



CHAILEASE HOLDING COMPANY LIMITED

("the Company")

Minutes of 2026 Annual General Meeting

Time	:	May 26, 2026, 9:00 a.m.
Place	:	2 nd Fl., No. 399 Rueiguang Road, Taipei, Taiwan 11492
Present	:	1,116,995,113 shares (including e-voting 980,949,772 shares); 65.26 % of total issued 1,711,421,161 common shares.
ATTENDANCE		
Directors	:	Mr. Fong-Long Chen Ms. Hsiu-Tze Cheng Mr. Chih- Yang Chen
Present Independent Directors	:	Mr. Casey K Tung. (via video conference) Mr. Steven Jeremy Goodman (via video conference)
Chairman:	:	Mr. Fong-Long Chen
Minutes taken by	:	Ms. Carol Tsao

A. Quorum

As a quorum was present, the Chairman called the meeting to order.

B. Chairman's Statement (omitted)

C. Matters to Report

Report No. 1**2025 Business Reports.**

Explanation:

The 2025 Business Report is attached in this Handbook, Attachment 1.

Report No. 2**Audit Committee's Review Report.**

Explanation:

The 2025 Audit Committee's Review Report is attached in this Handbook, Attachment 2.

Report No. 3**To report the Distribution of Employees' and Directors' compensation of the year 2025.**

Explanation:

The amounts of Employees' Compensation NT\$3,838,000 and Directors' Compensation NT\$16,548,129 of 2025 have been resolved by the Board of Directors of the Company on March 10th, 2026.

Report No. 4**To report the amendment of the "Ethical Corporate Management Best Practice Principles", "Procedures for Ethical Management and Guidelines for Conduct" and "Ethical Conduct Best Practice Principles".**

Explanation:

1. To reflect the renaming of the Corporate Governance and Sustainable Development Committee, it is proposed to amend the "Ethical Corporate Management Best Practice Principles", "Procedures for Ethical Management and Guidelines for Conduct" and "Ethical Conduct Best Practice Principles".
2. Amendment comparison Tables of the policies are attached in this Handbook, Attachment 3 , Attachment 4 and Attachment 5 .

(No question was proposed)

D. Matters to Adoption

(a vote has been held after the discussion of each proposal was completed.)

Proposal 1: To accept 2025 Business Report and Financial Statements.

(Proposed by the Board of directors)

Explanation:

1. Chailease Holding Company Limited'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, Mr. Tsao-Jen Wu and Ms. Yi Chun Chen the partners of KPMG, Taipei. Also the Financial Statements have been approved by the Board and examined by the Audit Committee of Chailease Holding Company Limited.

2. The 2025 Business Report, independent auditors' audit report, and the above-mentioned Financial Statements are attached in this Handbook, Attachment 1 and Attachment 6.

Voting Results:

1,116,994,093 shares were represented at the time of voting ; 1,033,407,986 shares voted for the proposal ,representing 92.51% of the total represented shares present ; 810,258 shares voted against the proposal, representing 0.07% of the total represented shares present ; 0 votes were invalidly cast, representing 0% of the total represented shares present ; 82,775,849 votes were abstained, representing 7.41% of the total represented shares present °

RESOLVED, that the above proposal be and hereby was approved as proposed.

Proposal 2: To approve the Proposal for Distribution of 2025 Profits.

(Proposed by the Board of directors)

Explanation:

1. The Company's operating result of the year 2025 generated a net profit of NT\$19,809,839,437 thousand. The Company proposes the profit distribution of 2025 as follows:
 - (1) To pay a cash dividend on Preferred Shares A totaling NT\$626,919,452.
 - (2) To pay a cash dividend per common share of NT\$5.8 totalling NT\$9,926,242,733.
 - (3) To pay a stock dividend per common share of NT\$0.2 totalling NT\$342,284,230 by issuing 34,228,423 new common shares.
 - (4) Cash payment shall be rounded to one NTD (amounts less than one NTD shall be ignored).
 - (5) The Distribution and Appropriation of retained earnings for the year 2025 is attached in this Handbook, Attachment 7.
2. After the proposal has been discussed and approved the shareholders' meeting, the Board of Directors is authorized to set the record date for distributing the cash dividend and stock dividend and handling other relevant distribution matters.

Voting Results:

1,116,994,093 shares were represented at the time of voting ; 1,034,997,123 shares voted for the proposal ,representing 92.65% of the total represented shares present ; 864,858 shares voted against the proposal, representing 0.07% of the total represented shares present ; 0 votes were invalidly cast, representing 0% of the total represented shares present ; 81,132,112 votes were abstained, representing 7.26% of the total represented shares present °

RESOLVED, that the above proposal be and hereby was approved as proposed.

(No question was proposed)

E. Matters for Discussion

(a vote has been held after the discussion of each proposal was completed.)

Proposal 1: Issuance of new shares via capitalization of retained earnings.

(Proposed by the Board of directors)

Explanation:

1. For the needs of future business development, it is proposed to allot NTD342,284,230 from unappropriated retained earnings for capitalization and issue 34,228,423 new common shares with NTD10 par value as stock dividends.
2. The Company will pay a stock dividend of 20 shares to every 1,000 common shares ("Dividend Ratio") in proportion to the shareholdings shown on the shareholder register as of the ex-right date, which will be issued at NTD10 par value. For fractional shares, the shareholders may make an application with the Company's stock agent for aggregating their fractional shares into one share within five days of the ex-right date; provided, however, that if there are any fractional shares left, the Chairman of the Board of Directors ("Chairman") is authorized to allot such fractional shares for subscription by designated persons. Because the Company's shares are issued on an immaterial basis in accordance with the law and in conjunction with the registration and the book-entry transfer and allotment operation of securities depository and clearing institutions, the cash payment of fractional shares will be used for the handling of the immaterial transfers and other necessary expenses.
3. The total issued and outstanding common shares of the Company after the proposed capitalization will be increased from 1,711,421,161 shares to 1,745,649,584 shares.
4. The shareholder's rights and obligations of the new shares to be issued shall rank pari passu in all respects with the issued and outstanding common shares of the Company.
5. It is proposed to authorize the Chairman to handle all matters relating to the proposed capitalization depending on actual needs or accommodating the competent authority's requirement to make any change thereto.

Voting Results:

1,116,995,113 shares were represented at the time of voting ; 1,034,636,599 shares voted for the proposal ,representing 92.62% of the total represented shares present ; 1,206,091shares voted against the proposal, representing 0.10% of the total represented shares present ; 0 votes were invalidly cast, representing 0% of the total represented shares present ; 81,152,423 votes were abstained, representing 7.26% of the total represented shares present °

RESOLVED, that the above proposal be and hereby was approved as proposed.

Proposal 2: Amendment to the “Rules and Procedures of Shareholders’ Meeting”

(Proposed by the Board of directors)

Explanation:

1. To incorporate the provisions of the laws and regulations, it is proposed to amend the “ Rules and Procedures of Shareholders’ Meeting “..
2. Please refer to the Attachment 8 of the “Comparisons Table of Amendment to Rules and Procedures of Shareholders’ Meeting”.

Voting Results:

1,116,995,113 shares were represented at the time of voting ; 1,034,706,769 shares voted for the proposal ,representing 92.63% of the total represented shares present ; 883,768 shares voted against the proposal, representing 0.07% of the total represented shares present ; 0 votes were invalidly cast, representing 0% of the total represented shares present ; 81,404,576 votes were abstained, representing 7.28% of the total represented shares present °

RESOLVED, that the above proposal be and hereby was approved as proposed.

Proposal 3: To consider and approve the Company’s plan to raise long-term capital.

(Proposed by the Board of directors)

Explanation:

1. In reply to the capital needs for the Company’s future long-term strategic development and operational growth (including but not limited to working capital, long-term investment, debt repayment and other one or multiple usages), and to internationalize and to diversify fundraising methods, it is proposed that Annual General Meeting authorizes the Board of Directors to raise long-term funds, under appropriate timing and in compliance with the Company’s Memorandum and Articles of Association (“M&A”) and relevant laws and regulations, through any one or combination of the following measures: issuance of common shares and/ or preferred shares for cash capital increase in Taiwan, and/ or issuance of global depositary receipts (“GDRs”) through the issuance of common shares by capital increase.
2. The total amount authorized for this long-term fund raising plan shall not exceed 150,000,000 shares (including common shares and preferred shares).
3. The rights and obligations of the new common shares to be issued for cash capital increase in Taiwan or for the issuance of GDRs are identical to those of the outstanding shares of the Company.
4. It is proposed that Annual General Meeting authorize the Board of Directors with full power to decide, adjust, amend and implement the fund-raising plan (including but not limited to actual issuance price, issuance terms, proposed items, offering size, progress and projected effects) as well as all matters related to the issuance plan. It is also proposed that Annual General Meeting authorize the Chairman or his designated person to approve and sign all documents related to the issuance and handle all relevant matters on behalf of the Company. If in the future, any amendment on the plan is required due to the request of the competent

authority or based on operational assessment or objective environmental circumstances, it is further proposed that the Board of Directors is fully authorized to handle such amendment in accordance with relevant laws and regulations.

5. It is proposed that the Chairman is fully authorized to handle any matters not fully provided for above in accordance with relevant laws and regulations.
6. Please refer to the Attachment 9 for the detailed explanations of this long-term capital raising plan.

Voting Results:

1,116,995,113 shares were represented at the time of voting ; 963,427,278 shares voted for the proposal ,representing 86.25% of the total represented shares present ; 67,036,255 shares voted against the proposal, representing 6.00% of the total represented shares present ; 0 votes were invalidly cast, representing 0% of the total represented shares present ; 86,531,580 votes were abstained, representing 7.74% of the total represented shares present °

RESOLVED, that the above proposal be and hereby was approved as proposed.

Proposal 4: Amendment to the “Memorandum & Articles of Association”

(Proposed by the Board of directors)

Explanation:

1. Pursuant to comply with the relevant laws and regulations of the Taiwan Securities and Exchange Act, the MEMORANDUM & ARTICLES OF ASSOCIATION of the Company is proposed to be amended accordingly.
2. Please refer to the Attachment 10 of the Amendment Comparison Table of the MEMORANDUM & ARTICLES OF ASSOCIATION OF CHAILEASE HOLDING COMPANY LIMITED.

