



**AP Memory Technology Corporation
2026 1st Special Shareholders' Meeting
Handbook**

Meeting Date:	September 11, 2026
Meeting Place:	2F, No.3, Taiyuan 1st St., Zhubei City, Hsinchu County 302, Taiwan (R.O.C.) (Conference Room of Tai Yuen Hi-Tech Industrial Park III)
Meeting Format:	Physical Meeting

(This English translation is provided for reference only. In the event of any discrepancy between the English translation and the original Chinese version, the Chinese version shall prevail.)

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AP Memory Technology Corporation

Procedures for the 2026 1st Special Shareholders' Meeting

1. Call to Order
2. Chairman's Address
3. Ratification Item
4. Discussion Item
5. Extemporaneous Motions
6. Adjournment

AP Memory Technology Corporation

Agenda of the 2026 1st Special Shareholders' Meeting

Time: 9:00 a.m., Friday, September 11, 2026

Place: 2F, No. 3, Taiyuan 1st St., Zhubei City, Hsinchu County 302, Taiwan (R.O.C.)
(Conference Room of Tai Yuen Hi-Tech Industrial Park III)

Format: Physical Meeting

Procedure:

1. Call to Order
2. Chairman's Address
3. Ratification Item
Amendment to the Company's 2021 Plan for a Cash Capital Increase through the Issuance of Common Shares for Sponsoring Global Depositary Receipts
4. Discussion Item
Proposal for a Cash Capital Increase through the Issuance of Common Shares for Sponsoring Global Depositary Receipts
5. Extemporaneous Motions
6. Adjournment

Ratification Item

Amendment to the Company's 2021 Plan for a Cash Capital Increase through the Issuance of Common Shares for Sponsoring Global Depositary Receipts

(Proposed by the Board of Directors)

Explanatory Notes:

- A. In 2021, the Company conducted a cash capital increase through the issuance of 64,000,000 common shares for sponsoring Global Depositary Receipts. The offering was completed on January 25, 2022, with total proceeds of US\$189.760 million. The proceeds were originally designated for the acquisition of machinery and equipment and investments in research and development.
- B. Pursuant to the original capital utilization plan, the proceeds were allocated as follows: US\$141.759 million for the acquisition of machinery and equipment and the remainder for investments in research and development resources, including US\$44.352 million for expenses associated with establishing an R&D team and US\$3.649 million for the procurement of IC design software. However, in view of changes in the industry environment, evolving technological trends, and market supply and demand dynamics in recent years, the originally planned investment items no longer align with the Company's current and future overall development strategy and business plans. To enhance resource allocation efficiency and financial flexibility, as well as to support the procurement and working capital requirements arising from the Company's future business expansion, the Company proposes to reallocate the unutilized proceeds to working capital. The proposed amendment was approved at the 19th meeting of the fifth Board of Directors and subsequently received approval from the Foreign Exchange Department of the Central Bank of the Republic of China (Taiwan) on May 22, 2026. In accordance with applicable regulations, the proposed amendment is hereby submitted to the Shareholders' Meeting for ratification.
- C. For details of the amended use of proceeds and the expected benefits, please refer to Attachment 1 on page 7.

Resolution:

Discussion Item

Proposal for a Cash Capital Increase through the Issuance of Common Shares for Sponsoring Global Depositary Receipts

(Proposed by the Board of Directors)

Explanatory Notes:

- A. In anticipation of the Company's rapid business growth, and in order to meet funding needs for working capital and other long-term development, as well as to diversify the Company's financing channels, the Company plans to raise funds through a cash capital increase by issuing common shares for sponsoring Global Depositary Receipts ("GDRs"). The number of new common shares to be issued shall not exceed 15,000,000 shares. It is proposed that the Shareholders' Meeting authorize the Board of Directors to adjust the issuance size within such limit based on market conditions and to execute the issuance in one or more tranches.
- B. In accordance with Article 267 of the Company Act, 10% of the total number of new common shares to be issued in the proposed cash capital increase shall be reserved for subscription by the Company's employees, and the Chairman shall be authorized to approve the employee stock subscription procedures. With respect to the remaining 90% of the new shares, it is proposed that the Shareholders' Meeting, pursuant to Article 28-1 of the Securities and Exchange Act, approve the waiver by existing shareholders of their preemptive subscription rights and that such shares be offered publicly in full and served as the underlying securities for the issuance of GDRs. The Chairman shall be authorized to place any shares not subscribed for by employees with specific persons or, subject to market conditions, include such shares as underlying securities for the issuance of GDRs.
- C. The issue price of the new common shares to be issued under the offering shall be determined with reference to the "Taiwan Securities Association Self-Regulatory Rules for Underwriters Assisting Issuing Companies in the Offering and Issuance of Securities" and shall not be lower than 90% of either: (i) the closing price of the Company's common shares on the domestic centralized securities exchange market on the pricing date; or (ii) the simple arithmetic average of the closing prices of the Company's common shares for any one of the one-, three-, or five-business-day periods prior to the pricing date, after adjustment for ex-rights (including capital reduction) and ex-dividend effects. In the event of any change in applicable laws or regulations in Taiwan, the pricing method may be adjusted accordingly. Given the potential for significant short-term fluctuations in domestic stock prices, the Chairman shall be authorized to determine the actual issue price within the aforementioned range, in consultation with the securities underwriters, in accordance with international market practices and with reference to international capital market conditions, the domestic market price, and the results of the book-building process, so as to enhance acceptance by overseas investors. Based on the maximum issuance of 15,000,000 new shares under the proposed cash capital increase for the issuance of GDRs and the Company's 163,180,470 issued shares as of August 13, 2026, the maximum dilution ratio would be 8.41%.

