

# Sunfon Construction Co., Ltd.

## Minutes of the 2026 Annual General Meeting of Shareholders

### 2026 Annual Shareholders' Meeting Minutes

(Translation)

- Time and Date: 9:00 A.M., May 21 (Thursday), 2026
- Location: 2F, No. 99, Fuxing N. Rd., Songshan Dist., Taipei City (Primasia Conference & Business Center, Conference Room 208)
- The total number of shares present in person or by Proxy in the 2026 Annual General Meeting was 181,443,963 shares accounting for 80.05% of the company's total issued shares of 226,640,572 shares (excluding 9,477,708 shares without voting rights in accordance with Article 180 of the Company Law).
- Directors Present: Don Tai Development Co., Ltd. Representative Hung, Min-Fu  
Golden Plaza Cultural & Education Foundation. Representative Hung, I-Ching  
Yo-Li Investment Co., Ltd. Representative Lin I-Wei  
Hong Ding Investment Co., Ltd. Representative Chen Teh-Fong  
Independent Director: Yen, Kuo-Lung  
Independent Director: Ke, Pai-Ling  
Independent Director: Wu Chen-Chi
- Others: EY -Chang, Chiao-Ying Accountants and Attorney Wang, Zhi-zhe
- Chairman: Hung, Min-Fu Recorder: Shih Shu-Ying

### [Report Items]

- (I) 2025 Business Operations Report.
- (II) 2025 Audit Committee's Review Report.
- (III) Report on 2025 distribution of remunerations of employees and directors.
- (IV) Report on Director remuneration for Fiscal Year 2025.

### [Ratification Items]

Motion 1 Proposed by the Board of Directors

Reason: 2025 business report and financial statements, proposed for ratification.

Description:

1. The Company's 2025 financial statements, including: the Consolidated Balance Sheet, Consolidated Statement of Comprehensive Income, Consolidated Statement of Changes in Equity, and Consolidated Statement of Cash Flows, as well as the 2025 Individual Financial Statements, have been completed. In addition to being submitted to the Audit Committee for review, they have been audited by CPAs Chang, Chiao-Ying and Wang, Yen-Chun of Ernst & Young.
2. For the preceding financial statements, please refer to pages 33 to 50 of this Handbook.

Resolution: The above proposal be and hereby was adopted as proposed.

Voting Results	% of the total represented share present
Votes For:	181,359,310 votes 99.95%
Votes Against:	14,232 votes 0.00%
Votes Invalid:	None 0.00%
Votes Abstained:	70,421 votes 0.03%

Motion 2 Proposed by the Board of Directors

Reason: Fiscal year 2025 earnings distribution proposal, submitted for approval.

Description:

1. The Company recorded an after-tax net loss of NT\$29,934,459 for fiscal year 2025. No earnings distribution will be made for the current year; the entire amount of distributable earnings shall be carried forward as unappropriated retained earnings at period-end.
2. For the fiscal year 2025 earnings distribution table, please refer to page 51 of this Handbook.

Resolution: The above proposal be and hereby was adopted as proposed.

Voting Results	% of the total represented share present
Votes For:	181,357,898 votes 99.95%
Votes Against:	15,654 votes 0.01%
Votes Invalid:	None 0.00%
Votes Abstained:	70,411 votes 0.03%

## [Discussion Matters]

Reason: Amendments to the Regulations Governing the Acquisition and Disposal of Assets, please review. (Proposed by the Board of Directors)

Description:

1. Implemented in accordance with Financial Supervisory Commission Order No. Jin-Guan-Zheng-Fa-Zi No. 1140383333, dated July 24, 2025.
2. Comparison Table of Amended Provisions — Procedures for Acquisition or Disposal of Assets

