecommunication Apparatus 21. F218010Retail Sale of Computer Software 22. F219010Retail Sale of Electronic Materials 23. F401010International Trade 24. F401181Measuring Instruments Import 25. I301030Electronic Information Supply Services 26. JA02051Weights and Measuring Instruments Repair 27. ZZ99999All business activities that are not prohibited or restricted by law, except those that are subject to special approval.	The purpose for which the Company is formed shall be as follows: 1. Design of various computer hardware and software and manufacture, sale and purchase of computer products, parts and components; 2. Manufacture and sale of electronic components and parts; 3. Import-export trading business in relation of the foregoing businesses; 4. Agency business for quotation, bid and distribution of related products; 5. CC01030 Manufacturing business of electric appliances; 6. CC01060 Manufacturing business of wired communications equipments; 7. CC01070 Manufacturing business of wireless communications equipments; 8. CE01030 Manufacturing business of optical devices; 9. CH01040 Manufacturing business of toys; 10. F109040 Wholesale business of toys and entertainment products; 11. F113020 Wholesale business of electric appliances; 12. F113050 Wholesale business of office machines and equipments; 13. F113070 Wholesale business of telecommunications equipments and materials; 14. F209030 Retail business of toys and entertainment products; 15. F213030 Retail business of office machines and equipments; 16. F213060 Retail business of telecommunications equipments and materials; 17. F213010 Retail business of electric appliances; 18. CC01101Manufacturing business of regulated RF telecommunications equipments and materials; 19. F401021Import business of regulated RF telecommunications equipments and materials; 20. CF01011 Manufacturing business of medical equipments; 21. F108031 Wholesale business of medical equipments; 22. F208031 Retail business of medical equipments; 23. CE01010 Manufacturing business of general equipments; and 24. ZZ99999 All other businesses not prohibited or restricted by laws and regulations except businesses requiring special permits.	Revised in accordance with the Company Act. and Corporation's operating practices.
Article10	Shareholders' meetings of the Company are two kinds: ordinary shareholders' meetings and extraordinary shareholders' meetings. Ordinary shareholders' meetings shall be convened at least once a year by the Board of Directors in accordance with law within six months after the close of each fiscal year and notify each shareholder thirty days in advance. Extraordinary shareholders' meetings shall be convened whenever necessary and notify each shareholder fifteen days in advance. Above mentioned notification shall provide the date, location and agenda of the meeting. Except the rule governed by the Company Act, shareholders' meeting shall be convened by the Board of Directors.	Shareholders' meetings of the Company are two kinds: ordinary shareholders' meetings and extraordinary shareholders' meetings. Ordinary shareholders' meetings shall be convened at least once a year by the Board of Directors in accordance with law within six months after the close of each fiscal year and notify each shareholder thirty days in advance. Extraordinary shareholders' meetings shall be convened whenever necessary and notify each shareholder fifteen days in advance. Above mentioned notification shall provide the date, location and agenda of the meeting. Except the rule governed by the Company Act, shareholders' meeting shall be convened by the Board of Directors.	Revised in accordance with the Company Act.

	The company's shareholders' meeting may be held via video conference or in any other manner announced by the central competent authority.		
Article11	If a shareholder is unable to attend a shareholders' meeting, he/she may execute and issue a proxy in the form as printed by the Company and specify the scope of the proxy. The use of proxies and calculation of voting rights under agency shall be governed by Company Act and the "Rules of Using Proxies When Attending Shareholders' Meeting of Public-Listed Companies" promulgated by the regulatory authorities. Shareholders of the company may exercise their voting rights electronically in accordance with relevant laws and regulations. Shareholders who exercise their voting rights electronically shall be deemed to be present in person.	If a shareholder is unable to attend a shareholders' meeting, he/she may execute and issue a proxy in the form as printed by the Company and specify the scope of the proxy. The use of proxies and calculation of voting rights under agency shall be governed by Company Act and the "Rules of Using Proxies When Attending Shareholders' Meeting of Public-Listed Companies" promulgated by the regulatory authorities.	Revised in accordance with the Company Act.
Article14	The Company shall have seven to twelve directors. The term of the directors and supervisors shall be three years. The directors and supervisors shall be eligible for re-election and shall be elected from persons with legal capacity at a shareholders' meeting. The board of directors of a company shall have at least three independent directors among the directors elected in accordance with the preceding Paragraph of this Article. The election of directors shall adopt the candidates nomination system. Non-independent directors and independent directors shall be elected together and the elected quota of which shall be calculated separately. Among the directors elect, candidate to whom the ballots cast represent a prevailing number of votes shall be dependent directors and the rest be independent directors. The total shareholding of the directors shall be governed by the "Rules Governing the Percentage and Inspection of the Shareholding of Directors and Supervisors of Public-listed Companies." Enhancing supervision functions and strengthening management mechanisms, the board of directors of the Company may set up Functional committees. Functional committees shall adopt an organizational charter to be approved by the board of directors, the organizational charter shall contain the number of directors, terms, and authorization of committee.	The Company shall have seven to eleven directors. The term of the directors and supervisors shall be three years. The directors and supervisors shall be eligible for re-election and shall be elected from persons with legal capacity at a shareholders' meeting. The board of directors of a company shall have at least three independent directors among the directors elected in accordance with the preceding Paragraph of this Article. The election of directors shall adopt the candidates nomination system. Non-independent directors and independent directors shall be elected together and the elected quota of which shall be calculated separately. Among the directors elect, candidate to whom the ballots cast represent a prevailing number of votes shall be dependent directors and the rest be independent directors. The total shareholding of the directors shall be governed by the "Rules Governing the Percentage and Inspection of the Shareholding of Directors and Supervisors of Public-listed Companies." Enhancing supervision functions and strengthening management mechanisms, the board of directors of the Company may set up Functional committees. Functional committees shall adopt an organizational charter to be approved by the board of directors, the organizational charter shall contain the number of directors, terms, and authorization of committee.	Revised in accordance with Corporation's operating practices.
Article14-1	In accordance with Article 14-4 of the Securities and Exchange Act, the company has established an Audit Committee, which is composed entirely of independent directors. The provisions regarding supervisors in the Company Act, Securities and Exchange Act, and other laws shall apply mutatis mutandis to the Audit Committee. The functions and exercise of powers of the Audit Committee shall be governed by "Regulations Governing the Exercise of Powers by the Audit Committee of a Public Company" and relevant government authorities' regulations.	In the event the Company establishes an Audit Committee in accordance with Article 14.4 of the Securities Exchange Act, the date of Audit Committee establishment shall be date of abolition of supervisors. The rules regarding to the supervisors of the Companies Act, the Securities Exchange Act shall apply to the Audit Committee. The functions and exercise of powers of the Audit Committee shall be governed by "Regulations Governing the Exercise of Powers by the Audit Committee of a Public Company" and relevant government authorities' regulations.	Revised in accordance with the Company Act.
Article19	The Company is in a highly changeable industry. Many high-end lucrative products are in growth. The distribution of dividends shall be made taking into consideration the needs of Company future development and operation, and the interests of shareholders. If the annual results shall have profit, such profits should first pay all taxes and reimburse accumulative loss, then take 10% legal reserve, (However, t legal reserve can be not applied when the statutory surplus reserve has reached the amount of paid-in capital.) reserve or reverse special reserve according to the Company Act.. After previous deductions and reserves, the Company can take 10% to 90% of the distributable earnings plus undistributed retained earnings as bonus proposed by the board of directors. The bonus distributed in cash at whole or partially can be decided by the board Board's majority	The Company is in a highly changeable industry. Many high-end lucrative products are in growth. The distribution of dividends shall be made taking into consideration the needs of Company future development and operation, and the interests of shareholders. If the annual results shall have profit, such profits should first pay all taxes and reimburse accumulative loss, then take 10% legal reserve, reserve or reverse special reserve according to the Company Act. After previous deductions and reserves, the Company can take 10% to 90% of the distributable earnings plus undistributed retained earnings as bonus proposed by the board of directors. The bonus distributed in cash at whole or partially can be decided by the board Board's majority resolution and report to the shareholders' meeting. If the bonus will be distributed by the issuance new shares, the	Revised in accordance with the Company Act.