However, in view of the Company's long-term development and its objectives of enhancing competitiveness, international visibility, and corporate image, the proposed issuance is expected to have a positive effect on shareholders' interests. Furthermore, the issue price of the GDRs will be determined based on the fair market price of the Company's common shares traded on the domestic centralized securities exchange market. Existing shareholders who do not participate in the offering may still purchase the Company's common shares in the domestic market at a price close to the issue price of the GDRs without bearing foreign exchange or liquidity risks. Therefore, the proposed issuance is not expected to have a material adverse effect on the interests of existing shareholders.

- D. It is proposed that the Shareholders' Meeting authorize the Board of Directors to adjust, determine, and implement, based on market conditions, the material terms of the proposed cash capital increase through the issuance of common shares for sponsoring GDRs, including the terms and conditions of issuance, issuance procedures, plan items, proposed schedule, expected benefits, and all other matters related to the issuance. Should any amendment be required in the future due to requirements of the competent authorities, operational considerations, or changes in objective circumstances, it is further proposed that the Shareholders' Meeting authorize the Board of Directors to handle all related matters with full discretion.
- E. In connection with the proposed cash capital increase through the issuance of common shares for sponsoring GDRs, including but not limited to the appointment of domestic and overseas underwriters, domestic and overseas legal counsel, the depositary institution, and the custodian institution, it is proposed that the Shareholders' Meeting authorize the Chairman or the Chairman's designee to approve and execute, on behalf of the Company, all documents relating to the issuance of GDRs and to handle all related matters.
- F. The new common shares to be issued in the cash capital increase for sponsoring GDRs shall carry the same rights and obligations as the Company's existing issued common shares.
- G. For any matters not addressed above, it is proposed that the Shareholders' Meeting authorize the Board of Directors to handle such matters with full discretion in accordance with applicable laws and regulations.

Resolution:

Extemporary Motions

Adjournment

Attachment

Attachment 1. Amended Use of Proceeds and Expected Benefits under the 2021 Global Depositary Receipts Issuance Plan

The Amended Use of Proceeds and Expected Benefits

A. Total Funds Required under the Amended Plan

The total funds required under the amended plan are US\$181.002 million.

B. Source of Funds after the Amendment

In 2021, the Company conducted a cash capital increase through the issuance of 64,000,000 common shares for sponsoring Global Depositary Receipts, raising total proceeds of US\$189.760 million. Following the completion of the offering on January 25, 2022, the proceeds were originally scheduled to be fully utilized by the fourth quarter of 2024.

As of the end of March 2026, the Company had paid US\$6.570 million in commissioned research expenses and US\$2.188 million in IC design software expenses, totaling US\$8.758 million, leaving US\$181.002 million of unutilized proceeds.

To enhance resource allocation efficiency and financial flexibility, as well as to support the procurement and working capital requirements arising from the Company's future business expansion, the unutilized proceeds have been reallocated to working capital. The amendment was approved at the 19th meeting of the fifth Board of Directors and subsequently received approval from the Foreign Exchange Department of the Central Bank of the Republic of China (Taiwan) on May 22, 2026.

C. Amended Use of Proceeds and Implementation Schedule

Unit: US\$ thousand

Plan Item	Scheduled Completion Date	Total Funds Required	Q3 2026	Q4 2026	Q1 2027	Q2 2027	Q3 2027	Q4 2027
Working Capital	Q4 2026	181,002	20,000	30,000	30,000	30,000	35,000	36,002
Total		181,002	20,000	30,000	30,000	30,000	35,000	36,002

D. Expected Benefits of the Amended Plan and Impact on Shareholders' Interests

The amendment to the use of proceeds was made in consideration of the Company's overall operational needs and the efficiency of resource allocation. The proceeds originally planned for the acquisition of machinery and equipment, the establishment of an R&D team, and the procurement of related software will instead be used as working capital, primarily to fund wafer procurement and outsourced processing costs required to support the anticipated growth in demand across the Company's product lines.

The additional working capital is expected to enhance the Company's flexibility in supply chain and capacity management, ensure a stable supply of products, and enable the Company to capture business opportunities arising from growth in market demand, thereby helping to maintain and expand the scale of operations, revenue, and profitability. In addition, the amendment to the use of proceeds does not alter the Company's overall business direction and is expected to improve capital utilization efficiency and enhance long-term financial flexibility, thereby strengthening the Company's financial structure and debt servicing capacity.

In conclusion, the amendment was made based on the Company's overall operational and financial planning considerations and is expected to have a positive effect on the Company's future business development and financial stability. Accordingly, the amendment is not expected to have any material adverse effect on the interests of the Company's shareholders.

Appendix

Appendix 1. Articles of Incorporation

(Note: This English translation is provided for reference only and might not exactly reflect the true meaning and full text of the original language.)

