



Stock Code 6641

GSD Technologies Co., Ltd.

Minutes of 2024 Annual Shareholders' meeting

TIME : Thursday, on 9:00 AM June 6, 2024

PLACE : 2F-202, No. 1, Sec. 3, Zhongxiao E. Rd., Da'an Dist., Taipei City 106,
Taiwan (R.O.C.), GIS Taipei Tech. Convention Center (Room 202)

Present : Total outstanding shares: 36,500,000 shares.

Total shares represented by shareholders present in person or by
proxy: 24,812,075 shares.

Percentage of shares held by shareholders present in person or by
proxy: 67.97%

Present Directors : Hung-June, Hsieh, Ming-Tzu, Lin (representative of Li Yi Co.
Ltd.), Chih-Fa, Cheng, Yuan-Lung, Chang (independent
director).

Present CPA and Lawyer : CPA Sheng-An, Hsieh / Ernst & Yang
Lawyer Gary S.H. Hung / Chien Yeh Law Office

Chairman : Hung-June, Hsieh, Chairman of the Board of Directors.

Recorder : Tzu-Ju, Tsai

A. Commencement of the Meeting :

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

B. Chairperson Remarks : Omitted

C. Matters to Report

Report No. 1

2023 Business Report

Explanation:

The 2023 Business Report are attached hereto as Attachment 1.

Report No. 2

Audit Committee's Review Report on the 2023 Business Report, Consolidated
Financial Statements and Earning Distribution Proposal.

Explanation:

The 2023 Audit Committee's Review Report are attached hereto as Attachment 2.

Report No. 3

To report the Distribution of Employees' and Directors' compensation for the year 2023.

Explanation:

- (1) Handle in accordance with GSD's Memorandum & Articles of Association and relevant laws and regulations.
- (2) GSD will distribute NTD1,601,000 (3.25% of the year profit) to employees and NTD1,298,000 (2.63% of the year profit) to Directors in cash. The distribution date will be determined by Chairman.

D. Matters for Adoption

Proposal 1 : (Proposed by the Board of Directors)

2023 Business Report and the Consolidated Financial Statements for the year ended December 31, 2023 of the Company.

Explanation:

- (1)The Company's 2023 Consolidated Financial Statements, including Balance Sheet, Statements of Comprehensive Income, Statements of Changes in Equity and Statements of Cash flows, were audited by independent auditors, Chen, Cheng-Chu and Hsieh, Sheng-An of Ernst & Young. Also, the Consolidated Financial Statements have been examined by the Audit Committee.
- (2)The 2023 Business Report, and the above-mentioned Financial Statements are attached hereto as Attachment 1 and Attachment 3.

Voting result :

Shares represented at time of voting : 24,812,075 shares.

Voting Result	% of the total represented shares present
Votes in favor : 24,298,530 (including e-voting 20,115,260 shares)	97.93%
Votes against : 1,273 (including e-voting 1,273 shares)	0.00%
Votes invalid : none	0%
Votes abstained : 512,272 (including e-voting 511,272 shares)	2.06%

Resolutions : that the 2023 Business Report and the Consolidated Financial Statements for the year ended December 31, 2023 be and hereby were accepted as submitted.

Proposal 2 : (Proposed by the Board of Directors)

The proposal of earnings distribution for 2023.

Explanation:

- (1) To be handled in accordance with the Company's "Memorandum & Articles of Association".
- (2) 2023 net profit after tax amounted to NTD46,865,447, setting aside the legal reserve of NTD4,686,545 and the special surplus reserve of NTD26,982,651, and adding un-appropriated earnings as of January 1, 2023 NTD298,139,878, the maximum distributable earnings amounted to NTD313,336,129. The Board proposed to pay a cash dividend per share of NT\$1 totaling NT\$36,500,000. Cash payment shall be rounded to one NTD (amounts less than one NTD shall be ignored).
- (3) Earnings Distribution Proposal for the year 2023 are attached hereto as Attachment 4.
- (4) The Chairman is fully authorized by Annual General Meeting for the Ex-dividend record date and affairs concerning distribution of dividend.
- (5) In the event that, before the distribution record date, the proposed earnings distribution is affected by a buyback of shares or conversion of convertible

bonds, it is proposed that the Chairman be authorized to adjust the cash to be distributed to each share based on the number of actual shares outstanding on the record date.

