

Stock Code : 2501



Cathay Real Estate Development Co., Ltd.

2026 Annual General Shareholders' Meeting Agenda Handbook

Meeting Time : June 12, 2026, at 9 : 00 a.m.

**Place : 2F., No. 6, Section 3, Minsheng East Road, Taipei,
Taiwan R.O.C.**

**Courtyard by Marriott Taipei Downtown (Lily
Conference Hall)**

Shareholders meeting will be held by means of physical
shareholders meeting

<https://www.cathay-red.com.tw>

Table of Contents

I. Meeting Agenda	1
1. Matters to Report	
(1) 2025 Business Report.....	2
(2) Audit Committee’s Review Report.....	6
(3) 2025 Compensation Report for Employees and Directors.....	7
2. Matters for Acknowledgement	
(1) 2025 Business Report and Financial Statements	8
(2) 2025 Earnings Distribution.....	30
3. Matters for Discussion and Election	
(1) Discussion on the amendment of the Company's “Procedures for Lending Funds and Making Endorsements/Guarantees”	32
(2) Election of the Company’s directors for the 21st term.....	35
(3) Proposal for releasing the prohibition on the Company’s 21st board of directors from participation in competitive business.....	40
4. Provisional Motion(s)	
II. Appendix	
1. Articles of Incorporation.....	42
2. Rules of Procedure for Shareholder Meetings.....	56
3. Procedures for Election of Directors.....	72
4. Shareholdings of Directors.....	77

Cathay Real Estate Development Co., Ltd.

2026 Shareholder Meeting Agenda

1. Commencement of Meeting
2. Chairman's Remarks
3. Matters to Report
 - (1) 2025 Business Report
 - (2) Audit Committee's Review Report
 - (3) 2025 Compensation Report for Employees and Directors
4. Matters for Acknowledgement
 - (1) Acknowledgement of 2025 Business Report and Financial Statements
 - (2) Acknowledgement of Proposal for 2025 Earnings Distribution
5. Matters for Discussion and Election
 - (1) Discussion on the amendment of the Company's "Procedures for Lending Funds and Making Endorsements/Guarantees"
 - (2) Election of the Company's directors for the 21st term
 - (3) Proposal for releasing the prohibition on the Company's 21st board of directors from participation in competitive business
6. Provisional Motion(s)
7. Adjournment

1. Matters to Report

(1) 2025 Business Report

Looking back on 2025, monetary policies in major global economies shifted away from the previous rate-hiking cycle toward a more cautious stance, as overall economic growth maintained a moderate trajectory. While geopolitical tensions, international political and economic variables, and financial market volatility remained sources of uncertainty, global supply chains gradually stabilized, and ongoing technological innovation alongside demand for services provided sustained support to economic fundamentals. Regarding domestic demand, as consumers adopted a wait-and-see approach toward potential tariff reductions from Taiwan-U.S. negotiations, coupled with a decline in durable goods consumption, Taiwan's economy exhibited an "export-led growth" pattern. Benefiting from the momentum of AI development in the semiconductor and information and communications technology (ICT) sectors, the economy successfully dispelled concerns over a downturn from early in the year.

In 2025, the Company launched five new development projects: "Cathay.Urban Harmony" in Taipei, "Cathay Xi" in New Taipei, "Cathay Grand Park" in Taoyuan, "Cathay Shi Cui" in Taichung, and "Cathay The Origin of Beauty" in Tainan. Despite a tight interest rate environment and the government's continued implementation of credit control

measures, sales for these projects met or exceeded expectations, owing to product offerings that addressed solid end-user demand and the Company's well-established brand strength. In terms of revenue, recognized projects for the year included: "Cathay You Yang" and "Cathay Shi Mei" in Taipei; "Cathay The Park" and "Cathay Mei He" in Taichung; and "UNi PARK" (a joint venture project) in Tainan, along with units from projects completed in the prior year that were pending delivery. Total revenue for the full year amounted to over NT\$13,543,250,000.

Following the booming development of the AI wave in 2025, Taiwan is now poised to face the challenges of a high base effect and a marked slowdown in global trade momentum, as the impact of U.S. tariff measures continues to unfold and the front-loading effect on inventory begins to dissipate. According to projections published by the Taiwan Institute of Economic Research at the beginning of the year, domestic economic growth in 2026 is expected to exceed 4%. While the Central Bank's seventh round of credit controls maintains its restrictive stance, the sustained inflow of capital into large-cap AI stocks toward the end of 2025 provided upward momentum to the Taiwan equity market. Should the government maintain its conservative regulatory posture in 2026, the real estate market is expected to be driven primarily by solid end-user demand, with prices in urban core areas remaining stable. Project performance will

be largely determined by product competitiveness. Assuming the prevailing market sentiment holds, the market is likely to exhibit a pattern of "stable volume and consolidating prices." Should policy signals turn more favorable, however, market activity could be meaningfully stimulated—making capital flows and policy directions a key focal point for the real estate market's trajectory.

In 2026, the Company plans to launch one project each in Taipei, Taichung, Tainan, and Kaohsiung—four projects in total across Taiwan—with a combined estimated launch value of approximately NT\$23 billion. The Company will adjust the pace of project launches in response to prevailing economic conditions, while continuing to expand its land bank through diversified development approaches, steadily advancing toward its goal of becoming a comprehensive, full-service developer.

The Company will maintain close monitoring of market dynamics and policy developments, adhering to an operating strategy that balances flexibility with discipline. By targeting land in prime locations, exercising due diligence in selecting partners and contractors, and advancing business development with measured steps, the Company remains committed to pursuing long-term value creation and sustainable growth. We will continue to deliver excellent residential options to consumers, fulfilling our vision of building "genuinely good houses" for society at

large!

I'd like to express my deepest appreciation for your presence today.

I wish you good health and good luck, thank you!

Chairman: Ching-kuei Chang

President: Hung-Ming Lee

Chief Accountant: Yi-Chun Chang

(2) Audit Committee Report

The Board of Directors prepared the Company's 2025 annual Business Report, Financial Statements (including consolidated financial statements), and an earnings distribution proposal, among which the Financial Statements (including consolidated financial statements) have been audited by Shu-Wan Lin, and Chih-Ming Shao, CPAs, at Deloitte & Touche, by whom an audit report has been issued.

The above mentioned reports and statements produced and submitted by the Board of Directors have been audited by the Audit Committee in accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, and there is no inconformity. Meanwhile, the report has been prepared as required. Please check and approve.

To

Cathay Real Estate Development Co., Ltd.

2026 Annual Meeting of Shareholders

Audit Committee

Convener: Yuan-Hsiao Chang

April 27, 2026

(3) 2025 Compensation Report for Employees and Directors

Explanation:

1. Conducted in accordance with Article 27 of the Articles of Incorporation.
2. 2025 Financial Statements have been audited by Deloitte & Touche. The earnings before tax are NT\$3,567,137,436 where 0.1% amounting to NT\$3,567,137 is allotted as 2025 total employee compensation, and 0.0672% amounting to NT\$2.4 million is allotted as 2025 total directors compensation. The above compensation is to be distributed in cash.

2. Matters for Acknowledgement

(1) Acknowledgement of 2025 Business Report and Financial Statements

[Proposed by the Board of Directors]

Explanation:

1. The Company's 2025 Financial Statements have been audited by Shu-Wan Lin /CPA and Chin-Ming Shao /CPA from Deloitte & Touche, and an unmodified audit report has been issued.
2. The above Financial Statements, together with the Business Report, have been audited by the Company's audit committee.
3. Business Report (Please refer to this handbook) 、 Financial Statements(Appendix at the back)

Resolution:

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Cathay Real Estate Development Co., Ltd.

Opinion

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

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

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagement 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 Parent Company Only Financial Statements section of our report. We are independent of the Company in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion based on our audits and the report of other auditors.

Key Audit Matter

Key audit matter is the matter that, in our professional judgment, was of most significance in our audit of the parent company only financial statements for the year ended December 31, 2025. The matter was addressed in the context of our audit of the parent company only financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on the matter.

The key audit matter identified in the Company's parent company only financial statements for the year ended December 31, 2025 is as follows:

Valuation of Construction Land

The Company is engaged in property development and real estate transactions. The net realizable value of construction land may be affected by fluctuations in real estate market prices. Construction land is measured at the lower of cost or net realizable value, and the assessment of the net realizable value of construction land is based on the significant judgment of the management and accounting estimates. Therefore, we consider the valuation of construction land as a key audit matter for the year ended December 31, 2025. For the relevant accounting policies, accounting estimates, assumptions, uncertainties and note disclosures, please refer to Notes 4, 5, and 9 of the Company's parent company only financial statements.

Our audit procedures for the abovementioned key audit matters included the following:

1. We obtained and assessed the reasonableness of the valuation methodology and data used by the management when evaluating construction land.
2. We sampled and evaluated the reasonableness of the net realizable value assessment results of construction land as of the balance sheet date and confirmed that the construction land was measured at the lower of cost and net realizable value.

Other Matter

Among the investments accounted for using the equity method included in the Company's parent company only financial statements, we did not audit the financial statements for the year ended December 31, 2025 of Symphox Information Co., Ltd., San Hsiung Fongshan LaLaport Co., Ltd. and Xiangyang Realty Co., Ltd., and the financial statements for the year ended December 31, 2024 of Symphox Information Co., Ltd. and San Hsiung Fongshan LaLaport Co., Ltd. Therefore, in our expression of an opinion on the Company's parent company only financial statements, those investments and share of profits are based on the audit report of other accountants. The investments accounted for using the equity method audited by other accountants as of December 31, 2025 and 2024 amounted to NT\$709,926 thousand and NT\$591,938 thousand, respectively, representing 1.02% and 0.83% of the total assets, respectively. For the years ended December 31, 2025 and 2024, the share of profits or losses from these investees amounted to NT\$(4,571) thousand and NT\$(80,545) thousand, respectively, representing (0.13%) and (4.09%), of the profit before income tax, respectively.

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

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

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

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

Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements

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

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

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

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

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

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

The engagement partners on the audits resulting in this independent auditors' report are Shu-Wan Lin and Chih-Ming Shao.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 12, 2026

Notice to Readers

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

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

CATHAY REAL ESTATE DEVELOPMENT CO., LTD.

