LeRain Technology Co., Ltd.

Resolutions of the 2026 Annual General Meeting of Shareholders

Time：9:00 AM, May 27 (Wed.), 2026

Place：B2., No. 716, Zhongzheng Rd., Zhonghe Dist., New Taipei City (Building L, Far East Century Park)

Attendance：The total number of shares represented by the shareholders present in person or by proxy was 25,048,417 shares, accounting for 78.67% of the Company's total issued shares of 31,836,941 shares.

Directors Present：Chu,Te-Hsiang (Chairman), Gao,Miao-Bin (Director), Lu, Xiao-Di (Director), Yeh, Chia-Chin (Independent Director).

In Attendance：Tsai, Pei-Ju (Certified Public Accountant)

Chairman：Chu, Te-Hsiang **Secretary**：Chen,Yueh-Ching

I. Commencement of Meeting：The total number of shares represented by the shareholders present met the statutory quorum. The Chairman called the meeting to order.

II. Chairman's Address：(Omitted)

III. Report Items

Report No. 1

2025 Business Reports

Explanation:

For the 2025 Business Report, please refer to Attachment 1.

Report No. 2

2025 Audit Committee's Review Report

Explanation:

For the 2025 Audit Committee's Review Report, please refer to Attachment 2.

Report No. 3

Communication report between the convener of the Audit and Corporate Governance Committee, the members of independent directors and the head of Internal Audit

Explanation:

The Company's head of internal audit provides monthly audit reports and follow-up reports on the remediation of audit findings to each independent director and conducts necessary communications to ensure the effectiveness of the supervisory mechanism. At each Audit Committee meeting, the head of internal audit reports to the Audit Committee on the execution status of audit plans, key findings, and the progress of implementing previously recommended improvements, and engages in face-to-face discussions with the independent directors. Significant matters discussed and interactions between the independent directors and the head of internal audit are duly recorded in the minutes of the Audit Committee meetings. The convener of the Audit Committee, the independent directors, and the head of internal audit maintain effective and sound communication.

Report No. 4

The convener of the Compensation Committee reports the compensation received by the directors, including the compensation policy, the content and amount of individual compensation and their correlation with the performance evaluation results

Explanation:

1. The Company's policy on directors' remuneration is based on Article 19 of the Articles of Incorporation, under which the compensation of all directors is determined by the Board of Directors with reference to the extent of their participation in the Company's operations, their contribution value, and prevailing industry standards both domestically and internationally. In addition, pursuant to Article 22 of the Articles of Incorporation, if the Company records a profit for the year, no less than 3% shall be allocated as employee compensation (of which no less than 10% shall be allocated for salary adjustments or compensation distribution to non-executive employees), and no more than 3% shall be allocated as directors' remuneration. However, if the Company has accumulated losses (including adjustments to retained earnings), such losses shall first be offset before any such allocations are made.
2. In accordance with the Articles of Incorporation and the Company's "Regulations Governing Compensation for Directors and Managers," the Company determines directors' remuneration by taking into consideration overall operating performance, future business risks and development, industry benchmarks, as well as each director's responsibilities, time commitment, and operational performance. The results are then submitted to the shareholders' meeting for reporting.
3. The performance of the Board of Directors as a whole, functional committees, and individual directors is evaluated annually in accordance with the "Rules for Performance Evaluation of Directors and Managers." The proposed directors' remuneration has been reviewed by the Remuneration Committee on March 6, 2026, and approved by the Board of Directors. For details of directors' remuneration for 2025, please refer to Handbook.

IV. Ratification Items

Proposal No.1

To Accept 2025 Financial Statements and Business Report (proposed by the Board of Directors)

Explanation:

1. The Company's financial statements for 2025 have been audited by CPAs Tsai, Pei-Ju and Li, Feng-Hui of KPMG Taiwan, and an independent auditors' report has been issued accordingly.
2. For the 2025 Business Report, Independent Auditors' Review Report, and Financial Statements, please refer to Attachment 1 and Attachment 3.
3. Please proceed for the adoption.

Resolution:

The voting results for this proposal are as follows: The total number of voting rights representing shareholders present at the time of voting was 25,048,417. There were 25,037,291 voting rights in favor, 111 voting rights against, 0 invalid voting rights, and 11,015 voting rights of abstention and non-voting. The voting rights in favor accounted for 99.96% of the total voting rights representing shareholders present at the time of voting. This proposal was duly approved as originally proposed.

Proposal No.2

To Approve the Proposal for 2025 Deficit Compensation (proposed by the Board of Directors)

Explanation:

1. The 2025 Deficit Compensation Statement is proposed as follows:

LeRain Technology Co., Ltd.

Deficit Compensation Statement

For the Year 2025

Unit: NT$

Item	Amount
Beginning accumulated deficit	(83,806,162)
Add: Net income after tax for the year	10,692,573
Total deficit to be compensated	(73,113,589)
Deficit compensation items	
Capital surplus	41,234,381
Ending unappropriated deficit	(31,879,208)

2. Please proceed for the adoption.

Resolution:

The voting results for this proposal are as follows: The total number of voting rights representing shareholders present at the time of voting was 25,048,417. There were 25,046,791 voting rights in favor, 611 voting rights against, 0 invalid voting rights, and 1,015 voting rights of abstention and non-voting. The voting rights in favor accounted for 99.99% of the total voting rights representing shareholders present at the time of voting. This proposal was duly approved as originally proposed.

