

WW Holding Inc.
2024 Annual General Shareholders' Meeting Minutes

Time : 10:00 AM, 14 June, 2024 (Friday)

Venue : No. 133, Nanjing E Rd, Zhongshan District Section 3, Taipei City
(Hotel Metropolitan Premier Taipei)

Total outstanding WW shares : 66,941,263 shares

Total shares represented by shareholders present in person or by proxy : 49,665,080 shares

Percentage of shares held by shareholders present in person or by proxy : 74.19 %

Shares present at the time of voting : 49,665,080

Chairman : Yung-Yuh Hong

Recorder : Tang-Kai Wang

Directors present : Chairman Yung-Yuh Hong 、 Director Shing-Jiu Sheu 、 Director Jong-Chu Hsiao 、 Director Hung-Ta Teng 、 Director Yung-Hung Hsu 、 Independent Director Hsing-Chu Wu 、 Independent Director Chun-Kai Huang 、 Independent Director Pu-Yang Liu

In attendance : KPMG Fang-Yi Lee CPA 、 LCS Wan-Jun Liao Lawyer

Meeting Commencement Announced : The aggregate shareholding of the shareholders present in person or by proxy constituted a quorum. The Chairman called the meeting to order.

I. Chairman's Address : (Omitted).

II. Reports :

Agenda 1

Summary : 2023 Business Report, submitted for attention.

Explanatory Notes :

1. For Business Report please refer to Attachment 1
2. For Financial Statements please refer to Attachment 2.

Questions from Shareholders: (Account No. 3350), Securities Investor and Futures Trader Protection Center, regarding Agenda Item 1 of the report. Your company's corporate governance evaluations from 2019 to 2023 consistently fall into the lowest category. Corporate governance evaluation is a critical policy promoted by regulatory authorities. Poor evaluation results may impact the company's social image and future development. To implement effective corporate governance and safeguard the rights of shareholders and stakeholders, this center requests your company to formulate plans for improvement and enhancement of governance. Please provide regular updates to the board to establish a robust corporate governance system and aim for better corporate governance ratings.

Response from Designated Executive: To strengthen corporate governance and meet regulatory expectations and investor demands, our company has devised the following plans and will implement them diligently:

1. We have gradually compiled our company's first ESG report, as required by regulatory authorities before the deadline. It will be published on our official website in the second half of this year for reference by all stakeholders.
2. We will expand the Corporate Governance Evaluation Committee by including relevant colleagues from various departments to actively engage in understanding evaluation criteria and content, aiming to improve our evaluation scores.

Agenda 2 :

Summary : Audit Committee's Audit Report, submitted for attention.

Explanatory Notes : For Audit Committee's Review Report with Auditing Report of the Certified Accountants, please refer to Attachment 3 and Attachment 2.

Shareholder speeches and questions: None

Agenda 3 :

Summary : Report on the distribution of directors' compensation and employees' compensation for 2023, submitted for attention.

Explanatory Notes :

The Company's net profit before tax for 2023 was NT\$629,490,711. (All subsequent amounts in NTD as well.) In accordance with Article 34.1 of the Company's Articles of Incorporation, the Company's Board of Directors approved cash remuneration for

employees of the Company of NT\$6,423,375 and cash remuneration for directors of NT\$6,423,375:

- (1) Employees' remuneration of NT\$6,423,375 was the same as the estimated employees' remuneration of NT\$6,423,375 for 2023.
- (2) Directors' remuneration of NT\$ 6,423,375 was the same as estimated directors' remuneration of NT\$ 6,423,375 for 2023.

Shareholder speeches and questions: None

Agenda 4 :

Summary : The Company's 2023 earnings distribution report, submitted for attention.

Explanatory Notes :

1. In accordance with Articles 34.2 and 34.10 of the Company's Articles of Incorporation, the Company's 2023 earnings' distribution report has been approved by the Company's Board of Directors and all or part of the dividends and bonuses will be distributed to shareholders in cash.
2. The Company's after-tax net profit was NT\$616,565,891 and a cash dividend of NT\$5.3 was to be distributed. Please refer to Attachment 4 for the relevant earnings distribution table.
3. After the proposal has been approved by the Board of Directors and the Chairman is authorized to set separate matters such as the ex-dividends record date and the distribution date of cash dividends, if the number of outstanding shares changes and leads to a change in the dividends ratio requiring modification, relevant matters may be handled within the scope of the above-mentioned distribution amount.

Shareholder speeches and questions: None

Agenda 5:

Summary: Amendment of Rules of Procedure for Board of Directors Meetings report, submitted for attention.

Explanatory Notes :

In order to cooperate with the revision of the relevant laws and regulations, amendments are proposed to the Company's Rules and Procedures of Board of Directors' Meetings. Please refer to Attachment 5 for an Amendment Comparison Table with provisions before and after amendments.

Shareholder speeches and questions: None

III. Recognitions and Discussions :

Agenda 1 (Proposed by the Board)

Summary : The final accounts of 2023 for the Company, submitted for ratification.

Explanatory Notes :

1. The Company's 2023 annual Business Report and Financial Statements have been prepared and an audit of the accompanying financial statements has been completed by accountants Lee Fang-Yi and Hsieh Chiu-Hua of KPMG International. For the issued draft of the Audit Report, please refer to Attachment 2.
2. The Audit Committee has approved the proposal and issued a review report; please refer to Attachment 3.

Shareholder speeches and questions: None

Resolution : Voting results

Shares present at the time of voting : 49,665,080

Voting Results	% of the represented share present
Approval votes 48,940,547 (electronic votes 213,413)	98.54 %
Disapproval votes 283 (electronic votes 283)	0.00 %
Abstention votes 724,250 (electronic votes 337,634)	1.45 %
Invalid votes 0	0.00 %

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

Agenda 2 (Proposed by the Board)

Summary : Amendment of the Company's Articles of Incorporation, submitted for review.

Explanatory Notes : In order to cooperate with the amendment of the relevant laws and regulations, amendments are proposed for the Company's Articles of Incorporation. Please refer to Attachment 6 for the Amendment Comparison Table before and after revision. A resolution has been passed by the Board of Directors for the amendment of the Articles of Incorporation of the Company. In accordance with Article 14.1 of the Company's Articles of incorporation, a special resolution shall be passed to become the Company's new Articles of Incorporation in substitution for and to the exclusion of other existing Articles of Incorporation of the Company, hereby submitted for resolution.