Voting result :

Shares represented at time of voting : 24,812,075 shares.

Voting Result	% of the total represented shares present
Votes in favor : 24,785,195 (including e-voting 20,601,925 shares)	99.89%
Votes against : 5,273 (including e-voting 5,273 shares)	0.02%
Votes invalid : none	0%
Votes abstained : 21,607 (including e-voting 20,607 shares)	0.08%

Resolutions : that the above proposal be and hereby were accepted as proposed.

E. Ad Hoc Motions

No other motion was proposed.

F. Adjournment

The Chairman declared the meeting closed at 9:15 AM.

There are no shareholders' questions in this meeting. The minutes of the shareholders' meeting are the essentials of recording the proceedings and the results according to the Law. The contents, procedures and the speeches of the shareholders' meeting shall still be based on the audio and video records of the meeting.

This English-version meeting minutes is a translation of the Chinese version and is not an official document of the shareholders' meeting. If there is any discrepancy between the English and Chinese versions, the Chinese version shall prevail.

Attachment 1

GSD Technologies Co. Ltd.

2023 Business Report

The Covid-19 epidemic would finally end in 2023, but the world has not returned to normal as expected. The World Meteorological Organization (WMO) announced that 2023 will be the hottest year in recorded history. Geopolitical tensions have not eased, and inflation and high interest rates have remained stagnant, making the economic recovery faltering. We face difficult challenges and strive to find hope for the future.

Export-oriented Taiwan's GDP growth rate in 2023 will be only about 1%. Due to the instability of the global market, Vietnam's trade volume has not grown as expected. The economy will grow by 5.05% in 2023, falling short of the original target of 6.5%. In China, the Bureau of Statistics of the Mainland announced that the annual GDP growth rate of 2023 was 5.2%, in line with expectations. However, China's economic development is facing more and more unfavorable factors from international political and economic, coupled with the cyclical and structural problems of domestic industries, resulting in a decline in industrial profits and a slowdown in investment. China's economic development remains uncertain.

The Company's revenue of 2023 was NT\$1.774 billion, a decrease of 3.6% over the previous year. The net profit after tax was NT\$38.18 million, and the annual EPS was NT\$1.28. The sharp decline in profits was caused by non-operating income and expenditure items, increase in fixed costs causing from the new factory put into production, and increases in R&D expenses.

1. 2023 Business Plan Implementation

The consolidated revenue in 2023 was NT\$1,774,243 thousand, a decrease of NT\$66,341 thousand or 3.6%, compared to NT\$1,840,584 thousand in 2022. The consolidated gross profit margin in 2023 was 32.1%, which was a 3.77% decrease compared to 35.87% in the previous year and the gross profit decreased by NT\$90,684 thousand. The 2023 gross profit decrease mainly due to the sales price and volume in China decreased and the fixed cost increase. In 2023, the operating expense increased by NT\$38,308 thousand, causing by the increase in fixed costs because of the new factory put into production, and increases in R&D expenses because of new products development. The operating profit decreased by NT\$128,992 thousand compared with the previous year. Due to the decline of investment profit and exchange gain,

valuation loss in convertible bond, the net non-operating income decreased by NT\$29,046 thousand, resulting in a decrease of NT\$158,038 thousand in net profit before tax compared with the previous year. In addition, income tax in 2023 decreased by NT\$22,295 thousand compared with that in 2022, due to the decrease of net profit before tax and the recognition of income tax benefit. Taking the above factors into consideration, the net profit after tax in 2023 was NT\$38,182 thousand, a decrease of NT\$135,743 thousand from the previous year.