PARENT COMPANY ONLY BALANCE SHEETS DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars)

ASSETS	2025		2024	
	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalents (Notes 4, 6 and 24)	\$ 3,135,115	5	\$ 4,159,970	6
Financial assets at fair value through other comprehensive income - current (Notes 4, 7 and 25)	4,481,154	7	4,037,768	6
Notes receivable, net (Notes 4 and 8)	5,853	-	2,819	-
Accounts receivable, net (Notes 4 and 8)	67,694	-	382,150	1
Accounts receivable from related parties, net (Notes 4 and 24)	100	-	-	-
Other receivables	1,909	-	182,018	-
Inventories (Notes 4, 5, 9 and 25)	37,198,080	53	38,602,281	54
Prepayments	171,670	-	145,497	-
Other current assets	966,176	1	123,013	-
Incremental costs of obtaining contracts - current (Notes 4 and 18)	1,036,909	2	1,231,187	2
Total current assets	47,064,660	68	48,866,703	69
NON-CURRENT ASSETS				
Financial assets at fair value through other comprehensive income - non-current (Notes 4 and 7)	396,459	-	486,116	1
Investments accounted for using equity method (Notes 4 and 10)	7,664,564	11	7,115,906	10
Property, plant and equipment (Notes 4, 11 and 19)	79,895	-	94,564	-
Right-of-use assets (Notes 4, 12, 19 and 24)	25,483	-	10,847	-
Investment property, net (Notes 4, 13, 19 and 25)	13,270,992	19	13,514,346	19
Intangible assets (Notes 4 and 19)	6,144	-	4,998	-
Deferred tax assets (Notes 4 and 20)	402,156	1	376,096	-
Other non-current assets (Notes 14 and 24)	737,422	1	606,123	1
Total non-current assets	22,583,115	32	22,208,996	31
TOTAL	\$ 69,647,775	100	\$ 71,075,699	100
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term borrowings (Notes 4, 15 and 24)	\$ 13,459,000	19	\$ 12,207,000	17
Contract liabilities - current (Note 18)	9,077,895	13	8,264,483	12
Notes payable	18,667	-	62,199	-
Accounts payable	1,052,242	2	1,125,653	2
Accounts payable to related parties (Note 24)	1,738,520	3	2,292,597	3
Other payables	253,433	-	211,652	-
Current tax liabilities (Notes 4 and 20)	122,377	-	3,584	-
Lease liabilities - current (Notes 4, 12 and 24)	16,987	-	10,666	-
Current portion of long-term borrowings (Notes 4 and 15)	6,677,301	10	8,652,000	12
Other current liabilities	73,044	-	60,369	-
Total current liabilities	32,489,466	47	32,890,203	46
NON-CURRENT LIABILITIES				
Long-term borrowings (Notes 4 and 15)	6,220,669	9	9,705,567	14
Deferred tax liabilities (Notes 4 and 20)	10,049	-	10,049	-
Lease liabilities - non-current (Notes 4, 12 and 24)	8,674	-	-	-
Other non-current liabilities (Note 24)	220,483	-	206,255	-
Total non-current liabilities	6,459,875	9	9,921,871	14
Total liabilities	38,949,341	56	42,812,074	60
EQUITY (Notes 4 and 17)				
Share capital				
Ordinary shares	11,595,611	17	11,595,611	16
Capital surplus	170,920	-	182,880	-
Retained earnings				
Legal reserve	5,207,642	7	5,033,776	7
Special reserve	504,189	1	504,189	1
Unappropriated earnings	11,117,245	16	9,201,124	13
Total retained earnings	16,829,076	24	14,739,089	21
Other equity	2,102,827	3	1,746,045	3
Total equity	30,698,434	44	28,263,625	40
TOTAL	\$ 69,647,775	100	\$ 71,075,699	100

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

CATHAY REAL ESTATE DEVELOPMENT CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2025		2024	
	Amount	%	Amount	%
OPERATING REVENUE (Notes 4, 18 and 24)	\$ 13,543,253	100	\$ 13,081,648	100
OPERATING COSTS (Notes 4, 9, 19 and 24)	<u>(9,870,379)</u>	<u>(73)</u>	<u>(10,188,318)</u>	<u>(78)</u>
GROSS PROFIT	3,672,874	27	2,893,330	22
REALIZED SALES PROFIT	<u>357</u>	<u>-</u>	<u>41</u>	<u>-</u>
NET GROSS PROFIT	<u>3,673,231</u>	<u>27</u>	<u>2,893,371</u>	<u>22</u>
OPERATING EXPENSES (Notes 4, 19 and 24)				
General and administrative expenses	1,087,046	8	1,200,908	9
Expected credit (gain) loss	<u>(1)</u>	<u>-</u>	<u>1</u>	<u>-</u>
Total operating expenses	<u>1,087,045</u>	<u>8</u>	<u>1,200,909</u>	<u>9</u>
PROFIT FROM OPERATIONS	<u>2,586,186</u>	<u>19</u>	<u>1,692,462</u>	<u>13</u>
NON-OPERATING INCOME AND EXPENSES				
Other gains and losses (Note 19)	(10,254)	-	(16,405)	-
Finance costs (Notes 4, 19 and 24)	(263,305)	(2)	(287,856)	(2)
Share of profit or loss of subsidiaries, associates and joint ventures (Note 10)	904,101	7	276,954	2
Interest income (Notes 19 and 24)	35,018	-	27,700	-
Dividend income	212,423	1	132,477	1
Other income, net (Note 24)	<u>97,001</u>	<u>1</u>	<u>146,311</u>	<u>1</u>
Total non-operating income and expenses	<u>974,984</u>	<u>7</u>	<u>279,181</u>	<u>2</u>
PROFIT BEFORE INCOME TAX	3,561,170	26	1,971,643	15
INCOME TAX EXPENSE (Notes 4 and 20)	<u>(279,110)</u>	<u>(2)</u>	<u>(394,243)</u>	<u>(3)</u>
NET PROFIT FOR THE YEAR	<u>3,282,060</u>	<u>24</u>	<u>1,577,400</u>	<u>12</u>

(Continued)

CATHAY REAL ESTATE DEVELOPMENT CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2025		2024	
	Amount	%	Amount	%
OTHER COMPREHENSIVE INCOME				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plans (Notes 4 and 16)	\$ (6,886)	-	\$ 3,506	-
Unrealized gain on investments in equity instruments at fair value through other comprehensive income (Note 4)	353,729	3	1,441,275	11
Share of the other comprehensive income of subsidiaries, associates and joint ventures accounted for using equity method (Notes 4 and 10)	9,007	-	27,534	-
Income tax related to items that will not be reclassified subsequently to profit or loss (Notes 4 and 20)	1,377	-	(701)	-
Items that may be reclassified subsequently to profit or loss:				
Share of the other comprehensive (loss) income of subsidiaries, associates and joint ventures accounted for using the equity method (Notes 4 and 10)	<u>(445)</u>	<u>-</u>	<u>353</u>	<u>-</u>
Other comprehensive income for the year, net of income tax	<u>356,782</u>	<u>3</u>	<u>1,471,967</u>	<u>11</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 3,638,842</u>	<u>27</u>	<u>\$ 3,049,367</u>	<u>23</u>
EARNINGS PER SHARE (Note 21)				
Basic	<u>\$ 2.83</u>		<u>\$ 1.36</u>	
Diluted	<u>\$ 2.83</u>		<u>\$ 1.36</u>	

The accompanying notes are an integral part of the parent company only financial statements. (Concluded)

CATHAY REAL ESTATE DEVELOPMENT CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024
(In Thousands of New Taiwan Dollars)

	Share Capital				Capital Surplus			Retained Earnings			Other Equity				
	Share Capital	Legal Reserve	Special Reserve	Unappropriated Earnings	Total	Exchange Differences on Translation of Foreign Operations	Unrealized Gain (Loss) on Financial Assets at Fair Value Through Other Comprehensive Income	Remeasurements of Defined Benefit Plans	Loss on Hedging Instruments	Gain (Loss) on Property Revaluation	Total Equity				
BALANCE AT JANUARY 1, 2024	\$ 11,595,611	\$ 4,831,727	\$ 504,189	\$ 8,824,081	\$ 14,159,997	\$ 513	\$ 430,854	\$ 258	\$ -	\$ 3,706	\$ 26,309,345				
Appropriation of 2023 earnings	-	202,049	-	(202,049)	-	-	-	-	-	-	-				
Legal reserve	-	-	-	(1,159,561)	(1,159,561)	-	-	-	-	-	(1,159,561)				
Cash dividends of ordinary share	-	-	-	-	-	-	-	-	-	-	-				
Change in equity of subsidiaries, associates and joint ventures accounted for using equity method	-	62,619	-	-	-	-	-	-	-	-	62,619				
Other changes in capital surplus	-	1,855	-	-	-	-	-	-	-	-	1,855				
Net profit for the year ended December 31, 2024	-	-	-	1,577,400	1,577,400	-	-	-	-	-	1,577,400				
Other comprehensive income for the year ended December 31, 2024	-	-	-	-	-	393	1,455,008	20,312	(40)	(3,706)	1,471,967				
Total comprehensive income for the year ended December 31, 2024	-	-	-	1,577,400	1,577,400	393	1,455,008	20,312	(40)	(3,706)	3,049,367				
Disposed of investments in equity instruments at fair value through other comprehensive income	-	-	-	161,253	161,253	-	(161,253)	-	-	-	-				
BALANCE AT DECEMBER 31, 2024	11,595,611	5,033,776	504,189	9,201,124	14,739,089	906	1,724,609	20,570	(40)	-	28,263,625				
Appropriation of 2024 earnings	-	173,866	-	(173,866)	-	-	-	-	-	-	-				
Legal reserve	-	-	-	(1,159,561)	(1,159,561)	-	-	-	-	-	(1,159,561)				
Cash dividends of ordinary share	-	-	-	-	-	-	-	-	-	-	-				
Change in equity of subsidiaries, associates and joint ventures accounted for using equity method	-	(1,6283)	-	(32,512)	(32,512)	-	-	-	-	-	(48,795)				
Other changes in capital surplus	-	4,323	-	-	-	-	-	-	-	-	4,323				
Net profit for the year ended December 31, 2025	-	-	-	3,282,060	3,282,060	-	-	-	-	-	3,282,060				
Other comprehensive income for the year ended December 31, 2025	-	-	-	-	-	(153)	356,002	1,225	(292)	-	356,782				
Total comprehensive income for the year ended December 31, 2025	-	-	-	3,282,060	3,282,060	(153)	356,002	1,225	(292)	-	3,638,842				
BALANCE AT DECEMBER 31, 2025	\$ 11,595,611	\$ 5,207,642	\$ 504,189	\$ 11,117,245	\$ 16,829,076	\$ 753	\$ 2,080,611	\$ 21,795	\$ (332)	\$ -	\$ 30,609,434				

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

CATHAY REAL ESTATE DEVELOPMENT CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars)

	2025	2024
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before income tax	\$ 3,561,170	\$ 1,971,643
Adjustments for:		
Depreciation expense	300,521	275,398
Amortization expense	3,604	2,869
Expected credit (gain) loss	(1)	1
Interest expense	263,305	287,856
Interest income	(35,018)	(27,700)
Dividend income	(212,423)	(132,477)
Share of profit of subsidiaries, associates and joint ventures	(904,101)	(276,954)
Gain on disposal of property, plant and equipment, net	(540)	(8,109)
Loss on disposal of investment property	-	15,586
Changes in operating assets and liabilities		
Notes receivable	(3,034)	19,094
Accounts receivable	314,457	308,976
Accounts receivable from related parties	(100)	320
Other receivables	24	370
Inventories	1,768,144	(2,300,402)
Prepayments	(26,173)	(17,581)
Other current assets	(843,163)	(92,487)
Incremental costs of obtaining a contract	194,278	(34,281)
Other operating assets	215,381	(122,271)
Contract liabilities	813,412	2,061,735
Notes payable	(43,532)	53,560
Accounts payable	(73,411)	120,067
Accounts payable to related parties	(554,077)	917,193
Other payables	72,432	36,270
Other current liabilities	<u>12,675</u>	<u>(29,480)</u>
Cash generated from operations	4,823,830	3,029,196
Interest received	35,054	27,800
Income tax paid	<u>(185,000)</u>	<u>(475,997)</u>
Net cash generated from operating activities	<u>4,673,884</u>	<u>2,580,999</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from sale of financial assets at fair value through other comprehensive income	180,049	157,396
Acquisition of investments accounted for using equity method	(397,000)	(127,500)
Increase in prepayments for investments	(399,600)	-
Payments for property, plant and equipment	(10,122)	(53,333)
Proceeds from disposal of property, plant and equipment	1,652	33,668

(Continued)

CATHAY REAL ESTATE DEVELOPMENT CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars)

	2025	2024
Payments for intangible assets	\$ (4,750)	\$ (1,407)
Decrease in other non-current assets	108,936	236,950
Dividends received	<u>924,633</u>	<u>858,755</u>
Net cash generated from investing activities	<u>403,798</u>	<u>1,104,529</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase in short-term borrowings	1,252,000	2,382,000
Decrease in short-term bills payable	-	(1,498,104)
Proceeds from long-term borrowings	2,423,618	3,043,428
Repayments of long-term borrowings	(7,910,000)	(4,669,692)
Repayments of the principal portion of lease liabilities	(18,983)	(20,968)
Increase in other non-current liabilities	7,342	4,188
Distribution of cash dividends	(1,152,274)	(1,159,561)
Interest paid	(701,194)	(708,255)
Other financing activities	<u>(3,046)</u>	<u>(9,568)</u>
Net cash used in financing activities	<u>(6,102,537)</u>	<u>(2,636,532)</u>
NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS	(1,024,855)	1,048,996
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	<u>4,159,970</u>	<u>3,110,974</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>\$ 3,135,115</u>	<u>\$ 4,159,970</u>

The accompanying notes are an integral part of the parent company only financial statements. (Concluded)

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Cathay Real Estate Development Co., Ltd.