### Comparison Table of Amended Provisions — Procedures for Acquisition or Disposal of Assets

Original Article	Amended Article	Reason for Amendment
<p>Article 7: Public announcement and reporting criteria</p> <p>Under any of the following circumstances, the Company acquiring or disposing of assets shall publicly announce and report the relevant information on the website designated by the Securities &amp; Futures Institution (SFI) in the appropriate format as prescribed by regulations within 2 days counting inclusively from the date of occurrence of the event:</p> <ol style="list-style-type: none"> <li>1. Acquisition or disposal of real property or right-of-use assets from or to a related party, or acquisition or disposal of assets other than real property or right-of-use assets from or to a related party where the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the Company's total assets, or NT\$300 million or more. However, this does not apply to trading of domestic government bonds or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.</li> <li>2. Merger, demerger, acquisition, or transfer of shares.</li> <li>3. Losses from derivatives trading reaching the limits on aggregate losses or losses on individual contracts set out in the Regulations adopted by the Company.</li> <li>4. Where equipment or right-of-use assets for business use are acquired or disposed of, and furthermore the transaction counterparty is not a related party, and the transaction amount meets any of the following criteria: <ol style="list-style-type: none"> <li>(1) Paid-in capital is less than NT\$10 billion, the transaction amount reaches NT\$500 million or more.</li> <li>(2) Paid-in capital is NT\$10 billion or more, the transaction amount reaches NT\$1 billion or more.</li> </ol> </li> <li>5. Acquisition or disposal by the Company in the</li> </ol>	<p>Article 7: Public announcement and reporting criteria</p> <p>Under any of the following circumstances, the Company acquiring or disposing of assets shall publicly announce and report the relevant information on the website designated by the Securities &amp; Futures Institution (SFI) in the appropriate format as prescribed by regulations within 2 days counting inclusively from the date of occurrence of the event:</p> <ol style="list-style-type: none"> <li>1. Acquisition or disposal of real property or right-of-use assets from or to a related party, or acquisition or disposal of assets other than real property or right-of-use assets from or to a related party where the transaction amount reaches 20 percent or more of paid-in capital, 10 percent or more of the Company's total assets, or NT\$300 million or more. However, this does not apply to trading of domestic government bonds or bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.</li> <li>2. Merger, demerger, acquisition, or transfer of shares.</li> <li>3. Losses from derivatives trading reaching the limits on aggregate losses or losses on individual contracts set out in the Regulations adopted by the Company.</li> <li>4. Where equipment or right-of-use assets for business use are acquired or disposed of, and furthermore the transaction counterparty is not a related party, and the transaction amount meets any of the following criteria: <ol style="list-style-type: none"> <li>(1) Paid-in capital is less than NT\$10 billion, the transaction amount reaches NT\$500 million or more.</li> <li>(2) For companies with paid-in capital of NT\$10 billion or more but <u>less than NT\$50 billion</u>, where the transaction amount reaches NT\$1 billion or more.</li> </ol> </li> </ol>	<p>Conforming amendment.</p> <p>A third item is added to Paragraph 1, Subparagraph 4, raising the disclosure threshold for companies with paid-in capital of NT\$50 billion or more to transaction amounts reaching 5% or more of paid-in capital. Paragraph 1, Subparagraph 4, Item 2 is concurrently amended to set the disclosure threshold for companies with paid-in capital of NT\$10 billion or more but less than NT\$50 billion at transaction amounts reaching NT\$1 billion or more.</p> <p>A new Subparagraph 7 is added to Paragraph 1, establishing that for publicly listed companies with paid-in capital of NT\$50 billion or more, the disclosure threshold for transactions in central government bonds, ordinary corporate bonds, and general financial bonds not involving equity interests traded on a stock exchange or over-the-counter market is raised to transaction amounts reaching 5% or more of paid-in capital.</p>