Voting Results:

1,116,995,113 shares were represented at the time of voting ; 1,035,012,244 shares voted for the proposal ,representing 92.66% of the total represented shares present ; 902,644 shares voted against the proposal, representing 0.08% of the total represented shares present ; 0 votes were invalidly cast, representing 0% of the total represented shares present ; 81,080,225 votes were abstained, representing 7.25% of the total represented shares present °

RESOLVED, that the above proposal be and hereby was approved as proposed.

F. Matters for Election

Proposal 1: Directors Election for the 6th session of the Board (nine Directors).

(Proposed by the Board of directors)

Explanation:

1. As the term of the 5th session of the Board of Directors (including independent directors) will expire on 23rd May, 2026, it is proposed to elect the 5th session of the Board of Directors (including independent directors) at the Annual General Meeting scheduled for May 26th, 2026. Each director shall be appointed to a term of office for three years, and the term of office of the 6th session of the Board is 2026/05/26 ~ 2029/05/25.
2. In compliance with Article 87 of the Company's Memorandum and Articles of Association, a candidate nomination system shall be adopted for the election of the Board of Directors (including independent directors), and the rules and process of such system shall comply with internal and external law and regulations. The list of director candidates proposed by the Company has been approved by the Board on 25th March, 2026. Listed below are the director candidates and their respective background for the 6th session of the Board.
3. Please refer to Attachment 11 for candidates' detail.

Voting results:

Title	name	Votes
Director	Fong-Long Chen (Authorized Representative of Chun An Investment Co., Ltd.)	1, 040, 509, 994
Director	John-Lee Koo (Authorized Representative of Chun An Investment Co., Ltd.)	922, 377, 274
Director	Hsiu-Tze Cheng (Authorized representative of Chun An Technology Co., Ltd.)	917, 152, 831
Director	Chih-Yang, Chen (Authorized representative of Chun An Technology Co., Ltd.)	902, 828, 530
Director	Li Cheng Investment Co., Ltd.	807, 556, 271
Independent Director	Casey K. Tung	847, 760, 229
Independent Director	Hong-Tzer Yang	844, 030, 513
Independent Director	Sofia (Shihyu) Lin	831, 820, 281
Independent Director	Douglas Anthony Chu	825, 194, 038

G. Other Proposals

Proposal of releasing the Non-Competition Restrictions on Directors of the Company.

(Proposed by the Board of directors)

Explanation:

1. Pursuant to Article 109 of the Company's Memorandum and Articles of Association, a director who does anything for himself or on behalf of another person that is within the scope of the Company's business shall declare the essential contents of such behaviour to the general meeting and be approved by Supermajority Resolution.
2. It is hereby proposed to release the non-compete duty of the Directors of the Company, without prejudice to the interests of the Company, and submit such proposal to the 2026 Annual General Meeting for approval.
3. Please refer to Attachment 12 for director's current position.

Voting Results:

- (1) Releasing the Non-Competition Restrictions on Director: Mr. John-Lee Koo Authorized Representative of Chun An Investment Co., Ltd.

1,078,148,384 shares were represented at the time of voting ; 982,227,237 shares voted for the proposal ,representing 91.10% of the total represented shares present ; 3,187,529 shares voted against the proposal, representing 0.29% of the total represented shares present ; 0 votes were invalidly cast, representing 0% of the total represented shares present ; 92,733,618 votes were abstained, representing 8.60% of the total represented shares present °

- (2) Releasing the Non-Competition Restrictions on Director: Mr. Fong-Long Chen Authorized Representative of Chun An Investment Co., Ltd.

1,074,712,932 shares were represented at the time of voting ; 963,058,529 shares voted for the proposal ,representing 89.61% of the total represented shares present ; 18,690,884 shares voted against the proposal, representing 1.73% of the total represented shares present ; 0 votes were invalidly cast, representing 0% of the total represented shares present ; 92,963,519 votes were abstained, representing 8.65% of the total represented shares present °

- (3) Releasing the Non-Competition Restrictions on Director: Ms. Hsiu- Tze Cheng Authorized Representative of Chun An Technology Co., Ltd.

1,079,198,453 shares were represented at the time of voting ; 983,018,631 shares voted for the proposal ,representing 91.08% of the total represented shares present ; 3,214,026 shares voted against the proposal, representing 0.29% of the total represented shares present ; 0 votes were invalidly cast, representing 0% of the total represented shares present ; 92,965,796 votes were abstained, representing 8.61% of the total represented shares present °

- (4) Releasing the Non-Competition Restrictions on Independent Director: Mr. Hong-Tzer Yang.

1,116,995,113 shares were represented at the time of voting ; 1,020,909,401 shares voted for the proposal ,representing 91.39% of the total represented shares present ; 3,112,910 shares voted against the proposal, representing 0.27% of the total represented shares present ; 0 votes were invalidly cast, representing 0% of the total represented shares present ; 92,972,802 votes were abstained, representing 8.32% of the total represented shares present °

RESOLVED, that the above proposal be and hereby was approved as proposed.

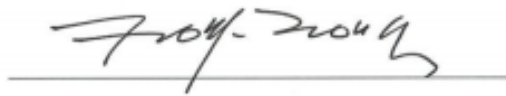
H. Question and Motions

(No other motion was proposed, and the Chairman declared the meeting closed)

I. Meeting adjourned: (at about 10: 06 AM the same day).

*No shareholder raised any questions during the meeting.

Confirmed as True Record of Proceedings held

A handwritten signature in black ink, appearing to read 'Fong-Long', is written over a horizontal line.

Fong- Long (Albert) Chen
Chairman

Attachment

Chailease Holding Company Limited

2025 Business Report

In 2025, the global economic environment demonstrated resilience driven by the AI wave and policy support; however, trade conflicts and policy uncertainties remained key variables. According to the International Monetary Fund (IMF), global economic growth forecast for 2025 was revised upward to 3.2%, while the World Bank lowered its forecast to 2.3%. Looking forward, uncertainties will persist, influenced by U.S. monetary and tariff policies, challenges in China's economic recovery, geopolitical issues, supply chain restructuring, the advancement of AI and emerging technologies, as well as domestic labor and capital allocation.

Review of 2025 Operating Results

Reviewing 2025, Chailease Holding adopted a prudent yet progressive approach to asset allocation. While operations in Thailand and Mainland China experienced slight contractions due to risk control measures and strategic adjustments, other regions maintained moderate growth. In Taiwan, despite stricter controls on auto loan ratios and the discontinuation of outsourced refinancing services, total asset scale demonstrated resilient growth. Subsidiaries across ASEAN continued to expand steadily.

In terms of profitability, performance was pressured by provisions. However, asset quality in Mainland China and Thailand improved significantly, laying a solid foundation for growth.

The following sections elaborate on four major aspects: financial performance, business and research development, regulatory environment, and implementation of sustainable operations."

I. Financial Performance

Despite macroeconomic pressures, Chailease Holding maintained solid financial performance. Due to regulatory changes in Taiwan and the economic slowdown in Mainland China, our business strategy prioritized strengthening asset quality while striving for stable revenue. The consolidated revenue for 2025 reached NT\$97.57 billion, a 5% year-on-year decrease. By region, accumulated revenue in Taiwan, Mainland China, and ASEAN changed by -3%, -12%, and 4%, respectively.

Impacted by the revenue slowdown in Taiwan and Mainland China, the consolidated net profit attributable to the parent company for 2025 was NT\$19.8 billion, a 12% decrease compared to the previous year, with earnings per share (EPS) of NT\$11.24. The Company's Return of Assets (ROA) and Return on Equity (ROE) demonstrating the Company's strong competitiveness among industry peers. In 2025, the Company did not disclose any official financial forecasts. Nevertheless, overall operating performance remained consistent with our internal business plans. Financial income and expenses were aligned with prudent objectives, and financial risks were maintained within a controllable range.

II. Business Development and R&D

Chailease Holding, founded in 1977, has built its foundation on providing asset-based financing services. The Company plays the role of “supplementary funding,” assisting small and medium enterprises in acquiring machinery and equipment, upgrading production tools, and securing essential raw materials for manufacturing. Over the years, Chailease has fulfilled the diverse funding needs of hundreds of thousands of SMEs. Many of these enterprises have since grown into listed companies, and Chailease continues to serve them today.

(1) Strengthening Niche Market Operations and Enhancing Product Lines and Value Chains

Chailease Holding places great emphasis on risk management by adopting customer diversification, industry diversification, and regional diversification. The Company continues to focus on niche markets with growth potential, transforming from traditional leasing, installment payment services, and accounts receivable factoring into a provider of comprehensive financial solutions. Through a dual-track strategy of “product differentiation” and “value chain extension,” Chailease has deepened its existing market advantages and effectively enhanced overall competitiveness.

In terms of product and market development, Chailease have gradually expanded beyond our core SME financing to include financing for heavy vehicles, passenger cars, construction machinery, fishery products, micro-enterprises, real estate, medical equipment, inventory, aircraft, and vessels. We also provide professional services in office equipment leasing, car rental, insurance brokerage, and petroleum-related businesses, thereby forming a diversified portfolio of niche markets.

In the green energy sector, we have expanded from energy-saving equipment financing to the financing and investment of solar power plants. We continue to position ourselves in emerging fields such as energy storage, electricity retailing, and geothermal energy, gradually building a complete green energy industrial value chain. As of the end of 2025, we owned 【approximately】 4,621 solar power plants with a total generating capacity of about 1.6GW. Our solar plant presence has also expanded from Taiwan to overseas markets. In Thailand, where we have been active since 2022, we have established approximately 130 solar plants. In Vietnam, we have undertaken green energy financing projects and collaborated with green energy industry partners to invest in photovoltaic plants in Malaysia and Vietnam.