V. Election Item and Discussion Items

Proposal No.1

To elect Directors (proposed by the Board of Directors)

Explanation:

1. The term of office of the Company's second-term directors and supervisors will expire on May 23, 2026. A general re-election of directors is proposed to be conducted at this Annual Meeting of Shareholders.
2. In accordance with Article 14 and Article 14-1 of the Company's Articles of Incorporation, the Company shall have seven directors (including three independent directors), and a candidate nomination system is adopted. The list of director candidates has been reviewed and approved by the Board of Directors on March 6, 2026. Please refer to Attachment 4 for the list of candidates.
3. The term of office for the newly elected directors shall be three years, from May 27, 2026 to May 26, 2029.
4. Please proceed with the election.

Election Results: The list of newly elected directors is as follows:

Name	Voting Rights Received	Note
LOTES CO., LTD. Representative: Chu, Te-Hsiang	40,143,143	Elected Director
Gao, Miao-Bin	22,509,926	Elected Director
Yao, Te-Chang	22,508,176	Elected Director
Lu, Xiao-Di	22,505,376	Elected Director
Kao, Shu-Jung	22,508,176	Elected Independent Director
Lin, Mei-Ling	22,508,176	Elected Independent Director
Yeh, Chia-Chin	22,505,376	Elected Independent Director

Proposal No.2

To Release the Prohibition on Directors from Participation in Competitive Business (proposed by the Board of Directors)

Explanation:

1. Pursuant to Article 209 of the Company Act: "A director who does anything for himself or on behalf of another person that is within the scope of the company's business shall explain to the meeting of shareholders the essential contents of such an act and secure its approval."
2. To leverage the expertise and relevant experience of the Company's directors, it is proposed, in accordance with the law, that the shareholders' meeting approve the lifting of non-competition restrictions for newly elected directors and their representatives. Please refer to the "Current Positions" column in the list of director (including independent director) candidates in Attachment 4.
3. Please proceed to discuss.

Resolution:

The voting results for this proposal are as follows: The total number of voting rights representing shareholders present at the time of voting was 25,048,417. There were 25,023,688 voting rights in

favor, 5,511 voting rights against, 0 invalid voting rights, and 19,218 voting rights of abstention and non-voting. The voting rights in favor accounted for 99.90% of the total voting rights representing shareholders present at the time of voting. This proposal was duly approved as originally proposed.

Proposal No.3

Issuance of Restricted Stock Awards (proposed by the Board of Directors)

Explanation:

1. This proposal is handled in accordance with Article 267, Paragraph 9 of the Company Act and other relevant regulations.
2. In order to attract and retain the professional talent required by the Company and to motivate employees by enhancing their cohesion and sense of belonging, thereby jointly creating maximum benefits for the Company and its shareholders, the Company proposes to issue restricted shares to employees.
3. The key terms of the proposed issuance of restricted shares to employees are as follows:
   (1) Total issuance: The total issuance amount is NT$2,000,000, with a par value of NT$10 per share, for a total of 200,000 shares.
   (2) Issuance terms:
   ①Issue price: The restricted stock awards will be issued free of charge.
   ②Vesting conditions: Employees must meet the performance evaluation criteria set forth in the Company's "2026 Regulations Governing Issuance of Restricted Stock Awards" and must not violate the provisions of such plan during the relevant year. Employees who remain employed on each vesting date after being granted the restricted shares shall vest according to the following schedule:
   A. 25% vested after one year from the issuance date.
   B. 25% vested after two years from the issuance date.
   C. 25% vested after three years from the issuance date.
   D. 25% vested after four years from the issuance date.
   ③Type of shares issued: The Company's Common Stock.
   ④Treatment for failure to meet vesting conditions or inheritance: In the event that vesting conditions are not met, the Company shall repurchase the shares without consideration and cancel them. All other matters shall be handled in accordance with the "2026 Regulations Governing Issuance of Restricted Stock Awards."
   (3) Eligibility of Employees and Number of Shares to Be Granted:
   ①Eligible recipients shall be limited to full-time regular employees of the Company and its controlled or subordinate companies who have commenced employment on or before the grant date of the restricted shares.
   ②The actual employees to be granted and the number of restricted shares to be allocated shall be determined based on factors such as years of service, job level, work performance, overall contribution, special achievements, and other managerial considerations, as well as the Company's operational needs and business development strategies. Such allocation shall be approved by the Chairman and submitted to the Board of Directors for approval. For employees who are managers, prior approval from the Remuneration Committee is

required before submission to the Board for resolution. For employees who are neither directors nor managers, prior approval from the Audit Committee is required before submission to the Board for resolution.

③The number of restricted shares granted to any individual employee shall be handled in accordance with the "Regulations Governing the Offering and Issuance of Securities by Securities Issuers."

(4) Rights Restricted Prior to Vesting After Subscription:

①During the vesting period, employees may not sell, pledge, transfer, gift, create any encumbrance on, or otherwise dispose of the restricted shares.

②Except for the foregoing restrictions, all other rights attached to the restricted shares granted to employees prior to vesting—including but not limited to rights to dividends, bonuses, distributions from capital surplus, and subscription rights in cash capital increases—shall be the same as those attached to the Company's issued common shares.

③Upon issuance, the restricted shares shall be immediately placed in trust. Prior to the satisfaction of vesting conditions, employees may not request the trustee to return the restricted shares for any reason or in any manner.

④During the vesting period, if the Company conducts a capital reduction not due to statutory reasons (e.g., cash capital reduction), the restricted shares shall be cancelled in proportion to the capital reduction ratio. In the case of a cash capital reduction, any cash returned shall be placed in trust and delivered to employees only upon satisfaction of vesting conditions; if vesting conditions are not met, the Company shall reclaim such cash.

⑤Prior to vesting, all shareholder rights associated with the restricted shares, including attendance at shareholders' meetings, proposal rights, speaking rights, voting rights, and other related rights, shall be exercised by the trustee or custodian institution on behalf of the employees.