Opinion

We have audited the accompanying consolidated financial statements of Cathay Real Estate Development Co., Ltd. (the "Company") and its subsidiaries (collectively referred to as the "Group"), which comprise the consolidated balance sheets as of December 31, 2025 and 2024, and the consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including material accounting policy information (collectively referred to as the "consolidated financial statements").

In our opinion, based on our audits and the reports of other auditors (please refer to the Other Matter paragraph), 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 International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and the Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the 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 requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

The key audit matters identified in the Group's consolidated financial statements for the year ended December 31, 2025 are stated as follows:

Valuation of Construction Land

The Group is engaged in property development and real estate transactions. The net realizable value of construction land may be affected by fluctuations in real estate market prices. Construction land is measured at the lower of cost or net realizable value, and the assessment of the net realizable value of construction land is based on the significant judgment of the management and accounting estimates. Therefore, we consider the valuation of construction land as a key audit matter for the year ended December 31, 2025. For the relevant accounting policies, accounting estimates, assumptions, uncertainties and note disclosures, please refer to Notes 4, 5 and 9 of the consolidated financial statements.

Our audit procedures for the abovementioned key audit matters included the following:

1. We obtained and assessed the reasonableness of the valuation methodology and data used by the management when evaluating construction land.
2. We sampled and evaluated the reasonableness of the net realizable value assessment results of construction land as of the balance sheet date and confirmed that the construction land was measured at the lower of cost and net realizable value.

Recognition of Construction Revenue

The Company's subsidiary engages in construction contracting activities, and its revenue is recognized based on the estimated percentage of completion and the total price of the construction contract. The calculation of the percentage of completion is considered complex due to the internal and external information used in the calculation and the management's estimation. Therefore, we considered the accuracy of construction revenue a key audit matter for the year ended December 31, 2025. For the relevant accounting policies, accounting estimates, assumptions, uncertainties and note disclosures, please refer to Notes 4, 5, and 19 of the consolidated financial statements.

Our audit procedures for the abovementioned key audit matter included the following:

1. We obtained an understanding of and tested the design and operating effectiveness of the internal controls related to the estimation of the percentage of completion and the accuracy of construction revenue recognized.
2. We evaluated and confirmed that the accounting policies on the estimation of the percentage of completion were consistently applied.
3. We performed tests of the details of on-going construction contracts at the end of the year and confirmed the accuracy of construction revenue recognized.

Other Matter

Among the investments accounted for using the equity method included in the Group's consolidated financial statements, we did not audit the financial statements for the year ended December 31, 2025 of Symphox Information Co., Ltd., San Hsiung Fongshan LaLaport Co., Ltd. and Xiangyang Realty Co., Ltd., and the financial statements for the year ended December 31, 2024 of Symphox Information Co., Ltd. and San Hsiung Fongshan LaLaport Co., Ltd. Therefore, in our expression of an opinion on the Group's consolidated financial statements, those investments and share of profits are based on the audit report of other accountants. The investments accounted for using the equity method audited by other accountants as of December 31, 2025 and 2024 amounted to NT\$709,926 thousand and NT\$591,938 thousand, respectively, representing 0.78% and 0.66% of total consolidated assets, respectively. For the years ended December 31, 2025 and 2024, the Group recognized shares of profits or losses from these investees amounted to NT\$(4,571) thousand and NT\$(80,545) thousand, respectively, representing (0.12)% and (3.89)% of the profit before income tax, respectively.

We have also audited the parent company only financial statements of Cathay Real Estate Development Co., Ltd. as of and for the years ended December 31, 2025 and 2024, on which we have both issued an unmodified opinion with other matter paragraph.

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 International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, 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.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

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

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

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

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

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

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

The engagement partners on the audits resulting in this independent auditors' report are Shu-Wan Lin and Chih-Ming Shao.

Deloitte & Touche
Taipei, Taiwan
Republic of China

March 12, 2026

Notice to Readers

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

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

CATHAY REAL ESTATE DEVELOPMENT CO., LTD. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS

DECEMBER 31, 2025 AND 2024

(In Thousands of New Taiwan Dollars)

ASSETS	2025		2024	
	Amount	%	Amount	%
CURRENT ASSETS				
Cash and cash equivalents (Notes 4, 6 and 25)	\$ 6,302,998	7	\$ 6,775,388	8
Financial assets at fair value through other comprehensive income - current (Notes 4, 7 and 26)	4,481,154	5	4,037,768	5
Contract assets - current (Note 19)	66,256	-	22,249	-
Notes receivable, net (Notes 4, 8 and 19)	6,450	-	3,757	-
Accounts receivable, net (Notes 4, 8 and 19)	938,342	1	1,027,787	1
Accounts receivable from related parties, net (Notes 4, 19 and 25)	102,673	-	20,743	-
Other receivables	19,066	-	218,121	-
Current tax assets (Notes 4 and 21)	3,006	-	2,148	-
Inventories (Notes 4, 5, 9 and 26)	50,981,825	56	49,511,444	55
Prepayments	497,682	1	445,207	1
Other current assets (Note 25)	1,068,513	1	213,885	-
Incremental costs of obtaining contracts - current (Notes 4 and 19)	<u>2,019,817</u>	<u>2</u>	<u>1,880,371</u>	<u>2</u>
Total current assets	<u>66,487,782</u>	<u>73</u>	<u>64,158,868</u>	<u>72</u>
NON-CURRENT ASSETS				
Financial assets at fair value through other comprehensive income - non-current (Notes 4 and 7)	419,133	1	498,270	1
Investments accounted for using equity method (Notes 4 and 11)	2,117,134	2	2,025,741	2
Property, plant and equipment (Notes 4, 12 and 20)	3,970,396	4	4,358,546	5
Right-of-use assets (Notes 4, 13, 20 and 25)	3,640,614	4	4,038,435	4
Investment property, net (Notes 4, 14, 20 and 26)	12,284,338	14	12,591,682	14
Intangible assets (Notes 4 and 20)	67,633	-	54,158	-
Deferred tax assets (Notes 4 and 21)	591,989	1	498,996	1
Other non-current assets (Notes 15, 25 and 26)	<u>1,311,735</u>	<u>1</u>	<u>1,184,267</u>	<u>1</u>
Total non-current assets	<u>24,402,972</u>	<u>27</u>	<u>25,250,095</u>	<u>28</u>
TOTAL	<u>\$ 90,890,754</u>	<u>100</u>	<u>\$ 89,408,963</u>	<u>100</u>
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Short-term borrowings (Notes 4, 16 and 25)	\$ 13,931,000	15	\$ 13,216,400	15
Short-term bills payable (Notes 4 and 16)	2,462,774	3	838,539	1
Contract liabilities - current (Notes 4 and 19)	14,688,016	16	12,473,835	14
Notes payable	18,894	-	98,300	-
Accounts payable	2,690,368	3	2,145,395	2
Accounts payables to related parties (Note 25)	3,109	-	4,577	-
Other payables	1,117,820	1	994,131	1
Current tax liabilities (Notes 4 and 21)	429,247	1	130,547	-
Lease liabilities - current (Notes 4, 13 and 25)	467,949	1	428,876	1
Current portion of long-term borrowings (Notes 4 and 16)	6,677,301	7	10,347,531	12
Other current liabilities	<u>283,413</u>	<u>-</u>	<u>292,486</u>	<u>-</u>
Total current liabilities	<u>42,769,891</u>	<u>47</u>	<u>40,970,617</u>	<u>46</u>
NON-CURRENT LIABILITIES				
Long-term borrowings (Notes 4 and 16)	10,192,779	11	12,375,567	14
Deferred tax liabilities (Notes 4 and 21)	46,517	-	43,798	-
Lease liabilities - non-current (Notes 4, 13 and 25)	4,776,463	6	5,277,143	6
Other non-current liabilities (Notes 17 and 25)	<u>228,469</u>	<u>-</u>	<u>234,389</u>	<u>-</u>
Total non-current liabilities	<u>15,244,228</u>	<u>17</u>	<u>17,930,897</u>	<u>20</u>
Total liabilities	<u>58,014,119</u>	<u>64</u>	<u>58,901,514</u>	<u>66</u>
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY (Notes 4 and 18)				
Ordinary shares	<u>11,595,611</u>	<u>13</u>	<u>11,595,611</u>	<u>13</u>
Capital surplus	<u>170,920</u>	<u>-</u>	<u>182,880</u>	<u>-</u>
Retained earnings				
Legal reserve	5,207,642	6	5,033,776	6
Special reserve	504,189	1	504,189	1
Unappropriated earnings	<u>11,117,245</u>	<u>12</u>	<u>9,201,124</u>	<u>10</u>
Total retained earnings	<u>16,829,076</u>	<u>19</u>	<u>14,739,089</u>	<u>17</u>
Other equity	<u>2,102,827</u>	<u>2</u>	<u>1,746,045</u>	<u>2</u>
Total equity attributable to owners of the Company	<u>30,698,434</u>	<u>34</u>	<u>28,263,625</u>	<u>32</u>
NON-CONTROLLING INTERESTS (Note 18)				
Total equity	<u>32,876,635</u>	<u>36</u>	<u>30,507,449</u>	<u>34</u>
TOTAL	<u>\$ 90,890,754</u>	<u>100</u>	<u>\$ 89,408,963</u>	<u>100</u>