(2) Investing in R&D, Deepening Technological Application

To strengthen its long-term core competitiveness and support business innovation as well as risk management capabilities, Chailease Holding is committed to planning new products, building risk models, and promoting technological research and development. The Company continues to increase investment in R&D resources and applies for patents to protect its innovations. In response to rapid fintech trends, we continue to integrate AI, big data, Optical Character Recognition (OCR), and cloud technology into our core operations and services. These technologies are applied not only to business scenarios but also to improve operational efficiency, risk control, and customer experience.

In terms of internal processes and risk management applications, the Company has comprehensively optimized both front- and back-office workflows to strengthen the effectiveness of intelligent credit assessment and collection management, thereby shortening processing time and reducing operational

risks associated with manual procedures. Through the adoption of a cloud-based e-push system, the Company integrates and manages business momentum to improve lead conversion efficiency, increase business development success rates, and enhance overall productivity. At the same time, AI-powered customer service mechanisms have been introduced to provide real-time responses to client needs, reducing the occurrence of customer complaints, improving service efficiency, and enhancing customer satisfaction. In addition, intelligent robots are utilized to support marketing promotion, collection operations, and back-office applications, helping to shorten working hours and elevate overall service quality.

(3) Innovating Digital Platforms and Expanding Financial Inclusion

In response to the rise of the sharing economy, our subsidiary, Chailease Mobility Service Co., LTD., launched the "URiDE" car-sharing brand in 2024. It features a fully digital rental process and proprietary technology to enhance efficiency. Currently, it has over 600 service stations across Taiwan with a fleet of over 1,000 vehicles. Starting in 2025, it collaborated with parking lot operators for smart parking and introduced "rent-here-return-there" services. This integrated solution combines car rental and parking into a seamless one-stop service.

To meet the increasing demand for digital technology and ESG values among vehicle owners, Chailease Holding's subsidiary has launched an intelligent vehicle appraisal and pricing financing system. This upgraded platform strengthens multiple advantages by providing transparent valuation information and flexible, rapid solutions to meet refinancing needs for personal cars, corporate vehicles, and trucks under 3.5 tons. Additionally, we built the "HeyTruck " ecosystem and the " ScooterLoan " digital micro-finance platform to lower barriers to financial services through financial inclusion.

Our subsidiary, Chailease Consumer Finance, has transitioned from offline to digital online services. Under the "Zingala" brand, it developed a digital membership-based "Buy Now, Pay Later" (BNPL) service, using big data for precision marketing and strengthens customer relationship management. By the end of 2025, membership exceeded 1.73 million, with more than 47,000 partner merchants. The company has accumulated extensive collaboration experience across diverse industries, including a strategic partnership with Taiwan's leading third party payment provider. This cooperation offers consumers more flexible and diverse payment options, further enhancing the shopping experience.

III. Legal and Regulatory Environment

In response to changes in the regulatory environment, the FSC assisted the Taipei Leasing Association in 2024 in establishing self-regulatory conventions for "BNPL" and "Used Car Financing." Furthermore, leasing companies engaging in receivables factoring, installment sales, or other financing-oriented businesses targeting natural persons were brought under the scope of the "Financial Consumer Protection Act," effective September 15, 2025.

In response to these regulatory adjustments, subsidiaries of Chailease Holding subject to the new rules have revised their marketing and operational practices accordingly. Measures include strengthening personal data protection, establishing customer complaint and dispute resolution mechanisms, and

reviewing and adopting fair and reasonable contract terms. Looking ahead, the company will continue to provide installment and financing services in compliance with the law, thereby enhancing consumer protection and maintaining customer trust in Chailease.

IV. Implement Sustainable Management

Chailease Holding values corporate social responsibility and actively promotes ESG sustainability. Our efforts have been recognized globally, including being selected for the S&P Global Sustainability Yearbook for the 5th time and the Dow Jones Sustainability Index (DJSI) World and Emerging Markets Indices for the 6th consecutive year. We have been recognized in the Taiwan National Brand Awards, TCSA Taiwan Corporate Sustainability Awards, and the MSCI ESG Index for 12 consecutive years, achieving the highest "AAA" ESG rating from MSCI in 2025. Furthermore, we ranked in the top 5% of the Corporate Governance Evaluation by the Taiwan Stock Exchange for the 8th time, demonstrating high standards in board operations, transparency, shareholder protection, and promotion of sustainable development, while reflecting leadership and a strong sense of responsibility in both international and domestic markets.

To achieve its carbon reduction goals, Chailease Holding has successfully passed the Science Based Targets initiative (SBTi) review, confirming alignment with the 1.5°C reduction pathway and positioning itself as a pioneer in Taiwan's financial industry. At the same time, the Company is working alongside its clients toward net-zero emissions by supporting SMEs in enhancing and implementing ESG practices. Initiatives include hosting ESG forums, collaborating with think tanks to promote corporate ESG self-assessment and coaching, partnering with mass media to organize ESG co-learning programs, and conducting qualitative ESG research and reporting.

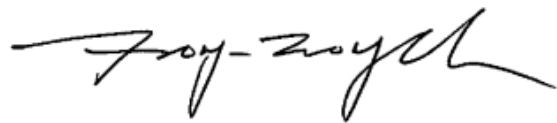
Outlook for 2026 Business Plan

Looking forward to 2026, as global markets enter an interest rate easing cycle, pressure on funding costs is expected to ease, and interest spreads are expected to remain stable or improve. Chailease Holding will adhere to the principle of "Steady Growth with Emphasis on Volume, Profit, and Quality." Accordingly, the Company has formulated its annual business strategies, which include achieving business targets to expand revenue capacity, deepening price differentiation to attract high-quality clients and ensure stable returns, and implementing intelligent promotion initiatives to leverage digital empowerment for productivity gains. At the same time, Chailease Holding will return to fundamentals by streamlining personnel, administrative, and operating expenses. We will also accelerate bad debt recovery and focus on collection effectiveness to strengthen our competitive advantage and create long-term value for shareholders.

As a financial leasing company, Chailease Holding does not use projected sales volumes as a performance indicator. Instead, the Company has set a target of maintaining steady growth in credit portfolio balances across Taiwan, Mainland China, and ASEAN in 2026. In terms of sales policies, Chailease Holding will continue to emphasize localized operations and niche market development, deepening its presence in the SME and consumer finance sectors while strengthening funding channels.

Looking ahead, Chailease Holding will further expand its overseas footprint. By the end of 2025, the Company had established more than 178 service locations or mobile offices across 111 cities and districts in Greater China and Southeast Asia. In 2026, one additional new service locations will be added in Mainland China, the Philippines, and Indonesia to provide closer and more comprehensive customer service.

In a rapidly changing and competitive financial environment, Chailease Holding seeks growth through transformation. As we approach our 50th anniversary, this will be another significant turning point. With discipline, quality, and efficiency as our core values, we will move forward to create resilient services and value for all shareholders, employees, and stakeholders.

A handwritten signature in black ink, appearing to read 'Fong-Long Chen', with a stylized, flowing script.

Fong-Long Chen,
Chairman

Chailease Holding Company Limited

Audit Committee's Review Report

The Board of Directors has prepared the Company's 2025 Business Report, Financial Statements, and proposal for allocation of profits. The CPAs of KPMG, Mr. Tsao-Jen Wu and Ms. Yi Chun Chen were retained to audit Chailease Holding Company Limited's Financial Statements and have issued an audit report relating to the Financial Statements.

The Business Report, Financial Statements, and profit allocation proposal have been reviewed and determined to be correct and accurate by the Audit committee members of Chailease Holding Company Limited.

According to Article 14-4 of the Securities and Exchange Act, we hereby submit this report.

Chailease Holding Company Limited

Chairman of the Audit Committee:

Casey K. Tung

March 25, 2026

Chailease Holding Company Limited
Amendment Comparison Table of Ethical Corporate Management Best Practice Principles

December, 2022 version	December, 2025 version	Reasons for amendment
Article 17 (Organization and its Responsibilities) The board of directors, supervisors, managers, employees, mandataries, and substantial controllers of the Company shall exercise the due care of good administrators to urge the company to prevent unethical conduct, always review the results of the preventive measures and continually make adjustments so as to ensure thorough implementation of its ethical corporate management policies. To achieve sound ethical corporate management, the Company established <u>Corporate Governance and Sustainable Development Committee</u> that is under the Board of Directors and to be in charge of establishing and supervising the implementation of the ethical corporate management policies and prevention programs. The dedicated unit shall be in charge of the following matters: 1. Assisting in incorporating ethics and moral values into the Company's business strategy and adopting appropriate prevention measures against corruption and malfeasance to ensure ethical management in compliance with the requirements of laws and regulations. 2. Adopting programs to prevent unethical conduct and setting out in each program the standard operating procedures and conduct guidelines	Article 17 (Organization and its Responsibilities) The board of directors, supervisors, managers, employees, mandataries, and substantial controllers of the Company shall exercise the due care of good administrators to urge the company to prevent unethical conduct, always review the results of the preventive measures and continually make adjustments so as to ensure thorough implementation of its ethical corporate management policies. To achieve sound ethical corporate management, the Company established <u>Sustainable Development Committee</u> that is under the Board of Directors and to be in charge of establishing and supervising the implementation of the ethical corporate management policies and prevention programs. The dedicated unit shall be in charge of the following matters: 1. Assisting in incorporating ethics and moral values into the Company's business strategy and adopting appropriate prevention measures against corruption and malfeasance to ensure ethical management in compliance with the requirements of laws and regulations. 2. Adopting programs to prevent unethical conduct and setting out in each program the standard operating procedures and conduct guidelines	To reflect the renaming of the Corporate Governance and Sustainable Development Committee.