Shareholder speeches and questions: None

Resolution : Voting results

Shares present at the time of voting : 49,665,080

Voting Results	% of the represented share present
Approval votes 48,940,547 (electronic votes 213,413)	98.54 %
Disapproval votes 283 (electronic votes 283)	0.00 %
Abstention votes 724,250 (electronic votes 337,634)	1.45 %
Invalid votes 0	0.00 %

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

Agenda 3 (Proposed by the Board)

Summary : Amendment of the Company's Rules of Procedure for Shareholders' Meetings, submitted for review.

Explanatory Notes: In order to cooperate with the revision of the relevant laws and regulations, amendments are proposed to the Company's Rules of Procedure for Shareholders' Meetings. Please refer to Attachment 7

for an Amendment Comparison Table with provisions before and after amendments.

Shareholder speeches and questions: None

Resolution : Voting results

Shares present at the time of voting : 49,665,080

Voting Results	% of the represented share present
Approval votes 48,940,546 (electronic votes 213,412)	98.54 %
Disapproval votes 284 (electronic votes 284)	0.00 %
Abstention votes 724,250 (electronic votes 337,634)	1.45 %
Invalid votes 0	0.00 %

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

IV. Extraordinary Motions : None.

V. Meeting Adjourned: 10:21 AM, 14 June, 2024

WW Holding, Inc.

Business Report

Dear shareholders, ladies and gentlemen, everyone:

For the global economy and for WW Holding, 2023 was a year of bidding farewell to the clouds and returning to the track of bountiful harvests. With the post-pandemic recovery in consumer spending, international travel and business activities experiencing resurgent growth, there has been an increase in demand for luxury bags and purses. Additionally, the sports trend and equipment purchases driven by the Paris Summer Olympics have further boosted the company's profitability. As a result, the annual financial performance has been outstanding, with earnings per share exceeding the share capital for two consecutive years. However, the economic outlook is not entirely cloudless. Geopolitical tensions persist, driving inflation. The U.S.-China trade conflict is causing shifts in production sectors, while international supply chains are fragmenting and reorganizing. Trends in AI intelligence are emerging and pressures are increasing with the rising prominence of ESG standards in investments. These factors are pushing up operational costs and risks. The Company has fully understood and prepared for these challenges, formulating strategies and proactively addressing them. It is expected that, with the sustained strong demand for high-end bags and sports equipment, the Company will continue to achieve excellent performance in the current year.

I. Business Plan Implementation Results for 2023:

Unit: NT\$ thousand

Item/Year	Consolidated Financial Statements			
	2023	2022	Increase/decrease	% of increase/decrease
Operating revenue	7,921,165	8,538,762	(617,597)	(7.23)%
Gross profit	1,608,305	1,786,277	(177,972)	(9.96)%
Net Profit after Tax	616,566	636,328	(19,762)	(3.11)%

II. Budget implementation for 2023

In accordance with the Regulations Governing the Publication of Financial Forecasts of Public Companies, the Company was not required to prepare financial forecasts for 2023.

III. Revenues, expenses and profitability analysis

Item/Year		Consolidated Financial Statements	
		2023	2022
Financial structure	Ratio of liabilities to assets (%)	48.38	64.03
	Long-term funds to fixed assets (%)	490.41	385.96
Solvency	Current ratio (%)	226.62	147.02
	Quick ratio (%)	178.99	110.29

Profitability	Return on assets (%)		10.86	11.80
	Return on equity (%)		22.17	31.34
	To paid-in capital (%)	Operation profits/losses	102.49	115.19
		Net (losses) profits before tax	95.29	117.09
	Profit ratio (%)		7.78	7.45
	Earnings per share (NTD)		10.07	10.61

IV. Outlook for 2024:

Major Business Policies

The Group has continued to demonstrate operational resilience amidst the uncertain waves of global economic opportunities and risks. In order to grasp business opportunities, anticipate challenges and move towards sustainable growth, the Group has adopted the following strategies:

- (1) Creating Deployment Advantages with Distributed Production Bases, Flexibly Adjusting Production Capacity Configuration, and Replicating Production Intelligence and Key Strengths

Amidst the restructuring of the international supply chain and the shift in production sectors, the Group has been diversifying production risks since 2016, developing manufacturing bases in Southeast Asia. We continue to seek new bases to expand production capacity and flexibly adjust production configurations to meet customer needs. Currently, the Group has established production bases in countries such as Thailand, Cambodia, and Vietnam. Based on the production advantages of various regions and in line with the "China plus N" production strategy of brand customers, we will gradually increase the production ratio of sites in Southeast Asia. This year, we will add a new production base for Cambodia Wei Bao, continuing to increase production capacity and strengthening the maximum flexibility of resource allocation. Additionally, mainland China remains an important operating hub for the company, boasting of a long-standing accumulation of highly skilled labor, mature supply chains and comprehensive logistical support facilities. These competitive advantages have made it a core base for the company to nurture talent, develop new products and technologies, and refine production models. Going forward, the company will further

replicate and extend the production intelligence and key capabilities of its Chinese base to its global locations, firmly advancing towards its business goal of “diverse resilience and steady operation.”

(2) Seizing AI and ESG Opportunities, We Deepen Customer Engagement through Enhanced Development Processes, Manufacturing Techniques, and R&D Innovation

To collaboratively create real-time, agile, and environmentally friendly development processes with our customers, the Company has established a research and development center and formed a 3D team in 2021, continuously strengthening our R&D capabilities to provide customers with comprehensive one-stop research, development, and manufacturing solutions. Currently, our 3D team utilizes virtual development technology to help customers shorten the development process via 3D proofing combined with the use of materials and fasteners and other databases. This approach increases design flexibility and reduces wastage of time, materials, and funds in the development stage. It has become a competitive advantage for our Company in deepening connections with ESG-focused customers. In the future, the Company will continue to leverage 3D virtual development technology to adapt to consumers' rapidly changing preferences and fashion trends, continuously assisting customers in developing and designing high-complexity products, benefiting brand customers in developing products with brand characteristics and market competitiveness. In addition, the Company's research and development department is committed to developing new products. In addition to providing value-added services that enhance high-tech levels, the department continuously considers the “economy,” “environmental friendliness” and “novelty” of processes. It also takes into account consumers' high demand for product “functionality,” “practicality” and “quality,” emphasizing the evaluation of environmentally friendly materials substitutability for various product types, as well as component commonality, to meet the diverse needs of different brand owners.