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

CATHAY REAL ESTATE DEVELOPMENT CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2025		2024	
	Amount	%	Amount	%
OPERATING REVENUE (Notes 4, 5, 19 and 25)	\$ 24,289,234	100	\$ 23,858,689	100
OPERATING COSTS (Notes 4, 9, 20 and 25)	<u>(17,546,811)</u>	<u>(72)</u>	<u>(18,728,117)</u>	<u>(79)</u>
GROSS PROFIT	<u>6,742,423</u>	<u>28</u>	<u>5,130,572</u>	<u>21</u>
OPERATING EXPENSES (Notes 4, 20 and 25)				
General and administrative expenses	2,584,493	11	2,688,241	11
Expected credit loss (Note 8)	<u>14,529</u>	<u>-</u>	<u>8,543</u>	<u>-</u>
Total operating expenses	<u>2,599,022</u>	<u>11</u>	<u>2,696,784</u>	<u>11</u>
PROFIT FROM OPERATIONS	<u>4,143,401</u>	<u>17</u>	<u>2,433,788</u>	<u>10</u>
NON-OPERATING INCOME AND EXPENSES				
Other gains and losses (Notes 4 and 20)	(197,257)	(1)	(88,613)	-
Finance costs (Notes 4, 20 and 25)	(450,009)	(2)	(493,991)	(2)
Share of profit or loss of associates and joint ventures (Notes 4 and 11)	59,708	-	(16,023)	-
Interest income (Notes 4, 20 and 25)	59,975	-	48,821	-
Dividend income	213,123	1	132,477	1
Other income, net (Note 25)	<u>89,661</u>	<u>1</u>	<u>55,720</u>	<u>-</u>
Total non-operating income and expenses	<u>(224,799)</u>	<u>(1)</u>	<u>(361,609)</u>	<u>(1)</u>
PROFIT BEFORE INCOME TAX FROM CONTINUING OPERATIONS	3,918,602	16	2,072,179	9
INCOME TAX EXPENSE (Notes 4 and 21)	<u>(615,871)</u>	<u>(2)</u>	<u>(539,949)</u>	<u>(2)</u>
NET PROFIT FOR THE YEAR	<u>3,302,731</u>	<u>14</u>	<u>1,532,230</u>	<u>7</u>
OTHER COMPREHENSIVE INCOME				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plans (Notes 4 and 17)	4,561	-	28,253	-

(Continued)

CATHAY REAL ESTATE DEVELOPMENT CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	2025		2024	
	Amount	%	Amount	%
Unrealized gain on investments in equity instruments at fair value through other comprehensive income (Notes 4 and 18)	364,249	1	1,441,617	6
Share of the other comprehensive income of associates and joint ventures accounted for using equity method (Notes 4, 11 and 18)	(8,005)	-	9,045	-
Income tax related to items that will not be reclassified subsequently to profit or loss (Notes 4 and 21)	(912)	-	(5,651)	-
Items that may be reclassified subsequently to profit or loss:				
Share of the other comprehensive income of associates and joint ventures accounted for using equity method (Notes 4, 11 and 18)	(445)	-	353	-
Other comprehensive income for the year, net of income tax	359,448	1	1,473,617	6
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	\$ 3,662,179	15	\$ 3,005,847	13
NET PROFIT (LOSS) ATTRIBUTABLE TO:				
Owners of the Company	\$ 3,282,060	14	\$ 1,577,400	6
Non-controlling interests (Note 18)	20,671	-	(45,170)	-
	\$ 3,302,731	14	\$ 1,532,230	6
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:				
Owners of the Company	\$ 3,638,842	15	\$ 3,049,367	13
Non-controlling interests (Note 18)	23,337	-	(43,520)	-
	\$ 3,662,179	15	\$ 3,005,847	13
EARNINGS PER SHARE (Note 22)				
Basic	\$ 2.83		\$ 1.36	
Diluted	\$ 2.83		\$ 1.36	

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

(Concluded)

CATHAY REAL ESTATE DEVELOPMENT CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024
(In Thousands of New Taiwan Dollars)

	Equity Attributable to Owners of the Company													
	Share Capital					Other Equity					Total Equity			
	Share Capital	Capital Surplus	Legal Reserve	Special Reserve	Retained Earnings	Unappropriated Earnings	Total	Exchange Realization of Foreign Operations	Financial Assets (Loss) on Disposal of Through Other Comprehensive Income	Remeasurements of Defined Benefit Plans		Loss on Hedging Instruments	Gain (Loss) on Property Revaluation	Total
BALANCE AT JANUARY 1, 2024	\$ 11,595,611	\$ 118,406	\$ 4,831,727	\$ 504,189	\$ 8,824,081	\$ 14,159,997	\$ 513	\$ 430,854	\$ 258	\$ -	\$ 3,706	\$ 2,630,345	\$ 2,222,985	\$ 28,532,250
Appropriation of 2023 earnings	-	-	202,049	-	(202,049)	-	-	-	-	-	-	-	-	-
Legal reserve	-	-	-	-	(1,159,561)	(1,159,561)	-	-	-	-	-	(1,159,561)	-	(1,159,561)
Cash dividends of ordinary shares	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Change in equity of associates and joint ventures	-	62,619	-	-	-	62,619	-	-	-	-	-	62,619	-	62,619
Other changes in capital surplus	-	1,855	-	-	-	1,855	-	-	-	-	-	1,855	-	1,855
Net profit for the year ended December 31, 2024	-	-	-	-	1,577,400	1,577,400	-	-	-	-	-	1,577,400	(45,170)	1,532,230
Other comprehensive income for the year ended December 31, 2024	-	-	-	-	-	-	393	1,455,008	20,312	(40)	(3,706)	1,471,967	1,650	1,473,617
Total comprehensive income for the year ended December 31, 2024	-	-	-	-	1,577,400	1,577,400	393	1,455,008	20,312	(40)	(3,706)	3,048,367	(43,520)	3,005,847
Increase in non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	-	64,439	64,439
Disposal of investments in equity instruments at fair value through other comprehensive income	-	-	-	-	161,253	161,253	-	(161,253)	-	-	-	-	-	-
BALANCE AT DECEMBER 31, 2024	11,595,611	183,880	5,033,776	504,189	9,201,124	14,739,089	906	1,724,609	20,570	(40)	-	28,263,625	2,243,824	30,507,449
Appropriation of 2024 earnings	-	-	173,866	-	(173,866)	-	-	-	-	-	-	-	-	-
Legal reserve	-	-	-	-	(1,159,561)	(1,159,561)	-	-	-	-	-	(1,159,561)	-	(1,159,561)
Cash dividends of ordinary shares	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Change in equity of associates and joint ventures	-	(6,283)	-	-	(32,512)	(32,512)	-	-	-	-	-	(48,795)	-	(48,795)
Other changes in capital surplus	-	4,323	-	-	-	4,323	-	-	-	-	-	4,323	-	4,323
Net profit for the year ended December 31, 2025	-	-	-	-	3,282,060	3,282,060	-	-	-	-	-	3,282,060	20,671	3,302,731
Other comprehensive income for the year ended December 31, 2025	-	-	-	-	-	-	(153)	356,002	1,225	(92)	-	356,782	2,666	359,448
Total comprehensive income for the year ended December 31, 2025	-	-	-	-	3,282,060	3,282,060	(153)	356,002	1,225	(92)	-	3,638,842	23,337	3,662,179
Decrease in non-controlling interests	-	-	-	-	-	-	-	-	-	-	-	-	(68,260)	(68,260)
BALANCE AT DECEMBER 31, 2025	\$ 11,595,611	\$ 170,220	\$ 5,207,652	\$ 504,189	\$ 11,117,245	\$ 16,822,076	\$ 753	\$ 2,080,611	\$ 21,795	\$ (32)	\$ -	\$ 30,698,434	\$ 2,178,201	\$ 33,876,635

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

CATHAY REAL ESTATE DEVELOPMENT CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars)

	2025	2024
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before income tax	\$ 3,918,602	\$ 2,072,179
Adjustments for:		
Depreciation expense	1,115,172	1,096,440
Amortization expense	23,410	18,669
Expected credit loss	14,529	8,543
Interest expense	450,009	493,991
Interest income	(59,975)	(48,821)
Dividend income	(213,123)	(132,477)
Share of (profit) loss of associates and joint ventures	(59,708)	16,023
Loss (gain) on disposal of property, plant and equipment, net	100,065	(34,809)
Loss on disposal of investment property	684	16,244
Loss on disposal of intangible assets	4,218	-
Gain on lease modification	(3,228)	-
Impairment loss recognized on financial assets	21,570	32,750
Impairment loss recognized on non-financial assets	51,137	-
Changes in operating assets and liabilities		
Contract assets	(44,007)	149,174
Notes receivable	(2,693)	18,712
Accounts receivable	74,916	244,934
Accounts receivable from related parties	(81,930)	(6,590)
Other receivables	(2,574)	11,726
Inventories	(978,661)	(4,077,273)
Prepayments	(90,475)	(79,427)
Other current assets	(852,806)	(143,907)
Incremental costs of obtaining contracts	(139,446)	(474,307)
Other operating assets	215,381	(122,271)
Contract liabilities	2,214,181	4,877,680
Notes payable	(79,406)	75,123
Accounts payable	544,973	28,785
Accounts payable to related parties	(1,468)	1,296
Other payables	197,514	55,361
Other current liabilities	(9,073)	102,279
Cash generated from operations	6,327,788	4,200,027
Interest received	59,985	48,958
Income tax paid	(409,215)	(722,393)
Net cash generated from operating activities	5,978,558	3,526,592
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from sale of financial assets at fair value through other comprehensive income	180,049	157,396
Acquisition of investments accounted for using equity method	(147,000)	-
Increase in prepayments for investments	(400,000)	-
Payments for property, plant and equipment	(143,949)	(252,391)

(Continued)

CATHAY REAL ESTATE DEVELOPMENT CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED DECEMBER 31, 2025 AND 2024 (In Thousands of New Taiwan Dollars)

	2025	2024
Proceeds from disposal of property, plant and equipment	7,479	79,089
Payments for intangible assets	(38,991)	(19,734)
Decrease in other non-current assets	113,167	207,173
Dividends received	<u>271,193</u>	<u>196,046</u>
Net cash generated from investing activities	<u>(158,052)</u>	<u>367,579</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase in short-term borrowings	714,600	2,749,800
Increase (decrease) in short-term bills payable	1,624,235	(1,740,795)
Proceeds from long-term borrowings	6,531,873	7,043,674
Repayments of long-term borrowings	(12,440,000)	(7,691,691)
Repayments of the principal portion of lease liabilities	(463,434)	(439,593)
(Decrease) increase in other non-current liabilities	(1,359)	18,678
Distribution of cash dividends	(1,152,274)	(1,159,561)
Interest paid	(1,014,531)	(1,021,758)
Changes in non-controlling interests	(88,960)	64,439
Other financing activities	<u>(3,046)</u>	<u>(9,568)</u>
Net cash used in financing activities	<u>(6,292,896)</u>	<u>(2,186,375)</u>
NET (DECREASE) INCREASE IN CASH AND CASH EQUIVALENTS	(472,390)	1,707,796
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	<u>6,775,388</u>	<u>5,067,592</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>\$ 6,302,998</u>	<u>\$ 6,775,388</u>

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

(Concluded)

(2) Acknowledgement of Proposal for 2025 Earnings Distribution.

[Proposed by the Board of Directors]

Explanation:

1. The Company's 2025 Earnings Distribution, according to Article 27 of the Articles of Incorporation, is scheduled to distribute NT\$ 1.2 cash dividend per share, and the undistributed profit from the most recent years shall be distributed first. With regards to the above cash dividend distribution, the total dividend distributed to the individual shareholders shall be rounded up to the nearest "yuan," and the difference shall be treated as company expense.
2. Upon resolution at the annual meeting of the shareholders, the board of directors is authorized to set the ex-dividend date and adjust the dividend yield based on actual circumstances.
3. For table of Earnings Distribution please refer to page 31 of this handbook.