(5) Necessity of the Issuance: The issuance of restricted shares is intended to attract and retain the professional talent required by the Company, motivate employees, and enhance employee cohesion, thereby jointly creating greater value for the Company and its shareholders.

(6) Estimated Expense Amount, EPS Dilution, and Impact on Shareholders' Equity: Based on the Company's average closing price of NT$66.31 in January 2026, the maximum potential expense to be recognized, assuming full vesting, is estimated at NT$13,262 thousand. If issuance begins in September 2026, the annual expenses recognized from 2026 to 2030 are estimated to be approximately NT$2,302 thousand, NT$5,802 thousand, NT$3,039 thousand, NT$1,566 thousand, and NT$553 thousand, respectively. Based on 31,836,941 outstanding shares as of January 31, 2026, the estimated annual reduction in earnings per share (EPS) from 2026 to 2030 would be approximately NT$0.07, NT$0.18, NT$0.10, NT$0.05, and NT$0.02, respectively. The dilution effect on EPS is considered limited and is not expected to have a material impact on shareholders' equity.

(7) Other Important Matters: The restricted shares to be issued by the Company may be filed with the competent authority in one or multiple tranches within one year from the date of

resolution by the shareholders' meeting. Following the effective registration approved by the competent authority, the shares may be issued in one or multiple tranches within two years, depending on actual needs.

4. For the "2026 Regulations Governing Issuance of Restricted Stock Awards," please refer to Attachment 5.
5. Subject to approval by the shareholders' meeting, the Board of Directors is authorized to handle the filing and issuance with the competent authority in accordance with applicable laws and regulations. Any matters not covered herein shall, unless otherwise provided by law, be fully authorized to the Board of Directors for amendment or implementation in accordance with relevant regulations.

Resolution:

The voting results for this proposal are as follows: The total number of voting rights representing shareholders present at the time of voting was 25,048,417. There were 25,025,598 voting rights in favor, 3,601 voting rights against, 0 invalid voting rights, and 19,218 voting rights of abstention and non-voting. The voting rights in favor accounted for 99.91% of the total voting rights representing shareholders present at the time of voting. This proposal was duly approved as originally proposed.

No shareholders raised any questions regarding any of the proposals, including the reported items, ratification items, election items, and discussion items of this shareholders' meeting.

VI. Extrapolatory Motions：None

VII. Meeting Adjourned：The meeting was adjourned at 9:33 a.m., May 27, 2026.

【Attachment 1】

LeRain Technology Co., Ltd.
2025 Business Report

Dear Shareholders,

In 2025, Taiwan's stock market experienced a strong upward trend driven by the wave of artificial intelligence (AI). However, Taiwan's IC design and IP (intellectual property, or silicon IP) industries did not significantly benefit. The primary reason lies in the relatively low proportion of AI-related revenue among these companies. Even when profitability remained stable, they were still unable to gain favor in the capital markets. Most IC design and IP companies in Taiwan continue to focus on consumer electronics and lack explosive growth momentum, resulting in earnings per share (EPS) growth that lags behind stock price performance. Consequently, capital has shifted toward AI-related stocks. Nevertheless, in response to the challenges posed by the rapid proliferation of data, demand for data communication transmission has increased substantially. Under high-speed transmission, signal loss becomes a critical issue, which can be effectively addressed by signal repeaters. Although recent uncertainties surrounding U.S. tariff policies have led to a downturn in end-market demand for consumer electronics, posing greater challenges for the gaming and high-end commercial PC segments, the medium- to long-term outlook remains positive. With next-generation high-speed transmission standards emerging, coupled with comprehensive demand driven by cloud computing platforms and AI, as well as an anticipated replacement cycle for external transmission devices, significant business opportunities are expected to arise for high-speed transmission ICs. At the same time, the Company continues to operate with steady progress, leveraging its strong technological capabilities and agile adaptability, and maintains a cautiously optimistic outlook in facing market challenges. The implementation results and overall status of the Company's 2025 business plan are summarized as follows:

Benefiting from a gradual recovery in market demand, which drove increased demand for gaming and high-end commercial PCs, upstream IC design companies experienced growth in chip sales volumes. As a result, the Company's revenue and operating income both increased in 2025. However, due to significant exchange rate fluctuations, substantial foreign exchange losses were incurred, resulting in a decrease in net income compared to 2024.

(1) Operating Overview for 2025: (Unit: NT$ thousand)

Item \ Year	2025	2024	Variance	Change (%)
Operating revenue	194,898	151,727	43,171	28.45
Gross profit	112,023	99,435	12,588	12.66
Operating expenses	96,057	87,584	8,473	9.67
Operating income	15,966	11,851	4,115	34.72
Profit before tax	10,693	22,858	-12,165	-53.22
Net income	10,693	22,858	-12,165	-53.22
Earnings per share (NT$)	0.35	0.76		

(2) Budget Execution

A review of the Company's budget execution for 2025 indicates that resources were allocated reasonably and utilized effectively. The Company will continue to implement cost control measures and enhance operational efficiency to create greater value for shareholders.

(3) Profitability Analysis

The profitability indicators for 2025 are as follows:

Category	Item	2025	2024
Profitability	Return on assets (%)	3.40	8.59
	Return on equity (%)	4.23	11.10
	Ratio of pre-tax profit to paid-in capital (%)	3.36	7.60
	Net profit margin (%)	5.49	15.07
	Earnings per share (NT$)	0.35	0.76

(4) Research and Development Status

The Company invested NT$55,931 thousand in research and development expenses in 2025. Going forward, the Company will continue to allocate R&D expenditures for research activities and equipment procurement, as well as for the cultivation of outstanding R&D talent. Such expenditures will be budgeted progressively in accordance with product development schedules, and the level of investment will be adjusted based on development outcomes, with the aim of expanding the Company's operational scale and enhancing its competitiveness.