December, 2022 version	December, 2025 version	Reasons for amendment
with respect to the Company's operations and business. 3. Planning the internal organization, structure, and allocation of responsibilities and setting up check-and-balance mechanisms for mutual supervision of the business activities within the business scope which are possibly at a higher risk for unethical conduct. 4. Promoting and coordinating awareness and educational activities with respect to ethics policy. 5. Developing a whistle-blowing system and ensuring its operating effectiveness. 6. Assisting the Board of Directors and management in auditing and assessing whether the prevention measures taken for the purpose of implementing ethical management are effectively operating, and preparing reports on the regular assessment of compliance with ethical management in operating procedures.	with respect to the Company's operations and business. 3. Planning the internal organization, structure, and allocation of responsibilities and setting up check-and-balance mechanisms for mutual supervision of the business activities within the business scope which are possibly at a higher risk for unethical conduct. 4. Promoting and coordinating awareness and educational activities with respect to ethics policy. 5. Developing a whistle-blowing system and ensuring its operating effectiveness. 6. Assisting the Board of Directors and management in auditing and assessing whether the prevention measures taken for the purpose of implementing ethical management are effectively operating, and preparing reports on the regular assessment of compliance with ethical management in operating procedures.	
Article 26 (Implementation) The ethical corporate management best practice principles of the company and any amendments hereto, shall be delivered to <u>Corporate Governance and Sustainable Development Committee</u> for resolutions and implemented after adoption by resolution of the board of directors, and then reported to each independent director and the shareholders meeting. When the ethical corporate management best practice principles are submitted for	Article 26 (Implementation) The ethical corporate management best practice principles of the company and any amendments hereto, shall be delivered to <u>Sustainable Development Committee</u> for resolutions and implemented after adoption by resolution of the board of directors, and then reported to each independent director and the shareholders meeting. When the ethical corporate management best practice principles are submitted for discussion by the board of directors	To reflect the renaming of the Corporate Governance and Sustainable Development Committee.

December, 2022 version	December, 2025 version	Reasons for amendment
discussion by the board of directors pursuant to the preceding paragraph, the board of directors shall take into full consideration each independent director's opinions. If an independent director objects to or expresses reservations about any matter, it shall be recorded in the minutes of the board of directors meeting. An independent director that cannot attend the board meeting in person to express objection or reservations shall provide a written opinion before the board meeting, unless there is some legitimate reason to do otherwise, and the opinion shall be specified in the minutes of the board of directors meeting.	pursuant to the preceding paragraph, the board of directors shall take into full consideration each independent director's opinions. If an independent director objects to or expresses reservations about any matter, it shall be recorded in the minutes of the board of directors meeting. An independent director that cannot attend the board meeting in person to express objection or reservations shall provide a written opinion before the board meeting, unless there is some legitimate reason to do otherwise, and the opinion shall be specified in the minutes of the board of directors meeting.	

Chailease Holding Company Limited

Amendment Comparison Table of Procedures for Ethical Management and Guidelines for Conduct

December, 2022 version	December, 2025 version	Reasons for amendment
Article 5 (Responsible unit) This Company established the <u>Corporate Governance and Sustainable Development Committee</u>, which is a division of the Board of Directors, as the solely responsible unit (hereinafter, "responsible unit"), being allocated enough resources and qualified personnel to be in charge of the amendment, implementation, interpretation, and advisory services with respect to these Procedures and Guidelines, the recording and filing of reports, and the monitoring of implementation. The responsible unit shall be in charge of the following tasks, and periodically (at least one time a year) report to the Board of Directors: 1. Assisting in incorporating ethics and moral values into this Company's business strategy and adopting appropriate prevention measures against corruption and malfeasance to ensure ethical management in compliance with the requirements of laws and regulations. 2. Periodically analyzing and evaluating the risk of unethical conduct within the scope of business, and accordingly adopting programs to prevent unethical conduct and setting out in each program the standard operating procedures and conduct guidelines with respect to the company's operations and business. 3. Planning the internal organization, structure, and allocation of responsibilities and setting up check-and-balance mechanisms for mutual supervision of the business activities within the business scope which are possibly at a higher risk for unethical	Article 5 (Responsible unit) This Company established the <u>Sustainable Development Committee</u>, which is a division of the Board of Directors, as the solely responsible unit (hereinafter, "responsible unit"), being allocated enough resources and qualified personnel to be in charge of the amendment, implementation, interpretation, and advisory services with respect to these Procedures and Guidelines, the recording and filing of reports, and the monitoring of implementation. The responsible unit shall be in charge of the following tasks, and periodically (at least one time a year) report to the Board of Directors: 1. Assisting in incorporating ethics and moral values into this Company's business strategy and adopting appropriate prevention measures against corruption and malfeasance to ensure ethical management in compliance with the requirements of laws and regulations. 2. Periodically analyzing and evaluating the risk of unethical conduct within the scope of business, and accordingly adopting programs to prevent unethical conduct and setting out in each program the standard operating procedures and conduct guidelines with respect to the company's operations and business. 3. Planning the internal organization, structure, and allocation of responsibilities and setting up	To reflect the renaming of the Corporate Governance and Sustainable Development Committee.

December, 2022 version	December, 2025 version	Reasons for amendment
conduct. - Promoting and coordinating awareness and educational activities with respect to ethics policy. - Developing a whistle-blowing system and ensuring its operating effectiveness. - Assisting the Board of Directors and management in auditing and assessing whether the prevention measures taken for the purpose of implementing ethical management are effectively operating, and preparing reports on the regular assessment of compliance with ethical management in operating procedures. - Compiling documented information on the ethical management policy, statement, commitment and implementation thereof, and retain the said information properly.	check-and-balance mechanisms for mutual supervision of the business activities within the business scope which are possibly at a higher risk for unethical conduct. - Promoting and coordinating awareness and educational activities with respect to ethics policy. - Developing a whistle-blowing system and ensuring its operating effectiveness. - Assisting the Board of Directors and management in auditing and assessing whether the prevention measures taken for the purpose of implementing ethical management are effectively operating, and preparing reports on the regular assessment of compliance with ethical management in operating procedures. - Compiling documented information on the ethical management policy, statement, commitment and implementation thereof, and retain the said information properly.	
Article 24 (Enforcement) These Procedures and Guidelines, and any amendments hereto, shall be delivered to <u>Corporate Governance and Sustainable Development Committee</u> for resolutions and implemented after adoption by resolution of the board of directors, and then reported to the shareholders meeting. When this Procedures and Guidelines are submitted for discussion by the board of directors, the board of directors shall take into full consideration each independent director's opinions. If an independent director objects to or expresses reservations about any matter, it shall be recorded in the minutes of the board of directors meeting. An independent director that cannot attend the board meeting in	Article 24 (Enforcement) These Procedures and Guidelines, and any amendments hereto, shall be delivered to <u>Sustainable Development Committee</u> for resolutions and implemented after adoption by resolution of the board of directors, and then reported to the shareholders meeting. When this Procedures and Guidelines are submitted for discussion by the board of directors, the board of directors shall take into full consideration each independent director's opinions. If an independent director objects to or expresses reservations about any matter, it shall be recorded in the minutes of the	To reflect the renaming of the Corporate Governance and Sustainable Development Committee.

December, 2022 version	December, 2025 version	Reasons for amendment
person to express objection or reservations shall provide a written opinion before the board meeting, unless there is some legitimate reason to do otherwise, and the opinion shall be specified in the minutes of the board of directors meeting.	board of directors meeting. An independent director that cannot attend the board meeting in person to express objection or reservations shall provide a written opinion before the board meeting, unless there is some legitimate reason to do otherwise, and the opinion shall be specified in the minutes of the board of directors meeting.	

Chailease Holding Company Limited

Amendment Comparison Table of Ethical Conduct Best Practice Principles

August, 2020 version	December, 2025 version	Reasons for amendment
Article 16 Enforcement of the Principles The Principles, and any amendments to it, shall be delivered to <u>Corporate Governance and Sustainable Development Committee</u> for resolutions and implemented after adoption by resolution of the board of directors, and then reported to the shareholders meeting.	Article 16 Enforcement of the Principles The Principles, and any amendments to it, shall be delivered to <u>Sustainable Development Committee</u> for resolutions and implemented after adoption by resolution of the board of directors, and then reported to the shareholders meeting.	To reflect the renaming of the Corporate Governance and Sustainable Development Committee.

Independent Auditors’ Report

To the Board of Directors of Chailease Holding Company Limited:

Opinion

We have audited the consolidated financial statements of Chailease Holding Company Limited and its subsidiaries (“the Group”), which comprise the consolidated balance sheet as of December 31, 2025 and 2024, the consolidated statement of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of material accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2025 and 2024, 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 with the International Financial Reporting Standards (“IFRSs”), International Accounting Standards (“IASs”), Interpretations developed by the International Financial Reporting Interpretations Committee (“IFRIC”) or the former Standing Interpretations Committee (“SIC”) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and 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 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 other ethical responsibilities in accordance with these requirement. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of 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 consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. Based on our judgment, the key audit matters that should be disclosed in this audit report are as follows:

Impairment assessment of accounts receivable

Refer to Note (4)(g) “Financial instruments” and Note (5) “Significant accounting assumptions and judgments, and major sources of estimation uncertainty” and Note (6)(d) “accounts receivable, net” to the consolidated financial statements for the details of the information about impairment assessment on accounts receivable.

Description of key audit matter:

The Group is engaged primarily in providing various services of leasing and financing, in which accounts receivable is a significant account of the Group. Impairment allowances are provided on accounts receivable based on management's best estimate of the potential losses in the accounts receivable portfolios at the balance sheet date. Management exercise judgment in making assumptions and estimations when calculating for impairment allowances on both individually and collectively assessed accounts receivables.

How the matter was addressed in our audit:

In relation to the key audit matter above, we have performed certain key audit procedures that included evaluating the adequacy of the Group's impairment policy on financial assets; testing to check compliance with the internal control on the process of evaluating impairment losses on loans and receivable; evaluating and testing the assumptions and data used in the calculation; and evaluating the adequacy of the Group's disclosure for Impairment allowances on loans and receivables.

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 with the IFRSs, IASs, IFRC, SIC endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing 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 the Audit Committee) are responsible for overseeing the Group's financial reporting process.

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

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

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

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

3. Evaluate the propriety of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
4. Conclude on the propriety 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 auditor' s report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor' s report. However, future events or conditions may cause 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 and 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 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 for the 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 audit resulting in this independent auditors' report are Wu,Tsao-Jen and Chen, Yi-Chun.