Resolution:

Cathay Real Estate Development Co., Ltd.
Earnings Distribution Table of the 2025

Unit: NT\$ Dollar

Item	Amount
Retained earnings at the beginning	7,867,697,891
Add: Net income of 2025	3,282,060,312
Less: Changes in equity of associates and joint ventures accounted for using equity method	(32,512,667)
Less: Legal reserves	(324,954,765)
Distributable earnings	10,792,290,771
Distributable items:	
Shareholders' dividends - Cash	1,391,473,271
Unappropriated retained earnings	9,400,817,500
<p>Note: For the Earnings Distribution, NT\$ 1.2 cash dividend is to be distributed per share, where undistributed earnings from the most recent years shall be distributed first.</p>	

Chairman: Ching-kuei Chang

President: Hung-Ming Lee

Chief Accountant: Yi-Chun Chang

3. Matters for Discussion and Election

(1) Discussion on the amendment of the Company's Procedures for Lending Funds and Making Endorsements/Guarantees

[Proposed by the Board of Directors]

Explanation:

1. In response to the expansion of the Company's business operations and to ensure consistency in the terminology used in the operational procedures, it is proposed to amend the Company's Procedures for Lending Funds and Making Endorsements/Guarantees.
2. For the amendment comparison table, please refer to pages 33-34 of this handbook.

Resolution:

Cathay Real Estate Development Co., Ltd.
Comparison Table of Amendments to the Procedures for
Lending Funds and Making Endorsements and
Guarantees

Amended Articles	Current Articles	Explanation
<p>Article 15 The Company's evaluation standards and limits for endorsements and guarantees:</p> <ol style="list-style-type: none"> 1. The total amount of endorsements and guarantees provided by the Company and its subsidiaries shall not exceed <u>120%</u> of the Company's net worth. 2. The amount of endorsements and guarantees provided by the Company to a <u>single enterprise</u> shall not exceed <u>60%</u> of the Company's net worth. The total amount of endorsements and guarantees provided by the Company and its subsidiaries to a <u>single enterprise</u> shall not exceed <u>60%</u> of the Company's net worth. 3. For endorsements and guarantees provided by the Company to a 	<p>Article 15 The Company's evaluation standards and limits for endorsements and guarantees:</p> <ol style="list-style-type: none"> 1. The total amount of endorsements and guarantees provided by the Company and its subsidiaries shall not exceed <u>60%</u> of the Company's net worth. 2. The amount of endorsements and guarantees provided by the Company to a <u>single company</u> shall not exceed <u>30%</u> of the Company's net worth. The total amount of endorsements and guarantees provided by the Company and its subsidiaries to a <u>single company</u> shall not exceed <u>30%</u> of the Company's net worth. 3. For endorsements and guarantees provided by the Company to a <u>single company</u> due 	<ol style="list-style-type: none"> 1. In response to the Company's business expansion, the relevant limits for endorsements and guarantees have been amended. 2. Changed "single company" to "single enterprise" to ensure consistency in the terminology of the procedures.

Amended Articles	Current Articles	Explanation
<p><u>single enterprise</u> due to business relationships, in addition to being subject to the aforementioned regulations, the amount shall not exceed the business transaction amount between the two parties. The term 'business transaction amount' refers to the higher of the purchase or sales amount between the two parties.</p>	<p>to business relationships, in addition to being subject to the aforementioned regulations, the amount shall not exceed the business transaction amount between the two parties. The term 'business transaction amount' refers to the higher of the purchase or sales amount between the two parties.</p>	
<p>Article 29 These procedures were established on June 14, 2013, and the 1st amendment was made on June 8, 2016, 2nd amendment was made on June 8, 2018, 3rd amendment was made on June 14, 2019, 4th amendment was made on June 13, 2025 , <u>5th amendment was made on June 12, 2026.</u></p>	<p>Article 29 These procedures were established on June 14, 2013, and the 1st amendment was made on June 8, 2016, 2nd amendment was made on June 8, 2018, 3rd amendment was made on June 14, 2019, 4th amendment was made on June 13, 2025.</p>	<p>Added the establishment and amendment history of the procedures to facilitate the future disclosure of revised information.</p>

(2) Election of the Company's directors for the 21st term

[Proposed by the Board of Directors]

Explanation:

1. The current directors of the Company shall end their terms of office on 8 June 2026, and an election shall be held during the Annual Meeting of Shareholders on 12 June of this year.
2. According to the provisions of Article 17, the Articles of Incorporation, the board shall consist 9 to 15 directors (including at least 3 independent directors), and an Audit Committee shall be formed by independent directors. According to practical needs, 9 directors (including 3 independent directors) shall be elected for the 21st Board of Directors.
3. Directors elected for the 21st Board of Directors shall immediately take office upon election for a term of 3 years. The term shall begin on 12 June 2026 and end on 11 June 2029.
4. We would like to call for the 21st election of Board of Directors. The list of candidates has been reviewed by current Board of Directors and documented. For candidate's information, please refer to pages 36-39. We hereby propose for election.

Election Results:

Candidates of the Directors and the Independent Directors
Profile for the 21st term

Title	Name/Gender	Education / Experience
Director	He Xin Industrial Co., Ltd. Representative: Ching-Kuei Chang	Feng Chia University (Bachelor of Architecture) Chairman : Cathay Real Estate Development Co., Ltd. ∙ Cathay Real Estate Management Co., Ltd. ∙ Cathay Healthcare Management Co., Ltd. ∙ Cymbal Medical Network Co., Ltd ∙ Cymlin Co., Ltd. ∙ Cathay Real Estate Culture & Education Foundation. Supervisor : Taiwan Real Estate Management Co., Ltd.
	Male	Number of shares held : 22,000,000
Director	He Xin Industrial Co., Ltd. Representative: Wen-Kai Kuo	Soochow University (Bachelor of Business Mathematics) Vice President : Cathay Life Insurance Co., Ltd. Director : Cathay Industrial Research and Design Center Co. Ltd. ∙ Nankang International No.1 Co., Ltd. ∙ Nankang International No.2 Co., Ltd. ∙ Lin Yuan Property Management Co., Ltd. Chairman and President : Lin Yuan Shanghai Real Estate Co., Ltd. Director and Executive Director : Cathay Woolgate Exchange Holding 1 Limited ∙ Cathay Woolgate Exchange Holding 2 Limited Executive Director : Cathay Walbrook Holding 1 Limited ∙ Cathay Walbrook Holding 2 Limited
	Male	Number of shares held : 22,000,000

Title	Name/Gender	Education / Experience
Director	Zhensheng Industrial Co., Ltd. Representative: Chung-Yan Tsai	San Francisco State University (Master of Public Administration , MPA) Director and Senior Vice President : Cathay Real Estate Development Co., Ltd. Vice Chairman : Cathay Healthcare Management Co., Ltd. Director : Cathay Financial Holdings Co., Ltd. 、 Cathay Life Insurance Co., Ltd. 、 Cymbal Medical Network Co., Ltd. 、 Cymlin Co., Ltd. 、 Cathay Real Estate Culture & Education Foundation Vice President : Liang Ting Industrial Co., Ltd.
	Male	Number of shares held : 17,500,000
Director	Zhensheng Industrial Co., Ltd. Representative: Chung-Chang Chu	York University(Master of Business Administration , MBA) Chairman : May Foong Woolen & Worsted Textile Mill Co., Ltd. 、 May Foong Development Co., Ltd. Director : Cathay Life Insurance Co., Ltd. 、 Cathay Real Estate Development Co., Ltd.
	Male	Number of shares held : 17,500,000

Title	Name/Gender	Education / Experience
Director	Employee Welfare Committee of Cathay Real Estate Development Co., Ltd. Representative: Chin-Liang Lin	National Cheng Kung University(Bachelor of Architecture) Director and Senior Vice President : Cathay Real Estate Development Co., Ltd. Director : Cathay Real Estate Management Co., Ltd. ∙ Cathay Hospitality Management Co., Ltd. ∙ Cathay Hospitality Consulting Co., Ltd. ∙ Cathay Food & Beverage Group Co., Ltd. ∙ Nankang International No.1 Co., Ltd. ∙ Nankang International No.2 Co., Ltd. ∙ Symphox Information Co., Ltd. ∙ Xiangyang Realty Co., Ltd. ∙ Cathay Charity Foundation Chairman and President : Jinhua Realty Co., Ltd. ∙ Bannan Realty Co., Ltd. ∙ Sanchong Realty Co., Ltd. ∙ Zhulun Realty Co., Ltd.
	Male	Number of shares held : 2,754,800
Director	Cathay Charity Foundation Representative: Wan-Hua Chuang	University Of Surrey (Bachelor of International Hospitality Management) Director and President : Cathay Hospitality Management Co., Ltd. ∙ Cathay Hospitality Consulting Co., Ltd. ∙ Cathay Food & Beverage Group Co., Ltd. Director : Cathay Real Estate Development Co., Ltd. ∙ Cathay Real Estate Culture & Education Foundation
	Female	Number of shares held : 5,941,332

Title	Name/Gender	Education / Experience
Independent Director	Tsu-Kang Yu	Chinese Culture University (Bachelor of Business Administration) Chairman : Union Group Corporation 、 Union Electric Corporation 、 Tzu Feng Cultural Educational Foundation Director : Lung Hwa University of Science and Technology 、 Feng Yuan Education Foundation 、 Sinox Co., Ltd. Independent Director : Cathay Real Estate Development Co., Ltd.
	Male	Number of shares held : 0
Independent Director	Li-Kun Lee	Chinese Culture University (Bachelor of law) Director : Health Care Foundation Independent Director : Cathay Real Estate Development Co., Ltd.
	Male	Number of shares held : 0
Independent Director	Yi-Fung Chen	USC Marshall School of Business Director : DDROOM International Co., Ltd. Supervisor : GloriDomain International Co., Ltd. 、 Ample Hope Investment Co., Ltd.
	Male	Number of shares held : 0

(3) Proposal for releasing the prohibition on the Company's 21st board of directors from participation in competitive business

[Proposed by the Board of Directors]

Explanation:

1. In accordance with Article 209 of the Company Act, a director who does anything for himself/herself or on behalf of another person that is within the scope of the company's business, shall obtain approval from the shareholders' meeting.
2. The Company's directors who are involved in other companies' operations which are the same or similar to the scope of our company's business, shall according to Article 209 of the Company Act, obtain approval from the shareholders' meeting. It is proposed that if the Company director is elected, his/her prohibition from participation in competitive business (details as follows) be released, and the earnings prior to the release will not be deemed to be earnings of the company.

Resolution:

Director	Company where position is held concurrently	Positions
Ching-Kuei Chang	Cathay Healthcare Management Co., Ltd.	Chairman
	Taiwan Real Estate Management Co., Ltd.	Supervisor
Wen-Kai Kuo	Nankang International No.1 Co., Ltd. Nankang International No.2 Co., Ltd.	Chairman
Chung-Yan Tsai	Cathay Life Insurance Co., Ltd. Cathay Financial Holdings Co., Ltd.	Director
	Cathay Healthcare Management Co., Ltd.	Vice Chairman
	Liang Ting Industrial Co., Ltd.	Vice President
Chung-Chang Chu	May Foong Woolen & Worsted Textile Mill Co., Ltd. May Foong Development Co., Ltd.	Chairman
	Cathay Life Insurance Co., Ltd.	Director
Chin-Liang Lin	Nankang International No.1 Co., Ltd. Nankang International No.2 Co., Ltd. Symphox Information Co., Ltd.	Director
	Jinhua Realty Co., Ltd. Bannan Realty Co., Ltd. Sanchong Realty Co., Ltd. Zhulun Realty Co., Ltd.	Chairman and President
	Xiangyang Realty Co., Ltd.	Director

Independent Director	Company where position is held concurrently	Positions
Tsu-Kang Yu	Union Group Corporation Union Electric Corporation	Chairman
	Sinox Co., Ltd.	Director
Yi-Fung Chen	DDROOM International Co., Ltd	Director
	GloriDomain International Co., Ltd. Ample Hope Investment Co., Ltd.	Supervisor

Appendix 1

Cathay Real Estate Development Co., Ltd., Articles of Incorporation

Chapter 1 General Provisions

Article 1

The Company shall be named Cathay Real Estate Development Co., Ltd. ("Cathay Real Estate" in short) in accordance with the provisions of Company Limited by Shares in the Company Act.