Looking ahead to 2026, the Company will not only continue to focus on the field of high-frequency analog integrated circuits, but will also actively expand diversified product applications by promoting its IC designs across various application markets, thereby mitigating risks arising from industry cycles. The Company has proactively positioned itself in transmission markets such as e-sports, servers, and active cables/connectors. With the ongoing deployment of 5G, the increasing penetration of wireless transmission, and improvements in network speed, demand from cloud computing, cloud storage, e-sports gaming, digital audio and video, and e-commerce live streaming continues to drive explosive global data growth. In addition, growing demand for applications such as artificial intelligence (AI), machine learning (ML), big data analytics, high-performance computing (HPC), networking databases, autonomous driving, and virtual interfaces will further support market expansion. The Company will continue to seek stable and long-term partners and customers to reduce the impact of economic cycles, maintain technological leadership, and expand products with strong market niches.

On December 23, 2025, the Company was officially listed on the Innovation Board of the Taiwan Stock Exchange. Leveraging its outstanding technology in Re-Driver ICs and its steady operational growth momentum, the Company has gained recognition from the capital market, marking an important milestone in its corporate development history. In addition, while conducting its business operations, the Company integrates environmentally conscious practices into product design by optimizing manufacturing processes, specifications, and technological upgrades to produce ultra-low power consumption ICs, thereby reducing energy consumption. The Company also adopts environmentally friendly recycled materials to minimize environmental impact and promote sustainable use of the Earth's resources, achieving its environmental sustainability objectives. Looking ahead, the Company will continue to deepen its core technologies and actively invest in the development of high-frequency equalizer ICs featuring low latency, low cost, and low power consumption. By leveraging the Innovation Board as a platform for accelerated growth, the Company will continue to expand its market share in high-end servers, data centers, and next-generation interface standards (such as PCIe Gen 7.0 and CXL), and actively capture growth opportunities in the high-speed transmission interface market.

In the future, the Company will continue to uphold its commitment to innovative technology, high-quality products, and the principles of integrity, innovation, and sustainable management, in order to create maximum value for its shareholders, employees, and customers.

Chairman: Chu, Te-Hsiang
President: Gao, Miao-Bin
Chief Accounting Officer: Chen, Yueh-Ching

【Attachment 2】

LeRain Technology Co., Ltd.
Audit Committee's Review Report

The Board of Directors has prepared the Company's 2025 Business Report, financial statements, and proposal for deficit compensation. The financial statements have been audited by CPAs Tsai, Pei-Ju and Li, Feng-Hui of KPMG Taiwan, and an independent auditors' report has been issued accordingly. The aforementioned Business Report, financial statements, and proposal for deficit compensation have been reviewed by the Audit Committee, which found no material non-compliance. Accordingly, this report is submitted in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act.

To:
2026 Annual Shareholders' Meeting
LeRain Technology Co., Ltd.

Convener of the Audit Committee: Kao, Shu-Jung

March 6, 2026

【Attachment 3】

Independent Auditors' Report

The Board of Directors and Shareholders
LeRain Technology Co., Ltd.

Opinion

We have audited the accompanying financial statements of LeRain Technology Co., Ltd. (the "Company"), which comprise the balance sheets as of December 31, 2025 and 2024, and the statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the financial statements, including material accounting policy information.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2025 and 2024, and its financial performance and 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 (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the year ended December 31, 2025.These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matters that we consider should be communicated in our audit report are as follows:

Revenue Recognition

For the accounting policies related to revenue recognition, please refer to Note IV (11) "Revenue Recognition" to the financial statements; for details of revenue, please refer to Note VI (15) "Revenue."

Description of Key Audit Matter:

Operating revenue is the most critical factor in determining the Company's operating performance, and its performance is highly scrutinized by users of the financial statements. Accordingly, the testing of revenue recognition is one of the most significant areas in our audit of the Company's financial statements.

Audit Procedures Performed:

We obtained an understanding of, and tested the effectiveness of the design and implementation of internal controls over sales revenue. In addition, we performed substantive testing by selecting samples of sales transactions occurring near the balance sheet date and inspecting supporting external documentation to assess the appropriateness of the timing of revenue recognition.

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

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

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

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

1. Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting

estimates and related disclosures made by management.

4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation

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

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

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

The engagement partners on the audits resulting in this independent auditors' report are Tsai,Pei-Ju and Lee,Feng-Hui.

KPMG

Taipei, Taiwan (Republic of China)

March 6, 2026

Notice to Readers

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

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

LeRain Technology Co., Ltd.

Balance Sheets

December 31, 2025 and 2024

Unit: NT$ thousands

	Assets	Dec 31, 2025 Amount	%	Dec 31, 2024 Amount	%
	Current Assets:				
1100	Cash and cash equivalents (Notes VI (1) and (17))	$ 138,321	37	123,170	41
1170	Accounts receivable, net (Note VI (2))	31,461	8	18,179	6
1181	Accounts receivable – related parties (Notes VI (2) and VII)	2,603	1	268	-
1200	Other receivables (Note VI (2))	116	-	173	-
1220	Current income tax assets	704	-	619	-
130X	Inventories (Note VI (3))	73,983	19	29,032	10
1410	Prepayments	2,705	1	1,713	1
		249,893	66	173,154	58
	Non-current Assets:				
1600	Property, plant and equipment (Note VI (4))	124,560	33	124,864	41
1780	Intangible assets (Note VI (5))	3,105	1	2,169	1
1900	Other non-current assets	22	-	22	-
		127,687	34	127,055	42
	Total Assets	**$ 377,580**	**100**	**300,209**	**100**