Article 1

The Corporation shall be incorporated, as a company limited by shares, under the Company Law of the Republic of China, and its name shall be 愛普科技股份有限公司 in the Chinese language and AP Memory Technology Corporation in the English language.

Article 2

The scope of business of the Corporation shall be as follows:

- CC01080: Electronic parts and components manufacture.
- F401010: International Trade.
- I501010: Product design.
- F601010: Intellectual Property
- ZZ99999: All business items that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3

The Company is headquartered in the Hsinchu County, Republic of China, and shall be free, upon approval of the Board of Directors and government authorities in charge, to set up representative or branch offices at various locations within or outside the territory of the Republic of China, whenever the Company deems it necessary.

Article 4

When the Company becomes a shareholder of limited liability of another company, the total amount of the Company's investment will not be subject to the restriction of not more than 40% of the Company's paid-in capital as provided in Article 13 of the Company Act.

Article 5

Public announcements of the Company shall be made in accordance with Article 28 of the Company Act.

Article 5-1

The Company may provide endorsement and guarantee to other companies. The process shall be handled in accordance with the Company's Operating Procedures of Endorsement/Guarantee.

Article 6

The total capital stock of the Corporation shall be in the amount of 1,000,000,000 New Taiwan Dollars, divided into 200,000,000 shares, at 5 New Taiwan Dollars each, and may be paid-up in installments. The Corporation may issue employee stock options from time to time. A total of 20,000,000 shares among the above total capital stock should be reserved for issuing employee stock options, preferred shares with warrants, and bonds with warrants from time to time in accordance with the resolution of the Board of Directors.

Article 6-1

To issue employee stock warrants that are lower than the closing price of the company stocks as of the issuing date, the Corporation is required to obtain the consent of at least two-thirds of the voting rights represented at a shareholders meeting attended by shareholders representing a majority of the total issued shares. The Corporation is allowed to register multiple issues over a period of 1 year from the date of the shareholders' resolution. The Corporation shall be required to specify the following information in the notice of reasons for convening the shareholders meeting, and may not raise the matter by means of an extraordinary motion according to "Regulations Governing the Offering and Issuance of Securities by Securities Issuers" and the related regulations.

Article 6-2

Employees of the Company's controlling or subordinate companies who satisfy certain conditions may be included as eligible recipients of treasury shares repurchased by the Company in accordance with the Company Act, employee stock option certificates, or restricted stock awards issued to employees.

When the Company issues new shares, employees of the Company's controlling or subordinate companies who satisfy certain conditions may also be entitled to subscribe for such shares.

The specific conditions referred to in the preceding paragraphs shall be determined by the Board of Directors.

Article 7

The share certificates of this Corporation shall all be name-bearing share certificates, and issued in accordance with this Corporation Law and relevant rules and regulations of the Republic of China. This Corporation is exempted from printing any share certificate for the shares issued. Such unprinted issued shares shall be registered with a centralized securities depository enterprise.

Article 8

Changes in record of shareholder name shall be made in accordance with Article 165 of the Company Act.

Article 9

Shareholders' meetings of the Company are of two types, namely: (1) Annual General Shareholders' Meetings – which shall be convened by the Board of Directors within 6 months after the end of each fiscal year, and (2) Special Shareholders' Meetings – which shall be convened whenever necessary in accordance with the relevant laws, rules and regulations of the Republic of China.

For shareholders holding less than 1,000 registered shares, the notice of meeting will be sent by public announcement instead of physical mail.

Notice of a meeting may be sent through electronical way if the counterparty agrees.

The shareholders' meeting may be held by video conference or other means announced by the central competent authority.

Article 10

A shareholder may appoint a proxy to attend a shareholders' meeting on his/her/its behalf by executing a power of attorney stating therein the scope of power authorized to the proxy. In addition to Article 177 of this Corporation Law, management of the proxies shall follow Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies.

Article 11

Each share of stock shall be entitled to one vote.

Article 12

Except as provided in the Company Law of the Republic of China, shareholders' meetings may be held if attended by shareholders in person or by proxy representing more than one half of the total issued and outstanding capital stock of the Corporation, and resolutions shall be adopted at the meeting with the concurrence of a majority of the votes held by shareholders present at the meeting.

Article 12-1

The shareholders may exercise their voting power in writing or by way of electronic transmission in a shareholders' meeting. The method of exercising voting power shall be described in the shareholders' meeting notice. In addition to regulatory requirements, this Corporation shall adopt the electronic transmission as one of the methods for exercising the voting power in a shareholders' meeting.

Article 13

If the Corporation limited by shares which is organized by a single government shareholder or a single juristic person shareholder, the functional duties and power of the shareholders' meeting of the Corporation shall be exercised by its board of directors, to which the provisions governing the shareholders' meeting as set out in this Articles of Incorporation shall not apply.

Article 13-1

The resolutions of the shareholders' meeting shall be recorded in the minutes, and such minutes shall be signed by or sealed with the chop of the chairman of the meeting. Such minutes, together with the attendance list and proxies, shall be filed and kept at the head office of the Corporation.

Article 14

The Corporation shall have seven to nine Directors. The Board of Directors is authorized to determine the number of Directors. The aforesaid Board of Directors must have at least three independent directors.