	resolution and report to the shareholders' meeting. If the bonus will be distributed by the issuance new shares, the issuance shall be approved by the shareholders' meeting. Shareholders' bonus shall be distributed in accordance with the percentage of the shares owned among the total outstanding shares of the Company. Shareholders' bonus can be distributed through the forms of cash and stock dividends. In such distribution combination, cash dividends shall be counted no less than 30% of the total distributed bonus. In the event there are deductions under the account of shareholder's equity which cannot be allocated from after-tax profits of the current fiscal year, whether accumulated from previous year or occurred in the current year, the Company shall allocate sufficient special reserves from the beginning aggregate balance of undistributed earnings and subtract such shareholder equity deductions before profits distribution.	issuance shall be approved by the shareholders' meeting. Shareholders' bonus shall be distributed in accordance with the percentage of the shares owned among the total outstanding shares of the Company. Shareholders' bonus can be distributed through the forms of cash and stock dividends. In such distribution combination, cash dividends shall be counted no less than 30% of the total distributed bonus. In the event there are deductions under the account of shareholder's equity which cannot be allocated from after-tax profits of the current fiscal year, whether accumulated from previous year or occurred in the current year, the Company shall allocate sufficient special reserves from the beginning aggregate balance of undistributed earnings and subtract such shareholder equity deductions before profits distribution.	
Article19-1	The pre-tax income of the current fiscal year shall first offset the accumulated deficits. If the balance is positive, then the Company shall allocate the remuneration to be distributed to employees, directors in accordance with the following ratio. Employee remuneration in the percentage of 6% to 10%. <u>(Allocated to the company's frontline employees at no less than 10% of the amount allocated for employee compensation.)</u> Individuals eligible for employee remuneration include the Company's employees and the employees of the Company's subsidiaries meeting certain requirements. Such requirements are to be set by the Board of Directors. Remuneration to be distributed to directors shall not exceed 1%. The decision of the percentage of remuneration to be distributed to employees, directors and supervisors set forth in the preceding Paragraph, the forms of distribution (cash or stock dividends) and the amounts and shares thereof shall be made through the special resolutions of the Board of Directors and reported to the shareholder's meeting.	The pre-tax income of the current fiscal year shall first offset the accumulated deficits. If the balance is positive, then the Company shall allocate the remuneration to be distributed to employees, directors in accordance with the following ratio. Employee remuneration in the percentage of 6% to 10%. Individuals eligible for employee remuneration include the Company's employees and the employees of the Company's subsidiaries meeting certain requirements. Such requirements are to be set by the Board of Directors. Remuneration to be distributed to directors shall not exceed 1%. The decision of the percentage of remuneration to be distributed to employees, directors and supervisors set forth in the preceding Paragraph, the forms of distribution (cash or stock dividends) and the amounts and shares thereof shall be made through the special resolutions of the Board of Directors and reported to the shareholder's meeting.	Revised in accordance with the Company Act.