Article 2

The Company's business scopes are as follows:

1. F208031 Retail Sale of Medical Equipment.
2. F301010 Department Stores.
3. G101041 Passenger Car Rental and Leasing.
4. G202010 Parking Garage Business.
5. H701010 Residence and Buildings Lease Construction and Development.
6. H701020 Industrial Factory Buildings Lease Construction and Development.
7. H701040 Specialized Field Construction and Development.
8. H701050 Public Works Construction and Investment.
9. H701060 New County and Community Construction and Investment.
10. H701070 Land Levy and Delimit.
11. H701080 Reconstruction within the renewal area.
12. H701090 Renovation, or maintenance within the renewal

area.

13. H702010 Construction Management.
14. H703090 Real Estate Commerce.
15. H703100 Real Estate Rental and Leasing.
16. I103060 Management Consulting Services.
17. I199990 Other Consultancy.
18. ZZ99999 All business items that are not prohibited or restricted by operation acts, except those that are subject to approval.

The operations of the above businesses shall be conducted in accordance with the relevant laws and regulations.

Article 3

The Company may provide endorsements and guarantees due to business requirements.

Article 4

The Company's total reinvestment amount is not restricted by the reinvestment ratio as stipulated in Article 13 of the Company Act.

Article 5

The main office (headquarters) of the Company shall be established in Taipei City, and branches may be established in other appropriate places where necessary, and its setup, closure or change shall be approved by the board of directors.

Article 6

The Company's public notice shall be handled in accordance with the Company Act and other relevant laws and

regulations.

Chapter 2 Shareholdings

Article 7

The registered capital of the Company is NT\$20 billion, divided into 2 billion shares with a par value of NT\$10. The board of directors is authorized to issue the shares in installments.

When the Company issues new shares and legally reserves shares for employee subscription, the employees who may subscribe to the shares include employees of subsidiaries who meet certain conditions.

Article 8

The Company's shares are issued as registered share certificates, signed or sealed by the directors of the company represented, affixed with the Company's stamp, and duly authenticated by the competent authority or certifying institution appointed by the competent authority.

For the above publicly issued registered shares, the Company may print consolidated share certificates or be exempted from printing any share certificates. However, share certificates shall be placed under the custody of a centralized securities custody enterprise. The same applies for other securities issued.

Article 9

The Company's stock affairs shall be handled in accordance with the Regulations Governing the Administration of

Shareholder Services of Public Companies and other relevant laws and regulations, except as otherwise stated in the Articles of Incorporation.

Article 10

Transfer of the Company's shares is suspended within 60 days before the convening date of the annual shareholders meeting, within 30 days before the special shareholders meeting, and within five days before the date of allocation of dividends and bonuses or other benefits decided by the Company.

Chapter 3 Shareholders Meeting

Article 11

Shareholders' meetings of the Company are divided into regular and ad hoc meetings, both of which are convened by the Board of Directors according to law, except as otherwise provided by law. Regular meetings are convened within six months after each fiscal year ends. Ad hoc meetings are convened according to law when necessary.

The Company may hold a shareholders' meeting by video or other means announced by the central authority.

If a shareholders' meeting is held by video, shareholders attending by video shall be deemed to attend the meeting in person.

Article 12

The Company's shareholders meeting shall be convened by the board of directors, and chaired by the Chairman of the Board.

For a shareholders meeting convened by any other person having the convening right, he/she shall act as the Chair of that meeting. However, if there are two or more persons having the convening right, the Chair of the meeting shall be elected from among them.

Article 13

A shareholder of the Company shall have one voting right for each share in his/her/its possession.

Restrictions to the exercise of the above voting rights shall be in accordance with the Company Act and relevant laws and regulations.

Article 14

A shareholder who is unable to attend the shareholders meeting, may appoint a proxy to attend by executing a power of attorney printed by the company, five days before the shareholders meeting, stating the scope of power authorized by the proxy. A shareholder may only execute one power of attorney and appoint one proxy only, except for trust enterprises or stock agencies approved by the competent authority. When a person acts as proxy for two or more shareholders concurrently, the number of voting rights represented by him/her shall not exceed 3% of the total number of voting shares of the company, otherwise, the portion of excessive voting power shall not be counted. When the government or a juristic person is a shareholder, its proxy shall not be limited to one person, provided that the voting right that may be exercised shall be calculated on the basis of

the total number of voting shares it holds.

Article 15

Resolutions at a shareholders meeting shall, unless otherwise provided in the Company Act, be adopted by a majority vote of the attending shareholders, who represent more than one-half of the total number of voting shares.

Article 16

Matters relating to the resolutions of a shareholders meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the Chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting.

The preparation and distribution of the minutes of shareholders meetings as required in the preceding Paragraph may be effectuated by electronic means or public notice.

Chapter 4 Board of Directors

Article 17

The Company's Board of Directors is to be formed by nine to fifteen directors, there shall be no less than one director of a different gender, comprised of at least three independent directors, and the number shall not be less than one-third of the board seats. The members shall be elected from among the shareholders with disposing capacity.

If the Company violates the provisions of the preceding paragraph, or a director is dismissed for any reason, resulting in less than five directors, the Company shall re-elect or supplement the election at the next shareholders meeting.

However, if the number of vacancies equals to one third of the total number of directors prescribed in the first paragraph or if all independent directors are dismissed, the Company shall convene a special shareholders meeting to elect succeeding directors within sixty days from the date of occurrence. In the case when the chairman of the board and the president of the Company are the same person or are spouses or relatives of the first-degree, the number of independent directors shall not be less than four.

The election of the Company's directors utilizes a candidate nomination system, where shareholders elect the directors from the nominees list during the shareholders meeting. The nomination and election methods shall be in accordance with the Company Act, Securities and Exchange Act and relevant laws and regulations. Assessment of independent directors' professional qualifications, shareholdings and sideline restrictions, independence and other compliance matters shall be handled in accordance with the relevant laws and regulations.

The Company's Audit Committee shall be formed by all independent directors in accordance with Article 14-4 of the Securities and Exchange Act. Members of the Audit Committee, execution of power and authority, and other compliance matters, shall be conducted in accordance with the relevant laws and regulations or the Articles of Incorporation, and its Corporate Charter shall be established by the Board of Directors.

Article 18

The term of office of a director is three years, and he/she may be eligible for re-election. In case no election of new directors is effectuated after expiration of the term of office of existing director, the out-going directors have been elected and assumed their office.

The consecutive terms of all independent directors of the Company shall not exceed three terms. If the aforementioned regulations are violated, the re-election or by-election shall be held at the most recent shareholders meeting.

The Board of Directors is authorized to issue compensation to the Company's directors (including independent directors) for their term in office, by referencing the Company's business status and industry standards.

The Company may, by resolution of the Board of Directors, purchase liability insurance for its directors or important employees during their term of duty, for compensation they are liable to during their performance of duties, according to the law.

The Board of Directors may authorize the Chairman of the Board to handle the amount and renewal of the liability insurance.

Article 19

Three managing directors may be elected by all directors, and the managing directors are to elect one person among themselves as the Chairman of the Board, and one person may be elected as Vice Chairman where necessary. In case no managing directors have been elected, a Chairman of the

Board shall be elected by a majority vote among the attending directors at a meeting attended by over two-thirds of the directors, and a Vice Chairman may be elected where necessary.

In case the Company has managing directors, at least one managing director shall be an independent director, and the number shall not be less than one-fifth of the total number of managing directors.

Article 20

The Chairman of the Board shall internally preside over the shareholders meeting, meeting of the board of directors, and meeting of the managing directors, and shall externally represent the Company. In case the Chairman of the Board is on leave or unable to exercise his power and authority for any cause, the Vice Chairman shall act on his behalf. In case there is no Vice Chairman, or the Vice Chairman is on leave or unable to exercise his power and authority for any cause, the Chairman of the Board shall designate one of the managing directors to act on his behalf. Where there are no managing directors, one of the directors shall be designated to act on his behalf. In the absence of such a designation, the managing directors or the directors shall elect from among themselves an acting Chairman of the Board.

Article 21

The directors shall attend the meetings of the board in person. If he/she is unable to attend in person, unless otherwise provided in the Company Act, he/she may execute a power of

attorney and state therein the scope of authority with reference to the subjects to be discussed at the meeting, by delegating other directors to attend on his/her behalf, but this is only limited to one director.

The convening notice for the above, including the meeting information, shall be given in the written and/or electronic form.

If the meeting of the board of directors is conducted by video conference, the directors participating in the video conference shall be deemed to have attended the meeting in person.

Article 22

The power and authority of the Board of Directors are as follows:

1. Approval of the Corporate Charter.
2. Decisions regarding business policies.
3. Review of financial reports.
4. Preparation of profit distribution and deficit compensation.
5. Preparation of capital increases and reductions, and resolution of shares or corporate bonds issuances.
6. Purchase, sale, split, exchange, property rights settlements and all other disposals of immovable properties.
7. Establishment of functional committees and the establishment and amendment of the Corporate Charter.
8. Power and authority authorized by the law, Articles of Incorporation or resolutions of the shareholders meetings.

Article 23

Resolutions of the board of directors shall be recorded in the

board meetings minutes, and signed or sealed by the Chair and kept at the Company.

Article 24

Unless otherwise provided in the Company Act, resolutions of the board of directors shall be adopted by a majority of the directors at a meeting attended by a majority of the directors.

Chapter 5 Manager

Article 25

The Company may have managers, whose appointment, dismissal and remuneration shall be handled in accordance with the Company Act and relevant regulations.

Chapter 6 Accounting

Article 26

The Company's fiscal year is from 1 January to 31 December for each year. When the fiscal year has closed, the board of directors shall prepare the following statements, and present these sataements at the shareholders meeting for approval according to the regulations.

1. Business report.
2. Financial statements.
3. Proposals of profit distribution or deficit compensation.

Article 27

The Company is moving towards diversified investments to increase profitability in response to changing economic conditions and market environments. After consideration for

future capital requirements and long-term financial planning, the Company's dividend policy follows a residual dividend policy, aiming for steady growth and sustainable operations.

If there is a surplus in the fiscal year, the Company shall set aside a percentage between 0.1% and 1% as employees' compensation,(of which no less than fifty percent shall be distributed to non-executive employees, and the remainder shall be distributed to executive employees) and no more than 1% as directors' compensation. However, the Company's accumulated losses, if any, shall first be covered.