Directors shall be elected by adopting candidates nomination system as specified in Article 192-1 of the Company Law. The nomination of directors and related announcement shall comply with the relevant regulations of the Company Law and the Securities and Exchange Law. The election of independent directors and non-independent directors shall be held together; provided, however, the number of independent directors and non-independent directors elected shall be calculated separately.

Article 14-1

In compliance with Articles 14-4 of the Securities and Exchange Law, the Corporation shall establish an Audit Committee, which shall consist of all independent directors. The Audit Committee or the members of Audit Committee shall be responsible for those responsibilities of Supervisors specified under the Company Law, the Securities and Exchange Law and other relevant regulations.

Article 15

The Board of Directors shall be formed by elected Directors. The Directors shall elect from among themselves a Chairman of the Board of Directors by a majority vote in a meeting attended by over two-thirds of the Directors. The Chairman of the Board of Directors shall be the chairman of shareholders' meetings, and shall have the authority to represent the Company.

Meetings of the Board of Directors shall be convened by the Chairman of the Board of Directors, unless otherwise regulated by the Company Act. Directors may be notified of the Board of Directors meeting via written notices, as E-mail or fax. Except as otherwise provided in the Company Act of the Republic of China, a meeting of the Board of Directors may be held if attended by a majority or more of total Directors and

resolutions shall be adopted with the concurrence of the majority or more of the Directors present at the meeting.

Article 16

In case the Chairman is on leave or otherwise cannot exercise his duty, should be in accordance with Article 208 of the Company Act.

Article 17

A Director may, by written authorization, appoint another Director to attend on his behalf any meeting of the Board of Directors, and to vote for him on all matters presented at such meeting, but no Director may act as proxy for more than one other Director. Any Director attending the meeting via video conference shall be deemed attending the meeting in person.

Article 18

The Board of Directors is authorized to determine the salary for Directors, taking into account the extent and value of the services provided for the management of the Corporation and the standards of the industry within the R.O.C. and overseas.

Article 19

The Company may appoint or dismissal one or more managers in accordance with Article 29 of the Company Act.

Article 20

After the end of each fiscal year, in accordance with Article 228 of the Company Act, Business Report, Financial Statements and the Proposal Concerning Appropriation of Profits or Covering of Losses shall be prepared by the Board of Directors, and be submitted to the shareholders' meeting for acceptance.

Article 21

If there is any profit for a specific fiscal year, the Company shall allocate no less than 1% of the profit as employees' compensation and shall allocate at a maximum of 3% of the profit as remuneration to Directors, provided that the Company's accumulated losses shall have been covered in advance.

Employee's compensation may be distributed in the form of shares or in cash, and no less than 5% of the total amount of employees' compensation shall be reserved for distribution to non-executive employee. Employees qualified to receive such compensation may include employees from affiliates companies who meet certain qualifications. The Board of Directors is authorized to determine the qualifications of such employees. The remuneration to Directors shall be paid in cash.

Article 21-1

If there is any profit in an annual general financial statement of the Company, such profit shall be distributed in the following orders:

1. Reserve for tax payments.
2. Offset accumulated losses in previous years, if any.
3. Legal reserve, which is 10% of leftover profits. However, this restriction does not apply in the event that the amount of the accumulated legal reserve equals or exceeds the Company's total capital stock.
4. Allocation or reverse of special reserves as required by law or government authorities.
5. The remaining net profits and the retained earnings from previous years will be allocated as shareholders' dividend.

The Board of Directors will prepare a distribution proposal and submit the same to the shareholders' meeting for review and approval by a resolution.

Since the Company is in an industry in a growth phase, the dividend policy shall take into consideration factors such as the Company's current and future investment environment, needs for capital, domestic and overseas competition, capital budgeting plans, etc., to come out with a proposal that strike a balance among shareholders' benefits and the Company's long-term financial plans. Each year the Board of Directors shall prepare a profit distribution proposal and report it to the shareholders' meeting. After considering financial, business, and operational factors, the Company may distribute the whole of distributable profits for the year; dividends to shareholders may be distributed in cash or in stock, and the cash dividends shall not be lower than 20% of total dividends to shareholders.

Article 22

For matters not provided for in the Articles of Incorporation, it shall be handled in accordance with the Company Act of the Republic of China.

Article 23

These Articles of Incorporation were resolved on July 21, 2011. The first amendment was made on November 8, 2011, the second amendment was made on May 4, 2012, the third amendment was made on June 21, 2013, the fourth amendment was made on June 4, 2014, the fifth amendment was made on June 23, 2015, the sixth amendment was made on May 27, 2016, the seventh amendment was made on June 6, 2019, the eighth amendment was made on August 20, 2021, the ninth amendment was made on May 27, 2022, the tenth amendment was made on April 30, 2025.

Appendix 2. Rules Governing the Procedures for Shareholders Meetings

(Note: This English translation is provided for reference only and might not exactly reflect the true meaning and full text of the original language.)