2. Budget Implementation

The Company has not announced financial forecasts.

3. Financial Revenue and Expenditure Analysis

In 2023, the consolidated interest income is NT\$14,576 thousand, a decrease of NT\$4,225 thousand, and the financial cost is NT\$3,871 thousand, a decrease of NT\$59 thousand compared to the previous year. The profitability ratios in 2023 are shown in the table below.

Items \ Year		2022	2023	Difference (%)
Profitability	Return on assets(%)	7.05	1.69	-76.03
	Return on Equity(%)	11.50	2.57	-77.65
	Profit before tax & interest(EBIT) actual capital ratio(%)	54.51	11.80	-78.35
	Net Profit Margin(%)	9.45	2.15	-77.25
	Earnings per share(NT\$)	5.00	1.28	-74.40

4. Research and Development

4.1 In 2023, the Company added 2 invention patents, 8 utility model patents and 5 design patents, with a total of 141 valid patents, including 7 invention patents. In addition, there are 26 software copyrights.

4.2 Energy saving certification application

Up to 2023, most of the pump products including CP, GPS, LPS, ISP and ISH have obtained energy-saving certification, and the revenue from energy saving products accounted for nearly 36%. In addition to water pumps, GSD

also actively cooperating develops energy-saving products such as full flow mixing systems for full fluid tank, the high solids belt press and sludge drying systems.

4.3 High efficiency product development

The newly developed submersible pumps and sewage pumps not only prioritize energy efficiency but also demonstrate significant improvements in product efficiency compared to the previous generation products. The ISH and ISP series products feature interchangeable parts, enhancing versatility. Moreover, the high solids belt press (sludge dewatering machine) is capable of controlling the moisture content of the sludge below 80% without the addition of chemicals. With the inclusion of modified additives, the moisture content of the sludge can be controlled to around 70%, resulting in a substantial enhancement in dewatering efficiency.

5. Business Plan for 2024

The International Monetary Fund (IMF) announced in January an upward revision of its global economic growth forecast for 2024 from 2.9% to 3.1%. Despite slight improvements in the global economy, it is expected that global economic growth in the coming years will remain below the historical average of 3.8%, due to factors such as high interest rates. The IMF also has raised China's economic growth forecast to 4.6%. As for Taiwan's economy, a moderate recovery is anticipated in 2024, with the Taiwan Institute of Economic Research forecasting a growth rate of 3.15%. In Vietnam, exports showed double-digit growth in 2023Q4, with the official growth rate set at 6.5% for 2024. The Central Economic Conference of mainland China emphasized the principle of "maintaining stability while seeking progress," highlighting the need to consolidate and enhance the positive momentum of economic recovery and to promote both qualitative and reasonable growth in quantity. In terms of ecological civilization construction, authorities adhere to the concept that "green waters and lush mountains are invaluable assets," coordinating industrial restructuring, pollution control, ecological protection, and climate change response to promote carbon reduction, pollution reduction, green expansion, and growth in tandem with high-quality ecological environment to support high-quality economic development. Facing the challenges of extreme weather, green development and water resources construction are expected to continue to bring opportunities for development.

5.1 Operational Policy

5.1.1 Accelerate resource integration

Integrate cross-departmental resources, promote departmental cooperation mechanisms to gather team strength.

5.1.2 Aiming to the target market

Introducing energy-saving and carbon-reducing solutions for high-energy-consuming and high-emission industries to expand market and enhance the revenue.

5.1.3 Improving the revenue and profit

Link bonuses to target achievement rates and growth rates to strive for performance.

5.1.4 Improving risk control

Improve the risk control mechanisms.