If there is a surplus after the fiscal year closes, besides paying taxes according to the law, the Company shall first offset its previous years' losses, and set aside legal reserve. After adding the remaining balance (hereinafter referred to as "surplus for the current year") to the beginning undistributed surplus, and the special surplus reserved in accordance with laws and regulations, shall be the distributable profit. The Board of Directors shall formulate a surplus distribution proposal in accordance with the Company's operational planning and submit it at the shareholders meeting for resolution on the distribution of dividends or retention.

Based on the Company's operational planning and capital investment, as well as taking into account shareholders' cash dividends requirements, and avoid over expansion of share capital, profit is to be first distributed in a form of cash dividend, followed by stock dividend. However, the total dividend distribution shall not be less than 20% of the "current year's surplus profits", and the cash dividend distribution shall not be less than 50% of the total dividend

distribution.

In accounting special surplus reserves mentioned above, an amount equal to the sum of current net profit after tax and other items shall be accounted as current undistributed earnings in respect of the net decrease in other equity of the current period. If the special surplus reserves are still insufficient for distribution, the prior undistributed earnings shall be accounted for such difference. Only when the special surplus reserves are still insufficient for distribution after an amount of prior undistributed earnings equal to the net prior cumulative decrease in other equity is accounted as special surplus reserves will the sum of the current net profit after tax and other items be included in the undistributed earnings.

Chapter 7 Supplementary Provisions

Article 28

Matters not covered in the Articles of Incorporation shall be handled in accordance with the Company Act and other relevant laws and regulations.

Article 29

The Articles of Incorporation were established on 14 September 1964, and the 1st amendment was made on 27 February 1965, the 2nd amendment on 30 March 1966, the 3rd amendment on 20 April 1967, the 4th amendment on 6 June 1969, the 5th amendment on 25 May 1970, the 6th amendment on 6 May 1971, the 7th amendment on 19 May 1972, the 8th amendment on 7 May 1973, the 9th amendment on 17 May 1974, the 10th amendment on 30 May 1975, the

11th amendment on 14 May 1976, the 12th amendment on 21 April 1978, the 13th amendment on 16 May 1980, the 14th amendment on 22 May 1981, the 15th amendment on 27 May 1983, the 16th amendment on 25 May 1984, the 17th amendment on 24 May 1985, the 18th amendment on 23 May 1986, the 19th amendment on 2 May 1987, the 20th amendment on 20 May 1988, the 21st amendment on 26 May 1989, the 22nd amendment on 25 May 1990, the 23rd amendment on 17 May 1991, the 24th amendment on 22 May 1992, the 25th amendment on 14 May 1993, the 26th amendment on 20 May 1994, the 27th amendment on 26 May 1995, the 28th amendment on 24 May 1996, the 29th amendment on 23 May 1997, the 30th amendment on 22 May 1998, the 31st amendment on 19 May 1999, the 32nd amendment on 19 May 2000, the 33rd amendment on 24 May 2001, the 34th amendment on 16 May 2002, the 35th amendment on 22 May 2003, the 36th amendment on 14 May 2004, the 37th amendment on 10 June 2005, the 38th amendment on 19 June 2009, the 39th amendment on 10 June 2011, the 40th amendment on 15 June 2012, the 41st amendment on 14 June 2013, the 42nd amendment on 6 June 2014, the 43rd amendment on 8 June 2016, the 44th amendment on 8 June 2018, the 45th amendment on 11 June 2021, the 46th amendment on June 17, 2022, and the 47th amendment on June 14, 2024, and the 48th amendment on June 13, 2025.

Appendix 2

Cathay Real Estate Development Co., Ltd., Rules of Procedure for Shareholder Meetings

Article 1 (Basis and Regulatory Compliance)

To establish good governing system of shareholder meetings, build solid supervision functions and enhance management functions, the Rules which are established according to Article 5 of Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies, shall be followed. The rules of procedures for the Company's shareholder meetings, except when otherwise provided by laws and regulations or the Articles of Incorporation, shall be as provided in these Rules.

Article 2 (Convening and Meeting Notices of Shareholders' Meetings)

The Company's shareholders' meetings are convened by the Board of Directors, except as otherwise provided by law.

The change of the means to hold the Company's shareholders' meetings shall be resolved by the Board of Directors and made at the latest before the meeting notice of the shareholders' meeting is sent.

Where the Company holds a video shareholders' meeting, the following matters shall be recorded in the convening notice of the shareholders' meeting:

1. Methods for Shareholders to participate in the video meeting and exercise rights.
2. Methods to treat obstacles on the video meeting platform or

for participation by video conferencing due to natural disasters, incidents or other force majeure events.

Article 3 (Entrusted to Attend Shareholders' Meetings)

A shareholder may appoint a proxy to attend a shareholders meeting on his/her/its behalf by executing a power of attorney notice printed by the Company stating the scope of power authorized by the proxy.

A shareholder may only execute one power of attorney notice and appoint one proxy only, and shall serve such written proxy to the company no later than five days prior to the date of the shareholders' meeting. In case two or more written proxies are received from one shareholder, the first one received by the Company shall prevail, unless an explicit statement to revoke the previous written proxy is made in the proxy which comes later.

After the Power of Attorney is delivered to the Company, where a shareholder intends to attend the shareholders' meeting in person or by video conferencing or intends to exercise the voting right in written or electronic form, a written notice of revoking entrustment shall be made to the Company two days before the shareholders' meeting is held; in the event of delayed revocation, the voting right exercised by the proxy shall prevail.

Article 4 (Place and Time of Shareholders' Meetings)

The place for convening a shareholders meeting shall be held inside the premises of the Company, or any other place convenient for the shareholders, and suitable for holding of the

said meeting. The time for commencing the said meeting shall not be earlier than 9 am or later than 3 pm.

The Company convenes video shareholders' meetings without limitation by the place for convening referred to in the foregoing paragraph.

Article 5 (Attending Shareholders' Meetings)

The Company shall clearly state the shareholders reporting time, venue and any other matters to be noted.

Shareholders shall attend a shareholders meeting by presenting an attendance card, sign-in card or other identity document. The Company shall not request additional supporting documents from the shareholders to attend the meeting.

The proxy shall bring his/her identification document for verification. The Company shall prepare an attendance book for shareholders to sign in, or the shareholder present may hand in an attendance card in lieu of signing the attendance book.

The Company shall furnish attending shareholders with the meeting agenda book, annual report, attendance card, speaker's slip, voting slip, and other meeting materials when holding substantive shareholders' meetings. Where there is an election of Directors, a voting ballot shall also be furnished. The meeting agenda book and meeting supplementary data shall be transmitted to the video meeting platform by electronic archives where a video assisted shareholders' meeting or video shareholders' meeting is held.

When the government or a juristic person is a shareholder, it

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

Shareholders shall register with the Company two days before the shareholders' meeting is held where the shareholders' meeting is held by video and shareholders tends to attend it by video conferencing.

Article 6 (Chair and Attendees of the Annual Meeting of Shareholders)

Convening of shareholders meeting shall be conducted by the Chair in accordance with Article 182-1, Article 208 of the Company Act or other relevant laws and regulations.

The Company may designate its lawyer, certified public accountant or other relevant persons to attend the shareholders meeting.

Shareholders meeting convened by the board of directors, shall be attended by majority of the board of directors and at least one representative from the functional committee required by the Securities and Exchange Act, and the attendance shall be recorded in the shareholders meeting minutes.

Article 7 (Evidence of Process of Shareholders' Meeting)

The Company shall document the shareholders meeting by audio or video, and the recorded materials shall be retained for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recordings

shall be retained until the conclusion of the litigation.

Where the Company's shareholders meeting is held by video, the registration, check-in, report for duty, questioning, voting and company vote counting results of shareholders shall be recorded and kept, and the video meeting shall be continuously recorded and video recorded, and shall be properly stored during the existence of the Company.

Article 8 (Calculation of the Number of Shares Representing Shareholders Present at the Shareholders' Meeting and Commencement of Meeting)

Attendance at a shareholders meeting shall be calculated based on the numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the signature book or sign-in cards handed in and the number of shares reported on the video meeting platform, plus the number of shares whose voting rights are exercised by written or electronic form.

The Chair shall immediately announce the commencement of the meeting at the meeting time.

and at the same time, the number of shares in attendance shall be announced. However, when the attending shareholders do not represent a majority of the total number of issued shares, the Chair may announce a postponement. The postponement of the said meeting shall be limited to two times, and the total time postponed shall not exceed one hour. If the attending shareholders still represent not more than one-third of the total number of issued shares after two postponements, the Chair shall declare the meeting adjourned; if the shareholders'

meeting is held by video, the Company shall announce the meeting adjourned on the video meeting platform for the shareholders' meeting.

If a quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent more than one-third of the total number of issued shares, a tentative resolution may be adopted pursuant to Item I, Article 175 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be held within 1 month; shareholders shall register with the Company again where the shareholders' meeting is held by video and shareholders tend to attend by video conferencing.

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

Article 9 (Agenda Discussions)

If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. The relevant proposals (including extempore motions and alteration of the original proposals) shall be voted case by case.

The provisions of the preceding paragraph apply to a shareholders meeting convened by a party with the power to convene, other than the board of directors.

The Chair shall not declare the meeting adjourned without

resolution by shareholders if the proposals arranged in the above two paragraphs have not been resolved. If the Chair declares the meeting adjourned in violation of the rules of procedures, other members of the board of directors shall promptly assist the attending shareholders in electing a new Chair according to statutory procedures, by agreement of a majority of the votes represented by the attending shareholders, and continue the meeting.

When the Chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the Chair may announce the discussion closed and call for a vote, and decide on the voting pattern and sequence with proper amount of time for voting.

Article 10 (Shareholders' Speech)

A shareholder wishing to speak in a shareholders meeting shall first fill out a slip, specifying therein the major points of his speech, his/her shareholder account number (or attendance card number) and his/her name, and the Chair shall determine the order for speaking.

A shareholder who submits his/her slip for a speech but does not actually speak shall be considered as not having given a speech. If the content of that speech differs from that specified on the slip, the content of the speech shall prevail.

A shareholder shall not speak more than two times for one proposal, unless he/she has obtained prior consent from the Chair, and each speech shall not exceed five minutes. If a shareholder violates the above provisions or his speech exceeds the scope of the motion, the Chair may terminate the

speech.

When a shareholder is giving a speech, the other shareholders shall not interrupt unless they have obtained prior consent from the Chair and the said shareholder, and the Chair shall prevent such violations.

If a juristic person shareholder designates two or more representatives at the shareholders meeting, only one representative may speak on the same proposal.

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

Where a shareholders' meeting is held by video, shareholders attending by video conferencing may raise questions by words on the video meeting platform for the shareholders' meeting after the Chair declares the meeting commencing and before the Chair declares the meeting closed. The number of questions for each proposal shall not exceed twice, each limited by two hundred characters, which does not apply the provisions of Items I - V.

Where the questions mentioned in the preceding paragraph do not violate or exceed the scope of proposal, the Company may disclose the questions on the video meeting platform for shareholders' meetings.

Article 11 (Calculation of Voting Shares and Recusal System)

Voting and resolution at the Company's shareholders meetings shall be in accordance with Article 177, Article 178, and Article 180 of the Company Act or other relevant laws and regulations.

Article 11-1 (Voting, Monitoring and Vote Calculation Method for Proposals)

A shareholder shall be entitled to one vote for each share held, except when the shares are deemed non-voting shares under Article 179, Paragraph 2 of the Company Act.