KPMG

Taipei, Taiwan (Republic of China)

March 10, 2026

Notes to Readers

The accompanying consolidated financial statements are intended only to present the consolidated financial statements of financial position, financial performance and cash flows in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the International Financial Reporting Standards, International Accounting Standards, interpretation as well as related guidance endorsed by the Financial Supervisory Commission of the Republic of China and not those of any other jurisdictions. The standards, procedures and practices to audit such consolidated financial statements are those generally accepted and applied in the Republic of China.

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
CHAILEASE HOLDING COMPANY LIMITED AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

December 31, 2025 and 2024

(Amounts Expressed in Thousands of New Taiwan Dollars)

Assets		2025.12.31		2024.12.31		Liabilities and Equity		2025.12.31		2024.12.31																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																					
		Amount	%	Amount	%			Amount	%	Amount	%																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																				
Current assets :																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																															
1100	Cash and cash equivalents (Notes (6)(a))	\$	33,923,082	3	36,201,407	4	2100	Short-term borrowings (Notes (6)(k) and (8))	\$	70,599,466	8	68,280,290	7																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																		
1110	Current financial assets at fair value through profit or loss (Note (6)(b))		7,103,338	1	5,899,471	1	2110	Short-term notes and bills payable (Notes (6)(j) and (8))		135,028,863	14	123,378,546	12																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																		
1136	Current financial assets at amortized cost (Notes (6)(b) and (7))		43,846,793	5	24,855,173	2	2126	Current financial liabilities for hedging (Notes (6)(b) and (6)(c))		1,170,430	-	200,762	-																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																		
1139	Current financial assets for hedging (Notes (6)(b) and (6)(c))		154,180	-	565,944	-	2170	Accounts and notes payable (Note (7))		3,808,570	-	5,648,699	1																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																		
1170	Accounts receivable, net (Notes (6)(d), (7) and (8))		594,033,632	61	561,542,947	57	2230	Current tax liabilities		4,176,518	-	4,255,246	-																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																		
1476	Other current financial assets (Notes (7) and (8))		23,178,867	2	23,369,044	2	2280	Current lease liabilities (Notes (6)(m) and (7))		1,709,842	-	1,648,182	-																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																		
1479	Other current assets (Notes (6)(e) and (7))		8,290,453	1	10,542,012	1	2305	Other current financial liabilities (Note (7))		74,679,440	8	75,560,371	8																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																		
			710,530,345	73	662,975,998	67	2320	Long-term liabilities, current portion (Notes (6)(k), (6)(l) and (8))		338,372,084	35	301,372,433	31																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																		
							2399	Other current liabilities		3,857,693	-	5,409,377	-																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																		
Non-current assets :																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																															
1510	Non-current financial assets at fair value through profit or loss (Notes (6)(b)and (6)(l))		10,170	-	33,205	-				633,402,906	65	585,753,906	59																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																		
1517	Non-current financial assets at fair value through other comprehensive income (Note (6)(b))		361,946	-	336,854	-																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																									
1535	Non-current financial assets at amortized cost (Note (6)(b) and (8))		4,744,439	-	12,324,817	1	2511	Non-current financial liabilities for hedging (Notes (6)(b) and (6)(c))		281,225	-	49,237	-																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																		
1538	Non-current financial assets for hedging (Notes (6)(b) and (6)(c))		-	-	48,369	-	2530	Bonds payable (Note (6)(l))		44,056,949	5	55,337,064	6																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																		
1550	Investments accounted for using equity method (Notes (6)(f))		4,183,914	-	4,407,100	-	2540	Long-term borrowings (Notes (6)(k) and (8))		85,838,374	9	135,324,019	14																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																		
1600	Property, plant and equipment (Notes (6)(h), (7) and (8))		106,896,022	11	100,172,832	10	2570	Deferred tax liabilities		5,012,378	-	4,632,174	-																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																		
1755	Right-of-use assets (Notes (6)(i) and (7))		8,416,894	1	8,761,376	1	2580	Non-current lease liabilities (Notes (6)(m) and (7))		6,881,928	1	7,243,640	1																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																		
1780	Intangible assets		279,720	-	399,859	-	2600	Other non-current liabilities (Notes (6)(n))		5,153,313	-	9,931,965	1																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																		
1840	Deferred tax assets		12,619,489	1	10,647,387	1				147,224,167	15	212,518,099	22																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																		
1930	Long-term accounts receivable, net (Notes (6)(d), (7) and (8))		113,333,750	12	168,072,633	18				780,627,073	80	798,272,005	81																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																		
1995	Other non-current assets (Notes (7) and (8))		14,740,716	2	14,223,413	2																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																									
			265,587,060	27	319,427,845	33																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																									
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(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
CHAILEASE HOLDING COMPANY LIMITED AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF PROFIT OR LOSS
AND OTHER COMPREHENSIVE INCOME
For the Years Ended December 31, 2025 and 2024
(Amounts Expressed in Thousands of New Taiwan Dollars)

		For the years ended December 31,			
		2025		2024	
		Amount	%	Amount	%
	Operating revenues: (Note (7))				
4111	Sales revenue	\$ 8,595,204	9	8,138,973	8
4810	Interest revenue - installment sales	22,155,395	23	22,520,767	22
4820	Interest revenue - capital leases	29,223,727	30	31,972,128	31
4300	Rental revenue - operating leases	7,102,216	7	6,855,628	7
4230	Interest revenue - loans	13,323,819	14	12,105,879	12
4240	Other interest revenue	10,338,584	10	12,428,981	12
4881	Other operating revenue	6,828,432	7	8,269,301	8
		97,567,377	100	102,291,657	100
	Operating costs: (Note (7))				
5111	Cost of sales	5,281,602	5	4,682,553	5
5240	Interest expense	19,275,642	20	20,664,029	20
5300	Cost of rental revenue	5,025,500	5	4,436,527	4
5800	Other operating costs	3,653,745	4	4,465,668	4
		33,236,489	34	34,248,777	33
	Gross profit from operation	64,330,888	66	68,042,880	67
6400	Operating expenses (Note (7))	19,106,470	19	19,133,115	19
6450	Expected credit loss (Note (6)(d))	19,209,852	20	19,877,250	20
6500	Net other income and expenses (Note (6)(t))	1,204,272	1	877,575	1
	Operating profit	27,218,838	28	29,910,090	29
	Non-operating income and expenses:				
7100	Interest income	399,826	-	557,784	1
7130	Dividend income	14,935	-	11,952	-
7020	Other gains and losses (Note (6)(g),(6)(u) and (7))	1,803,794	2	1,601,264	2
7060	Share of profit (loss) of associates and joint ventures accounted for using equity method(Note (6)(f))	(22,211)	-	169,499	-
		2,196,344	2	2,340,499	3
7900	Profit before income tax	29,415,182	30	32,250,589	32
7950	Less: Income tax expenses (Note (6)(o))	8,611,659	9	8,814,633	9
	Profit for the period	20,803,523	21	23,435,956	23
	Other comprehensive income (loss):				
8310	Components of other comprehensive income that will not be reclassified to profit or loss				
8311	Gains on remeasurements of defined benefit plans	26,786	-	89,139	-
8316	Unrealized gains (losses) from investments in equity instruments measured at fair value through other comprehensive income	1,725	-	21,212	-
8349	Less: Income tax related to components that will not be reclassified to profit or loss (Note (6)(o))	5,510	-	17,836	-
	Total components of other comprehensive income that will not be reclassified to profit or loss	23,001	-	92,515	-
8360	Components of other comprehensive income (loss) that will be reclassified to profit or loss				
8361	Exchange differences on translation of foreign financial statements	(539,817)	(1)	4,489,419	4
8368	Gains (losses) on hedging instruments (Note (6)(c))	646,048	1	(400,367)	-
8370	Share of other comprehensive income (loss) of associates and joint ventures accounted for using equity method, components of other comprehensive income that will be reclassified to profit or loss (Note (6)(f))	(28,701)	-	102,742	-
8999	Less: Income tax related to components of other comprehensive income that will be reclassified to profit or loss (Note (6)(o))	(51,499)	-	65,099	-
	Total components of other comprehensive income that will be reclassified to profit or loss	129,029	-	4,126,695	4
	Other comprehensive income (loss) (net of tax)	152,030	-	4,219,210	4
8500	Total comprehensive income (loss) for the period	\$ 20,955,553	21	27,655,166	27
	Profit attributable to:				
8610	Owners of the Company	\$ 19,809,840	20	22,585,782	22
8620	Non-controlling interests	993,683	1	850,174	1
		\$ 20,803,523	21	23,435,956	23
	Comprehensive income attributable to:				
8710	Owners of the Company	\$ 19,883,958	20	26,314,427	26
8720	Non-controlling interests	1,071,595	1	1,340,739	1
		\$ 20,955,553	21	27,655,166	27
	Earnings per common share (NT dollars) (Note (6)(r))				
9750	Basic earnings per share	\$ 11.24		13.05	
9850	Diluted earnings per share	\$ 11.24		12.89	

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

CHAILEASE HOLDING COMPANY LIMITED AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

For the Years Ended December 31, 2025 and 2024

(Amounts Expressed in Thousands of New Taiwan Dollars)