5.2 Expected sales volume and its production and sales policies and future company development strategies

Business Directions for 2024:

5.2.1 In China, in addition to basic business operations, we will integrate with the market trend of pollution reduction and carbon reduction, continue to promote the sales of energy-saving products and solutions, expand business related to sludge disposal and resource utilization, and extend business development overseas.

5.2.2 In Taiwan, we will continue to participate in public projects tenders, increase equipment intelligence service, expand maintenance and replacement services for sewage treatment plants.

5.2.3 In Vietnam, we will promote the agent clients, pay attention to the equipment needs for building plant of Taiwanese/Chinese-funded companies, and promote the air-conditioning auxiliary water pump market and environmental protection market.

Looking forward to 2024, global economic remains fraught with uncertainty, but challenges always coming with opportunities. We will continue to implement our core business and go all out to develop new markets using new products and services.

Sincerely yours,

Chairman : HSIEH, HUNG-JUNE

General Manager : CHEN, SHIH-HSIEN

Accounting Officer : Wu, Wu-Hsiung

Attachment 2

GSD Technologies Co. Ltd. Audit Committee's Review Report

The Board of Directors has prepared the Company's 2023 Business Report, Consolidated Financial Statements, and Earnings Distribution Proposal. The CPAs of Ernst & Young, Chen, Cheng-Chu and Hsieh, Sheng-An were retained to audit GSD Technologies Co., Ltd.'s Consolidated Financial Statements and have issued an audit report relating to the Consolidated Financial Statements.

The Business Report, Consolidated Financial Statements, and Earnings Distribution Proposal have been reviewed and determined to be correct and accurate by the Audit committee members of GSD Technologies Co., Ltd. According to Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Law of the R.O.C., we hereby submit this report.

GSD Technologies Co. Ltd.

Chairman of the Audit Committee: CHANG, YUAN LUNG

February 27, 2024

Attachment 3 Independent Auditors' Report and 2023 Consolidated Financial Statements

Independent Auditors' Report

To the Board of Directors and Stockholders of GSD Technologies Co., Ltd.

Opinion

We have audited the accompanying consolidated balance sheets of GSD Technologies Co., Ltd. (the "Company") and its subsidiaries as of December 31, 2023 and 2022, and the related consolidated statements of comprehensive income, changes in equity and cash flows for the years for the years ended December 31, 2023 and 2022, and notes to the consolidated financial statements, including the summary of material accounting policies (together "the consolidated financial statements").

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of the Company and its subsidiaries as of December 31, 2023 and 2022, and their consolidated financial performance and cash flows for the years ended December 31, 2023 and 2022, in conformity with the requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards, International Accounting Standards, Interpretations developed by the International Financial Reporting Interpretations Committee or the former Standing Interpretations Committee as endorsed and became effective by 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 Company and its subsidiaries in accordance with the Norm of Professional Ethics for Certified Public Accountant of the Republic of China (the "Norm"), and we have fulfilled our other ethical responsibilities in accordance with the Norm. 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 2023 consolidated financial statements. 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.

Revenue Recognition

The Company and its subsidiaries recognized revenue from sales of environmental protection equipment and related items in the amount of \$1,629,506 thousand for year ended December 31, 2023. Due to the diverse nature of sales contracts, determining the performance obligations and the point at which these obligations are satisfied is essential for revenue recognition. We therefore determined this a key audit matter.

Our audit procedures include (but are not limited to) understanding and assessing the appropriateness of the design and effectiveness of key internal control related to the timing of revenue recognition; performing test of details on selected samples including reviewing transaction terms of contracts to identify performance obligations and control transfer points, and examining relevant documentation to confirm the accuracy of the timing of revenue recognition; performing cutoff tests for sales revenue for certain period before and after the reporting date, analyzing whether transactions are properly recorded, and sampling to verify relevant transaction documentation for the accuracy of the timing of revenue recognition. We also assessed the adequacy of disclosures of operating revenue. Please refer to Notes 4 and 6 to the consolidated financial statements of the Company and its subsidiaries.

