



Dyaco International Inc.

2024 Major Resolutions and Operations of the Board

- Nine Board meetings were convened in 2024 (A). The directors' attendance status was as follows.

Title	Name	Attendance in Person (B)	By Proxy	Attendance Rate in Person (%) 【 B / A 】	Note
Chairman	Chuan-Feng Investment Corporation Representative: Lin, Yu-Yin	6	-	100%	Replacement on November 10, 2023
Director	Zhuang, Zhu-Wei	5	1	100%	Appointed on May 26, 2023.
Director	Yong-Heng Investment Corporation Representative: Chiu Shih-Chien	5	1	100%	Resignation on October 19, 2023.
Independent Director	Wang, Kai-Li	6	-	83%	Appointed on May 26, 2023.
Independent Director	Wang, Chih-Cheng	6	-	100%	Appointed on May 26, 2023.
Independent Director	Tu, Chi-Yao	6	-	100%	Appointed on May 26, 2023.
Independent Director	Wu, Jiin-Po	6	-	100%	Appointed on May 26, 2023.

- Other required notes for the Board meetings:

1. In the event of either of the following situations, dates, sessions, contents of resolutions of the Board meetings, opinions from all independent directors, and Company responses to their opinions should be noted:

- i. Matters listed in the Securities and Exchange Act §14-3.

Board Meeting Dates	Resolution	Any Independent Director Had a Dissenting Opinion or Qualified Opinion	
The 4 th meeting of the 12 th Board on March 12, 2024	(1).Loaning of funds for the subsidiaries of the Company.	None	
	(2).Determining whether there were loaning funds to unrelated parties in this quarter.	None	
	(3).Approval of 2023 annual financial statements and business report.	None	
	(4).Approval of 2023 statement of internal control system.	None	
	(5).Approval of 2023 Annual Dividend Distribution	None	
	(6).Review to new shares through capitalization of capital surplus.	None	
	(7).Amendment to the "Articles of Incorporation" .	None	
	Independent directors' opinions: None.		
	The Company' s responses to independent directors' opinions: None.		
Resolution: All directors present at the meeting approved.			



Dyaco International Inc.

2024 Major Resolutions and Operations of the Board

The 5 th meeting of the 12 th Board on May 13, 2024	(1). Loaning of funds for the subsidiaries of the Company.	None
	(2). Approval of 2024 the first quarter consolidated financial statements.	None
	(3). Apply for bank loans.	None
	(4). Fuel Spirit made loans to parent company.	None
	(5) 2024 GHG inventory scope.	None
	Independent directors' opinions: None.	
	The Company' s responses to independent directors' opinions: None.	
	Resolution: All directors present at the meeting approved.	
The 6 th meeting of the 12 th Board on Jun 4, 2024	(1). Switch to a new CPA from 2024.	None
	(2).Board of Directors Resolution to Acquire Real Property from the subsidiary Iuvo.	None
	(3) Capital reduction in cash on behalf of subsidiary.	None
	(4)The Company made loans to sub-subsidiary IUVO.	None
	(5).The Company made loans to sub-subsidiary Winglong.	None
	(6). Approval of 2023 Sustainability Report.	None
	Independent directors' opinions: None.	
	The Company' s responses to independent directors' opinions: None.	
Resolution: All directors present at the meeting approved.		
The 7 st meeting of the 13 th Board on August 13, 2024	(1). Loaning of funds for the subsidiaries of the Company.	None
	(2). Approval of 2024 the second quarter consolidated financial statements.	None
	(3). Apply for bank loans.	None
	(4). Resolved to recognize financial asset impairment in accordance with IFRS 9	None
	The Company' s responses to independent directors' opinions: None.	
	Resolution: All directors present at the meeting approved.	
The 8 nd meeting of the 12 th Board on November 12, 2024	(1). Loaning of funds for the subsidiaries of the Company.	None
	(2). Resolution to establish a subsidiary in Thailand	None
	(3).Approval of 2024 the third quarter consolidated financial statements.	None
	(4).Apply for bank loans.	None
	(5).Approval of the capital increase through the issuance of common shares.	None
	(6).Approval of the issuance of the fourth domestic unsecured corporate bond.	None
	Independent directors' opinions: None.	

Dyaco International Inc.