	Equity Attributable to Owners of the Company												
	Share Capital					Other Equity Items							
						Unrealized gains					Total equity attributable to owners of the Company	Non-controllin g interests	Total equity
						(losses) from financial assets measured at fair value through other comprehensive income							
Ordinary share	Preferred share	Capital surplus	Special reserve	Unappropriated retained earnings	Exchange differences on translation of foreign financial statements		Gains (losses) on hedging instruments						
Balance at January 1, 2024	\$ 16,145,724	1,500,000	41,862,560	1,777,735	96,213,959	(2,896,224)	(72,641)	(572,893)	153,958,220	9,377,578	163,335,798		
Profit for the year ended December 31, 2024	-	-	-	-	22,585,782	-	-	-	22,585,782	850,174	23,435,956		
Other comprehensive income (loss)	-	-	-	-	73,500	4,002,979	21,084	(368,918)	3,728,645	490,565	4,219,210		
Total comprehensive income (loss)	-	-	-	-	22,659,282	4,002,979	21,084	(368,918)	26,314,427	1,340,739	27,655,166		
Appropriation and distribution of retain earnings:													
Special reserve appropriated	-	-	-	1,764,023	(1,764,023)	-	-	-	-	-	-		
Cash dividends of ordinary share	-	-	-	-	(10,494,721)	-	-	-	(10,494,721)	-	(10,494,721)		
Cash dividends of preferred stock	-	-	-	-	(570,000)	-	-	-	(570,000)	-	(570,000)		
Stock dividends of ordinary share	322,914	-	-	-	(322,914)	-	-	-	-	-	-		
Other changes in capital surplus	-	-	5,263	-	-	-	-	-	5,263	-	5,263		
Capital increase in cash	310,000	-	3,555,436	-	-	-	-	-	3,865,436	-	3,865,436		
Changes in ownership interests in subsidiaries	-	-	(9,794)	-	(28,795)	-	-	-	(38,589)	-	(38,589)		
Share-based payments	-	-	54,501	-	-	-	-	-	54,501	62	54,563		
Changes in non-controlling interests	-	-	-	-	-	-	-	-	-	319,223	319,223		
Disposal of investments in equity instruments designated at fair value through other comprehensive income	-	-	-	-	42,653	-	(42,653)	-	-	-	-		
Effects on the long-term equity investment not recognized based on shareholding ratios	-	-	(301)	-	-	-	-	-	(301)	-	(301)		
Balance at December 31, 2024	\$ 16,778,638	1,500,000	45,467,665	3,541,758	105,735,441	1,106,755	(94,210)	(941,811)	173,094,236	11,037,602	184,131,838		

(English Translation of Consolidated Financial Statements Originally Issued in Chinese)
CHAILEASE HOLDING COMPANY LIMITED AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

For the Years Ended December 31, 2025 and 2024

(Amounts Expressed in Thousands of New Taiwan Dollars)

	Equity Attributable to Owners of the Company										Non-controllin g interests	Total equity
	Share Capital					Other Equity Items			Total equity attributable to owners of the Company			
						Unrealized gains (losses) from financial assets measured at fair value through other comprehensive income						
	Ordinary share	Preferred share	Capital surplus	Special reserve	Unappropriated retained earnings	Exchange differences on translation of foreign financial statements	Gains (losses) on hedging instruments					
Balance at January 1, 2025	\$ 16,778,638	1,500,000	45,467,665	3,541,758	105,735,441	1,106,755	(94,210)	(941,811)	173,094,236	11,037,602	184,131,838	
Profit for the year ended December 31, 2025	-	-	-	-	19,809,840	-	-	-	19,809,840	993,683	20,803,523	
Other comprehensive income (loss)	-	-	-	-	25,354	(636,217)	1,507	683,474	74,118	77,912	152,030	
Total comprehensive income (loss)	-	-	-	-	19,835,194	(636,217)	1,507	683,474	19,883,958	1,071,595	20,955,553	
Appropriation and distribution of retain earnings:												
Cash dividends of ordinary share	-	-	-	-	(10,234,970)	-	-	-	(10,234,970)	-	(10,234,970)	
Cash dividends of preferred stock	-	-	-	-	(570,000)	-	-	-	(570,000)	-	(570,000)	
Stock dividends of ordinary share	335,573	-	-	-	(335,573)	-	-	-	-	-	-	
Reversal of special reserve	-	-	-	(3,541,758)	3,541,758	-	-	-	-	-	-	
Other changes in capital surplus	-	-	9,757	-	-	-	-	-	9,757	-	9,757	
Changes in ownership interests in subsidiaries	-	-	258,267	-	-	-	-	-	258,267	(258,267)	-	
Changes in non-controlling interests	-	-	-	-	-	-	-	-	-	1,198,154	1,198,154	
Disposal of investments in equity instruments designated at fair value through other comprehensive income	-	-	-	-	(26,546)	-	26,546	-	-	-	-	
Balance at December 31, 2025	\$ 17,114,211	1,500,000	45,735,689	-	117,945,304	470,538	(66,157)	(258,337)	182,441,248	13,049,084	195,490,332	

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

CHAILEASE HOLDING COMPANY LIMITED AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS

For the Years Ended December 31, 2025 and 2024

(Amounts Expressed in Thousands of New Taiwan Dollars)

	For the years ended December 31,	
	2025	2024
Cash flows from operating activities:		
Profit before tax	\$ 29,415,182	32,250,589
Adjustments:		
Adjustments to reconcile (profit) loss:		
Depreciation expense	9,127,517	8,518,432
Amortization expense	368,439	351,754
Expected credit loss	19,209,852	19,877,250
Net gain on financial assets or liabilities at fair value through profit or loss	(258,749)	(203,656)
Interest expense	19,433,846	20,802,271
Interest income	(75,441,351)	(79,585,539)
Dividend income	(14,935)	(11,952)
Share-based payments	6,617	54,563
Share of loss (profit) of associates and joint ventures accounted for using equity method	22,211	(169,499)
Gain on disposal of property, plant and equipment	(165,628)	(444,299)
Loss on disposal of foreclosed assets	1,105,235	813,920
Impairment loss (profit) on financial assets	13,762	23,622
Impairment loss on non-financial assets	512,308	860,025
Effect of changes and subletting in lease contract	(697)	-
Total adjustments to reconcile profit	(26,081,573)	(29,113,108)
Changes in operating assets and liabilities:		
Changes in operating assets:		
Changes in financial assets at fair value through profit or loss, mandatorily measured at fair value	(919,754)	(902,701)
Changes in accounts receivable	(1,902,570)	(9,385,852)
Changes in other current assets	1,138,754	(1,308,045)
Changes in other current financial assets	125,157	(225,928)
Proceeds from sales of operating lease assets and operating equipment	2,171,412	2,437,000
Purchase of operating lease assets and operating equipment	(16,569,644)	(15,741,649)
Changes in other non-current assets	(566,602)	(2,043,073)
Total changes in operating assets	(16,523,247)	(27,170,248)
Changes in operating liabilities:		
Changes in accounts and notes payable	(1,767,586)	1,145,009
Increase in long term and short-term debts	583,661,793	583,789,445
Repayment of long term and short-term debts	(587,842,324)	(589,000,978)
Changes in other current financial liabilities	(546,008)	298,005
Changes in other current liabilities	(1,460,325)	(518,943)
Changes in accrued pension liabilities	(57,551)	(18,006)
Changes in other non-current liabilities	(4,672,751)	478,860
Total changes in operating liabilities	(12,684,752)	(3,826,608)
Total changes in operating assets and liabilities	(29,207,999)	(30,996,856)
Total adjustments	(55,289,572)	(60,109,964)
Cash flows used in operations	(25,874,390)	(27,859,375)
Interest received	75,512,794	79,720,804
Dividends received	21,248	17,692
Interest paid	(19,198,486)	(20,736,542)
Income taxes paid	(10,172,744)	(11,340,164)
Net cash flows provided by operating activities	20,288,422	19,802,415

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

CHAILEASE HOLDING COMPANY LIMITED AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS

For the Years Ended December 31, 2025 and 2024

(Amounts Expressed in Thousands of New Taiwan Dollars)

	For the years ended December 31,	
	2025	2024
Cash flows from investing activities:		
Acquisition of financial assets at fair value through other comprehensive income	(42,500)	(59,125)
Proceeds from disposal of financial assets at fair value through other comprehensive income	16,523	744,551
Acquisition of financial assets at amortized cost	(30,327,403)	(28,938,792)
Proceeds from disposal of financial assets at amortized cost	18,901,104	17,122,011
Acquisition of investments accounted for using equity method	(359,284)	(2,860,893)
Proceeds from capital reduction of investments accounted for using equity method	216,365	-
Acquisition of property, plant and equipment	(645,733)	(663,441)
Proceeds from disposal of property, plant and equipment	1,833	243,334
Acquisition of intangible assets	(117,321)	(175,007)
Net cash inflows from business combination	23,203	2,381,483
Net cash flows used in investing activities	(12,333,213)	(12,205,879)
Cash flows from financing activities:		
Payment of lease liabilities	(1,043,572)	(800,084)
Distribution of cash dividend	(10,800,935)	(11,064,690)
Capital increase in cash	-	3,865,436
Changes in non-controlling interests	1,198,154	(564,139)
Net cash flows used in financing activities	(10,646,353)	(8,563,477)
Effect of exchange rate changes on cash and cash equivalents	412,819	174,361
Net increase in cash and cash equivalents	(2,278,325)	(792,580)
Cash and cash equivalents at beginning of period	36,201,407	36,993,987
Cash and cash equivalents at end of period	\$ 33,923,082	36,201,407

Chailease Holding Company Limited
Distribution and Appropriation of Retained Earnings for the year 2025

Unit : NT\$

Item	NTD
Opening balance of retained earnings	98,136,656,040
Add: Net Profit for the year of 2025	19,809,839,437
Add: Remeasurement of defined benefit plans for the year of 2025, net of tax	25,354,046
Less: Disposal of Investments in Equity Instruments at Fair Value through Other Comprehensive Income	26,545,614
Sub-total	117,945,303,909
Available retained earnings for distribution	117,945,303,909
Less : Cash dividend of Preferred shares A-NT\$4.1794630 per share	626,919,452
Less : Cash dividend of common shares -NT\$5.8per share	9,926,242,733
Less : Stock dividend of common shares-NT\$0.2 per share	342,284,230
Ending balance of retained earnings	107,049,857,494

Chailease Holding Company Limited
Amendment Comparisons Table of the Rules and Procedures of
Shareholders' Meeting

Article before amendment	Article after amendment	Reasons for Amendment
Article 3 The company shall prepare Handbook for shareholders' meeting and disclose such information related to the said shareholders' meeting on the Information Reporting Website designated by the competent authority to be published no later than 21 days prior to the scheduled date of a regular meeting of shareholders or no later than 15 days prior to the scheduled date of a special meeting of shareholders. If, however, the company has the paid-in capital of NT\$10 billion or more as of the last day of the most current fiscal year, or total shareholding of foreign shareholders and PRC shareholders reaches 30% or more as recorded in the register of shareholders of the shareholders meeting held in the immediately preceding year, transmission of these electronic files shall be made by 30 days before the regular shareholders meeting. (omitted)	Article 3 The company shall prepare Handbook for shareholders' meeting and disclose such information related to the said shareholders' meeting on the Information Reporting Website designated by the competent authority to be published no later than 30 days prior to the scheduled date of a regular meeting of shareholders or no later than 15 days prior to the scheduled date of a special meeting of shareholders. (omitted)	This provision has been revised and simplified in accordance with Article 6 of the " Regulations Governing Content and Compliance Requirements for Shareholders' Meeting Agenda Handbooks of Public Companies " .