Article22	These Articles of Incorporation were entered into on July 23, 1986. The first amendment was made on June 30, 1989; The second amendment was made on March 26, 1990; The third amendment was made on June 25, 1991; The fourth amendment was made on April 25, 1994; The fifth amendment was made on May 30, 1995; The sixth amendment was made on June 11, 1996; The seventh amendment was made on August 30, 1996; The eighth amendment was made on April 19, 1997; The ninth amendment was made on February 28, 1998; The tenth amendment was made on September 18, 1998; The eleventh amendment was made on May 20, 1999; The twelfth amendment was made on May 4, 2000; The thirteenth amendment was made on May 10, 2001; The fourteenth amendment was made on May 10, 2001; The fifteenth amendment was made on May 16, 2002; The sixteenth amendment was made on May 28, 2003; The seventeenth amendment was made on May 28, 2003; The eighteenth amendment was made on June 9, 2004; The nineteenth amendment was made on June 14, 2005; The twentieth amendment was made on June 14, 2006; The twenty-first amendment was made on June 13, 2007; The twenty-second amendment was made on June 11, 2008; The twenty-third amendment was made on June 16, 2009; The twenty-forth amendment was made on June 10, 2010; and The twenty-fifth amendment was made on June 9, 2011. The twenty-sixth amendment was made on June 17, 2014. The twenty-seventh amendment was made on June 16, 2016. The twenty-eighth amendment was made on June 15, 2018. The twenty-nineth amendment was made on June 14, 2019. The thirtieth amendment was made on June 10, 2020. The thirty-first amendment was made on June 10, 2025.	These Articles of Incorporation were entered into on July 23, 1986. The first amendment was made on June 30, 1989; The second amendment was made on March 26, 1990; The third amendment was made on June 25, 1991; The fourth amendment was made on April 25, 1994; The fifth amendment was made on May 30, 1995; The sixth amendment was made on June 11, 1996; The seventh amendment was made on August 30, 1996; The eighth amendment was made on April 19, 1997; The ninth amendment was made on February 28, 1998; The tenth amendment was made on September 18, 1998; The eleventh amendment was made on May 20, 1999; The twelfth amendment was made on May 4, 2000; The thirteenth amendment was made on May 10, 2001; The fourteenth amendment was made on May 10, 2001; The fifteenth amendment was made on May 16, 2002; The sixteenth amendment was made on May 28, 2003; The seventeenth amendment was made on May 28, 2003; The eighteenth amendment was made on June 9, 2004; The nineteenth amendment was made on June 14, 2005; The twentieth amendment was made on June 14, 2006; The twenty-first amendment was made on June 13, 2007; The twenty-second amendment was made on June 11, 2008; The twenty-third amendment was made on June 16, 2009; The twenty-forth amendment was made on June 10, 2010; and The twenty-fifth amendment was made on June 9, 2011. The twenty-sixth amendment was made on June 17, 2014. The twenty-seventh amendment was made on June 16, 2016. The twenty-eighth amendment was made on June 15, 2018. The twenty-nineth amendment was made on June 14, 2019. The thirtieth amendment was made on June 10, 2020.	To increase the date of the amendment.

Appendix 5

Micro-Star International Co., Ltd.
"Operational Procedure for Acquisition or Disposal of Assets"

Article 1
In order to protect investments, carry out information transparency and enhance the Company's asset management, these procedures are established in accordance with the applicable laws and administrative explanations.

Article 2
This Procedure is made according to Article 36-1 of the Securities and Exchange Act and "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" (hereinafter referred to as the "Governing Regulations").

Article 3
The Governing Regulations shall govern the definitions of terms used in this Procedure.

Article 4
The Procedures for Handling Acquisition and Disposal of Assets of the Company are as follows:
I. Scope of Assets: The Governing Regulations shall govern the assets specified in this Procedure.
II. Evaluation Procedure:

(Ⅰ) Regarding this Company's Acquisition and Disposal of Assets, the responsible unit shall submit the reason for acquisition and disposal of assets, the transaction target, the transaction counterparty, the transfer price, collection/payment terms, price reference basis and other matters to the department in charge for feasibility assessment, so that relevant matters can be handled according to the Hierarchy of Decision-Making Authority.

(Ⅱ) Price Determination Method and Reference Basis

1. Acquisition and disposal of securities that are transacted at centralized trading market or places of business of securities firms shall be conducted at the then market price of the securities.
2. Acquisition and disposal of securities that are not transacted at centralized trading market or places of business of securities firms shall take into account the net worth per share, profitability, future growth potential, market interest rate, nominal interest rate of bond, the debtor's credit, investment risk, recent transaction price or opinions of experts in securities analysis.
3. For the acquisition or disposal of real estate or real estateRight-of-use assets, reference should be made to the announced present value, assessed value, actual transaction prices of nearby real estate, or valuation reports from professional appraisal institutions.
4. For the acquisition or disposal of other assets or their Right-of-use assets, one of the more appropriate methods such as inquiry, comparison, negotiation, or public tender should be selected.

The Company's acquisition or disposal of securities, intangible assets or their Right-of-use assets, membership certificates, real estate or real estate Right-of-use assets, equipment or equipment Right-of-use assets, etc., for transactions amounting to the standards set forth in the "Publicly Issued Companies Acquisition and Disposal of Assets Handling Guidelines", must obtain a valuation report or opinion from a qualified professional appraiser or accountant, lawyer, or securities underwriter before the actual occurrence of the transaction; however, in cases of court auction procedures or asset disposal, a certificate issued by the court may replace the valuation report or accountant's opinion.

Ⅲ. Operating Procedure:

(Ⅰ) Authorized Amount and Hierarchy of Decision-Making Authority

1. For long-term equity investments, real estate or real estate Right-of-use assets, and equipment or equipment Right-of-use assets, if the single transaction amount does not reach NT$500 million, it shall be handled in accordance with the Company's approval authority regulations; if it exceeds NT$500 million, it must be approved by the Board of Directors.
2. For short-term equity investments, government bonds, corporate bonds, financial bonds, securities of recognition funds, depositary receipts, warrants, and other important assets, if the single transaction amount does not reach NT$300 million, it shall be handled in accordance with the Company's approval authority regulations; if it exceeds NT$300 million, it must be approved by the Board of Directors.

3. If the Company or its non-publicly held subsidiaries acquire or dispose of real estate or real estate Right-of-use assets from related parties, or acquire or dispose of other assets other than real estate or real estate Right-of-use assets from related parties and the transaction amount reaches 20% of the Company’s paid-in capital, 10% of total assets, or NT$300 million or more, relevant information must be submitted according to the handling guidelines, and it must be discussed by the Audit Committee and approved by the Board of Directors before proceeding; if there are circumstances that require reporting to the shareholders' meeting according to the handling guidelines, it shall be handled in accordance with legal regulations, but transactions between the Company and its subsidiaries or between subsidiaries are not limited by this.
4. For transactions between the Company and its subsidiaries, or between the Company and subsidiaries in which it directly or indirectly holds 100% of the issued shares or capital, for the acquisition or disposal of equipment or equipment Right-of-use assets for business use, or for the acquisition or disposal of real estate Right-of-use assets for business use, if the transaction amount does not reach NT$500 million, it may be executed by the Chairman, and subsequently reported to the Board of Directors for recognition.