	Liabilities and Equity	Dec 31, 2025 Amount	%	Dec 31, 2024 Amount	%
	Liabilities:				
2100	Short-term borrowings (Notes VI (6) and (17))	$ 50,000	13	50,000	17
2150	Notes payable (Note VI (17))	-	-	263	-
2170	Accounts payable (Note VI (17))	15,881	4	7,049	3
2200	Other payables (Note VI (17))	19,845	6	15,967	5
2300	Other current liabilities (Notes VI (7) and (17))	3,683	1	9,242	3
	Total Liabilities	89,409	24	82,521	28
	Equity:				
3100	Share capital (Note VI (11))	318,369	84	300,679	100
3200	Capital surplus (Note VI (11))	42,915	11	815	-
3300	Retained earnings (Note VI (11))	(73,113)	(19)	(83,806)	(28)
	Total Equity	288,171	76	217,688	72
	Total Liabilities and Equity	**$ 377,580**	**100**	**300,209**	**100**

(Please refer to Notes to the Financial Statements)

Chairperson: CHU, TE-HSIANG **Manager: GAO, MIAO-BIN** **Accounting Manager: CHEN, YUEH-CHING**

LeRain Technology Co., Ltd.

Statement of Comprehensive Income

For the Years Ended December 31, 2025 and 2024

Unit: NT$ thousands

		2025		2024	
		Amount	%	Amount	%
4000	**Operating revenue (Notes VI (15) and VII)**	$ 194,898	100	151,727	100
5000	**Operating costs (Notes VI (3) and XII)**	82,875	43	52,292	34
	Gross Profit	112,023	57	99,435	66
	Operating Expenses (Notes VII and XII):				
6100	Selling expenses	5,577	3	5,798	4
6200	Administrative expenses	34,549	18	28,839	19
6300	Research and development expenses	55,931	28	52,947	35
	Total Operating Expenses	96,057	49	87,584	58
	Operating Income	15,966	8	11,851	8
	Non-operating Income and Expenses (Notes VI (16) and VII):				
7100	Interest income	2,865	2	4,383	3
7010	Other income	185	-	282	-
7020	Other gains and losses	(7,267)	(4)	7,434	5
7050	Finance costs	(1,056)	(1)	(1,092)	(1)
	Total Non-operating Income and Expenses	(5,273)	(3)	11,007	7
7900	**Profit Before Income Tax**	10,693	5	22,858	15
7950	**Less: Income tax expense (Note VI (10))**	-	-	-	-
8200	**Net Profit for the Year**	10,693	5	22,858	15
8300	**Other Comprehensive Income for the Year (net of tax)**	-	-	-	-
8500	**Total Comprehensive Income for the Year**	**$ 10,693**	**5**	**22,858**	**15**
9750	**Earnings per Share (NT$) (Note VI (13))**	**$**	**0.35**		**0.76**

(Please refer to Notes to the Financial Statements)

Chairperson: CHU, TE-HSIANG
Manager: GAO, MIAO-BIN
Accounting Manager: CHEN, YUEH-CHING

LeRain Technology Co., Ltd.

Statement of Changes in Equity

For the Years Ended December 31, 2025 and 2024

Unit: NT$ thousands

	Share capital		Retained earnings	
	Ordinary share capital	Capital surplus	Accumulated deficits	Total equity
Balance as of January 1, 2024	$ 300,679	73,082	(179,746)	194,015
Total comprehensive income for the year (i.e., net profit for the year)	-	-	22,858	22,858
Changes in capital surplus:				
Capital surplus used to offset accumulated deficits	-	(73,082)	73,082	-
Compensation cost of employee stock options	-	815	-	815
Balance as of December 31, 2024	300,679	815	(83,806)	217,688
Total comprehensive income for the year (i.e., net profit for the year)	-	-	10,693	10,693
Changes in capital surplus:				
Compensation cost of employee stock options	-	865	-	865
Cash capital increase	17,690	41,235	-	58,925
Balance as of December 31, 2025	**$ 318,369**	**42,915**	**(73,113)**	**288,171**

(Please refer to Notes to the Financial Statements)

Chairperson: CHU, TE-HSIANG **Manager: GAO, MIAO-BIN** **Accounting Manager: CHEN, YUEH-CHING**

LeRain Technology Co., Ltd.

Statement of Cash Flows

For the Years Ended December 31, 2025 and 2024

Unit: NT$ thousands

		2025	2024
Cash Flows from Operating Activities:			
Profit before income tax	$	10,693	22,858
Adjustments:			
Items affecting profit or loss:			
Depreciation expense		8,104	7,248
Amortization expense		4,631	4,561
Interest expense		1,056	1,092
Interest income		(2,865)	(4,384)
Loss (gain) on inventory write-down and obsolescence		8,559	(3,122)
Compensation cost of share-based payments		875	815
Total adjustments for items affecting profit or loss		20,360	6,210
Changes in operating assets and liabilities:			
Net changes in operating assets:			
Increase in accounts receivable		(15,617)	11,483
Increase in current income tax assets		(85)	(421)
Increase (decrease) in inventories		(53,510)	10,794
Increase in prepayments		(992)	(1,393)
Total net changes in operating assets		(70,204)	20,463
Net changes in operating liabilities:			
Increase (decrease) in notes payable		(263)	263
Increase in accounts payable		8,832	3,462
Increase in other payables		3,910	1,438
Increase (decrease) in other current liabilities		(5,559)	9,162
Total net changes in operating liabilities		6,920	14,325
Total net changes in operating assets and liabilities		(63,284)	34,788
Total adjustments		(42,924)	40,998
Net cash (used in) generated from operations		(32,231)	63,856
Interest received		2,922	4,410
Interest paid		(1,088)	(1,061)
Net cash (used in) generated from operating activities		(30,397)	67,205
Cash Flows from Investing Activities:			
Acquisition of property, plant and equipment		(7,800)	(42,567)
Acquisition of intangible assets		(5,567)	(5,578)
Net cash used in investing activities		(13,367)	(48,145)
Cash Flows from Financing Activities:			
Increase in short-term borrowings		-	10,000
Cash capital increase		58,915	-
Net cash generated from financing activities		58,915	10,000
Net increase in cash and cash equivalents		15,151	29,060
Cash and cash equivalents at beginning of the year		123,170	94,110
Cash and cash equivalents at end of the year	**$**	**138,321**	**123,170**