Original Article	Amended Article	Reason for Amendment
<p>construction business of real property or right-of-use assets for construction use, and furthermore the transaction counterparty is not a related party, and the transaction amount reaches NT\$500 million; among such cases, if the Company has paid-in capital of NT\$10 billion or more, and it is disposing of real property from a completed construction project that it constructed itself, and furthermore the transaction counterparty is not a related party, then the threshold shall be a transaction amount reaching NT\$1 billion or more.</p> <p>6. Where land is acquired under an arrangement on engaging others to build on the Company's own land, engaging others to build on rented land, joint construction and allocation of housing units, joint construction and allocation of ownership percentages, or joint construction and separate sale, and furthermore, the transaction counterparty is not a related party and the amount the Company expects to invest in the transaction reaches NT\$500 million or more.</p> <p>7. Where an asset transaction other than any of those referred to in the preceding six subparagraphs, a disposal of receivables by a financial institution, or an investment in the mainland China area reaches 20 percent or more of paid-in capital or NT\$300 million or more. However, this shall not apply to the following circumstances:</p> <p>(1) Trading of domestic government bonds or foreign government bonds with credit ratings no lower than the authority rating of the country.</p> <p>(2) Where done by professional investors, securities trading on securities exchanges or at securities firm's place of business, or subscription of foreign government bonds or ordinary corporate bonds or general bank debentures without equity characteristics that are offered and issued in the primary market, or subscription or redemption of securities investment trust funds or futures trust funds, or subscription or redemption of index investment securities.</p> <p>(3) Trading of bonds under repurchase and resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.</p> <p>The amount of transactions above shall be calculated as follows:</p> <p>1. The amount of any individual transaction.</p> <p>2. The cumulative transaction amount of acquisitions and disposals of the same type of underlying asset with the same transaction counterparty within the preceding year.</p> <p>3. The cumulative transaction amount of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of real property or right-of-use assets within the same development project within the preceding year.</p> <p>4. The cumulative transaction amount of</p>	<p>(3) <u>For companies with paid-in capital of NT\$50 billion or more, where the transaction amount reaches 5% or more of the company's paid-in capital.</u></p> <p>5. Acquisition or disposal by the Company in the construction business of real property or right-of-use assets for construction use, and furthermore the transaction counterparty is not a related party, and the transaction amount reaches NT\$500 million; among such cases, if the Company has paid-in capital of NT\$10 billion or more, and it is disposing of real property from a completed construction project that it constructed itself, and furthermore the transaction counterparty is not a related party, then the threshold shall be a transaction amount reaching NT\$1 billion or more.</p> <p>6. Where land is acquired under an arrangement on engaging others to build on the Company's own land, engaging others to build on rented land, joint construction and allocation of housing units, joint construction and allocation of ownership percentages, or joint construction and separate sale, and furthermore, the transaction counterparty is not a related party and the amount the Company expects to invest in the transaction reaches NT\$500 million or more.</p> <p>7. <u>For publicly listed companies with paid-in capital of NT\$50 billion or more, transactions in central government bonds, ordinary corporate bonds, and general financial bonds not involving equity interests (excluding subordinated bonds) traded on a stock exchange or over-the-counter market through a securities dealer — where such transactions do not fall under any of the provisos of Subparagraph 8 and the counterparty is not a related party — where the transaction amount reaches 5% or more of the company's paid-in capital.</u></p> <p>8. For asset transactions other than those covered under the preceding <u>seven</u> subparagraphs, disposition of claims by financial institutions, or investments in Mainland China, where the transaction amount reaches 20% of the Company's paid-in capital or NT\$300 million or more. However, this shall not apply to the following circumstances:</p> <p>(1) Trading of domestic government bonds or foreign government bonds with credit ratings no lower than the authority rating of the country.</p> <p>(2) Where done by professional investors, securities trading on securities exchanges or at securities firm's place of business, or subscription of foreign government bonds or ordinary corporate bonds or general bank debentures without equity characteristics that are offered and issued in the primary market, or subscription or redemption of securities investment trust funds or futures trust funds, or subscription or redemption of index investment securities.</p> <p>(3) Trading of bonds under repurchase and</p>	