Other Matter

The consolidated financial statements for the year ended December 31, 2022 of the Company and its subsidiaries were audited by other independent auditors, and issued unqualified opinion on February 24, 2023.

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 requirements of the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards, International Accounting Standards, Interpretations developed by the International Financial Reporting Interpretations Committee or the former Standing Interpretations Committee as endorsed by 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 ability to continue as a going concern of the Company and its subsidiaries, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company and its subsidiaries or to cease operations, or has no realistic alternative but to do so.

Those charged with governance, including audit committee, are responsible for overseeing the financial reporting process of the Company and its subsidiaries.

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 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 internal control of the Company and its subsidiaries.
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 ability to continue as a going concern of the Company and its subsidiaries. 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 Company and its subsidiaries to cease to continue as a going concern.
5. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the accompanying notes, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
6. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company and its subsidiaries 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 2023 consolidated financial statements 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.

Chen, Cheng-Chu

Hsieh, Sheng-An

Ernst & Young, Taiwan

February 27, 2024

Notice to Readers:

The accompanying consolidated financial statements are intended only to present the financial position, results of operations 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 accepted and applied in the Republic of China.

Accordingly, the accompanying consolidated financial statements and report of independent accountants are not intended for use by those who are not informed about the accounting principles or Standards on Auditing of the Republic of China, and their applications in practice. As the financial statements are the responsibility of the management, Ernst & Young cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

English Translation of Consolidated Financial Statements Originally Issued in Chinese
GSD TECHNOLOGIES CO., LTD. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
December 31, 2023 and 2022
(Expressed in Thousands of New Taiwan Dollars)

ASSETS	Notes	December 31, 2023		December 31, 2022	
		Amount	%	Amount	%
Current assets					
Cash and cash equivalents	4, 6(1)	\$757,484	32	\$942,073	38
Contract assets, current	6(18)B	21,885	1	-	-
Notes receivables, net	4, 6(3)	64,489	3	36,992	1
Notes receivables - related parties, net	4, 6(3), 7	64	0	4	0
Trade receivables, net	4, 6(4)	326,137	14	378,002	15
Trade receivables - related parties, net	4, 6(4), 7	4,426	0	5,830	0
Other receivables	4, 6(5)	2,101	0	2,236	0
Other receivables - related parties	4, 6(5), 7	550	0	506	0
Current tax assets		109	0	133	0
Inventories, net	4, 6(6)	144,942	7	153,083	6
Prepayment		58,062	2	43,720	2
Other current assets	8	7,461	0	49,505	2
Total current asset		1,387,710	59	1,612,084	64
Non-current assets					
Financial assets at fair value through other comprehensive income, non-current	4, 6(2)	8,005	0	-	-
Investments accounted for using the equity method	4, 6(7)	182,792	8	146,568	6
Property, plant and equipment	4, 6(8), 8	558,501	24	532,017	21
Right-of-use assets	4, 6(20)	105,590	4	113,738	5
Investment property, net	4, 6(9)	14,819	1	16,951	1
Intangible assets	4, 6(10)	53,790	2	54,967	2
Deferred tax assets	4, 6(24)	42,997	2	26,426	1
Refundable deposits		4,512	0	7,417	0
Total non-current assets		971,006	41	898,084	36
Total Assets		\$2,358,716	100	\$2,510,168	100
LIABILITIES AND EQUITY	Notes	December 31, 2023		December 31, 2022	
		Amount	%	Amount	%
Current liabilities					
Current borrowings	4, 6(11)	\$43,270	2	\$-	-
Current financial liabilities at fair value through profit or loss	4, 6(12)	12,750	1	-	-
Contract liabilities, current	6(18)B, 7	66,852	3	61,180	3
Notes payable		46,265	2	93,417	4
Accounts payable		282,777	12	267,636	11
Accounts payable - related parties	7	22,482	1	26,454	1
Other payables	6(15)	98,226	4	136,080	5
Current tax liabilities	4, 6(24)	5,372	0	33,365	1
Lease liabilities, current	4, 6(20)	7,309	0	9,190	0
Long term liabilities due within one year	4, 6(14)	294,141	13	-	-
Long-term borrowings, current portion	4, 6(15)	8,654	0	-	-
Total current liabilities		888,098	38	627,322	25
Non-current liabilities					
Financial liabilities at fair value through profit or loss, non-current	4, 6(12)	-	-	5,790	0
Bonds payable	4, 6(14)	-	-	291,704	12
Non-current portion of long-term borrowings		8,654	0	-	-
Deferred tax liabilities	4, 6(24)	25,773	1	32,630	1
Lease liabilities, non-current	4, 6(20)	6,639	0	9,101	1
Guarantee deposits	7	238	0	242	0
Total non-current liabilities		41,304	1	339,467	14
Total liabilities		929,402	39	966,789	39
Equity attributable to owners of parent	6(17)				
Capital					
Common stock		370,000	16	370,000	15
Capital surplus		658,243	28	655,509	26
Retained earnings					
Legal reserve		105,974	4	87,735	3
Special reserve		84,417	4	104,433	4
Undistributed earnings		345,006	15	424,113	17
Total retained earnings		535,397	23	616,281	24
Other equity		(111,400)	(5)	(84,417)	(4)
Treasury shares		(32,858)	(1)	(32,858)	(1)
Equity attributable to owner of parent		1,419,382	61	1,524,515	60
Non-controlling interests		9,932	0	18,864	1
Total equity		1,429,314	61	1,543,379	61
Total liabilities and equity		\$2,358,716	100	\$2,510,168	100