(Please refer to Notes to the Financial Statements)

Chairperson: CHU, TE-HSIANG **Manager: GAO, MIAO-BIN** **Accounting Manager: CHEN, YUEH-CHING**

【Attachment 4】

LeRain Technology Co., Ltd.

List of Director (Including Independent Director) Candidates

List of Director Candidates

No.	Name	Education and Experience	Current Position	Shareholding
1	LOTES CO., LTD. REP: Chu, Te-Hsiang	Education: Department of Mechanical Engineering, New Taipei Municipal Taishan Senior High School Experience: Chairman, LOTES CO., LTD. Chairman, Chia Ming Investment Co., Ltd. Supervisor, Golden Grown Co., Ltd. Chairman, LOTES INVESTMENT LTD Chairman, LOTES SUZHOU CO., LTD. Vice Chairman, LOTES GUANGZHOU CO., LTD. Chairman, Jiayou Investment Co., Ltd. Chairman, LINTES TECHNOLOGY CO., LTD. Chairman, De Chuang Investment Co., Ltd. Chairman, COMPERTUM MICROSYSTEMS INC. Chairman, GOOD NEWS MEDICAL CO., LTD. Chairman, Lomites Co., Ltd. Vice Chairman, GENIE Precision Machining CO., LTD. Representative of Institutional Director, SteadyBeat Technology Corporation Supervisor, Fu Pei Yen Investment Co., Ltd. Supervisor, NEOTON OPTRONICS CORPORATION Chairman, LeRain Technology Co., Ltd.	Chairman, LOTES CO., LTD. Chairman, Chia Ming Investment Co., Ltd. Chairman, LOTES INVESTMENT LTD Chairman, LOTES SUZHOU CO., LTD. Vice Chairman, LOTES GUANGZHOU CO., LTD. Chairman, Jiayou Investment Co., Ltd. Chairman, LINTES TECHNOLOGY CO., LTD. Supervisor, De Chuang Investment Co., Ltd. Chairman, COMPERTUM MICROSYSTEMS INC. Chairman, GOOD NEWS MEDICAL CO., LTD. Chairman, Lomites Co., Ltd. Vice Chairman, GENIE Precision Machining CO., LTD. Supervisor, Fu Pei Yen Investment Co., Ltd. Supervisor, NEOTON OPTRONICS CORPORATION Chairman, AionChip Technologies CO., LTD. Independent Director, APAQ TECHNOLOGY CO., LTD. Representative of Institutional Director, I-SEE VISION TECHNOLOGY INC. Chairman, LeRain Technology Co., Ltd.	Institution: 4,722,059 shares Representative: 0 shares
2	Gao, Miao-Bin	Education: M.S., Electrical Engineering, University of Idaho, USA Experience: IC Design Engineer, Hewlett Packard IC Design Engineer, Agilent Technologies, San Jose Senior IC Design Engineer, Intel Corporation, Santa Clara President, LeRain Technology Co., Ltd.	President, LeRain Technology Co., Ltd.	4,607,941 shares
3	Lu, Xiao-Di	Education: M.S., Computer Science, University of Idaho, USA Experience: Software Engineer, Cable & Wireless Exodus Communications, Santa Clara Software Engineer, TRAM Semiconductor, Milpitas Senior Software Engineer, VMware Inc., Palo Alto	Executive Vice President of Technology, LeRain Technology Co., Ltd.	4,600,000 shares

No.	Name	Education and Experience	Current Position	Shareholding
		Executive Vice President of Technology, LeRain Technology Co., Ltd.		
4	Yao, Te-Chang	Education: M.S., Electrical Engineering, University of Southern California, USA M.S., Finance, National Taiwan University Experience: Vice President, Gaintech Co. Limited President, TA YA VENTURE CAPITAL CO., LTD. Chairman, Huachen Investment Co., Ltd.	Chairman, Huachen Investment Co., Ltd. Director, ASIX ELECTRONICS CORPORATION Director, YOUNGTEK ELECTRONICS CORP. Director, TAITIEN ELECTRONICS CO., LTD. Director, GIGASTONE CORPORATION Director, Sync-Tech System Corp. Chairman, Phoenix Capital Venture Capital Co., Ltd. Chairman, Phoenix II Capital Venture Capital Co., Ltd. Chairman, Phoenix III Capital Venture Capital Co., Ltd. Chairman, Phoenix IV Capital Venture Capital Co., Ltd. Chairman, Phoenix V Capital Venture Capital Co., Ltd. Chairman, Phoenix VI Capital Venture Capital Co., Ltd. Chairman, Phoenix VIII Capital Venture Capital Co., Ltd. Representative of Institutional Director, NCKU Venture Capital Co., Ltd. Chairman, Cheng Kung Innovation Management Consulting Co., Ltd. Chairman, Yong Chuang Investment Co., Ltd. Chairman, Chun Feng Investment Co., Ltd. Chairman, Yung Fu Investment Co., Ltd. Chairman, Yong Da Investment Co., Ltd. Representative of Institutional Director, WishMobile, Inc. Representative of Institutional Director, IHH CO., LTD. Representative of Institutional Director, ONEWAVE TECHNOLOGY CO., LTD. Director, LEDIAMOND OPTO CORPORATION Director, ACTi Corporation Independent Director, Syntec Technology Co., Ltd. Representative of Institutional Director, Ying Xi Innovation Technology Venture Capital Corporation	0 shares

LeRain Technology Co., Ltd.