(Ⅱ) Executive Unit:
The executing unit for the Company’s acquisition or disposal of short-term and long-term securities is the Finance Division; the executing unit for real estate or real estate Right-of-use assets and other fixed assets is the using department and related responsible departments; the executing unit for announcing and declaring relevant matters is the Finance Center.

(Ⅲ) Transaction Process:
Acquisition and disposal of relevant assets shall be governed by this Company’s internal control system.

Ⅳ. Announcement and Declaration Procedures:

(Ⅰ) If this Company and its subsidiaries are subject to the Announcement and Declaration Procedures owing to the acquisition and disposal of assets, relevant information shall be submitted through the official website specified by the competent authority within 2 days after the date of actual acquisition and disposal.

(Ⅱ) To implement the Announcement and Declaration Procedures, experts shall be invited to propose opinions and publicize information according to the Governing Regulations. The content of the declaration and other matters needing attention shall be governed by the Governing Regulations.

Ⅴ. Limits on Investment by this Company and its Subsidiaries:

(Ⅰ) Regarding the acquisition of real property not for business purposes and the relevant right-of-use assets by this Company and its subsidiaries, the cumulative amount shall not exceed 100% of shareholders’ equity specified in the most recent financial statements.

(Ⅱ) The total amount of investment by this Company and its subsidiary(ies) shall not exceed 100% of shareholders’ equity specified in the most recent financial statements. The amount of investment in individual securities shall not exceed 40% of shareholders’ equity specified in the most recent financial statements.

Article 5

The Procedure for Controlling the Acquisition and Disposal of Assets by this Company's subsidiaries is as follows:

I. This Company's subsidiary(ies) shall comply with the “Procedure for Handling Acquisition and Disposal of Assets” and the “Group Business Operating Policy” established by the headquarters of the Group and the “List of Authority” of the handling subsidiary. In case of any conflict between any documents, the stricter provisions shall apply.

II. Subsidiaries shall take the initiative to check if the acquisition or disposal of assets is compliant with the foregoing regulations.

III. The internal auditor of this Company shall periodically review the subsidiaries' self-check reports and other related matters.

IV. If this Company's subsidiaries are not domestic publicly-held corporations, and if the subsidiaries shall be subject to Announcement and Declaration Procedures, this Company shall act on their behalf.

V. In the Governing Regulations and the Announcement and Declaration Procedures applicable to the subsidiaries in the preceding paragraph, this Company’s paid-in capital or total assets shall prevail in provisions that specify 20% of the paid-in capital or 10% of the total assets.

VI. The subsidiaries and the Parent Company referred to in this Procedure shall be determined by the Financial Report Compilation Guidelines for the securities issuing entities.

Article 6
Except as otherwise specified in this Procedure, the “Regulations Governing the Acquisition and Disposal of Assets by Public Companies” shall govern the transactions between this Company and stakeholders.

Article 7
This Company’s “The Procedure for Handling Derivatives Trading” and “Regulations Governing the Acquisition and Disposal of Assets by Public Companies” shall govern this Company’s Derivatives Trading and relevant matters.

Article 8
Relevant laws and regulations and “Regulations Governing the Acquisition and Disposal of Assets by Public Companies” shall govern this Company’s merger, split, acquisition or share transfer.

Article 9
When this Company's manager and relevant personnel in charge deal with the Acquisition and Disposal of Assets and relevant matters in material violation of “Regulations Governing the Acquisition and Disposal of Assets by Public Companies” or this Procedure, they shall be punished according to regulations.

Article 10
The relevant laws and regulations and this Company's rules and regulations shall govern the outstanding matters or questions and doubts concerning this Procedure.
The establishment or amendment to these Handling Procedures in accordance with the Governing Regulations and the acquisition or disposal of substantial assets in accordance with these Handling Procedures or other laws or the transaction of derivatives, which shall be resolved by the Board of Directors, shall be approved by the majority of the Audit Committee or unanimously before submitted to the Board.
If approval of more than half of all audit committee members as required is not obtained, the procedures 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 minutes of the Board of Directors meeting.
The terms “all audit committee members” and “all directors” in the preceding paragraph shall be counted as the actual number of persons currently holding those positions.
If the Company is with independent directors designated, the opposition and/or consent and the reason for opposition should be considered comprehensively and should be stated in the minutes of meeting for record.
These Rules and all subsequent amendments each shall be implemented after being approved by the Shareholders Meeting.
These Articles of Incorporation were entered into on June 1, 1996.
The second amendment was made on March 5, 1999;
The third amendment was made on October 29, 1999;
The fourth amendment was made on December 20, 1999;
The fifth amendment was made on March 8, 2001;
The sixth amendment was made on May 28, 2003;
The seventh amendment was made on June 13, 2007;
The eighth amendment was made on June 15, 2012;
The ninth amendment was made on June 17, 2014;
The tenth amendment was made on June 15, 2017;
The eleventh amendment was made on June 15, 2018;
The twelfth amendment was made on June 14, 2019;
The thirteenth amendment was made on June 10, 2022;
The fourteenth version was amended on June 10,2025

Appendix 5-1

Micro-Star International Co., Ltd.
Comparison chart of the amended articles of
"Operational Procedures for Acquisition or Disposal of Assets"

