

## EISO ENTERPRISE CO., LTD.

### 2023 Annual General Shareholders' Meeting Minutes(Translation)

Time and Date of Meeting : 9:00 AM, June 19, 2023.

Place of Meeting : At 4th floor No. 2, Zhonghua Lane, Shanying Road, Guishan District, Taoyuan City, Taiwan .

Represent shareholders: Total outstanding shares : 40,925,606 shares. Total shares represented by shareholders present in person or by proxy: 25,987,719 shares (including electronic voting 1,811,677 shares ) which are 63.49% of the total 40,925,606 shares, and this's more them 50% attending shares required by law.

Attend Present: Independent director 黃睿豪, Independent director 李傳德, Director 陳陸埜, Director 簡英瑛 Director 李上治 and Deloitte Taiwan CPA 黃惠敏.

Chairman: LEE, SHANG-CHIH Director Recorder: 許正慶

The chairman declared the meeting be called by law right after the attending shareholders and the proxy had exceeded 1/2 of the total issued shares.

Chairman's address: (omitted)

#### [Report Items]

1. To report the business of 2022.

Explanatory Notes:

The 2022 Business Report is attached hereto as ANNEX 1.

2. Audit Committee's Review Report on the 2022 Financial Statements.

Explanatory Notes:

The Review Report by Audit Committee's is attached hereto as ANNEX 2.

3.2022 Report on the Distribution of Directors and Employees' Compensation.

Explanatory Notes:

(1) In accordance with Articles of Incorporation, Article 16, The directors and supervisors of the company have the discretion to receive the traveling expenses.

The remuneration of directors and supervisors is authorized to the board of directors to be negotiated according to their participation in the company's operations and contribution value, and in consideration of domestic and foreign industry standards.

In accordance with Articles of Incorporation, Article 19, if the Company is profitable for the year, it shall appropriate 2% to 10% of the profit as employee compensation and not more than 5% as Director and supervisors remuneration.

(2) Directors and supervisors' risks to the company's future operations are carefully and rationally evaluated and discussed by the board of directors, and their operating performance and results are directly reflected in the current year's profits; and the remuneration of individual directors and supervisors is reviewed in accordance with the company's articles of association and the salary and compensation committee. In addition to the fixed monthly remuneration for independent directors, according to the current year's profit situation and in accordance with the "Directors and Supervisors Performance Evaluation Measures" passed by the board of directors resolution, specific evaluations of the attendance rate of the board of directors, participation in shareholders' meetings, avoidance of interests, and training hours for directors and supervisors the remuneration of individual directors and supervisors is calculated based on items such as performance review and performance appraisal self-assessment at each meeting.

(3) Approved by the remuneration committee and the resolution of the board of directors on March 21, 2023, according to the 2022 financial statement, the pre-tax net profit and the regulations of the articles of association, the employee remuneration of NT\$ 12,600,000 and the directors and supervisors remuneration of NT\$ 4,800,000 were paid in cash, accounting for 2022. 5% and 2% of the pre-tax net profit are in line with the company's articles of association.

4. Report on the distribution of cash dividends in 2022.

Explanatory Notes:

(1) According to Article 19-1 of the company's articles of association, if the dividend distribution plan is cash dividends, it shall be resolved by the board of directors and reported to the shareholders' meeting.

(2) The company passed the resolution of the board of directors on March

21, 2023. From the undistributed earnings at the end of 2022, the company will distribute cash dividends totaling NT\$110,499,136, NT\$ 2.70 per share, and authorize the chairman to set the dividend distribution basis for cash dividend distribution date, release date and other related matters.

- (3) If the dividend distribution ratio changes due to changes in the number of outstanding shares of the company, it is proposed to authorize the chairman to adjust the distribution ratio based on the total distribution amount and the actual number of outstanding shares of the company on the distribution basis date. The number of shares is calculated limited to NT\$ 1 (rounded down below NT\$ 1), and the abnormal amount of cash dividend distribution less than NT\$ 1 is included in the company's other income.

5. Report on the implementation of the first domestic secured conversion of corporate bonds.

Explanatory Notes:

- (1) The company's first domestic guaranteed convertible corporate bond of NT\$100 million was issued on August 12, 2019. Its expiry date is August 12, 2022 of the Republic of China. The company announced the exercise of the bond redemption right and terminated the counter trading on August 1, 2022.
- (2) As of the day when OTC trading was terminated, 5,176,298 shares had been converted.

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Issuance of Corporate Bonds

Type of corporate bonds	Domestic first guaranteed convertible corporate bonds
Board resolution date	May 8, 2019
Approval document no.	Approved by the Financial Supervisory Commission Document No. 10803227501 dated July 22, 2019.
Issue date	August 12, 2019
Face value	NT\$ 100,000 per ticket
Issue price	Issued at full par
Issue amount	NT\$100 million.
Coupon rate	0%
Term	Maturity 3 years, Maturity date: August 12, 2022

Trustee	First Commercial Bank Co., Ltd.
Guarantor	Changhua Commercial Bank Co., Ltd.
Underwriter	The Capital Securities Corp.
Redemption method	Bullet payment at maturity.
The possible dilution of shareholding and influence on shareholder equity caused by the issuance and conversion, exchange, or subscription rules and the terms of issuance.	This issuance of convertible corporate bonds is NT\$100 million. Calculated based on the conversion price of corporate bonds of NT\$20.60 at the time of issuance, the maximum number of convertible ordinary shares of the company is 4,854,369 shares. Calculated based on the 32,781,308 outstanding ordinary shares at the time of issuance, the maximum impact of dilution of equity It is about 14.81%; as far as shareholders' equity is concerned, the conversion of corporate bonds into the company's equity can not only reduce liabilities, but also increase shareholders' equity, and protect equity in the long run.
Unredeemed balance	NT\$ 0
Had converted Common shares	5,176,298 shares

#### 6. Report on Loaning of Company Funds to Others in 2022.

Explanatory Notes:

Accordance to the loaning of company funds operation procedure.