List of Director (Including Independent Director) Candidates

List of Independent Director Candidates

No.	Name	Education and Experience	Current Position	Shareholding
1	Kao, Shu-Jung	Education: Bachelor's Degree in Electronic Engineering, National Chin-Yi Institute of Technology Experience: Electronic Engineer, KINPO ELECTRONICS, INC. Sales Section Manager, Taiwan Ye Yuan Co., Ltd. President, AI-EN Thailand domestic businesses. Vice President, Beijing Kunru Computer Technology Co., Ltd. President, Chih-Jung Information, Technology Co., Ltd. Chief Representative, Beijing Office, ELSA Technology Inc. Project Consultant, TIGER TECHNOLOGY INC. Chairman, CHAINTECH TECHNOLOGY CORPORATION	Chairman, CHAINTECH TECHNOLOGY CORPORATION Chairman, Hong Bang Investment Co., Ltd. Chairman, CHUNG CHIEH TECHNOLOGY LIMITED Director, Transcross Technology Incorporation Representative of Institutional Supervisor, E CHENG TECHNOLOGY LIMITED	0 shares
2	Yeh, Chia-Chin	Education: Bachelor's Degree in Electrical Engineering, National Taipei University of Technology Experience: Executive Director, Panasonic Industrial Devices Sales Taiwan Co., Ltd. Chairman, JDX Technology Co., Ltd. Chairman, Jiang Quan Enterprise Co., Ltd.	Chairman, JDX Technology Co., Ltd. Chairman, Jiang Quan Enterprise Co., Ltd. Independent Director, CHAINTECH TECHNOLOGY CORPORATION	0 shares
3	Lin, Mei-Ling	Education: Department of Accounting, Fu Jen Catholic University Experience: Auditor, DFI Inc. Partner CPA and Managing Partner, First CPA Firm Partner CPA and Chief Administrative Officer, Crowe Taiwan Independent Director, APPRO PHOTOELECTRON INC. Independent Director, CX Technology Corporation	Independent Director, APPRO PHOTOELECTRON INC. Independent Director, CX Technology Corporation Chairman, Mejia Property Co., Ltd.	0 shares

【Attachment 5】

LeRain Technology Co., Ltd.
2026 Regulations Governing Issuance of Restricted Stock Awards

Article 1 Purpose

To attract and retain the professional talent required by the Company, motivate employees, and enhance employee cohesion so as to jointly create greater value for the Company and its shareholders, these Regulations Governing Issuance of Restricted Stock Awards (the "Regulations") are formulated in accordance with Article 267 of the Company Act and the "Regulations Governing the Offering and Issuance of Securities by Securities Issuers" promulgated by the Financial Supervisory Commission, as well as other applicable laws and regulations.

Article 2 Issuance Period

The restricted shares may be issued, in one or multiple tranches as required, within two years from the date the effective registration notice is received from the competent authority. The actual issuance date(s) shall be determined by the Chairman as authorized by the Board of Directors.

Article 3 Eligibility of Employees and Number of Shares to Be Granted

1. Eligible recipients shall be limited to full-time regular employees of the Company and its controlled or subordinate companies. The term "controlled or subordinate companies" shall be determined in accordance with Articles 369-2, 369-3, 369-9 (paragraph 2), and 369-11 of the Company Act.
2. The actual employees to be granted and the number of restricted shares to be allocated shall be determined based on factors such as years of service, job level, work performance, overall contribution, special achievements, and other managerial considerations, and shall be approved by the Chairman and submitted to the Board of Directors for approval. For managers or directors with employee status, prior approval from the Remuneration Committee is required before submission to the Board. For employees who are neither managers nor directors, prior approval from the Audit Committee is required before submission to the Board.
3. The aggregate number of shares that may be subscribed for by any single employee under employee stock options issued pursuant to Article 56-1, paragraph 1 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers, combined with the total number of restricted shares already granted, shall not exceed 0.3% of the Company's total issued shares. In addition, when combined with employee stock options granted pursuant to Article 56, paragraph 1 of the same Regulations, the total number of shares subscribable by any single employee shall not exceed 1% of the Company's total issued shares. However, where special

approval is obtained from the competent central authority for the relevant industry, such limits shall not apply.

Article 4 Total Issuance Amount

The total issuance amount shall be NT$2,000,000, with a par value of NT$10 per share, for a total of 200,000 shares.

Article 5 Issuance Terms and Restrictions on Shareholder Rights

1. Issue Price: The shares shall be issued at NT$0 per share, i.e., granted to employees without consideration.
2. Type of Shares: Common Stock.
3. Vesting Conditions:

   Employees who remain employed after being granted the restricted shares (i.e., as of the capital increase record date) and upon reaching the following service periods shall vest in the corresponding percentages of shares as follows:

   After 1 year of service: 25%

   After 2 years of service: 25%

   After 3 years of service: 25%

   After 4 years of service: 25%
4. Treatment Where Employees Fail to Meet Vesting Conditions or in the Event of Inheritance:

   (1)General Separation (voluntary resignation / severance / dismissal):

   Restricted shares that have not yet vested shall be deemed not to have met the vesting conditions as of the effective date of separation. The Company shall repurchase such shares without consideration and cancel them in accordance with applicable laws.