(3) Using digital tools to optimize production processes and drive manufacturing upgrades

Performance optimization and cost control together constitute one of the main strategies used by the Company to maintain attractive returns. Although global currency inflation has driven up labor and raw material costs, industry competition is also becoming increasingly fierce. The Company will continue in its self-improvement, meeting the more demanding requirements of existing and new customers. These efforts will include finding high-quality raw materials at competitive prices, upgrading production equipment, and continuously optimizing and streamlining production processes to enhance competitiveness and meet the needs of brand customers. By adding automated production equipment and expanding the application range of automated processes, we can improve our technical service level, improve the production efficiency of factories and increase the flexibility and diversification of our manufacturing capabilities. At the same time, we will strengthen internal management, properly control production costs and improve production management efficiency and

adhere to good quality and create long-term value. The Company is seizing new opportunities for intelligent transformation in response to the increasing maturity of digital technology and AI technology. We are gradually digitizing the production process and making it transparent and standardized by integrating Enterprise Resource Planning (ERP) with intelligent management systems such as Product Lifecycle Management (PLM) and Manufacturing Execution System (MES). By additionally applying a Kanban system, we thus can achieve cross-site real-time production management, equipment maintenance, troubleshooting, and early warning benefits. Through such comprehensive promotion of manufacturing upgrades, we can achieve cost reductions, improve efficiency and attain the goal of effective management, thereby laying the foundation for the Company's sustainable revenue and profit growth.

- (4) Strengthen and expand the brand customer base, extend market diversification and provide innovative solutions through strategic cooperation.

Besides maintaining long-term and stable cooperative relationships with existing brand customers, the Company has established a business development center to actively develop new brand customers with development potential, especially focusing on Internet-savvy electronic brands and boutique brands with diversified product categories. To become a strategic partner that grows together with customers, the Company's positioning has been actively transformed from "OEM" to "manufacturing services" as we respond quickly to customer needs and creating our own value. Focusing on key brand customers with the value-oriented business philosophy, we will provide a full range of R & D innovation services and lean production models from technology development, flexible production to diversification of the supply chain. Beyond this, the Company is actively seeking customer and market diversification, endeavoring to extend its business reach into niche markets such as military and medical sectors and expanding its manufacturing and service capabilities into new blue ocean markets. In this way, we are laying the groundwork for the Company's next growth engine.

Looking ahead, despite the various challenges facing the global economy, such as geopolitical risks, the U.S.-China trade conflict, supply chain restructuring, expected inflation, and pressures from green regulations, consumer spending and international business travel are showing signs of recovery. Additionally, with the upcoming Summer Olympics in Paris, held every four years, there is expected to be a boost in demand for the company's luxury bags and sports equipment industries, benefiting the sales prospects of its major brand customers. In an environment where opportunities and threats coexist, this year (2024), the Group is confident in continuing the growth momentum from last year (2023). Building upon a stable customer and production base, the Group will continue to optimize development and production efficiency through digital technology, further expanding new customer sources and new markets.

During the challenges of the pandemic, WW Holding has proactively optimized its operational structure and enhanced production efficiency, completing its transformation on a solid foundation.

Looking ahead, amidst the opportunities and challenges of the post-pandemic new economy, international conditions, and digital technology, the company remains committed not only to continuously increasing profits to maximize shareholder value but also to demonstrating the ESG (Environmental, Social, and Governance) achievements in its business activities starting from 2024. The Company will ensure that its business activities not only comply with the laws and regulations of all countries but also generate positive social and environmental benefits. With a sustainable management concept, the company aims to enhance its value and create long-term competitiveness, thus fostering a win-win future for shareholders, customers, and employees. “Calm in the face of waves, rooted stability, transformation yields success, sprinting towards sustainability.” With this proverb in mind, we are well prepared and can rely on the leadership of an experienced team. Accordingly, we are confident that we can continue last year's good results, sustain even better business performance, seek greater profit for shareholders, and create higher value for society. I would also like to ask all of you to continue to support and encourage the Company. Finally, I wish all shareholders good health and good luck in everything.

Chairman: Yung-Yuh Hong

Manager: Shing-Jiu Sheu

Chief Accountant: Tang-Kai Wang



安侯建業聯合會計師事務所
KPMG

台北市110615信義路5段7號68樓(台北101大樓)
68F., TAIPEI 101 TOWER, No. 7, Sec. 5,
Xinyi Road, Taipei City 110615, Taiwan (R.O.C.)

電 話	Tel	+ 886 2 8101 6666
傳 真	Fax	+ 886 2 8101 6667
網 址	Web	kpmg.com/tw

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Independent Auditors' Report

To the Board of Directors of WW Holding Inc.:

Opinion

We have audited the consolidated financial statements of WW Holding Inc. and its subsidiaries ("the Group"), which comprise the consolidated balance sheet as of December 31, 2023 and 2022, the consolidated statement of comprehensive income, changes in equity and cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of material accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2023 and 2022, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the International Financial Reporting Standards ("IFRSs"), International Accounting Standards ("IASs"), Interpretations developed by the International Financial Reporting Interpretations Committee ("IFRIC") or the former Standing Interpretations Committee ("SIC") endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China.

Basis for Opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and 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 of our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

1. Revenue recognition

Please refer to note (4)(n) and note (6)(v) “Significant accounting assumptions and judgments, and major sources of estimation uncertainty”, of the consolidated financial statements.

Description of key audit matter:

Since revenue recognition is a concern for stakeholders, the test of revenue recognition is one of the key matters in our audit.