2024 Major Resolutions and Operations of the Board

	The Company' s responses to independent directors' opinions: None.	
	Resolution: All directors present at the meeting approved.	
The 9 th meeting of the 12 th Board on December 30, 2024	(1). President Plastic Products MFG. Co., Ltd. made endorsements/guarantees for the Company.	None
	(2). The Company made endorsements/guarantees for IUVO.	None
	(3). Apply for bank loans. °	None
	(4). 2024 Assessment of independence of CPAs.	None
	(5). Resolution on the Investment Plan to Establish a Factory in Thailand.	None
	Independent directors' opinions: None.	
	The Company' s responses to independent directors' opinions: None.	
	Resolution: All directors present at the meeting approved.	

ii. Besides the above-mentioned matters, other resolutions of the Board on which independent directors had dissenting or qualified opinions, and that were documented or issued through written statements: None.

iii. The Board reports on the implementation of corporate governance

Board Meeting Dates	Corporate Governance Implementation Status	Attendance and Directors' Response
The 6 th meeting of the 12 th Board on June 4, 2024	(1). Report: Communication between governance unit and CPAs. (2). Report: Communication between governance unit and internal auditors.	All directors present at the meeting acknowledged resolutions.
The 9 th meeting of the 12 th Board on December 30, 2024	(1). Report: Corporate Sustainable Development implementation status in 2024. (2). Report: Ethical Corporate Management implementation status in 2024. (3). Report: Stakeholder reporting and communication in 2024. (4). Report: Status of the intellectual property management scheme in 2024 (5). Report: Implementation of risk management policies in 2024. (6). Report: Communication between governance unit and CPAs. (7). Report: Reviewing on the 2024 programs for director education and the 2024 director education plans.	All directors present at the meeting acknowledged resolutions.

Dyaco International Inc.

2024 Major Resolutions and Operations of the Board

2. In the event of recusals of directors due to conflicts of interests, the name of the directors, the motion, the grounds for recusal and the participation in voting should be noted:

Name	Date	Motion	Grounds for Recusal	Participation in Voting
Chuan-Feng Investment Corporation Representative: Lin, Yu-Yin, Zhuang, Zhu-Wei, Yong-Heng Investment Corporation Representative: Chiu Shih-Chien, Wang, Kai-Li, Wang, Chih-Cheng, Tu, Chi-Yao, Wu, Jiin-Po	The 9rd meeting of the 12th Board on December 30, 2024	To evaluates the remuneration of the Company's directors and managers.	Chuan-Feng Investment Corporation Representative: Lin, Yu-Yin, Zhuang, Zhu-Wei, Yong-Heng Investment Corporation Representative: Chiu Shih-Chien, Wang, Kai-Li, Wang, Chih-Cheng, Tu, Chi-Yao, Wu, Jiin-Po were interested parties.	Except directors recused themselves from the discussion and voting, other directors present at the meeting approved based on resolutions of the Compensation Committee.

3. Evaluation of targets for strengthening of the functions of the Board during the current and immediately preceding fiscal years (e.g. setting up an Audit Committee, enhancing information transparency, etc) :

- I. The Company adopted procedures for Board self-assessment or peer evaluation on Board meeting of November 11, 2016 and completed Board self-assessment report in December 2024. The result of the internal assessment is expected to be reported to the Board at its first quarter meeting in 2025 and disclosed on Company website.
- II. To enhance the transparency of information, the Company issues major operations news in the form of material information.
- III. The Company immediately discloses major resolutions on the Market Observation Post System after the Board meeting to protect shareholders' rights and interests, has a designated person responsible for the collection and disclosure of Company information, and establishes a spokesperson system to ensure timely and proper release of material information for shareholders and stakeholders.
- IV. The Company continually arranges professional training for directors. A total of 60 hours of director training with respect to the most recent fiscal year as well as the current fiscal year up to the date of publication of the annual report. The training was as follows.

Name	Date	Host by	Training/Speech Title	Duration	Total Hours
CHUAN-FENG INVESTMENT CORPORATION Representative: Lin, Yu-Yin	2024/5/3	Securities & Futures Institute	Sustainable Development Practice Publicity Meeting	3	6
	2024/5/24	Taiwan Institute of Director	Family Office Series Courses	3	



Dyaco International Inc.