   (2) Unpaid Leave:

   For restricted shares that have not yet vested, the employee's rights shall be reinstated upon return to duty; however, the vesting schedule shall be deferred by the duration of the unpaid leave. If the employee fails to return upon expiration of the leave period, the employee shall be deemed to have lost eligibility to satisfy the vesting conditions as of the expiration date, and the Company shall repurchase the unvested shares without consideration and cancel them in accordance with applicable laws.

   (3) Death (General):

   Restricted shares that have not yet vested shall be deemed not to have met the vesting conditions as of the date of death. The Company shall repurchase such shares without consideration and cancel them in accordance with applicable laws.

   (4) Retirement (including mandatory retirement, age-based retirement, or voluntary retirement):

   Restricted shares that have not yet vested shall be deemed not to have met the

vesting conditions as of the effective date of retirement, and the Company shall repurchase such shares without consideration and cancel them in accordance with applicable laws. However, in cases of significant contribution or other special circumstances, exceptions may be approved by the Board of Directors, which shall determine the treatment of such unvested shares.

(5) Occupational Injury:

① If an employee becomes physically disabled due to an occupational injury and is unable to continue employment, the unvested restricted shares shall continue to vest in accordance with the schedule and proportions set forth in Paragraph (3) of this Article.

② If an employee dies as a result of an occupational injury, the unvested restricted shares shall continue to vest in accordance with the schedule and proportions set forth in Paragraph (3) of this Article, starting from the date of death. The heirs may apply to receive the inherited shares upon completion of the required legal procedures and submission of relevant supporting documents. However, the heirs must complete the share collection procedures within one year from the date of notification by the Company; otherwise, such failure shall be deemed a refusal to accept the shares, and the Company shall have the right to repurchase the shares without consideration and cancel them.

(6) Transfer:

① If an employee voluntarily transfers to an affiliated enterprise, another company, or a subsidiary, the unvested restricted shares shall be handled in the same manner as “general separation” under Subparagraph 1 of this Article.

② If an employee is assigned by the Company, due to operational needs, to serve in an affiliated enterprise, another company, or a subsidiary, the unvested restricted shares shall not be affected by such transfer. However, the vesting conditions set forth in Paragraph (3) of this Article shall still apply, and the employee must continue to serve in the assigned entity. The employee’s performance evaluation shall be determined by the Chairman of the Company with reference to the performance evaluation provided by the assigned entity to determine whether vesting conditions are satisfied.

(7)If an employee voluntarily waives, in writing, the restricted shares granted, the Company shall repurchase such shares without consideration and cancel them in accordance with applicable laws.

(8)If an employee is subject to disciplinary action equivalent to a major demerit or above (including a major demerit) for violating the Company’s work rules or employee handbook, the Company shall repurchase such shares without consideration and cancel them in accordance with applicable laws.

(9)If an employee’s agency authorization with the Company is terminated or revoked, the unvested restricted shares shall be repurchased by the Company without consideration and canceled in accordance with applicable laws.

(10) If an employee fails to meet the requirements set forth in Paragraph (3) of this Article during employment, the employee shall be deemed not to have met the vesting conditions as of the date of occurrence, and the Company shall repurchase the shares corresponding to the relevant vesting period without consideration and cancel them in accordance with applicable laws.

5 Restrictions on Shareholder Rights Prior to Vesting After Grant of Shares:

(1)During the vesting period, employees shall not sell, pledge, transfer, gift, create any encumbrance on, or otherwise dispose of the restricted shares.

(2)Except for the foregoing restrictions, all other rights attached to the restricted shares granted to employees prior to vesting—including but not limited to rights to dividends, bonuses, distributions from capital surplus, and subscription rights in cash capital increases—shall be the same as those attached to the Company's issued common shares.

(3) Upon issuance, the restricted shares shall be immediately placed in trust, and prior to the satisfaction of vesting conditions, employees may not request the trustee to return the restricted shares for any reason or in any manner.

(4) During the vesting period, if the Company conducts a capital reduction not due to statutory reasons (such as a cash capital reduction), the restricted shares shall be cancelled in proportion to the capital reduction ratio. In the case of a cash capital reduction, any cash returned shall be placed in trust and delivered to employees only upon satisfaction of vesting conditions; if vesting conditions are not met, the Company shall reclaim such cash.

(5) Prior to vesting, all shareholder rights associated with the restricted shares—including attendance at shareholders' meetings, proposal rights, speaking rights, voting rights, and other related rights—shall be exercised by the trustee or custodian institution on behalf of the employees.

6 Other Agreed Matters:

During the period in which the restricted shares are held in trust, the Company shall act as the full agent on behalf of employees in dealings with the stock trust/custodian institution, including but not limited to the negotiation, execution, amendment, extension, termination, and rescission of trust/custody agreements, as well as the delivery, utilization, and disposition instructions of trust/custody assets.

7 Treatment in the Event of Mergers and Acquisitions:

For shares not yet vested, the number of vested shares shall be calculated in accordance with the vesting schedule and proportions set forth in these Regulations.

Article 6 Execution and Confidentiality

Employees who are granted restricted shares shall comply with confidentiality obligations and, except as required by laws or competent authorities, shall not disclose the number of shares granted or any related information. In the event of a violation, and where the Company determines the circumstances to be material, the employee shall immediately lose eligibility to receive any unvested restricted shares, and the Company shall have the right to repurchase such shares without consideration and cancel them.

Article 7 Other Important Matters

(1) These Regulations shall be adopted upon the attendance of at least two-thirds of the directors and approval by a majority of the directors present at a Board meeting. If amendments become necessary due to requirements from competent authorities, the Chairman is authorized to revise these Regulations, and such revisions shall be submitted to the Board of Directors for ratification before implementation.

(2) Any matters not addressed herein shall be handled in accordance with applicable laws and regulations.