How the matter was addressed in our audit:

In relation to the key audit matter above, our audit procedures include:

- Testing the sales and collection cycle, as well as its related design of internal control and the effectiveness of the control.
- Selecting the appropriate samples to understand the purchase terms and conditions of the Group’s main clients and evaluating the timing of revenue recognition to determine whether the accounting policy is appropriate.
- Auditing the top ten clients, as well as new clients of the Group, and analyzing the revenue generated from them.
- Conducting the sales cut-off procedures for a sufficient period before and after year-end and reviewing the related evidence to determine whether the revenue recognition criteria were met and the sales transactions were recorded in the proper period.
- Assessing the adequacy of the Group’s disclosures in respect of revenue recognition.

2. Inventory valuation

Please refer to note (4)(h) “Inventory” for significant accounting policies regarding inventory valuation. For the accounting estimates and assumptions regarding inventory valuation and disclosures. Please refer to note (5)(b) and note (6)(e) of the consolidated financial statements.

Description of key audit matter:

The management team of the Group uses lower of cost or net realizable value to value its inventory impairment. Under the impact of economic fluctuations, products can be out-of-date that can result the inventory to be obsolete or the costs to be higher than its net realizable value. The valuation of net realizable value also involves critical estimates and measurement uncertainty. Therefore, the valuation of inventory impairment is one of the key matters in our audit.

How the matter was addressed in our audit:

The main audit procedures for the above critical matter are as follows:

- Evaluating the appropriateness of inventory impairment and inventory reserve policy.
- Examining the completeness of inventory aging reports, analyzing the change of inventory aging regularly and evaluating the appropriateness of the inventory reserve.
- Understanding how the management team decides its selling price and how the market value of inventory fluctuates after year-end in order to evaluate the appropriateness of the inventory net realizable value.
- Assessing the adequacy of the Group’s disclosures in respect of inventory.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and with the IFRSs, IASs, IFRC, SIC endorsed and issued into effect by the Financial Supervisory Commission of the Republic of China, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance (including the Audit Committee) are responsible for overseeing the Group's financial reporting process.

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

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

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

1. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
3. Evaluate the 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 the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We 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 of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are Fang-Yi Lee and Chin-Hua Hsieh.

KPMG

Taipei, Taiwan (Republic of China)

March 12, 2024

Notes to Readers

The accompanying consolidated financial statements are intended only to present the consolidated financial position, financial performance and cash flows in accordance with the 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.

The independent auditors' report and the accompanying consolidated financial statements are the English translation of the Chinese version prepared and used in the Republic of China. If there is any conflict between, or any difference in the interpretation of the English and Chinese language independent auditors' report and consolidated financial statements, the Chinese version shall prevail.

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

WW Holding Inc. and Subsidiaries**Consolidated Balance Sheets****December 31, 2023 and 2022****(Expressed in Thousands of New Taiwan Dollar)**

		December 31, 2023		December 31, 2022				December 31, 2023		December 31, 2022	
		Amount	%	Amount	%			Amount	%	Amount	%
Assets						Liabilities and Equity					
Current assets:						Current liabilities:					
1100	Cash and cash equivalents (note (6)(a))	\$ 1,190,896	19	1,027,196	15	2100	Short-term borrowings (note (6)(l), (7) and (8))	\$ 330,323	5	1,160,357	18
1110	Current financial assets at fair value through profit or loss (note (6)(b) and (n))	2,956	-	528	-	2130	Current contract liabilities (note (6)(v))	7,401	-	28,753	-
1170	Accounts receivable, net (note (6)(c))	1,039,516	17	1,478,674	22	2150-70	Notes and accounts payable	486,987	8	672,853	10
1180	Accounts receivable due from related parties, net (note (6)(c) and (7))	729,403	12	549,326	8	2160-80	Notes and accounts payable to related parties (note (7))	200,572	3	271,100	4
1200-10	Other receivables (including related parties) (note (6)(d) and (7))	250,716	4	181,364	3	2200	Other payables (note (6)(o))	731,762	12	924,455	14
1220	Current tax assets	2,296	-	1,263	-	2220	Other payables to related parties (note (6)(f) and (7))	21,828	-	68,159	1
130X	Inventories (note (6)(e))	919,740	15	1,163,028	18	2230	Current tax liabilities	69,384	1	61,184	1
1470	Other current assets (note (6)(k), (7) and (8))	501,229	8	647,739	10	2251	Current provisions for employee benefits	14,290	-	14,535	-
Total current assets		<u>4,636,752</u>	<u>75</u>	<u>5,049,118</u>	<u>76</u>	2280	Current lease liabilities (including related parties) (note (6)(p) and (7))	154,588	3	178,552	3
Non-current assets:						2320	Long-term liabilities, current portion (note (6)(m), (7) and (8))	24,564	1	44,836	1
1600	Property, plant and equipment (note (6)(g) and (7))	840,950	14	822,384	13	2300	Other current liabilities	4,351	-	9,407	-
1755	Right-of-use assets (note (6)(h) and (7))	393,888	6	509,198	8	Total current liabilities		<u>2,046,050</u>	<u>33</u>	<u>3,434,191</u>	<u>52</u>
1780	Intangible assets (note (6)(i))	133,208	2	140,231	2	Non-Current liabilities:					
1900	Other non-current assets (note (6)(k) and (8))	165,373	3	87,337	1	2530	Total bonds payable (note (6)(n) and (8))	573,587	9	276,854	4
Total non-current assets		<u>1,533,419</u>	<u>25</u>	<u>1,559,150</u>	<u>24</u>	2540	Long-term borrowings (note (6)(m), (7) and (8))	110,538	2	164,452	2
						2551	Non-current provisions for employee benefits (note (6)(q))	26,868	-	27,763	1
						2580	Non-Current lease liabilities (including related parties) (note (6)(p) and (7))	219,006	4	319,992	5
						2630	Long-term deferred revenue (note (6)(j))	3,686	-	3,850	-
						2645	Guarantee deposits received	5,269	-	4,399	-
						Total non-current liabilities		<u>938,954</u>	<u>15</u>	<u>797,310</u>	<u>12</u>
						Total liabilities		<u>2,985,004</u>	<u>48</u>	<u>4,231,501</u>	<u>64</u>
						Equity attributable to owners of parent (note 6(n) and (s)):					
						3100	Ordinary shares	660,586	11	601,058	9
						3200	Capital surplus	1,353,432	22	913,063	14
						3300	Retained earnings	1,327,195	22	1,011,797	15
						3410	Exchange differences on translation of foreign financial statements	(156,046)	(3)	(149,151)	(2)
						Total equity attributable to owners of parent:		<u>3,185,167</u>	<u>52</u>	<u>2,376,767</u>	<u>36</u>
						Total equity		<u>3,185,167</u>	<u>52</u>	<u>2,376,767</u>	<u>36</u>
Total assets		<u>\$ 6,170,171</u>	<u>100</u>	<u>6,608,268</u>	<u>100</u>	Total liabilities and equity		<u>\$ 6,170,171</u>	<u>100</u>	<u>6,608,268</u>	<u>100</u>

See accompanying notes to consolidated financial statements.