Item No.	After Amendment	Before Amendment	Reason for Amendment
Article4	The Procedures for Handling Acquisition and Disposal of Assets of the Company are as follows: Ⅰ～Ⅱ(Ⅱ)2, (Omitted) 3. For the acquisition or disposal of real estate or real estate Right-of-use assets, reference should be made to the announced present value, assessed value, actual transaction prices of nearby real estate, or valuation reports from professional appraisal institutions. 4. (Omitted) The Company's acquisition or disposal of securities, intangible assets or their Right-of-use assets, membership certificates, real estate or real estate Right-of-use assets, equipment or equipment Right-of-use assets, etc., for transactions amounting to the standards set forth in the "Publicly Issued Companies Acquisition and Disposal of Assets Handling Guidelines", must obtain a valuation report or opinion from a qualified professional appraiser or accountant, lawyer, or securities underwriter before the actual occurrence of the transaction; however, in cases of court auction procedures or asset disposal, a certificate issued by the court may replace the valuation report or accountant's opinion. Ⅲ. Operating Procedure: (Ⅰ) Authorized Amount and Hierarchy of Decision-Making Authority 1.For long-term equity investments, real estate or real estate Right-of-use assets, and equipment or equipment Right-of-use assets, if the single transaction amount does not reach NT$500 million, it shall be handled in accordance with the Company's approval authority regulations; if it exceeds NT$500 million, it must be approved by the Board of Directors. 2.For short-term equty investments, government bonds, corporate bonds, financial bonds, securities of recognition funds, depositary receipts, warrants, and other important assets, if the single transaction amount does not reach NT$300 million, it shall be handled in accordance with the Company's approval authority regulations; if it exceeds NT$300 million, it must be approved by the Board of Directors. 3.If the Company or its non-publicly held subsidiaries acquire or dispose of real estate or real estate Right-of-use assets from related parties, or acquire or dispose of other assets other than real estate or real estate Right-of-use assets from related parties and the transaction amount reaches 20% of the Company's paid-in capital, 10% of total assets, or NT$300 million or more, relevant information must be submitted according to the handling guidelines, and it must be discussed by the Audit Committee and approved by the Board of Directors before proceeding; if there are circumstances that require reporting to the shareholders' meeting	The Procedures for Handling Acquisition and Disposal of Assets of the Company are as follows: Ⅰ～Ⅱ(Ⅱ)2, (Omitted) 3. For the acquisition or disposal of real estate or its usage rights, reference should be made to the announced present value, assessed value, actual transaction prices of neighboring real estate, or valuation reports from professional valuation agencies, etc. 4. (Omitted) The company's acquisition or disposal of securities, intangible assets or their usage rights, membership certificates, real estate, equipment or their usage rights, etc., where the transaction amount reaches the provisions of the "Publicly Issued Company Acquisition or Disposal of Assets Handling Guidelines," must obtain a valuation report issued by a professional appraiser and their valuation personnel or an opinion letter from an accountant, lawyer, or securities underwriter before the fact occurs; however, in the case of assets disposed of through court auction procedures, a certificate issued by the court may replace the valuation report or accountant's opinion. Ⅲ. Operating Procedures: (Ⅰ)Authorization Limits and Levels 1. The acquisition or disposal of long-term equity investments, public bonds, corporate bonds, financial bonds, and real estate or its usage rights must be approved by the board of directors; however, for each transaction amount not exceeding NT$500 million, the board may authorize the chairman or general manager to execute, with subsequent reporting to the board. 2. For short-term equity investments, short-term bond investments, securities of the recognition fund, depositary receipts, and subscription (sale) warrants, approval from the chairman or general manager is required; however, for single transactions exceeding NT$500 million, board resolution is required. 3. If the company or its subsidiaries that are not publicly issued in Taiwan acquire or dispose of real estate or its usage rights from related parties, or acquire or dispose of other assets from related parties with transaction amounts reaching 10% of the company's total assets, relevant materials must be submitted in accordance with the handling guidelines, and after discussion by the audit committee and resolution by the board, the transaction may proceed; if there are matters that must be reported to the shareholders' meeting according to the handling guidelines, they shall be handled in accordance with legal regulations, but transactions between the company and its subsidiaries or among subsidiaries are not included in this restriction. 4. The company and its subsidiaries, or subsidiaries in which the company directly or indirectly holds	In accordance with the applicable laws and operation necessity.

	according to the handling guidelines, it shall be handled in accordance with legal regulations, but transactions between the Company and its subsidiaries or between subsidiaries are not limited by this. 4.For transactions between the Company and its subsidiaries, or between the Company and subsidiaries in which it directly or indirectly holds 100% of the issued shares or capital, for the acquisition or disposal of equipment or equipment Right-of-use assets for business use, or for the acquisition or disposal of real estate Right-of-use assets for business use, if the transaction amount does not reach NT$500 million, it may be executed by the Chairman, and subsequently reported to the Board of Directors for recognition. (Ⅱ) Executive Unit: The executing unit for the Company's acquisition or disposal of short-term and long-term securities is the Finance Division; the executing unit for real estate or real estate Right-of-use assets and other fixed assets is the using department and related responsible departments; the executing unit for announcing and declaring relevant matters is the Finance Center. (Ⅲ) Transaction Process: Acquisition and disposal of relevant assets shall be governed by this Company's internal control system. Ⅳ~Ⅴ(Omitted).	100% of the issued shares or total capital, may acquire or dispose of equipment or its usage rights for business use, or acquire or dispose of real estate usage rights for business use, with each transaction amount not exceeding NT$500 million, may be executed by the board's authorization of the chairman, with subsequent reporting to the board for recognition. (Ⅱ) Executing Units: The executing unit for the company's acquisition or disposal of short-term and long-term securities is the finance center; the executing unit for real estate and other fixed assets is the operating department and relevant responsible departments; the executing unit for announcing and declaring relevant matters is the finance department. (Ⅲ) Transaction Process: Acquisition and disposal of relevant assets shall be governed by this Company's internal control system. Ⅳ~Ⅴ(Omitted).	
Article10	The relevant laws and regulations and this Company's rules and regulations shall govern the outstanding matters or questions and doubts concerning this Procedure. The establishment or amendment to these Handling Procedures in accordance with the Governing Regulations and the acquisition or disposal of substantial assets in accordance with these Handling Procedures or other laws or the transaction of derivatives, which shall be resolved by the Board of Directors, shall be approved by the majority of the Audit Committee or unanimously before submitted to the Board. If approval of more than half of all audit committee members as required is not obtained, the procedures 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 minutes of the Board of Directors meeting. The terms "all audit committee members" and "all directors" in the preceding paragraph shall be counted as the actual number of persons currently holding those positions. If the Company is with independent directors designated, the opposition and /or consent and the reason for opposition should be considered comprehensively and should be stated in the minutes of meeting for record. These Rules and all subsequent amendments each shall be implemented after being approved by the Shareholders Meeting. These Articles of Incorporation were entered into on June 1, 1996. The second amendment was made on March 5, 1999; The third amendment was made on October 29, 1999; The fourth amendment was made on December 20, 1999; The fifth amendment was made on March 8, 2001; The sixth amendment was made on May 28, 2003; The seventh amendment was made on June 13, 2007;	The relevant laws and regulations and this Company's rules and regulations shall govern the outstanding matters or questions and doubts concerning this Procedure. The establishment or amendment to these Handling Procedures in accordance with the Governing Regulations and the acquisition or disposal of substantial assets in accordance with these Handling Procedures or other laws or the transaction of derivatives, which shall be resolved by the Board of Directors, shall be approved by the majority of the Audit Committee or unanimously before submitted to the Board. If approval of more than half of all audit committee members as required is not obtained, the procedures 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 minutes of the Board of Directors meeting. The terms "all audit committee members" and "all directors" in the preceding paragraph shall be counted as the actual number of persons currently holding those positions. If the Company is with independent directors designated, the opposition and /or consent and the reason for opposition should be considered comprehensively and should be stated in the minutes of meeting for record. These Rules and all subsequent amendments each shall be implemented after being approved by the Shareholders Meeting. These Articles of Incorporation were entered into on June 1, 1996. The second amendment was made on March 5, 1999; The third amendment was made on October 29, 1999; The fourth amendment was made on December 20, 1999; The fifth amendment was made on March 8, 2001; The sixth amendment was made on May 28, 2003; The seventh amendment was made on June 13, 2007;	To increase the date of the amendment.