- 1 To establish a strong governance system and sound supervisory capabilities for this Corporation's shareholders meetings, and to strengthen management capabilities, these Rules are adopted pursuant to the Corporate Governance Best-Practice Principles for TWSE/GTSM Listed Companies. The Shareholders' meeting should follow this procedure, except as otherwise provided by law, regulation, or the articles of incorporation, shall be as provided in these Rules.
- 2 Convening shareholders meetings
 - 2.1 Unless otherwise provided by law or regulation, this Corporation's shareholders meetings shall be convened by the board of directors. Any change in the manner of holding the meeting shall be resolved by the board of directors at the latest before delivering the notice of the shareholders' meeting.
 - 2.2 The reasons for convening a shareholders meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form.
 - 2.3 The Corporation shall prepare electronic versions of the shareholders meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors, as well as the shareholders meeting agenda and supplemental meeting materials, and upload them to the Market Observation Post System (MOPS) 30 days before the date of a regular shareholders meeting or 15 days before the date of a special shareholders meeting. In addition, 15 days before the date of the shareholders meeting, this Corporation shall also have prepared the shareholders meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at this Corporation and the professional shareholder services agent designated thereby. The Corporation shall make the meeting agenda and supplemental meeting materials referred to above available to shareholders for review in the following manner on the date of the shareholders meeting:
 - 2.3.1 For physical shareholders meetings, to be distributed on-site at the meeting.
 - 2.3.2 For hybrid shareholders meetings, to be distributed on-site at the meeting and shared on the virtual meeting platform.
 - 2.3.3 For virtual-only shareholders meetings, electronic files shall be shared on the virtual meeting platform.
 - 2.4 Election or dismissal of directors, amendments to the articles of incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval of competing with This Corporation by directors, surplus profit distributed in the form of new shares, reserve distributed in the form of new shares, the dissolution, merger, or demerger of the corporation, or any matter under Article 185, paragraph 1 of this Corporation Act, Articles 26-1 and 43-6 of the Securities Exchange Act, Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out and the essential contents explained in the notice of the reasons for convening the shareholders meeting, and shall not be raised as extraordinary motion.
 - 2.4.1 Where re-election of all directors and supervisors as well as their inauguration date is stated in the notice of the reasons for convening the shareholders meeting, after the completion of the re-election in said meeting, such inauguration date shall not be altered by any extraordinary motion or any way in said meeting.
 - 2.5 A shareholder holding one percent or more of the total number of issued shares may submit to this Corporation a proposal for discussion at a regular shareholders meeting. The number of items so proposed is limited to one only, and no proposal containing more than one item will be included in the meeting agenda. When the circumstances of any subparagraph of Article 172-1, paragraph 4 of this Corporation Act apply to a proposal put forward by a shareholder, the board of directors may exclude it from the agenda. A shareholder may propose a recommendation for urging this Corporation to promote public interests or fulfill its social responsibilities, provided procedurally the number of items so proposed is limited only to one in accordance with Article 172-1 of this Corporation Act, and no proposal containing more than one item will be included in the meeting agenda.
 - 2.6 Prior to the book closure date before a regular shareholders meeting is held, this Corporation shall publicly announce its acceptance of shareholder proposals in writing or electronically, and the location and time period for their submission; the period for submission of shareholder proposals shall not be less than 10 days

- 2.7 Shareholder-submitted proposals are limited to 300 words, and no proposal containing more than 300 words will be included in the meeting agenda. The shareholder making the proposal shall be present in person or by proxy at the regular shareholders meeting and take part in discussion of the proposal.
- 2.8 Prior to the date for issuance of notice of a shareholders meeting, this Corporation shall inform the shareholders who submitted proposals of the proposal screening results, and shall list in the meeting notice the proposals that conform to the provisions of this article. At the shareholders meeting the board of directors shall explain the reasons for exclusion of any shareholder proposals not included in the agenda.
- 2.9 After a proxy form has been delivered to this Corporation, if the shareholder intends to attend the meeting in person or online or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to this Corporation before two business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.
- 3 The venue for a shareholders meeting shall be the premises of this Corporation, or a place easily accessible to shareholders and suitable for a shareholders meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m. Full consideration shall be given to the opinions of the independent directors with respect to the place and time of the meeting. When the Corporation convenes a virtual-only shareholders meeting, both the chair and secretary shall be in the same location, and the chair shall declare the address of their location when the meeting is called to order.
- 4 The meeting notice shall specify the content as followings:
 - 4.1 The Company shall specify its shareholders meeting notices, including the time during which shareholder attendance registrations will be accepted, the place to register for attendance, and other matters. 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. To convene a virtual shareholders meeting, this Corporation shall include the follow particulars in the shareholders meeting notice: (1) How shareholders attend the virtual meeting and exercise their rights. (2) Actions to be taken if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events, at least covering the following particulars:
 - 4.1.1 To what time the meeting is postponed or from what time the meeting will resume if the above obstruction continues and cannot be removed, and the date to which the meeting is postponed or on which the meeting will resume.
 - 4.1.2 Shareholders not having registered to attend the affected virtual shareholders meeting shall not attend the postponed or resumed session.
 - 4.1.3 In case of a hybrid shareholders meeting, when the virtual meeting cannot be continued, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue. The shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, and the shareholders attending the virtual meeting online shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders meeting.
 - 4.1.4 Actions to be taken if the outcome of all proposals have been announced and extraordinary motion has not been carried out.
 - 4.2 The time during which shareholder attendance registrations will be accepted, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences. The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations. For virtual shareholders meetings, shareholders may begin to register on the virtual meeting platform 30 minutes before the meeting starts. Shareholders completing registration will be deemed as attending the shareholders meeting in person.
 - 4.3 Shareholders, their proxies and solicitors (collectively, "shareholders") shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. This Corporation may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.
 - 4.4 This Corporation shall furnish the attending shareholders with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in.
 - 4.5 The Corporation shall furnish attending shareholders with the meeting agenda book, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors or supervisors, pre-printed ballots shall also be furnished. In the event of a virtual shareholders meeting, the Corporation shall upload the aforementioned documents to the virtual

- meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting.
- 4.6 When the government or a juristic person is a shareholder, it may be represented by more than one representative at a shareholders meeting. When a juristic person is appointed to attend as proxy, it may designate only one person to represent it in the meeting.
 - 4.7 In the event of a virtual shareholders meeting, shareholders wishing to attend the meeting online shall register with the Corporation two days before the meeting date.
 - 4.8 When the Corporation convenes a hybrid shareholders meeting, if shareholders who have registered to attend the meeting online in accordance with Article 4.7 decide to attend the physical shareholders meeting in person, they shall revoke their registration two days before the shareholders meeting in the same manner as they registered. If their registration is not revoked within the time limit, they may only attend the shareholders meeting online.
- 5 If a shareholders meeting is convened by the board of directors, the meeting shall be chaired by the chairperson of the board. When the chairperson of the board is on leave or for any reason unable to exercise the powers of the chairperson, the vice chairperson shall act in place of the chairperson; if there is no vice chairperson or the vice chairperson also is on leave or for any reason unable to exercise the powers of the vice chairperson, the chairperson shall appoint one of the managing directors to act as chair, or, if there are no managing directors, one of the directors shall be appointed to act as chair. Where the chairperson does not make such a designation, the managing directors or the directors shall select from among themselves one person to serve as chair.
 - 5.1 When a director serves as chair, as referred to in the preceding paragraph, the managing director or director shall be one who has held that position for six months or more and who understands the financial and business conditions of This Corporation. The same shall be true for a representative of a juristic person director that serves as chair.
 - 5.2 It is advisable that shareholders meetings convened by the board of directors be chaired by the chairperson of the board in person and attended by a majority of the directors, at least one supervisor in person, and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes.
 - 5.3 If a shareholders meeting is convened by a party with power to convene but other than the board of directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves.
 - 5.4 This Corporation may appoint its attorneys, certified public accountants, or related persons retained by it to attend a shareholders meeting in a non-voting capacity.
 - 6 Attend and Proxy
 - 6.1 For each shareholders meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by this Corporation and stating the scope of the proxy's authorization.
 - 6.2 A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders meeting, and shall deliver the proxy form to this Corporation before five days before the date of the shareholders meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.
 - 7 The Corporation, beginning from the time it accepts shareholder attendance registrations, shall make an uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders meeting, and the voting and vote counting procedures. The recorded materials of the preceding paragraph shall be retained for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

Where a shareholders meeting is held online, the Corporation shall keep records of shareholder registration, sign-in, check-in, questions raised, votes cast and results of votes counted by the Corporation, and continuously audio and video record, without interruption, the proceedings of the virtual meeting from beginning to end. The information and audio and video recording shall be properly kept by this Corporation during the entirety of its existence, and copies of the audio and video recording shall be provided to and kept by the party appointed to handle matters of the virtual meeting. In case of a virtual shareholders meeting, the Corporation is advised to audio and video record the back-end operation interface of the virtual meeting platform.
 - 8 Attendance at shareholders meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in and the shares checked in on the virtual meeting platform, plus the number of shares whose voting rights are exercised by correspondence or electronically.
 - 9 The chair shall call the meeting to order at the appointed meeting time. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than one hour, may be made. If the quorum is not met after two postponements and the attending shareholders

- still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned. In the event of a virtual shareholders meeting, this Corporation shall also declare the meeting adjourned at the virtual meeting platform. If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of This Corporation Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within one month. In the event of a virtual shareholders meeting, shareholders intending to attend the meeting online shall re-register to this Corporation in accordance with paragraph 4.7.
- 10 When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders meeting pursuant to Article 174 of the Company Act.
 - 11 If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. Votes shall be cast on each proposal in the agenda (including extraordinary motions and amendments to the original proposals set out in the agenda). The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.
 - 11.1 The provisions of the preceding paragraph apply mutatis mutandis to a shareholders meeting convened by a party with the power to convene that is not the board of directors.
 - 11.2 The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the shareholders meeting. If the chair declares the meeting adjourned in violation of the rules of procedure, the other members of the board of directors shall promptly assist the attending shareholders in electing a new chair in accordance with statutory procedures, by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting.
 - 11.3 The chair shall allow ample opportunity during the meeting for explanation and discussion of proposals and of amendments or extraordinary motions put forward by the shareholders; when the chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed, call for a vote, and schedule sufficient time for voting.
 - 12 Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair.
 - 12.1 A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.
 - 12.2 Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.
 - 12.3 When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation.
 - 12.4 When a juristic person shareholder appoints two or more representatives to attend a shareholders meeting, only one of the representatives so appointed may speak on the same proposal.
 - 12.5 After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.
 - 12.6 Where a virtual shareholders meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting open until the chair declaring the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. The regulations in 12.1 to 12.5 do not apply.
 - 13 Calculation of voting shares and recusal system
 - 13.1 Voting at a shareholders meeting shall be calculated based on the number of shares.
 - 13.2 With respect to resolutions of shareholders meetings, the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares.
 - 13.3 When a shareholder is an interested party in relation to an agenda item, and there is the likelihood that such a relationship would prejudice the interests of this Corporation, that shareholder may not vote on that item, and may not exercise voting rights as proxy for any other shareholder.
 - 13.4 The number of shares for which voting rights may not be exercised under the preceding paragraph shall not be calculated as part of the voting rights represented by attending shareholders.
 - 13.5 With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed three percent of the voting rights

represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.

14 Vote on the Motion

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

14.2 When this Corporation holds a shareholder meeting, it shall adopt exercise of voting rights by electronic means and may adopt exercise of voting rights by correspondence. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders meeting notice. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting; it is therefore advisable that this Corporation avoid the submission of extraordinary motions and amendments to original proposals.

14.3 After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders meeting in person or online, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph. If shareholders exercise voting rights by correspondence or electronic means, unless they have withdrawn the declaration of intent and attended the shareholders meeting online, except for extraordinary motions, they will not exercise voting rights on the original proposals or make any amendments to the original proposals or exercise voting rights on amendments to the original proposal. When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders meeting, the voting rights exercised by the proxy in the meeting shall prevail.

14.4 Resolutions of a shareholders meeting shall be approved by a majority of the votes of the shareholders present. Except as otherwise provided in the Companies Act and Articles of Incorporation. In the event of a vote, the chairman or his or her designee shall announce the total number of votes of the shareholders present on a case-by-case basis, and then the shareholders shall vote on the motion on a case-by-case basis. The results of the shareholders' approval, disapproval and abstention shall be announced through the MOPS on the day after the shareholders' meeting.

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

14.6 Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of this Corporation.

14.7 Where the agenda of a shareholders meeting includes an election of directors and the number of candidates exceeds the number of seats to be elected, a proposal for the dismissal of directors, or any proposal specified in Article 185 or Article 316 of the Company Act; Article 18, 27, 29, or 35 of the Business Mergers and Acquisitions Act; or Article 24, paragraph 2, subparagraph 1 or Article 26, paragraph 2, subparagraph 1 of the Financial Holding Company Act, it is advisable that the chair appoint an attorney, certified public accountant, or notary public to serve as a vote monitor. A person appointed pursuant to the preceding sentence may not be a person responsible for matters related to the voting procedures, nor may such person be a director, managerial officer, or employee of the Company or any of its affiliated enterprises. The name and title of the vote monitor shall be recorded in the minutes of the shareholders meeting.

14.8 The vote monitor shall supervise the voting and vote-counting processes and sign the election results tally sheet.

14.9 Vote counting for shareholders meeting proposals or elections shall be conducted in public at the place of the shareholders meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote. In the event of a virtual shareholders meeting, this Corporation shall disclose real-time results of votes and election immediately after the end of the voting session on the virtual meeting platform according to the regulations, and this disclosure shall continue at least 15 minutes after the chair has announced the meeting adjourned.

14.10 In the event of a virtual shareholders meeting, votes shall be counted at once after the chair announces the voting session ends, and results of votes and elections shall be announced immediately. After the chair declares the meeting open, shareholders attending the meeting online shall cast votes on proposals and elections on the virtual meeting platform before the chair announces the voting session ends or will be deemed abstained from voting.

15 The election of directors at a shareholders meeting shall be held in accordance with the applicable election and appointment rules adopted by this Corporation, and the voting results shall be announced on-site

immediately, including the names of those elected as directors and the numbers of votes with which they were elected, and the names of directors not elected and number of votes they received. The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