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

WW Holding Inc. and Subsidiaries**Consolidated Statements of Comprehensive Income****For the years ended December 31, 2023 and 2022****(Expressed in Thousands of New Taiwan Dollar , Except for Earnings Per Common Share)**

		2023		2022	
		Amount	%	Amount	%
4000	Operating revenue (note (6)(v) and (7))	\$ 7,921,165	100	8,538,762	100
5000	Operating costs (note (6)(e), (7) and (12))	<u>6,312,860</u>	<u>80</u>	<u>6,752,485</u>	<u>79</u>
5900	Gross profit from operations	<u>1,608,305</u>	<u>20</u>	<u>1,786,277</u>	<u>21</u>
Operating expenses (note (6)(c), (u) and (12)):					
6100	Selling expenses	258,738	3	327,297	4
6200	Administrative expenses	544,520	7	559,939	7
6300	Research and development expenses	148,079	2	172,355	2
6450	Expected credit (gain) loss	<u>(20,084)</u>	<u>(1)</u>	<u>34,326</u>	<u>-</u>
	Total operating expenses	<u>931,253</u>	<u>11</u>	<u>1,093,917</u>	<u>13</u>
6900	Net operating income	<u>677,052</u>	<u>9</u>	<u>692,360</u>	<u>8</u>
Non-operating income and expenses (note (6)(f), (j),(n),(w) and (7)):					
7020	Other gains and losses, net	22,461	-	67,920	1
7100	Interest income	26,508	-	6,442	-
7050	Finance costs	<u>(96,530)</u>	<u>(1)</u>	<u>(62,948)</u>	<u>(1)</u>
	Total non-operating income and expenses	<u>(47,561)</u>	<u>(1)</u>	<u>11,414</u>	<u>-</u>
7900	Profit before tax	629,491	8	703,774	8
7950	Less: Income tax expenses (note (6)(r))	<u>12,925</u>	<u>-</u>	<u>67,446</u>	<u>1</u>
	Profit	<u>616,566</u>	<u>8</u>	<u>636,328</u>	<u>7</u>
8300	Other comprehensive income (loss):				
8360	Components of other comprehensive income (loss) that will not be reclassified to profit or loss (note (6)(r) and (s))				
8361	Exchange differences on translation of foreign operations	(6,895)	-	80,448	1
8399	Income tax related to components of other comprehensive income that will be reclassified to profit or loss	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
	Components of other comprehensive income (loss) that will be reclassified to profit or loss	<u>(6,895)</u>	<u>-</u>	<u>80,448</u>	<u>1</u>
8300	Other comprehensive income (loss)	<u>(6,895)</u>	<u>-</u>	<u>80,448</u>	<u>1</u>
8500	Total comprehensive income	<u>\$ 609,671</u>	<u>8</u>	<u>716,776</u>	<u>8</u>
Profit attributable to:					
8610	Owners of parent	<u>616,566</u>	<u>8</u>	<u>636,328</u>	<u>7</u>
	Profit	<u>\$ 616,566</u>	<u>8</u>	<u>636,328</u>	<u>7</u>
Comprehensive income attributable to:					
8710	Owners of parent	<u>609,671</u>	<u>8</u>	<u>716,776</u>	<u>8</u>
	Comprehensive income	<u>\$ 609,671</u>	<u>8</u>	<u>716,776</u>	<u>8</u>
Earnings per share (in NT dollars) (note (6)(t))					
9750	Basic earnings per share	<u>\$ 10.07</u>		<u>10.61</u>	
9850	Diluted earnings per share	<u>\$ 8.97</u>		<u>10.34</u>	

See accompanying notes to consolidated financial statements.

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

WW Holding Inc. and Subsidiaries
Consolidated Statements of Changes in Equity
For the years ended December 31, 2023 and 2022
(Expressed in Thousands of New Taiwan Dollar)

	Equity attributable to owners of parent					Total other equity interest		
	Retained earnings					Exchange differences on translation of foreign financial statements	Total equity attributable to owners of parent	Total equity
	Ordinary shares	Capital surplus	Special reserve	Unappropriated retained earnings	Total retained earnings			
Balance at January 1, 2022	\$ 599,997	878,615	163,964	271,504	435,468	(229,599)	1,684,481	1,684,481
Profit	-	-	-	636,328	636,328	-	636,328	636,328
Other comprehensive income	-	-	-	-	-	80,448	80,448	80,448
Total comprehensive income	-	-	-	636,328	636,328	80,448	716,776	716,776
Appropriation and distribution of retained earnings:								
Special reserve appropriated	-	-	65,635	(65,635)	-	-	-	-
Cash dividends of ordinary share	-	-	-	(59,999)	(59,999)	-	(59,999)	(59,999)
Issue convertible bonds	-	29,087	-	-	-	-	29,087	29,087
Ordinary Shares converted from convertible bonds	1,061	5,361	-	-	-	-	6,422	6,422
Balance at December 31, 2022	601,058	913,063	229,599	782,198	1,011,797	(149,151)	2,376,767	2,376,767
Profit	-	-	-	616,566	616,566	-	616,566	616,566
Other comprehensive loss	-	-	-	-	-	(6,895)	(6,895)	(6,895)
Total comprehensive income	-	-	-	616,566	616,566	(6,895)	609,671	609,671
Appropriation and distribution of retained earnings:								
Cash dividends of ordinary share	-	-	-	(301,168)	(301,168)	-	(301,168)	(301,168)
Issue of shares	45,000	306,000	-	-	-	-	351,000	351,000
Issue convertible bonds	-	62,693	-	-	-	-	62,693	62,693
Ordinary Shares converted from convertible bonds	14,528	71,676	-	-	-	-	86,204	86,204
Balance at December 31, 2023	\$ 660,586	1,353,432	229,599	1,097,596	1,327,195	(156,046)	3,185,167	3,185,167

See accompanying notes to consolidated financial statements.