	The eighth amendment was made on June 15, 2012; The ninth amendment was made on June 17, 2014; The tenth amendment was made on June 15, 2017; The eleventh amendment was made on June 15, 2018; The twelfth amendment was made on June 14, 2019; The thirteenth amendment was made on June 10, 2022; The Fourteenth amendment was made on June 10, 2025.	The eighth amendment was made on June 15, 2012; The ninth amendment was made on June 17, 2014; The tenth amendment was made on June 15, 2017; The eleventh amendment was made on June 15, 2018; The twelfth amendment was made on June 14, 2019; The thirteenth amendment was made on June 10, 2022;	

Appendix 6

Micro-Star International Co., Ltd.
"Operational Procedures for Trading Derivatives"

Article 1
This procedure is established in accordance with Article 36-1 of the Securities and Exchange Act and the Financial Supervisory Commission's Order No. 1020053073 issued on December 30, 2013, which amends the "Guidelines for Publicly Issued Companies' Acquisition or Disposal of Assets" (hereinafter referred to as the Guidelines).

Article 2
The Company shall engage in derivative transactions in accordance with these procedures, unless otherwise stipulated by law.

Article 3
The procedures for the Company to engage in derivative transactions are as follows:
Ⅰ. Trading Principles and Policies
(I) Types of Transactions
The Company may only engage in hedging transactions and shall not engage in any speculative transactions that create additional risks for profit.\
(Ⅱ)Operational or Hedging Strategies
The Company's derivative transactions should aim to ensure operational profits and mitigate risks arising from fluctuations in exchange rates, interest rates, or asset prices, and shall not engage in any speculative transactions that create additional risks for profit.
(Ⅲ)Division of Responsibilities
1. Finance Department
(1) Engage in hedging transactions to mitigate market price fluctuation risks.
(2) Regularly evaluate hedging performance.
(3) Establish a record book to detail the types, amounts, board approval dates of derivative transactions, and matters that require prudent evaluation as per these procedures.
(4) Regular announcements and disclosures
If the Company's losses from derivative transactions reach the maximum loss limit set by these procedures for all or individual contracts, it shall announce and report within two days of the occurrence according to the prescribed format.
The Company shall monthly announce and report the status of derivative transactions as of the end of the previous month for itself and its subsidiaries that are not publicly issued in Taiwan, in the prescribed format by the 10th of each month.
"Announcements and reports" refer to submissions to the information reporting website designated by the Financial Supervisory Commission
2. Accounting Department
(1)Provide information on derivative transaction positions.
(2)Record and prepare financial statements according to generally accepted accounting principles.
(3)Regularly evaluate gains and losses
3. Internal Audit
(1)Supervise compliance with the "Procedures for Engaging in Derivative Transactions."
(2)Regularly execute related audit operations according to the annual audit plan
(Ⅳ) Performance Evaluation Guidelines
Performance evaluation should compare the evaluation date with the pre-set evaluation criteria to inform future decision-making.
(Ⅴ) Total Contract Amount
The total amount of contracts for hedging foreign currency positions, including forward foreign exchange and other derivative transactions, shall not exceed the net foreign currency demand or supply for import and export in the next six months, and each operation shall not exceed USD 10 million; the balance of other derivative transactions shall not exceed the balance of forward foreign exchange. Hedging transactions for interest rate swaps shall not exceed NT$2 billion.
(Ⅵ) Loss Limit
The loss limit for both individual and total contracts in derivative transactions shall be 25% of the contract amount. If the loss reaches the limit, it should be reported to the general manager for relevant countermeasures and announced according to legal regulations.

Ⅱ. Risk Management Measures
(Ⅰ) Scope of Risk Management
1. Credit Risk Management: Counterparties are generally limited to domestic and foreign financial institutions; otherwise,

the chairman's consent must be obtained.

2. Market Price Risk Management: Limited to hedging transactions to avoid creating additional positions.
3. Liquidity Risk Management: To ensure liquidity, the transaction amount should be confirmed with the fund dispatcher before the transaction to avoid liquidity shortages.
4. Cash Flow Risk Management: Cash flow should be estimated before transactions to avoid cash flow shortages due to derivative transactions.
5. Operational Risk Management: Must strictly adhere to authorized limits and operational processes to avoid operational risks.
6. Legal Risk Management: Documents signed with banks must be reviewed by the legal department and internal audit before formal signing to avoid legal risks.

(Ⅱ) Personnel Engaging in Derivative Transactions.