Chailease Holding Company Limited

Explanations of the long-term capital raising plan

1. Principles for issuing ordinary shares or preferred shares for cash capital increase in Taiwan:
 - (1.) The issuance of ordinary shares or preferred shares for cash capital increase in Taiwan will be conducted through adopting either “Book Building” or “Public Subscription” method for public offering.
 - ①. If Book Building method is adopted:
 - i. Pursuant to Article 8 of the Company’s M&A, 10% to 15% of the new shares to be issued may be reserved for subscription by employees of the Company and its subsidiaries. For the remaining shares, it is proposed to, according to Article 13 of “Regulations Governing the Offering and Issuance of Securities by Foreign Issuers” (“Offering Regulations”), have the original shareholders waive their pre-emptive rights to their respective shareholding in the Annual General Meeting and conduct a public offering through Book Building. In case the employees waive their rights to subscribe or any shares remain unsubscribed, it is further proposed to authorize the Chairman of the Board of Directors (the "Chairman") to allot the remaining shares for subscription by designated person(s) at the issue price.
 - ii. Pursuant to Article 7 of “Disciplinary Rules for Securities Underwriters Assisting Issuing Company in the Offering and Issuance of Securities” (“Disciplinary Rules”), the issuance price of the new ordinary shares may not be lower than 90% of the simple arithmetic average of the closing prices of the Company’s ordinary shares on Taiwan Stock Exchange for either one, three, or five business days prior to the filing date with the Financial Supervisory Commission (“FSC”), the registration date of book building agreement, or the registration date of underwriting contract with Taiwan Securities Association after adjustment for any distribution of share dividend (or capital reduction) or cash dividend. It is proposed to authorize the Chairman or his designated person to coordinate with the lead underwriter to determine the actual issuance price based on the aforementioned price range, the status of book building, the conditions of the market where the securities are issued and relevant regulations.
 - iii. The determination of issuance price of preferred shares shall be pursuant to Article 12 of Disciplinary Rules that the difference between actual

issuance price and theoretical price shall be less than 10%. It is proposed to authorize the Chairman or his designated person to coordinate with the lead underwriter to determine the actual issuance price based on the aforementioned price range, the status of book building, the conditions of the market where the securities are issued and relevant regulations.

- iv. Since the preferred shares issued this time may not be transformed into ordinary shares, if it is conducted by issuing preferred shares, there will be no effect of diluting the equity of shareholders. If it is conducted by issuing ordinary shares, the maximum new ordinary shares to be issued for cash capital increase (150,000,000 shares) is 8.8% of total ordinary shares issued and outstanding of the Company, and shall not cause major share dilution. As the purpose of issuance of new ordinary shares for cash capital increase is to support the Company's future development and strengthen its competitiveness, this proposal shall benefit the interest of our shareholders.

②. If Public Subscription method is adopted:

- i. Pursuant to Article 8 of the Company's M&A, 10% to 15% of the new shares to be issued may be reserved for subscription by the employees of the Company and its subsidiaries. 10% of the new ordinary shares shall be allocated for public offering in Taiwan, and the remaining new shares will be allotted for subscription by the original shareholders in proportion to their respective shareholding as shown on the register of shareholders as of the record day. In case the employees and original shareholders waive their rights to subscribe or any shares remain unsubscribed, it is proposed to authorize the Chairman to allot the remaining shares for subscription by designated person(s) at the issue price.
- ii. According to Article 6 of the Disciplinary Rules, the issuance price of the new ordinary shares may not be lower than 70% of the simple arithmetic average of the closing prices of the Company's ordinary shares on Taiwan Stock Exchange for either one, three, or five business days prior to the filing date with the FSC or five business days before the Ex-Rights date of the cash capital increase, after adjustment for any distribution of share dividend (or capital reduction) or cash dividend. It is proposed to authorize the Chairman to coordinate with the underwriters and determine the actual issue price within the aforementioned price range in light of market status.
- iii. The determination of issuance price of preferred shares shall be pursuant to Article 12 of Disciplinary Rules that the difference between actual issuance price and theoretical price shall be less than 10%. It is proposed to authorize the Chairman or his designated person to coordinate with the lead underwriter to determine the actual issuance price based on the aforementioned price range, the conditions of the issuance market and relevant regulations.

2. Principles for issuing GDRs through the issuance of new ordinary shares by capital increase:
- (1.) Pursuant to Article 13 of the Offering Regulations, have the original shareholders waive their pre-emptive rights in proportion to their respective shareholding in Annual General Meeting and conduct a public offering as the underlying shares of the issuance of GDRs.
 - (2.) According to Article 9 of Disciplinary Rules, the issuance price of new ordinary shares issued may not be lower than 80% of (a) the closing price of the Company's ordinary shares on Taiwan Stock Exchange on the pricing day, or (b) the simple arithmetic average of the closing prices of ordinary shares on Taiwan Stock Exchange for one, three or five business days prior to the pricing date, after adjustment for any distribution of share dividend (or capital reduction) or cash dividend. In view of severe fluctuation of the domestic share price within a short period of time, it is proposed to authorize the Chairman or his designated person to coordinate with the lead underwriter(s) to determine the actual issuance price within the aforementioned scope, considering general practices worldwide, international capital market, domestic share price and the status of Book Building. Upon the revisions to relevant laws or regulations, the pricing method shall be adjusted accordingly. The issue price of the new ordinary shares for the issuance of GDRs will be set in accordance with relevant regulations and general market practice, and it shall be deemed reasonable.
 - (3.) The par value of the new ordinary shares to be issued is NTD10 per share. For the rights and interests of the original shareholders, the maximum new ordinary shares to be issued for cash capital increase (150,000,000 shares) is 8.8% of total ordinary shares issued and outstanding of the Company, and shall not cause major share dilution. The issue price for GDRs is determined based on the fair market price of ordinary shares in domestic securities exchange market, and the original shareholders may acquire ordinary shares in domestic securities exchange market at a price close to the issue price of new ordinary shares without bearing the risks of foreign exchange and liquidity. Therefore, it shall not have a material impact on the rights and interests of original shareholders. As the purpose of issuance of new ordinary shares for capital increase is to support the Company's future development and strengthen its competitiveness, this proposal shall benefit the interest of our shareholders.

Chailease Holding Company Limited

Amendment Comparison Table of the MEMORANDUM & ARTICLES OF ASSOCIATION OF CHAILEASE HOLDING COMPANY LIMITED

Article Before Amendment	Article After Amendment
THE COMPANIES ACT (AS REVISED) COMPANY LIMITED BY SHARES AMENDED AND RESTATED MEMORANDUM & ARTICLES OF ASSOCIATION OF CHAILEASE HOLDING COMPANY LIMITED (Adopted by Special Resolution passed on <u>May 28, 2025</u>)	THE COMPANIES ACT (AS REVISED) COMPANY LIMITED BY SHARES AMENDED AND RESTATED MEMORANDUM & ARTICLES OF ASSOCIATION OF CHAILEASE HOLDING COMPANY LIMITED (Adopted by Special Resolution passed on <u>May 26, 2026</u>)
2. The Registered Office of the Company will be situated at <u>the offices of Corporate Filing Services Ltd., P.O. Box 61, 3rd Floor Harbour Centre, North Church Street, Grand Cayman, KY1-1102, Cayman Islands</u> or at such other location as the Directors may from time to time determine.	2. The Registered Office of the Company will be situated at <u>P.O. Box 61, Harbour Centre, George Town , Grand Cayman, KY1-1102, Cayman Islands</u>, or at such other location as the Directors may from time to time determine.
45. Before the Shares are Traded on Designated Stock Market, at least seven days notice counting from the date service is deemed to take place as provided in these Articles specifying the place, the day and the hour of the meeting and the general nature of that business, shall be given in the manner hereinafter provided to such persons as are, under these Articles, entitled to receive such notices from the Company. For so long as the Shares are Traded on Designated Stock Market, at least thirty days' notice of an annual general meeting, and at least fifteen days' notice of an extraordinary general meeting shall be given to each Member entitled to attend and vote thereat stating the date, place and time at which the meeting is to be held and the general nature of business to be conducted at the meeting.	45. Before the Shares are Traded on Designated Stock Market, at least seven days notice counting from the date service is deemed to take place as provided in these Articles specifying the place, the day and the hour of the meeting and the general nature of that business, shall be given in the manner hereinafter provided to such persons as are, under these Articles, entitled to receive such notices from the Company. For so long as the Shares are Traded on Designated Stock Market, at least thirty days' notice of an annual general meeting, and at least fifteen days' notice of an extraordinary general meeting shall be given to each Member entitled to attend and vote thereat stating the date, place and time at which the meeting is to be held and the general nature of business to be conducted at the meeting. <u>The notice may, as an alternative, be given by means of electronic transmission, after obtaining a prior consent from the recipient(s) thereof.</u>