2024 Major Resolutions and Operations of the Board

Zhuang, Zhu-Wei	2024/3/1	Taiwan Corporate Governance Association	Hostile Takeover Defense and Directors' and Supervisors' Responsibilities in Corporate Mergers and Acquisitions	3	6
	2024/3/26	Chinese National Association of Industry and Commerce	How to Align with International Carbon Trading and Foster Corporate Innovation Opportunities	3	
YONG-HENG INVESTMENT CORPORATION Representative: Chiu, Shih-Chien	2024/8/13	Taiwan Corporate Governance Association	Exploring Corporate Sustainable Transformation through ESG Investment and Financing	3	6
	2024/11/12	Taiwan Corporate Governance Association	Trends and Practical Insights in Corporate Mergers and Acquisitions	3	
Wang, Kai-Li	2024/8/8	Taiwan Corporate Governance Association	Discussion on Key Issues of Insider Trading and Market Manipulation	3	6
	2024/8/8	Taiwan Corporate Governance Association	Sustainable Transformation and International Trends	3	
Wang, Chih-Cheng	2024/7/3	Taiwan Stock Exchange	2024 Finance and Climate Change Summit	6	18
	2024/6/21	Chinese Culture University	2024 Annual Seminar on Administrative Litigation Cases of Campus Gender Issues	6	
	2024/8/7	Securities & Futures Institute	Artificial Intelligence's Impact on Business Risks and Key Considerations	3	
	2024/11/6	Securities & Futures Institute	Prevention of Insider Trading and the Latest Practical Developments	3	
Tu, Chi-Yao	2024/8/14	Taiwan Corporate Governance Association	Trends in Smart Manufacturing and the Application of Digital Technology in Business Management	3	6
	2024/10/25	Securities & Futures Institute	2024 Annual Seminar on Legal Compliance for Insider Stock Transactions	3	
Wu, Jiin-Po	2024/7/4	Commerce Development Research Institute	ESG Sustainable Management Certification Professional Instructor Training Camp	12	12



Dyaco International Inc.

2024 Major Resolutions and Operations of the Board

4. Board Performance Evaluation:

I. Performance Evaluation and Compensation

Pursuant to §24 of the Company's Articles of Incorporation, not more than 5 percent of profit of the current year shall be distributed as compensation to directors. The procedures for determining compensation shall be subject to Board self-assessment or peer evaluation and stated in §21 of the Company's Articles of Incorporation. The directors' compensation shall be determined by the Compensation Committee with respect to their participation in and contribution to the operations. The Board is authorized to distribute compensation in accordance with the Compensation Committee's assessment and the typical pay levels adopted by peer companies.

In the event of moral hazard, other adverse events that may impair the Company's reputation or goodwill, internal mismanagement, or corrupt practices, the reasonable compensation to directors shall be adjusted with respect to their participation in and contribution to the operations.

II. Result of Performance Evaluation

The Company adopted procedures for Board self-assessment or peer evaluation on Board meeting of November 11, 2016. Beginning in 2016, performance evaluation is annually completed in December by the Board as a whole through self-assessment surveys via questionnaires. External board performance evaluation is performed at least once every three years by an external professional independent organization or a team of external experts, with current year performance evaluation conducted at the end of the year.

(1). Internal Evaluation:

The individual directors are assessed on the following six aspects:

- Understanding of the Company's goals and mission
- Awareness of director's duties
- Involvement in the Company's operations
- Internal relationship and communication
- Expertise and continuing education
- Internal controls

The weighted average score for the 2024 overall performance of the directors was 4.90 out of 5 and is expected to report the result to the Board at its first quarter meeting in 2025.

The Board of Directors are assessed on the following five aspects:

- Involvement in the Company's operations
- Enhancement of the quality of the Board's decision-making
- Makeup and structure of the Board
- Election of directors and continuing knowledge development
- Internal controls

The weighted average score for the 2024 overall performance of the Board of Directors was 5 out of 5 and is expected to report the result to the Board at its first quarter meeting in 2025.



Dyaco International Inc.

2024 Major Resolutions and Operations of the Board

(2). External Expert Evaluation:

According to procedures for Board self-assessment or peer evaluation, external expert evaluation shall be performed at least once every three years. The Company engaged Chainye Management Consulting Co. to conduct an external evaluation of the overall performance of Board, directors and functional committees for the year 2023. The evaluation was performed through a combination of data analysis (including self-assessment questionnaires and public information) and actual participation in the Company' s Board and functional committee meetings.

Evaluation scope was as follow.

Board of Directors	Individual Director	Functional Committee
<ul style="list-style-type: none">● Involvement in the Company' s operations● Enhancement of the quality of the Board' s decision-making● Makeup and structure of the Board● Election of directors and continuing knowledge development● Internal controls	<ul style="list-style-type: none">● Understanding of the Company' s goals and mission● Awareness of director' s duties● Involvement in the Company' s operations● Internal relationship and communication● Expertise and continuing education● Internal controls	<ul style="list-style-type: none">● Involvement in the Company' s operations● Awareness of the functional committee' s duties● Enhancement of the quality of the functional committee' s decision-making● Makeup of the functional committee and election of members● Internal controls

Evaluation Result:

- Chainye Management Consulting Co. on Jan 2, 2024 issued an assessment, stating that the Board of the Company has established policies and processes relating to the operation of the Board in compliance with relevant laws and domestic corporate governance standards in all aspects, that the Board is composed of directors with professional competence and continuing education, that the functions of the Board members and functional committees are operating effectively, and that they are assigned work based on different professions and experience, and have a timely understanding of the Company' s operations and risks, and have a high level of participation in the Company' s operations, with the overall assessment result being excellent.
- The result of the above assessment was reported to the Board at its first quarter meeting in 2024.