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

WW Holding Inc. and Subsidiaries**Consolidated Statements of Cash Flows****For the years ended December 31, 2023 and 2022****(Expressed in Thousands of New Taiwan Dollar)**

	<u>2023</u>	<u>2022</u>
Cash flows from (used in) operating activities:		
Profit before tax	\$ 629,491	703,774
Adjustments:		
Adjustments to reconcile profit (loss):		
Depreciation expense	275,069	252,215
Amortization expense	8,219	7,891
Expected credit (gain) loss	(20,084)	34,326
Interest expense	96,530	62,948
Interest income	(26,508)	(6,442)
(Gain) loss from disposal of property, plan and equipment	(2,266)	349
Gain on financial assets	(2,268)	(168)
Unrealized foreign exchange loss	33,335	4,485
Deferred income recognized	(101)	(102)
Total adjustments to reconcile profit	<u>361,926</u>	<u>355,502</u>
Changes in operating assets and liabilities:		
Changes in operating assets:		
Decrease (increase) in accounts receivable	451,647	(565,372)
Increase in accounts receivable due from related parties	(181,370)	(21,342)
Increase in other receivable	(97,677)	(112,352)
Decrease in other receivable due from related parties	2,241	4,449
Decrease (increase) in inventories	243,288	(68,653)
Decrease in other current assets	56,609	8,508
Total changes in operating assets	<u>474,738</u>	<u>(754,762)</u>
Changes in operating liabilities:		
(Decrease) increase in contract liabilities	(21,352)	13,014
(Decrease) increase in accounts payable	(182,460)	26,351
Decrease in accounts payable due from related parties	(70,528)	(68,011)
(Decrease) increase in other payable	(184,516)	461,635
Decrease in other payable due from related parties	(8,701)	(17,457)
(Decrease) increase in provisions	(1,140)	6,155
Decrease in other current liabilities	(5,056)	(2,424)
Total changes in operating liabilities	<u>(473,753)</u>	<u>419,263</u>
Total changes in operating assets and liabilities	<u>985</u>	<u>(335,499)</u>
Total adjustments	<u>362,911</u>	<u>20,003</u>
Cash inflow generated from operations	992,402	723,777
Interest received	26,303	5,664
Income taxes paid	(5,758)	(11,702)
Net cash flows from operating activities	<u>1,012,947</u>	<u>717,739</u>

See accompanying notes to consolidated financial statements.

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

WW Holding Inc. and Subsidiaries**Consolidated Statements of Cash Flows****For the years ended December 31, 2023 and 2022****(Expressed in Thousands of New Taiwan Dollar)**

	2023	2022
Cash flows from (used in) investing activities:		
Net cash used in acquisition of subsidiaries	(50,577)	(88,353)
Acquisition of property, plant and equipment	(137,141)	(91,928)
Proceeds from disposal of property, plant and equipment	9,562	2,535
Increase in refundable deposits	(4,784)	(3,199)
Acquisition of intangible assets	(858)	(1,419)
Decrease (increase) in other financial assets	20,436	(139,869)
Increase in prepayments for business facilities	(11,963)	(5,284)
Net cash flows used in investing activities	(175,325)	(327,517)
Cash flows from (used in) financing activities:		
Increase in short-term loans	5,565,206	8,175,180
Decrease in short-term loans	(6,407,113)	(8,323,335)
Proceeds from issuing bonds	438,825	310,082
Proceeds from long-term debt	-	208,345
Repayments of long-term debt	(76,270)	(37,262)
Increase in guarantee deposits received	870	551
Payment of lease liabilities	(172,096)	(133,995)
Cash dividends paid	(301,168)	(59,999)
Proceeds from issuing shares	351,000	-
Interest paid	(96,550)	(69,115)
Net cash (used in) flows from financing activities	(697,296)	70,452
Effect of exchange rate changes on cash and cash equivalents	23,374	48,649
Net increase in cash and cash equivalents	163,700	509,323
Cash and cash equivalents at beginning of period	1,027,196	517,873
Cash and cash equivalents at end of period	\$ 1,190,896	1,027,196

See accompanying notes to consolidated financial statements.

WW Holding Inc.

Audit Committee's Review Report

The Company's 2023 Business Report, Financial Statements (including consolidated financial statements) and earnings distribution proposal have been prepared by the Board of Directors. Among them, the financial statements (including consolidated financial statements) have been audited by CPAs Li Fang-Yi and Hsieh Chiu-Hua of KPMG International with an audit report.

The above-mentioned schedules were reviewed by the Audit Committee and found to have no inconsistencies. This report is issued in accordance with the provisions of Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act.

Sincerely

WW Holding Inc. General Shareholders' Meeting

WW Holding Inc.

Convener of Audit Committee: Hsing-Chu Wu

March 12, 2024

WW Holding Inc.
Earnings Distribution Schedule
2023

Unit: Thousands of NT\$

Item	Amount	Remarks
Undistributed earnings at the beginning of period	782,198,470	
Less:		
2022 provision for special	0	
2022 distribution of cash	(301,168,420)	
Distributable earnings at the beginning of period	481,030,050	
Add:		
2023 net profit	616,565,891	
Undistributed earnings at the end of period	1,097,595,941	
Allocation and appropriation		
Shareholders' cash dividends	(352,434,651)	\$5.3 per share
Distributable earnings at the end of period	745,161,290	

Note 1: In accordance with Article 34.1 of the Company's Articles of Incorporation, cash remuneration to be distributed to employees of the Company is NT\$ 6,423,375 and cash remuneration to directors is NT\$ 6,423,375

- (1) The distribution of employees' remuneration amounted to \$6,423,375, which did not differ from the estimated amount of \$6,423,375 for employees' remuneration in 2023
- (2) The distribution of directors' remuneration amounted to \$6,423,375, which did not differ from the estimated amount of \$6,423,375 for directors' remuneration in 2023.