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

GSD TECHNOLOGIES CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

For the years ended December 31, 2023 and 2022

(Expressed in Thousands of New Taiwan Dollars, Except for Earnings per Share)

Accounting	Notes	For the years ended December 31			
		2023		2022	
		Amount	%	Amount	%
Operating revenues	4, 6(18), 7	\$1,774,243	100	\$1,840,584	100
Operating costs	4, 6(6), (21), 7	(1,204,643)	(68)	(1,180,300)	(64)
Gross profit		569,600	32	660,284	36
Operating expenses	4, 6(19), (20), (21), 7				
Sales and marketing expenses		(325,086)	(19)	(300,789)	(17)
General and administrative expenses		(161,515)	(9)	(168,483)	(9)
Research and development expenses		(88,672)	(5)	(74,072)	(4)
Expected credit (loss)		(7,668)	(0)	(1,289)	(0)
Total operating expenses		(582,941)	(33)	(544,633)	(30)
Operating (loss) income		(13,341)	(1)	115,651	6
Non-operating income and expenses	6(22)				
Interest income		14,576	1	18,801	1
Other income	7	34,394	2	12,699	1
Other gains and losses		(7,665)	(0)	32,253	2
Finance costs		(3,871)	(0)	(3,930)	(0)
Share of profit of associates and joint ventures accounted for using equity method	6(7)	19,554	1	26,211	1
Total non-operating income and expenses		56,988	4	86,034	5
Income before income tax		43,647	3	201,685	11
Income tax expense	6(24)	(5,465)	(0)	(27,760)	(1)
Net income		38,182	3	173,925	10
Other comprehensive income (loss)	6(23)				
Items that may be reclassified subsequently to profit or loss:					
Exchange differences on translating the financial statements of foreign operations		(27,231)	(2)	19,888	1
Other comprehensive income (loss), net of tax		(27,231)	(2)	19,888	1
Total comprehensive income		\$10,951	1	\$193,813	11
Net income attributable to:					
Owners of the parent		\$46,866	3	\$182,390	10
Non-controlling interests		(8,684)	(0)	(8,465)	(0)
		\$38,182	3	\$173,925	10
Comprehensive income (loss) attributable to:					
Owners of the parent		\$19,883	1	\$202,406	11
Non-controlling interests		(8,932)	(0)	(8,593)	(0)
		\$10,951	1	\$193,813	11
Earnings per share (NTD)	6(26)				
Earnings per share - basic		\$1.28		\$5.00	
Earnings per share - diluted		\$1.28		\$3.78	