1. Personnel authorized to engage in derivative transactions must first obtain the chairman's consent before proceeding.
2. Transaction personnel and those responsible for confirmation and settlement must not hold concurrent positions.
3. Transaction personnel should submit transaction vouchers or contracts to the recording personnel for documentation.
4. Recording personnel are responsible for logging and promptly submitting transaction records for review by responsible supervisors.
5. Accounting personnel are responsible for periodic reconciliation with counterparties.

(Ⅲ) Personnel engaging in derivative transactions and those responsible for confirmation and settlement must belong to different departments and report to the board or senior management not responsible for trading or position decision-making.

Ⅲ. Internal Audit System

Internal auditors should regularly assess the adequacy of internal controls over derivative transactions and conduct monthly audits of compliance with the "Procedures for Engaging in Derivative Transactions" and analyze transaction cycles, preparing audit reports. If significant violations are found, they should promptly notify the audit committee in writing.

Ⅳ. Regular Evaluation and Handling of Abnormal Situations

(Ⅰ) Positions held in derivative transactions should be evaluated at least weekly, and if hedging transactions are necessary for business needs, they should be evaluated at least twice a month, with evaluation reports submitted to the authorized senior management of the board.

(Ⅱ) If any abnormal situations are discovered, necessary countermeasures should be taken and reported immediately to the board. If independent directors are appointed, they should attend and express their opinions at board meeting.

Ⅴ. Board Supervision and Management

(Ⅰ) Senior management designated by the board should cooperate with internal audits to monitor and control risks associated with derivative transactions.

(Ⅱ) Regularly evaluate whether transaction performance aligns with established operational strategies and whether the risks undertaken are within the company's acceptable limits.

(Ⅲ) Senior management authorized by the board should manage derivative transactions according to the following principles.

1. Regularly assess whether the current risk management procedures are appropriate and ensure compliance with these procedures.
2. Supervise transactions and profit/loss situations, and take necessary countermeasures if any abnormalities are found, immediately reporting to the board. If independent directors are appointed, they should attend and express their opinion.

(Ⅳ) For derivative transactions conducted by the Company, personnel authorized according to the established procedures should report to the most recent board meeting.

(Ⅴ) If the Company engages in derivative transactions that require board approval according to these procedures or other legal regulations, and if any director expresses dissent and there is a record or written statement, the Company should submit the dissenting director's information to the audit committee.

(Ⅵ) If the Company has appointed independent directors, when submitting the procedures for engaging in derivative transactions to the board for discussion, the opinions of all independent directors should be fully considered, and their agreements or disagreements and reasons should be included in the meeting minutes.

Ⅵ. Operational Procedures

(Ⅰ) Confirm transaction positions.

(Ⅱ) Analyze and assess relevant trends.

(Ⅲ) Determine specific hedging methods: Transaction target.

1. Transaction positions
2. Target price levels and ranges.
3. Transaction strategies and forms.

(Ⅳ) Obtain transaction approvals:

1.Execute transactions

(1) Counterparties: limited to domestic and foreign financial institutions; otherwise, the chairman's consent must be

obtained.

(2) Transaction personnel: personnel authorized to engage in derivative transactions must first obtain the chairman's consent and notify the Company's counterparties; personnel not listed above may not engage in transactions.

2.Transaction confirmation: After the transaction, transaction personnel must fill out transaction documents, and confirmation personnel must verify whether the transaction conditions are consistent with the transaction documents, submitting them for approval by responsible supervisors.

3.Settlement: On the settlement date, designated settlement personnel must prepare the payment and related documents to execute the settlement at the agreed price.

Ⅶ. Control Procedures for Subsidiaries Engaging in Derivative Transactions

(Ⅰ) Subsidiaries of the Company intending to engage in derivative transactions shall establish control procedures according to the Company's "Group Enterprise Operational Management Regulations."

(Ⅱ) Subsidiaries shall self-examine whether their established procedures for engaging in derivative transactions comply with the Guidelines and whether derivative transactions are conducted according to the established procedures.

(Ⅲ) The Company's internal audit shall regularly review the subsidiaries' self-examination reports and related matters.

(Ⅳ) For subsidiaries that are not publicly issued companies in Taiwan, if there are matters that must be announced and reported according to regulations, the Company shall act on their behalf.

(Ⅴ) The Company may conduct hedging based on the foreign exchange positions generated by the subsidiaries' operations to reduce exchange rate volatility risks and ensure the financial stability of the group. The amount of hedging transactions, including forward foreign exchange and other derivative contracts, shall be based on the actual operational needs of the subsidiaries and shall not exceed the net foreign currency demand or supply for import and export in the next six months. Each transaction shall not exceed USD 10 million.

Ⅷ.Managers and Responsible Personnel of the Company engaging in Derivative Transactions

If there are significant violations of the "Guidelines for Publicly Issued Companies' Acquisition or Disposal of Assets" or these procedures, they shall be punished according to regulations.

Article 4

The Company shall establish or amend these procedures according to the Guidelines and shall submit significant derivative transactions to the board for resolution after approval by more than half of the members of the audit committee.

If the prior approval of more than half of the members of the audit committee is not obtained, it may be approved by more than two-thirds of all directors, and the resolution of the audit committee shall be recorded in the minutes of the board meeting.

The term "all members of the audit committee" and "all directors" refers to those currently in office.

If the Company has appointed independent directors, when submitting the procedures to the board for discussion, the opinions of all independent directors should be fully considered, and their agreements or disagreements and reasons should be included in the meeting minutes.

The establishment of procedures for engaging in derivative transactions by the Company must also be submitted to the shareholders' meeting for approval, and the same applies to amendments.