When the Company holds a shareholders meeting, it shall list electronic means as one of the ways to exercise voting rights, and may adopt written means to exercise its voting rights. When voting rights are exercised by written or electronic means, the method of exercise shall be specified in the shareholders meeting notice. A shareholder exercising voting rights by written or electronic means will be deemed to have attended the meeting in person. However, amendments to the provisional topic and original proposal at this shareholders' meeting shall be deemed waiver. Therefore, amendments to the provisional topic and original proposal shall be better avoided.

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

After a shareholder has exercised voting rights by written or electronic means, in the event the shareholder intends to attend the shareholders meeting in person, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made, by the same means which

the voting rights were exercised, 2 days before the date of the shareholders meeting. If the notice of retraction is submitted after the stipulated time, the voting rights already exercised by written or electronic means shall prevail. When a shareholder has exercised voting rights both by written or electronic means, and appointed a proxy to attend a shareholders meeting, the voting rights exercised by the proxy in the meeting shall prevail.

Except when otherwise provided in the Company Act and in the Company's Articles of Incorporation, resolutions shall require a majority of the voting rights from the attending shareholders to pass. At the time of a vote, the Chair or designated person shall first announce the total number of voting rights represented by the attending shareholders for each proposal, followed by a poll of the shareholders. The voting results shall be entered into the Market Observation Post System (MOPS).

When there is an amendment or an alternative to a proposal, the Chair shall present the amended or alternative proposal together with the original proposal, and decide the order in which they will be put to a vote. When any one among them is passed, the other proposals will then be deemed rejected and no further voting shall be required.

Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the Chair and the monitoring personnel shall be shareholders of the Company.

Vote counting for proposals or elections in a shareholders meeting shall be conducted in public at the place of the shareholders meeting. Immediately after the vote counting has

been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote.

When the Company holds a shareholders' meeting by video, shareholders participating by video conferencing shall vote on various proposals and election proposals through the video meeting platform before the Chair announces the close of voting, and shall be deemed as waiver if overdue.

Where a shareholders' meeting is held by video, the votes shall be counted at one time after the Chair announces the close of voting, and the voting and election results shall be announced.

When the Company holds a video assisted shareholders' meeting, shareholders who have registered to attend shareholders' meeting by video conferencing and intend to attend the substantive shareholders' meeting in person shall revoke registration in the way same as registration two days before the shareholders' meeting is held; in the event of delayed revocation, they can only attend the shareholders' meeting by video conferencing.

Those who exercise the voting right in written or electronic form, have not revoked their declaration of will and participate in the shareholders' meeting by video conferencing shall not exercise the voting right to the original proposal, amend the original proposal or exercise the voting right to amendments to the original proposal.

Article 12 (Elections)

The election of directors at a shareholders' meeting shall be held in accordance with the applicable election and

appointment rules of the Company, and the voting results shall be announced on-site immediately, including then names of those elected as directors and the numbers of votes with which they were elected as well as the names and the number of votes of unelected candidates.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least 1 year. However, if a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

Article 13 (Minutes of Meeting)

Meeting minutes shall be recorded in accordance with the year, month, day, venue, name of the Chair, method of resolution, essentials of the proceedings and voting results (including statistical number of votes). Where there is an election of Directors, the number of votes for each candidate shall be disclosed.

It shall be kept during the existence of the Company.

Where a shareholders' meeting is held by video, in addition to the matters mentioned in the preceding paragraph, the starting and ending time of the meeting, the method of holding the meeting, the name of the Chair and the recorder, and the handling method when the video meeting platform or participation by video conferencing is blocked due to natural disasters, incidents or other force majeure events shall be recorded.

When the Company holds a shareholders' meeting by video,

the Chair and the recorder shall be located in the same place in China. The Chair shall declare the address of this place when holding the meeting.

Article 14 (External Announcement)

On the day of a shareholders meeting, the Company shall compile in the prescribed format, a statistical statement of the number of shares obtained by solicitors through solicitation and the number of shares represented by proxies, and shall make an express disclosure of the same at the place of the shareholders meeting; where the shareholders' meeting is held by video, the Company shall upload the aforesaid data to the video meeting platform for shareholders' meeting at least thirty minutes before the meeting begins, and continuously disclose the same till the end of the meeting.

Where a shareholders' meeting is held by video, at declaration of the beginning of the meeting, the total number of shares of present shareholders shall be disclosed on the video meeting platform. If the total number of shares and the number of votes of present shareholders are counted at the meeting, the same shall apply. Besides, the Company shall disclose the voting results of various proposals and election results in real time on the video meeting platform for the shareholders' meeting in accordance with regulations, and shall continue to disclose for at least fifteen minutes after the Chair declares the meeting adjourned.

If matters put to a resolution at a shareholders meeting constitute material information under applicable laws or regulations or under Taiwan Stock Exchange Corporation

regulations, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.

Article 15 (Maintaining order at the meeting place)

Staff handling administrative affairs of a shareholders meeting shall wear identification cards or armbands.

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

When a public address (PA) system is available at the place of a shareholders meeting, and a shareholder attempts to speak through any devices other than the device provided by the Company, the Chair may prevent the shareholder from so doing.

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

Article 16 (Recess and Resumption of Shareholders' Meeting)

The Chair may call for breaks during the meeting when appropriate. In an event of force majeure, the Chair may rule the meeting temporarily suspended, and based on the circumstances, announce the time of resuming the meeting. A resolution may be adopted at a shareholders meeting to defer or resume the meeting within 5 days in accordance with Article 182 of the Company Act.

Where a shareholders' meeting is held by video, when the video meeting platform or participation by video conferencing is blocked for more than thirty minutes due to natural disasters, incidents or other force majeure events before the Chair declares the meeting adjourned, except for the cases in which there is no need to postpone or continue the meeting as stipulated in Item IV, Article 44-20 of the Standards for the Handling of Shares of Public Offering Companies, the meeting date shall be postponed or renewed within five days, which is not applicable to the provision of Article 182 of the Company Act.

In the event of the aforementioned postpone or renewal of the meeting, the calculation of the total number of shares, votes and election rights and other matters shall be handled pursuant to Article 44-20 and other relevant decrees.

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

Article 17

The Rules, and any amendments hereto, shall be implemented upon approval by the shareholders meetings.

Article 18

The Rules were established on 27 February 1965, and its 1st amendment was made on 23 May 1998, 2nd amendment on 16 May 2002, 3rd amendment on 14 June 2013, 4th amendment

on 9 June 2015, 5th amendment on 8 June 2016, 6th amendment on 08 June 2018, 7th amendment on Jul. 23, 2021, and 8th amendment on Jun. 17,2022.

Appendix 3

Cathay Real Estate Development Co., Ltd. Procedures for Election of Directors

Adopted at the Founders' Meeting, September 14, 1964
Amendment made at shareholders meeting on 20 April 1967
Amendment made at shareholders meeting on 22 May 1981
Amendment made at shareholders meeting on 25 May 1984
Amendment made at shareholders meeting on 16 May 2002
Amendment made at shareholders meeting on 22 June 2007
Amendment made at shareholders meeting on 14 June 2013
Amendment made at shareholders meeting on 8 June 2016
Amendment made at shareholders meeting on 8 June 2018
Amendment made at shareholders meeting on 17 June 2022

Article 1

Except as otherwise provided by law or by the Articles of Incorporation, elections of the Company's directors shall be conducted in accordance with these Procedures.

Article 2

Election of the Company's directors will utilize the candidate nomination system, where directors are elected from the directors nomination list during the shareholders meeting. Elections of directors and supervisors will utilize a cumulative voting system, one share shall have the same voting rights as the number of directors to be elected, and the

total number of votes per share may be consolidated for election of one candidate or it may be split for election of two or more candidates.

Article 3

For appointment of independent directors in accordance with the Articles of Incorporation, independent directors and non-independent director shall be elected at the same time, and the number of directors will be separately calculated. The qualifications and elections of independent directors shall be in accordance with Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies and relevant laws and regulations.

Article 4

Elections of the Company's directors shall be conducted in accordance with the candidate nomination system and procedures established in Article 192-1 of the Company Act. If the dismissal of a director results in a board with fewer than five directors, the Company shall hold a by-election at the next shareholders meeting. When the number of directors falls short by one-third of the total number prescribed in the Company's Articles of Incorporation, a special shareholders meeting shall be held within 60 days from the date of this occurrence to hold a by-election.

When the number of independent directors falls below that required by law, a by-election shall be held at the next shareholders meeting. When the independent directors are

dismissed en masse, a special shareholders meeting shall be called within 60 days from the date of this occurrence to hold a by-election.

Article 5

The number of directors will be as specified in the Company's Articles of Incorporation, with voting rights separately calculated for independent and non-independent director positions. Those receiving ballots representing the highest numbers of voting rights will be elected sequentially according to their respective numbers of votes. When two or more persons receive the same number of votes, thus exceeding the specified number of positions, they shall draw lots to determine the winner, with the Chair drawing lots on behalf of any person not in attendance.

Article 6

Before the election begins, the Chair shall appoint a number of persons to perform the duties of vote monitoring and counting. Monitoring personnel shall be shareholders. The ballot boxes shall be prepared by the board of directors and publicly checked by the vote monitoring personnel before the voting commences.

Article 7

The board of directors shall prepare the ballots, with the number of voting rights associated with each ballot specified, and then distribute these ballots to the attending shareholders at the shareholders meeting. Attendance card numbers printed

on the ballots may be used instead of recording the names of the voting shareholders.

Article 8

The ballot paper shall be null and void in the event of one of the matters listed in the left:

1. The ballot prepared by the person with convening authority is not used.
2. A blank ballot is put into the ballot box.
3. The handwriting is illegible or has been altered.
4. The candidate entered is inconsistent with the list of candidates for Directors after check.
5. Other words are entered in addition to the number of votes allotted.
6. The number of votes allotted to the candidate entered exceeds the total number of votes.
7. Other violations of the laws, Articles of Incorporation or relevant regulations.

Article 9

The votes shall be tallied on site immediately after the end of the poll, and the results of the election, including the list of elected directors and their respective votes shall be announced by the Chair on site.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least one year. However, if a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained

until the conclusion of the litigation.

Article 10

These procedures shall be implemented after approval at the shareholders' meeting, and the same shall apply to amendments.

Appendix 4

Shareholdings of Directors

- As of 14 April 2026, the Company's paid-up capital is NT\$ 11,595,610,590, the number of shares issued is 1,159,561,059.
- Details of the minimum required combined shareholdings of all directors and supervisors by law, and shareholdings as per the shareholders' register:

Position	Shareholdings required by law	Shares recorded in shareholders'
Director	32,000,000 shares	33,049,822 shares

Note: Book closure date: 14 April 2026

- Shareholding details of directors and supervisors:

Position	Name	Shares held as at book closure date	Remarks
Chairman	Ching-Kuei Chang	22,000,000	He Xin Industrial Co., Ltd. representative
Director	Hung-Ming Lee	22,000,000	He Xin Industrial Co., Ltd. representative
Director	Chung-Yan Tsai	22,000,000	He Xin Industrial Co., Ltd. representative
Director	Chung-Chang Chu	2,353,690	Cathay Real Estate Foundation representative
Director	Chin-Liang Lin	2,754,800	Cathay Real Estate Employees' welfare Committee representative
Director	Wan-Hua Chuang	5,941,332	Cathay Charity Foundation representative
Independent Director	Yuan-Hsiao Chang	0	
Independent Director	Tsu-Kang Yu	0	
Independent Director	Li-Kun Lee	0	
Total shares held		33,049,822	