Original Article	Amended Article	Reason for Amendment
<p>acquisitions and disposals (cumulative acquisitions and disposals, respectively) of the same security within the preceding year.</p> <p>“Within the preceding year”, as used in the preceding paragraph, refers to the year preceding the date of occurrence of the current transaction. Items duly announced in accordance with these Regulations need not be counted toward the transaction amount.</p> <p>The Company shall compile monthly reports on the status of derivatives trading engaged in up to the end of the preceding month by the Company and any subsidiaries that are not domestic public companies and enter the information in the prescribed format into the information reporting website designated by the SFI by the 10th day of each month.</p> <p>When the Company at the time of public announcement makes an error or omission in an item required by regulations to be publicly announced and so is required to correct it, all the items shall again be publicly announced and reported in their entirety within two days counting inclusively from the date of learning of such error or omission.</p> <p>The Company acquiring or disposing of assets shall keep all relevant contracts, meeting minutes, log books, appraisal reports and CPA, attorney, and securities underwriter opinions at the company, and they shall be retained for 5 years except where other regulations provide otherwise.</p>	<p>resale agreements, or subscription or redemption of money market funds issued by domestic securities investment trust enterprises.</p> <p>The amount of transactions above shall be calculated as follows:</p> <ol style="list-style-type: none"> <li>1. The amount of any individual transaction.</li> <li>2. The cumulative transaction amount of acquisitions and disposals of the same type of underlying asset with the same transaction counterparty within the preceding year.</li> <li>3. The cumulative transaction amount of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of real property or right-of-use assets within the same development project within the preceding year.</li> <li>4. The cumulative transaction amount of acquisitions and disposals (cumulative acquisitions and disposals, respectively) of the same security within the preceding year.</li> </ol> <p>“Within the preceding year”, as used in the preceding paragraph, refers to the year preceding the date of occurrence of the current transaction. Items duly announced in accordance with these Regulations need not be counted toward the transaction amount.</p> <p>The Company shall compile monthly reports on the status of derivatives trading engaged in up to the end of the preceding month by the Company and any subsidiaries that are not domestic public companies and enter the information in the prescribed format into the information reporting website designated by the SFI by the 10th day of each month.</p> <p>When the Company at the time of public announcement makes an error or omission in an item required by regulations to be publicly announced and so is required to correct it, all the items shall again be publicly announced and reported in their entirety within two days counting inclusively from the date of learning of such error or omission.</p> <p>The Company acquiring or disposing of assets shall keep all relevant contracts, meeting minutes, log books, appraisal reports and CPA, attorney, and securities underwriter opinions at the company, and they shall be retained for 5 years except where other regulations provide otherwise.</p>	
<p>Article 22-1</p> <p>For the calculation of 10 percent of total assets under these Regulations, the total assets stated in the most recent parent only financial report or individual financial report prepared under the Regulations Governing the Preparation of Financial Reports by Securities Issuers shall be used.</p> <p>In the case of a company whose shares have no par value or a par value other than NT\$10 per share, for the calculation of transaction amounts of 20 percent of paid-in capital under these Regulations, 10 percent of equity attributable to owners of the parent shall be used for the calculation.</p>	<p>Article 22-1</p> <p>For the calculation of 10 percent of total assets under these Regulations, the total assets stated in the most recent parent only financial report or individual financial report prepared under the Regulations Governing the Preparation of Financial Reports by Securities Issuers shall be used.</p> <p>Where a company’s shares have no par value or have a par value other than NT\$10 per share, the transaction amount threshold of 20% of paid-in capital under these Procedures shall be calculated as 10% of equity attributable to owners of the parent company; <u>the threshold of 5% of paid-in capital shall be calculated as 2.5% of equity attributable to owners of the parent company; the threshold pertaining to paid-in capital of NT\$10 billion shall be calculated as</u></p>	<p>Conforming amendment.</p>

Original Article	Amended Article	Reason for Amendment
	<p><u>NT\$20 billion of equity attributable to owners of the parent company; and the threshold pertaining to paid-in capital of NT\$50 billion shall be calculated as NT\$100 billion of equity attributable to owners of the parent company.</u></p>	
<p>Article 23: Enforcement date</p> <p>1. These Regulations shall be approved by the majority of the audit committee, and after they have been approved by the board of directors, they shall be submitted to a shareholders meeting for approval; the same applies when the Regulations are amended.</p> <p>When the Regulations Governing the Acquisition and Disposal of Assets are submitted for discussion by the board of directors pursuant to the preceding paragraph, the board of directors shall take each independent director's opinions into full consideration. If an independent director objects to or expresses reservations about any matter, it shall be recorded in the minutes of the board of directors meeting.</p> <p>2. These Regulations were formulated on November 29, 1999. 1st amendment on March 12, 2003...; 9th amendment on July 23, 2021; 10th amendment on May 26, 2022.</p>	<p>Article 23: Enforcement date</p> <p>1. These Regulations shall be approved by the majority of the audit committee, and after they have been approved by the board of directors, they shall be submitted to a shareholders meeting for approval; the same applies when the Regulations are amended.</p> <p>When the Regulations Governing the Acquisition and Disposal of Assets are submitted for discussion by the board of directors pursuant to the preceding paragraph, the board of directors shall take each independent director's opinions into full consideration. If an independent director objects to or expresses reservations about any matter, it shall be recorded in the minutes of the board of directors meeting.</p> <p>2. These Regulations were formulated on November 29, 1999. 1st amendment on March 12, 2003...; 9th amendment on July 23, 2021; 10th amendment on May 26, 2022; <u>11th amendment on May 21, 2026.</u></p>	

Resolution: The above proposal be and hereby was adopted as proposed.

Voting Results	% of the total represented share present
Votes For:	181,358,225 votes 99.95%
Votes Against:	14,249 votes 0.00%
Votes Invalid:	None 0.00%
Votes Abstained:	71,489 votes 0.03%

[Extraordinary Motions] : None

Adjournment: This meeting is closed at 9:28 am