- 16 Matters relating to the resolutions of a shareholders meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form. The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their voting results. The minutes shall be retained for the duration of the existence of this Corporation. This Corporation could distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the MOPS as this Corporation is the public Company. Where a virtual shareholders meeting is convened, in addition to the particulars to be included in the meeting minutes as described in the preceding paragraph, the start time and end time of the shareholders meeting, how the meeting is convened, the chair's and secretary's name, and actions to be taken in the event of disruption to the virtual meeting platform or participation in the meeting online due to natural disasters, accidents or other force majeure events, and how issues are dealt with shall also be included in the minutes. When convening a virtual-only shareholder meeting, other than compliance with the requirements in the preceding paragraph, this Corporation shall specify in the meeting minutes alternative measures available to shareholders with difficulties in attending a virtual-only shareholders meeting online.
- 17 On the day of a shareholders meeting, the Corporation shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation and the number of shares represented by proxies, the number of shares represented by shareholders attending the meeting by correspondence or electronic means, and shall make an express disclosure of the same at the place of the shareholders meeting. In the event of a virtual shareholders meeting, this Corporation shall upload the above meeting materials to the virtual meeting platform at least 30 minutes before the meeting starts, and keep this information disclosed until the end of the meeting. During this Corporation's virtual shareholders meeting, when the meeting is called to order, the total number of shares represented at the meeting shall be disclosed on the virtual meeting platform. The same shall apply whenever the total number of shares represented at the meeting and a new tally of votes is released during the meeting.
- 18 As this Corporation be the public company, if matters put to a resolution at a shareholders meeting constitute material information under applicable laws or regulations or under Taiwan Stock Exchange Corporation regulations, this Corporation shall upload the content of such resolution to the MOPS within the prescribed time period.
- 19 Staff handling administrative affairs of a shareholders meeting shall wear identification cards or armbands. The chair may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor." At the place of a shareholders meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by this Corporation, the chair may prevent the shareholder from so doing. When a shareholder violates the rules of procedure and defies the chair's correction, obstructing the proceedings and refusing to heed calls to stop, the chair may direct the proctors or security personnel to escort the shareholder from the meeting.
- 20 When a meeting is in progress, the chair may announce a break based on time considerations. If a force majeure event occurs, the chair may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed. If the meeting venue is no longer available for continued use and not all of the items (including extraordinary motions) on the meeting agenda have been addressed, the shareholders meeting may adopt a resolution to resume the meeting at another venue. A resolution may be adopted at a shareholders meeting to defer or resume the meeting within five days in accordance with Article 182 of the Company Act.
- 21 Handling of technical issues related to virtual shareholders meeting
 - 21.1 In the event of a virtual shareholders meeting, the Corporation may offer a simple connection test to shareholders prior to the meeting, and provide relevant real-time services before and during the meeting to help resolve communication technical issues.
 - 21.2 In the event of a virtual shareholders meeting, when declaring the meeting open, the chair shall also declare, unless under a circumstance where a meeting is not required to be postponed to or resumed at another time under Article 44-20, paragraph 4 of the Regulations Governing the Administration of Shareholder Services of Public Companies, if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events before the chair has announced the meeting adjourned, and the obstruction continues for more than 30 minutes, the

meeting shall be postponed to or resumed on another date within five days, in which case Article 182 of the Company Act shall not apply.

- 21.3 For a meeting to be postponed or resumed as described in the preceding paragraph, shareholders who have not registered to participate in the affected shareholders meeting online shall not attend the postponed or resumed session.
- 21.4 For a meeting to be postponed or resumed under the 21.2, the number of shares represented by, and voting rights and election rights exercised by the shareholders who have registered to participate in the affected shareholders meeting and have successfully signed in the meeting, but do not attend the postpone or resumed session, at the affected shareholders meeting, shall be counted towards the total number of shares, number of voting rights and number of election rights represented at the postponed or resumed session.
- 21.5 During a postponed or resumed session of a shareholders meeting held under the 21.2, no further discussion or resolution is required for proposals for which votes have been cast and counted and results have been announced, or list of elected directors.
- 21.6 When this Corporation convenes a hybrid shareholders meeting, and the virtual meeting cannot continue as described in 21.2, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, still meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue, and not postponement or resumption thereof under the second paragraph is required.
- 21.7 Under the circumstances where a meeting should continue as in the preceding paragraph, the shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, provided these shareholders shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders meeting.
- 21.8 When postponing or resuming a meeting according to the 21.2, this Corporation shall handle the preparatory work based on the date of the original shareholders meeting in accordance with the requirements listed under Article 44-20, paragraph 7 of the Regulations Governing the Administration of Shareholder Services of Public Companies.
- 21.9 For dates or period set forth under Article 12, second half, and Article 13, paragraph 3 of Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies, and Article 44-5, paragraph 2, Article 44-15, and Article 44-17, paragraph 1 of the Regulations Governing the Administration of Shareholder Services of Public Companies, this Corporations hall handle the matter based on the date of the shareholders meeting that is postponed or resumed under the second paragraph.
- 22 These procedures shall be effective upon adoption by the shareholders' meeting and shall be amended in the same manner.

Appendix 3. Shareholdings of All Directors

1. As of the book closure date for the 2026 1st Special Shareholders' Meeting (August 13, 2026), the Company's paid-in capital amounted to NT\$815,902,350, and the total number of issued shares was 163,180,470.
2. Pursuant to Article 26 of the "Securities and Exchange Act" and Article 2 of the "Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies", the minimum required shareholding for all directors other than independent directors of the Company shall not be less than 13,054,437 shares.
3. As of the book closure date of this Special Shareholders' Meeting, the shareholdings of individual directors and all directors as recorded in the shareholders' register are set forth in the table below:

Title	Name	Current Shareholding (Shares)	Current Shareholding (%)
Chairman	Chen, Wen-Liang	96,440	0.06%
Director	Hung, Chih-Hsun	202,850	0.12%
Director	Yeh, Jui-Pin (Representative of Shanyi Investment Co., Ltd.)	27,008,668	16.55%
Director	Hsieh, Ming-Lin (Representative of Lishun Investment Co., Ltd.)	127,854	0.08%
Independent Director	Wang, Hsuan	0	0%
Independent Director	Chou, Jessica	0	0%
Independent Director	Sun, Elizabeth	0	0%
Independent Director	Chen, Ken	0	0%
Total		27,435,812	16.81%