Article Before Amendment	Article After Amendment
47. For so long as the Shares are Traded on Designated Stock Market, the Company shall announce to the public the notice of a general meeting, the proxy instrument, agendas and, including but not limited to, election or discharge of Directors, in accordance with Article 45 hereof, and shall transmit the same via the Market Observation Post System in accordance with Applicable Public Company Rules. If the voting power of a Member at a general meeting may be exercised by way of a written ballot, the Company shall also send the written document for the Member to exercise his voting power together with the above mentioned materials. The Board of Directors shall prepare a meeting handbook of the relevant general meeting and supplemental materials, which will be sent to or made available to all Members and shall be transmitted to the Market Observation Post System at least <u>twenty-one</u> days for an annual general meeting, and at least fifteen days for an extraordinary general meeting prior to the date of meetings. <u>If the Company's paid-in capital exceeds NT\$2 billion at the most recent financial year end date, or if the shareholding of foreign and PRC investors reaches more than 30% as recorded in the shareholders' roster as of the date of the general meeting held in the most recent financial year, the foregoing transmission shall be completed at least thirty days for an annual general meeting.</u>	47. For so long as the Shares are Traded on Designated Stock Market, the Company shall announce to the public the notice of a general meeting, the proxy instrument, agendas and, including but not limited to, election or discharge of Directors, in accordance with Article 45 hereof, and shall transmit the same via the Market Observation Post System in accordance with Applicable Public Company Rules. If the voting power of a Member at a general meeting may be exercised by way of a written ballot, the Company shall also send the written document for the Member to exercise his voting power together with the above mentioned materials. The Board of Directors shall prepare a meeting handbook of the relevant general meeting and supplemental materials, which will be sent to or made available to all Members and shall be transmitted to the Market Observation Post System at least <u>thirty</u> days for an annual general meeting, and at least fifteen days for an extraordinary general meeting prior to the date of meetings.
118. If there are surplus profits (surplus profit means profits before tax and, for the avoidance of doubt, such amount is before deducting any employees' compensation and directors' compensation), the Board of Directors shall allocate the annual surplus profits in accordance with the following sequence and manner; however, if the Company has accumulated losses, it shall reserve an amount thereof first to offset the losses: (a) between 0.01% and 1% of the surplus profits before tax as employees' compensation; (b) no more than 0.1% of the surplus profits before tax as directors' compensation.	118. If there are surplus profits (surplus profit means profits before tax and, for the avoidance of doubt, such amount is before deducting any employees' compensation and directors' compensation), the Board of Directors shall allocate the annual surplus profits in accordance with the following sequence and manner; however, if the Company has accumulated losses, it shall reserve an amount thereof first to offset the losses: (a) between 0.01% and 1% of the surplus profits before tax as employees' compensation; <u>and of the allocated amount of such employees' compensation, no less than 10% shall be set aside as compensation for non-executive employees;</u> (b) no more than 0.1% of the surplus profits before tax as directors' compensation.

Chalease Holding Company Limited
List of Director and Independent director Candidate

Nominated candidates Title/ Name	Gender	Education	Background
Director Mr. Andre J.L. Koo (Authorized Representative of Chun An Investment Co., Ltd.) (The shareholding of Chun An Investment Co., Ltd.: Common shares: 38,846,729)	Male	MBA, Leonard N. Stern School of Business, NYU, USA	1. 1997 ~ 1998 Secretary General of the Office of the Chairman of Chalease Group 2. 1998 ~ 2003 Deputy President of Chalease Finance 3. 2000 ~ 2003 Managing Director and CEO of Chalease Group 4. 2000 ~ 2007 President and CEO of My Funding 5. 2003 ~ now Chairman of Chalease Group 6. 2007 ~ 2011 Chairman of Financial One 7. 2009 ~ 2013 Chairman of the Company 8. 2013 ~ now Director and Chairman of the Management Committee of the Company
Director Mr. Fong-Long (Albert) Chen (Authorized Representative of Chun An Investment Co., Ltd.) (The shareholding of Chun An Investment Co., Ltd. : Common shares: 38,846,729)	Male	Master of Science, Sloan School of Management, MIT, USA	1. 1999 ~ 2000 Secretary General of the Office of the Chairman of Chalease Group 2. 1999 ~ now Director of Asia Sermkij Leasing Public Company Limited 3. 1999 ~ now Director of Bangkok Grand Pacific Lease Public Company Limited 4. 2002 ~ 2013 President of Chalease Finance Co., Ltd. 5. 2005 ~ now Vice President of Asian Financial Service Association 6. 2007 ~ 2011 CEO of Financial One Corp. 7. 2025 ~now President of The Taipei Leasing Association, R.O.C. 8. 2007 ~ 2019 President of The Taipei Leasing Association, R.O.C. 9. 2007 ~ now Chairman of Chalease Finance Co., Ltd. 10. 2007 ~ now Chairman of Chalease International Financial Leasing Corporation 11. 2011 ~ now Chairman and President of the Company 12. 2011 ~ now Chairman of Fina Finance & Trading Co., Ltd. 13. 2015 ~ now Chairman of Chalease Energy Integration Co., Ltd.

Nominated candidates Title/ Name	Gender	Education	Background
Director Ms. Hsiu Tze Cheng (Authorized representative of Chun An Technology Co., Ltd.) (The shareholding of Chun An Technology Co., Ltd.: Common shares: 37,042,376)	Female	EMBA, National Taiwan University	1. 2005~ now Director and Chief Human Resource Officer of Chailease Finance Co., Ltd. 2. 2005~ now Chief Human Resource Officer of Chailease International Financial Leasing Corporation 3. 2011 ~ now Director and Chief Human Resources Officer of the Company (Director is from 2017/08) 4. 2016 ~ now Director of Fina Finance & Trading Co., Ltd. 5. 2017 ~ now Chairman of Chailease Royal Leasing Plc. 6. 2017 ~ now Chairman of Chailease Berjaya Finance Corporation 7. 2018 ~ now Chairman of Chailease Royal Finance Plc. 8. 2021 ~ now Director of Chailease Consumer Finance Co., Ltd.
Director Mr. Chih Yang, Chen (Authorized representative of Chun An Technology Co., Ltd.) (The shareholding of Chun An Technology Co., Ltd.: Common shares:37,042,376)	Male	Master Degree in International Affairs, NCCU	1. 1971 ~ 2010 Investigator of Ministry of Justice Investigation Bureau, R.O.C. 2. 2010 ~ 2012 Deputy Director of Ministry of Justice Investigation Bureau, R.O.C. 3. 2012 ~ 2013 Executive Consultant of Chailease Construction and Development Corp. 4. 2014 ~ now Chairman of Chailease Construction and Development Corp.
Director Li Cheng Investment Co., Ltd. (The shareholding of Li Cheng Investment Co., Ltd.: Common shares:129,486)	NA	NA	NA

Nominated candidates Title/ Name	Gender	Education	Background
Independent Director Mr. Casey K. Tung	Male	1. Master of Science in Business Administration, California State University, Long Beach, U.S.A. 2. Bachelor of Commerce, Soochow University, Taiwan	1. Certified Public Accountant, California, U.S.A. 2. Principal of Casey K. Tung CPA office since 1990
Independent Director Mr. Hong Tzer Yang	Male	Ph.D., Department of Electrical Engineering, National Tsing Hua University, Taiwan	1. 2007 ~ now Distinguished Professor, Department of Electrical Engineering, National Cheng Kung University 2. 2021 ~ now Independent Board Director, Member of Audit Committee, Member of Compensation Committee, Member of Cyber Security Committee, & Member of Corporate Governance Committee, PADAUK TECHNOLOGY Co., Ltd. 3. 2021 ~ now Independent Board Director, Member of Audit Committee & Member of Nomination Committee, ChipMOS TECHNOLOGIES INC. 4. 2024 ~ now Associate Dean, Department of Electrical Engineering, National Cheng Kung University
Independent Director Ms. Sofia (Shihyu) Lin	Female	1. Master of Business Taxation (MBT), University of Southern California, USA 2. Master of Science in Accountancy (MSA), University of Illinois at Urbana-Champaign, USA	2005~ present Senior Partner and CFO of Chen & Fan Accountancy Corporation

Nominated candidates Title/ Name	Gender	Education	Background
Independent Director Mr. Douglas Anthony Chu	Male	Bachelor of Science in Economics University of Pennsylvania, The Wharton School	1992~present Taste of Nature, Inc. Co-President

Chailease Holding Company Limited
Release of the non-compete duty of Directors

Nominated candidates Title/ Name	Current Position(s) which is not belong to the Company and it's subsidiaries
Director Mr. Andre J.L. Koo (Authorized Representative of Chun An Investment Co., Ltd.)	1. Director of Chailease Capital (Thailand) Co., Ltd.
Director Mr. Fong-Long (Albert) Chen (Authorized Representative of Chun An Investment Co., Ltd.)	1. Director of Asia Sermkij Leasing Public Company Limited 2. Director of Bangkok Grand Pacific Lease Public Company Limited 3. Chairman of Chailease International Financial Leasing Corporation 4. Chairman of Chailease Finance International Corp. 5. Chairman of Chailease International Corp. 6. Chairman of Jirong Real Estate Co., Ltd. 7. Executive director of Chailease International Commercial Factoring Corporation 8. Executive director of Chailease Commercial Factoring Corporation. 9. Chairman of Tien Jen Energy Co., Ltd. 10. Chairman of Tien Sin Intelligent Green Energy Co., Ltd. 11. Chairman of Tien Jui Energy Co., Ltd. 12. Chairman of Tien Chu Energy Co., Ltd. 13. Chairman of Tien Ying Energy Co., Ltd. 14. Chairman of Annan Energy CO., LTD. 15. Director of CL Investment Partners Company Limited
Director Ms. Hsiu Tze Cheng (Authorized representative of Chun An Technology Co., Ltd.)	1. Chief Human Resource Officer of Chailease International Financial Leasing Corporation 2. Chairman of Chaico Biomedical Co., Ltd. 3. Chairman of JLK Biomedical (Thailand) Holding Co., Ltd. 4. Chairman of Chailease Royal Leasing Plc. 5. Chairman of Chailease Royal Finance Plc. 6. Chairman of Chailease Berjaya Finance Corporation 7. Chairman of Chaico Healthcare Malaysia Sdn. Bhd. 8. Chairman of Join Home HealthCare Co., Ltd.
Independent Director Mr. Hong Tzer Yang	1. Independent Director of PADAUK TECHNOLOGY Co., Ltd. 2. Independent Director of Nomination Committee, ChipMOS TECHNOLOGIES INC. 3. Director of Taiwan Power Company