Chairman: Yung-Yuh Hong

Manager: Shing-Jiu Sheu

Accounting Supervisor: Tang Kai Wang

WW Holding Inc.
Rules of Procedure for Board of Directors Meetings
Amendment Comparison Table before and after revision

Article number	Provisions before amendment	Provisions after amendment	Reason for revision
Article 8	<p>When the board convenes its meeting, the relevant department managers should prepare the relevant information for attending directors to review at any time. When convening the board of directors, managers from the relevant departments who are not directors may be notified to attend the meeting depending on the content of the proposals. Accountants, attorneys or other professionals may also be invited to attend the meeting when necessary.</p> <p>The presiding chair of the board of directors shall declare the meeting to be convened as soon as the meeting time has arrived and more than half of the directors are present. If the meeting is due to convene, but less than half of all directors are present, the presiding chair may announce the postponement of the meeting. The number of postponements is limited to two times and the total postponement time shall not exceed 1 hour.</p> <p>If the number of participants remains insufficient after two postponements, the presiding chair shall re-convene the meeting according to the procedures stipulated in Article 3, Paragraph 2.</p> <p>The total number of directors referred to in the above and in Article 16, Paragraph 2, Section 2 shall be calculated based on those who are actually in office.</p>	<p>When the board convenes its meeting, the relevant department managers should prepare the relevant information for attending directors to review at any time. When convening the board of directors, managers from the relevant departments who are not directors may be notified to attend the meeting depending on the content of the proposals. Accountants, attorneys or other professionals may also be invited to attend the meeting when necessary.</p> <p>The presiding chair of the board of directors shall declare the meeting to be convened as soon as the meeting time has arrived and more than half of the directors are present. If the meeting is due to convene, but less than half of all directors are present, the presiding chair may announce the postponement of the meeting <u>on that day</u>. The number of postponements is limited to two times and the total postponement time shall not exceed 1 hour.</p> <p>If the number of participants remains insufficient after two postponements, the presiding chair shall re-convene the meeting according to the procedures stipulated in Article 3, Paragraph 2.</p> <p>The total number of directors referred to in the above and in Article 16, Paragraph 2, Section 2 shall be calculated based on those who are actually in office.</p>	<p>Revised in conformity with the laws and regulations of the competent authority.</p> <p>When the number of attendees is insufficient, the presiding chair may announce that the postponement of the meeting shall be limited to the same day in order to avoid controversy arising from indefinite extensions of the board meeting.</p>
Article 11	<p>A board meeting shall adhere to the content given in the meeting notice. However, the agenda may be changed with the approval of a majority of directors in attendance at the board meeting.</p> <p>With respect to the content of the proceedings and the provisional</p>	<p>A board meeting shall adhere to the content given in the meeting notice. However, the agenda may be changed with the approval of a majority of directors in attendance at the board meeting.</p> <p>With respect to the content of the proceedings and the provisional</p>	<p>Paragraph 4 added in conformity with the laws and regulations of the competent</p>

Article number	Provisions before amendment	Provisions after amendment	Reason for revision
	<p>motions scheduled in the preceding paragraph, the chair may not declare the meeting closed without the approval of a majority of the directors in attendance at the meeting.</p> <p>At any time during the course of a board meeting, if the number of directors sitting at the meeting does not constitute a majority of the attending directors, then upon the motion by a director sitting at the meeting, the chair shall declare a suspension of the meeting, in which case Article 8, paragraph 3 shall apply mutatis mutandis.</p>	<p>motions scheduled in the preceding paragraph, the chair may not declare the meeting closed without the approval of a majority of the directors in attendance at the meeting.</p> <p>At any time during the course of a board meeting, if the number of directors sitting at the meeting does not constitute a majority of the attending directors, then upon the motion by a director sitting at the meeting, the chair shall declare a suspension of the meeting, in which case Article 8, paragraph 3 shall apply mutatis mutandis.</p> <p><u>If the chair is unable to preside over the meeting of the board of directors for any reason or fails to declare the adjournment of the meeting in accordance with the provisions of Paragraph 2, the provisions of Article 7, Paragraph 5 shall apply mutatis mutandis to the selection and appointment of a proxy.</u></p>	<p>authority.</p>
Article 20	<p>These Rules and Procedures were established on April 15, 2013.</p> <p>The first amendment was made on March 29, 2016.</p> <p>The second amendment was made was on June 5, 2018.</p> <p>The third amendment was made on March 27, 2020.</p> <p>The fourth amendment was made on March 14, 2023.</p>	<p>These Rules and Procedures were established on April 15, 2013.</p> <p>The first amendment was made on March 29, 2016.</p> <p>The second amendment was made was on June 5, 2018.</p> <p>The third amendment was made on March 27, 2020.</p> <p>The fourth amendment was made on March 14, 2023.</p> <p><u>The fifth amendment was made on March 12, 2024.</u></p>	<p>The version and revision date are added in conjunction with this revision.</p>

WW Holding Inc.
Articles of Incorporation
Amendment Comparison Table before and after revision