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

English Translation of Consolidated Financial Statements Originally Issued in Chinese

GSD TECHNOLOGIES CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

For the years ended December 31, 2023 and 2022

(Expressed in Thousands of New Taiwan Dollars)

Accounting	Equity attributable to owners of parent								Non-controlling interests	Total equity
	Common stock	Capital surplus	Retained earnings			Other equity	Treasury shares	Total		
			Legal reserve	Special reserve	Undistributed earnings	Exchange differences from translating the financial statements of foreign operations				
Balance as of January 1, 2022	\$370,000	\$651,213	\$66,393	\$94,425	\$437,323	(\$104,433)	(\$32,858)	\$1,482,063	\$-	\$1,482,063
Appropriations of earnings, 2021										
Legal reserve	-	-	21,342	-	(21,342)	-	-	-	-	-
Special reserve	-	-	-	10,008	(10,008)	-	-	-	-	-
Cash dividends	-	-	-	-	(164,250)	-	-	(164,250)	-	(164,250)
Changes in associates and joint ventures accounted for using the equity method	-	688	-	-	-	-	-	688	-	688
Net income (loss) for the year ended December 31, 2022	-	-	-	-	182,390	-	-	182,390	(8,465)	173,925
Other comprehensive income for the year ended December 31, 2022	-	-	-	-	-	20,016	-	20,016	(128)	19,888
Total comprehensive income	-	-	-	-	182,390	20,016	-	202,406	(8,593)	193,813
Difference between consideration and carrying amount of subsidiaries acquired or disposed	-	3,608	-	-	-	-	-	3,608	5,412	9,020
Changes in non-controlling interest	-	-	-	-	-	-	-	-	22,045	22,045
Balance as of December 31, 2022	\$370,000	\$655,509	\$87,735	\$104,433	\$424,113	(\$84,417)	(\$32,858)	\$1,524,515	\$18,864	\$1,543,379
Balance as of January 1, 2023	\$370,000	\$655,509	\$87,735	\$104,433	\$424,113	(\$84,417)	(\$32,858)	\$1,524,515	\$18,864	\$1,543,379
Appropriations of earnings, 2022										
Legal reserve	-	-	18,239	-	(18,239)	-	-	-	-	-
Cash dividends	-	-	-	-	(127,750)	-	-	(127,750)	-	(127,750)
Special reserve (reversed)	-	-	-	(20,016)	20,016	-	-	-	-	-
Changes in associates and joint ventures accounted for using the equity method	-	2,734	-	-	-	-	-	2,734	-	2,734
Net income (loss) for the year ended December 31, 2023	-	-	-	-	46,866	-	-	46,866	(8,684)	38,182
Other comprehensive income for the year ended December 31, 2023	-	-	-	-	-	(26,983)	-	(26,983)	(248)	(27,231)
Total comprehensive (loss)	-	-	-	-	46,866	(26,983)	-	19,883	(8,932)	10,951
Balance as of December 31, 2023	\$370,000	\$658,243	\$105,974	\$84,417	\$345,006	(\$111,400)	(\$32,858)	\$1,419,382	\$9,932	\$1,429,314

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

English Translation of Consolidated Financial Statements Originally Issued in Chinese
GSD TECHNOLOGIES CO., LTD. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
For the years ended December 31, 2023 and 2022
(Expressed in Thousands of New Taiwan Dollars)