These Articles of Procedures Established on January 23, 1997
The second amendment was made on August 25, 1999;
The third amendment was made on May 4, 2000;
The fourth amendment was made on March 8, 2001;
The fifth amendment was made on May 28, 2003;
The sixth amendment was made on June 14, 2005;
The seventh amendment was made on June 17, 2014;
The eighth amendment was made on June 12, 2015 ;
The ninth amendment was made on June 15, 2018 ;
The tenth amendment was made on June 10,2025

Appendix 6-1

Comparison Table for the Amendments to “Operational Procedures for Trading Derivatives”

Item No.	After Amendment	Before Amendment	Reason for Amendment
Article 3	I.–V. omitted. Ⅵ. Operational Procedures (Ⅰ) Confirm transaction positions. (Ⅱ) Analyze and assess relevant trends. (Ⅲ) Determine specific hedging methods: Transaction target. 1. Transaction positions 2. Target price levels and ranges. 3. Transaction strategies and forms. (Ⅳ) Obtain transaction approvals: 1.Execute transactions (1) Counterparties: limited to domestic and foreign financial institutions; otherwise, the chairman's consent must be obtained. (2) Transaction personnel: personnel authorized to engage in derivative transactions must first obtain the chairman's consent and notify the Company's counterparties; personnel not listed above may not engage in transactions. 2.Transaction confirmation: After the transaction, transaction personnel must fill out transaction documents, and confirmation personnel must verify whether the transaction conditions are consistent with the transaction documents, submitting them for approval by responsible supervisors. 3.Settlement: On the settlement date, designated settlement personnel must prepare the payment and related documents to execute the settlement at the agreed price. Ⅶ. Control Procedures for Subsidiaries Engaging in Derivative Transactions (Ⅰ) Subsidiaries of the Company intending to engage in derivative transactions shall establish control procedures according to the Company's "Group Enterprise Operational Management Regulations." (Ⅱ) Subsidiaries shall self-examine whether their established procedures for engaging in derivative transactions comply with the Guidelines and whether derivative transactions are conducted according to the established procedures. (Ⅲ) The Company's internal audit shall regularly review the subsidiaries' self-examination reports and related matters. (Ⅳ) For subsidiaries that are not publicly	I.–V. omitted. Ⅵ. Operational Procedures (Ⅰ) Confirm transaction positions. (Ⅱ) Analyze and assess relevant trends. (Ⅲ) Determine specific hedging methods: Transaction target. 4. Transaction positions 5. Target price levels and ranges. 6. Transaction strategies and forms. (Ⅳ) Obtain transaction approvals: each trade must be approved by the General Manager and Chairman. 1.Execute transactions (1) Counterparties: limited to domestic and foreign financial institutions; otherwise, the chairman's consent must be obtained. (2) Transaction personnel: personnel authorized to engage in derivative transactions must first obtain the chairman's consent and notify the Company's counterparties; personnel not listed above may not engage in transactions. 2.Transaction confirmation: After the transaction, transaction personnel must fill out transaction documents, and confirmation personnel must verify whether the transaction conditions are consistent with the transaction documents, submitting them for approval by responsible supervisors. 3.Settlement: On the settlement date, designated settlement personnel must prepare the payment and related documents to execute the settlement at the agreed price. Ⅶ. Control Procedures for Subsidiaries Engaging in Derivative Transactions (Ⅰ) Subsidiaries of the Company intending to engage in derivative transactions shall establish control procedures according to the Company's "Group Enterprise Operational Management Regulations." (Ⅱ) Subsidiaries shall self-examine whether their established procedures for engaging in derivative transactions comply with the Guidelines and whether derivative transactions are conducted according to the established procedures. (Ⅲ) The Company's internal audit shall regularly review the subsidiaries' self-examination reports and related matters.	To align with actual business needs

	issued companies in Taiwan, if there are matters that must be announced and reported according to regulations, the Company shall act on their behalf. (Ⅴ) The Company may conduct hedging based on the foreign exchange positions generated by the subsidiaries' operations to reduce exchange rate volatility risks and ensure the financial stability of the group. The amount of hedging transactions, including forward foreign exchange and other derivative contracts, shall be based on the actual operational needs of the subsidiaries and shall not exceed the net foreign currency demand or supply for import and export in the next six months. Each transaction shall not exceed USD 10 million. Ⅷ. omitted.	(Ⅳ) For subsidiaries that are not publicly issued companies in Taiwan, if there are matters that must be announced and reported according to regulations, the Company shall act on their behalf. Ⅷ. omitted.	
Article 4	The Company shall establish or amend these procedures according to the Guidelines and shall submit significant derivative transactions to the board for resolution after approval by more than half of the members of the audit committee. If the prior approval of more than half of the members of the audit committee is not obtained, it may be approved by more than two-thirds of all directors, and the resolution of the audit committee shall be recorded in the minutes of the board meeting. The term "all members of the audit committee" and "all directors" refers to those currently in office. If the Company has appointed independent directors, when submitting the procedures to the board for discussion, the opinions of all independent directors should be fully considered, and their agreements or disagreements and reasons should be included in the meeting minutes. The establishment of procedures for engaging in derivative transactions by the Company must also be submitted to the shareholders' meeting for approval, and the same applies to amendments. These Articles of Procedures Established on January 23, 1997 The second amendment was made on August 25, 1999; The third amendment was made on May 4, 2000; The fourth amendment was made on March 8, 2001; The fifth amendment was made on May 28, 2003; The sixth amendment was made on June 14, 2005; The seventh amendment was made on June 17, 2014; The eighth amendment was made on June 12, 2015 ; The ninth amendment was made on June 15, 2018 ; The tenth amendment was made on June 10,2025	The Company shall establish or amend these procedures according to the Guidelines and shall submit significant derivative transactions to the board for resolution after approval by more than half of the members of the audit committee. If the prior approval of more than half of the members of the audit committee is not obtained, it may be approved by more than two-thirds of all directors, and the resolution of the audit committee shall be recorded in the minutes of the board meeting. The term "all members of the audit committee" and "all directors" refers to those currently in office. If the Company has appointed independent directors, when submitting the procedures to the board for discussion, the opinions of all independent directors should be fully considered, and their agreements or disagreements and reasons should be included in the meeting minutes. The establishment of procedures for engaging in derivative transactions by the Company must also be submitted to the shareholders' meeting for approval, and the same applies to amendments. These Articles of Procedures Established on January 23, 1997 The second amendment was made on August 25, 1999; The third amendment was made on May 4, 2000; The fourth amendment was made on March 8, 2001; The fifth amendment was made on May 28, 2003; The sixth amendment was made on June 14, 2005; The seventh amendment was made on June 17, 2014; The eighth amendment was made on June 12, 2015 ; The ninth amendment was made on June 15, 2018 ;	Added version