Article number	Provisions before amendment	Provisions after amendment	Reason for revision
Cover	<p>THE COMPANIES ACT (As Revised) OF THE CAYMAN ISLANDS COMPANY LIMITED BY SHARES</p> <p><u>TENTH</u> AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION</p> <p>OF</p> <p>WW HOLDING INC. - Incorporated on the November 27, 2009</p> <p>(as adopted by a Special Resolution dated <u>June 9, 2023</u>)</p>	<p>THE COMPANIES ACT (As Revised) OF THE CAYMAN ISLANDS COMPANY LIMITED BY SHARES</p> <p><u>ELEVENTH</u> AMENDED AND RESTATED MEMORANDUM AND ARTICLES OF ASSOCIATION</p> <p>OF</p> <p>WW HOLDING INC. - Incorporated on the November 27, 2009</p> <p>(as adopted by a Special Resolution dated <u>June 14, 2024</u>)</p>	<p>Updated intended date of the special resolution of the Shareholders' Meeting to approve the revised Articles of Incorporation and number of revisions.</p>
Outline	<p>THE COMPANIES ACT (As Revised) OF THE CAYMAN ISLANDS COMPANY LIMITED BY SHARES</p> <p><u>TENTH</u> AMENDED AND RESTATED MEMORANDUM OF ASSOCIATION</p> <p>OF</p> <p>WW HOLDING INC. (as adopted by a Special Resolution dated <u>June 9, 2023</u>)</p>	<p>THE COMPANIES ACT (As Revised) OF THE CAYMAN ISLANDS COMPANY LIMITED BY SHARES</p> <p><u>ELEVENTH</u> AMENDED AND RESTATED MEMORANDUM OF ASSOCIATION</p> <p>OF</p> <p>WW HOLDING INC. (as adopted by a Special Resolution dated <u>June 14, 2024</u>)</p>	<p>Updated intended date of the special resolution of the Shareholders' Meeting to approve the revised Articles of Incorporation and number of revisions.</p>
Article	<p>THE COMPANIES Act (As Revised) OF THE CAYMAN ISLANDS COMPANY LIMITED BY SHARES</p> <p><u>TENTH</u> AMENDED AND RESTATED ARTICLES OF ASSOCIATION</p> <p>OF</p> <p>WW HOLDING INC. (as adopted by a Special Resolution dated <u>June 9, 2023</u>)</p>	<p>THE COMPANIES Act (As Revised) OF THE CAYMAN ISLANDS COMPANY LIMITED BY SHARES</p> <p><u>ELEVENTH</u> AMENDED AND RESTATED ARTICLES OF ASSOCIATION</p> <p>OF</p> <p>WW HOLDING INC. (as adopted by a Special Resolution dated <u>June 14, 2024</u>)</p>	<p>Updated intended date of the special resolution of the Shareholders' Meeting to approve the revised Articles of Incorporation and number of</p>

Article number	Provisions before amendment	Provisions after amendment	Reason for revision
			revisions.
Article Article 25.6	Any Member(s) holding 1% or more of the Company's issued Shares for at least six consecutive months may in writing request the Independent Directors of the audit committee to bring action against the Directors on behalf of the Company in a court of competent jurisdiction as the court of first instance. If the <u>Independent Directors fail</u> to bring such action within thirty days after the request by the Member, such Member may bring the action in a court of competent jurisdiction as the court of first instance in the name of the Company.	Any Member(s) holding 1% or more of the Company's issued Shares for at least six consecutive months may in writing request the audit committee to bring action against the Directors on behalf of the Company in a court of competent jurisdiction as the court of first instance. <u>The audit committee shall resolve on whether to initiate the action, and shall appoint one or more of its members as the representative(s), acting individually or jointly, for this action.</u> If the <u>audit committee fails</u> to bring such action within thirty days after the request by the Member, such Member may bring the action in a court of competent jurisdiction as the court of first instance in the name of the Company.	This Article is amended in accordance with the provisions of Article 14-4 of the newly amended Securities and Exchange Act.

WW Holding Inc.
Rules of Procedure for Shareholders' Meetings
Amendment Comparison Table before and after revision

Article number	Provisions before amendment	Provisions after amendment	Reason for revision
Article 3	<p>The Company's shareholders' meetings shall be convened by the Board of Directors unless otherwise prescribed by the law or the Articles of Incorporation.</p> <p>(The following is omitted)</p>	<p>The Company's shareholders' meetings shall be convened by the Board of Directors unless otherwise prescribed by the law or the Articles of Incorporation.</p> <p><u>Unless otherwise stipulated in the Regulations Governing the Administration of Shareholder Services of Public Companies, convening of the Company's shareholders' meeting by videoconference shall be specified in the Articles of Incorporation and by a resolution of the Board of Directors. Furthermore, the videoconference of the shareholders' meeting shall be implemented by a resolution of the Board of Directors with more than two-thirds of the directors in attendance and approved by more than half of the directors present.</u></p> <p>(The following is omitted)</p>	Revised in conformity with the competent authority.
Article 6-1	<p>To convene a virtual shareholders' meeting, this Corporation shall include the following particulars in the shareholders' meeting notice: (The first and second paragraphs are omitted)</p> <p>III. To convene a virtual-only shareholders' meeting, appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders' meeting online shall be specified.</p>	<p>To convene a virtual shareholders' meeting, this Corporation shall include the following particulars in the shareholders' meeting notice: (The first and second paragraphs are omitted)</p> <p>III. To convene a virtual-only shareholders' meeting, appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders' meeting online shall be specified. <u>With the exception of circumstances specified in Item 6 of Article 44-9 of the Regulations Governing the Administration of Shareholder Services of Public Companies, shareholders shall be provided with the connection equipment and necessary assistance at a minimum, and specification should be made of the period during which shareholders</u></p>	Revised in conformity with the competent authority.

Article number	Provisions before amendment	Provisions after amendment	Reason for revision
		<u>can apply to the Company and of other related matters requiring attention.</u>	
Article 22	When convening a virtual-only shareholders' meeting, the Company shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders' meeting online.	When convening a virtual-only shareholders' meeting, the Company shall provide appropriate alternative measures available to shareholders with difficulties in attending a virtual shareholders' meeting online. <u>With the exception of circumstances specified in Item 6 of Article 44-9 of the Regulations Governing the Administration of Shareholder Services of Public Companies, shareholders shall be provided with the connection equipment and necessary assistance at a minimum, and specification should be made of the period during which shareholders can apply to the Company and of other related matters requiring attention.</u>	Revised in conformity with the competent authority.
Article 24	These Rules and Procedures were established on April 15, 2013. The first amendment was made on March 29, 2016. The second amendment was made was on June 19, 2020. The third amendment was made on June 23, 2022.	These Rules and Procedures were established on April 15, 2013. The first amendment was made on March 29, 2016. The second amendment was made was on June 19, 2020. The third amendment was made on June 23, 2022. <u>The fourth amendment was made on June 14, 2024.</u>	The version and revision date are added in conjunction with this revision.