Accounting	For the years ended December 31		Accounting	For the years ended December 31	
	2023	2022		2023	2022
Cash flows from operating activities:			Cash flows from investing activities		
Net income before tax	\$43,647	\$201,685	Acquisition of financial assets at fair value through other comprehensive income	(8,133)	-
Adjustments for:			Acquisition of financial assets measured at amortized cost, current	(43,960)	-
The profit or loss items which did not affect cash flows:			Proceeds from disposal of financial assets at amortised cost	43,960	-
Depreciation	57,240	40,548	Acquisition of financial assets at fair value through profit or loss	(167,048)	-
Amortization	2,066	2,122	Proceeds from disposal of financial assets at fair value through profit or loss	167,390	-
Expected credit loss	7,668	1,289	Acquisition of investments accounted for using the equity method	(25,940)	-
Net loss (gain) of financial assets and liabilities at fair value through profit or loss	6,837	(24,761)	Acquisition of property, plant and equipment	(80,405)	(278,813)
Finance cost	3,871	3,930	Proceeds from disposal of property, plant and equipment	447	10
Interest income	(14,576)	(18,801)	Increase in refundable deposits	-	(2,765)
Share of loss (profit) of associated and joint ventures accounted for using the equity method	(19,554)	(26,211)	Decrease in refundable deposits	2,812	-
Loss on disposal and abandonment of property, plant and equipment	189	702	Acquisition of intangible assets	(1,256)	(387)
Property, plant and equipment transferred to expenses	146	-	Interest received	14,273	20,223
Loss on disposal of intangible assets	-	39	Dividends received	12,000	-
Gain on lease modification	-	(899)	Net cash (used in) investing activities	(85,860)	(261,732)
Other items	1,982	(149)			
Changes in operating assets and liabilities:			Cash flows from financing activities:		
Contract assets	(21,885)	-	Increase in short-term loans	70,509	-
Notes receivable	(27,391)	(4,007)	Decrease in short-term loans	(26,549)	(5,000)
Notes receivable - related parties	(60)	51,923	Proceeds from long-term debt	17,584	-
Trade receivables	44,701	261	Repayments of the principle portion of lease liabilities	(14,237)	(11,018)
Trade receivables - related parties	1,404	5,357	Cash dividends	(127,750)	(164,250)
Other receivables	334	1,885	Partial disposal of an investment in a subsidiary while control is retained	-	9,020
Other receivables - related parties	(44)	(25)	Interest paid	(1,344)	(1,515)
Inventories	6,631	(18,269)	Changes in non-controlling interests	-	22,045
Prepayments	(14,282)	29,697	Net cash (used in) financing activities	(81,787)	(150,718)
Other current assets	42,044	(41,327)			
Contract liabilities	5,672	(30,590)			
Notes payable	(47,152)	47,895	Effects of exchange rate changes on the balance of cash held in foreign currencies	(13,031)	15,860
Accounts payable	15,141	(31,934)	Net (decrease) in cash and cash equivalents	(184,589)	(260,475)
Accounts payable - related parties	(3,972)	2,873	Cash and cash equivalents at beginning of period	942,073	1,202,548
Other payables	(37,933)	(24,505)	Cash and cash equivalents at end of period	\$757,484	\$942,073
Cash generated from operations	52,724	168,728			
Income tax paid	(56,635)	(32,613)			
Net cash (used in) provided by operating activities	(3,911)	136,115			

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

Attachment 4

GSD Technologies Co., Ltd.
Earnings Distribution Proposal for the year 2023

Unit: NT dollar

Items	Amounts
Un-appropriated Earnings as of January 1, 2023	298,139,878
Add: 2023 Net Profit	46,865,447
Less: Legal reserve (10%)	4,686,545
Less: Special reserve	26,982,651
Maximum Distributable Earnings	313,336,129
Items for Distribution:	
Shareholders' dividends- in Cash (NTD1 per share)	36,500,000
Un-appropriated Earnings after Distribution	276,836,129

Chairman : Hsieh, Hung Jung President: Chen, Shih Hsien CFO : Andrew Wu