Unit: Amount in thousands of New Taiwan Dollars

Financings Provided	Borrowing Company	Nature of Financing	Maximum Balance for the Period	Ending Balance	Note
EISUN (Suzhou) Electronics Co., Ltd.	邑佳安麗 Electronics (Shenzhen) Co., Ltd.	Needs for short-term financing	4,489	4,409	The sub-company 邑佳安麗 Electronics (Shenzhen) Co., Ltd. has a need for working capital to borrow from the sub-company EISUN (Suzhou) Electronics Co., Ltd., with an interest rate range of 2%

Note: The total loan amount and individual loan amount shall not exceed 80% of the net value of EISUN (Suzhou) Electronics Co., Ltd. in the latest financial report.

## 7. Report on Amendment to the Code of Practice on Corporate Governance.

### Explanatory Notes:

- (1) According to the December 2011 letter of the OTC Trading Center, the "Code of Practice for Corporate Governance of Listed OTC Companies" was revised to cooperate with the competent authority in strengthening corporate governance functions, related party transaction standards, and audit quality indicators for assessing the independence and competence of certified accountants. Code of Practice on Corporate Governance
- (2) For the comparison table before and after the revision of the Code of Corporate Governance Practice, please refer to Annex III.

## 8. Report on Amending of Management Rules Governing Financial and Business Matters Between this Corporation and its Affiliated Enterprises.

### Explanatory Notes:

Cooperate with OTC to revise the management of transactions between the company and related party shareholders, so the financial business management method between the company and related parties is revised. For the comparison table before and after the revised provisions, please refer to Annex IV.

## 9. Report on Amending the Rules of Procedure of the Board of Directors.

### Explanatory Notes:

- (1) In accordance with Order No. 1110383263 issued by the Financial Management Commission of the Financial Management Commission on August 5, 2011, the "Procedures for the Board of Directors of Publicly Issued Companies" was amended, and the rules of procedure for the company's board of directors were revised. Among them, matters to be discussed by the board of directors should be mentioned, and emergencies or legitimate reasons should be deleted. In addition, increase the election or dismissal of the chairman.
- (2) For the comparison table before and after the amendments to the rules of procedure of the Board of Directors, please refer to Annex V.

## **[ Acknowledge Matters ]**

Case1. Recognition of the company's 2022 annual business report and financial statements. (Proposed by the Board of Directors)

Explanatory Notes:

- (1) EISO Company's 2022 Financial Statements in accordance with the Company Act Completed and have been audited by independent auditors, 黃惠敏 and 楊啟聖 of Deloitte & Touche Firm and the audit report by independent auditors.
- (2) The 2022 Business Report and Financial Statements have been approved by the Board and examined by the Company's audit committee, and the above-mentioned Financial Statements are attached hereto as ANNEX 6.

There were no questions from shareholders at this case.

Resolution:

The case total 25,987,719 shares with voting rights at the time.

	Voting results	The votes are % of the attendance shareholders
Approval votes	25,970,679 rights. (including electronic voting rights : 1,794,637 rights. )	99.93%
Disapproval votes :	6,929 rights (including electronic voting rights : 6,929 rights. )	0.02%
Invalid votes :	0 right	0.00%
Abstention votes/no votes :	10,111 rights (including electronic voting rights : 10,111 rights. )	0.03%

Proposal was approved after voting.

Case2. Acknowledgment of 2022 Surplus Distribution Statement.

(Proposed by the Board of Directors)

Explanatory Notes:

- (1) In accordance with the Articles of Incorporation by the Board Meeting and examined by the Company's audit committee has adopted a Proposal for earnings distribution of 2022 table. Please refer to the 2022 Earnings distribution table below.

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## Earnings distribution table

2022 Year

ITEMS	AMOUNT (NT\$)
Undistributed surplus at the beginning of the period	204,586,047
Add: net profit after tax in 2022	177,123,497
Less: 10% legal reserve	(17,712,350)
Less: Provision of special reserves	(1,978,557)
Distributable net profit	362,018,637
Distributable items: Cash Dividend to shareholders (NT\$ 2.70 per share)	(110,499,136)
Unappropriated retained earnings	251,519,501
Note : The earnings distribution all amount from net profit after tax in 2022.	

Chairman:

President:

Head of Accounting:

There were no questions from shareholders at this case.

Resolution:

The case total 25, 987, 719 shares with voting rights at the time.

	Voting results	The votes are % of the attendance shareholders
Approval votes	25, 978, 147 rights. (including electronic voting rights : 1, 802, 105 rights. )	99. 96%
Disapproval votes :	6, 929 rights (including electronic voting rights : 6, 929 rights. )	0. 02%
Invalid votes :	0 right	0. 00%
Abstention votes/no votes :	2, 643 rights (including electronic voting rights : 2, 643 rights. )	0. 01%

Proposal was approved after voting.

### [ Matters for Discussion ]

Case1. Discussion on lifting the non-competition restrictions for Directors.

(Proposed by the Board of Directors)

## Explanatory Notes:

- (1) Pursuant to the Company Act, Article 209, Paragraph 1, “A director who does anything for himself or on behalf of another person that is within the scope of the company's business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval. “
- (2) For directors who also assume concurrent director or manager positions in entities that engage in similar business activities as the Company below .

Director name	Concurrently holding positions in other companies	Note
簡榮坤 Chairman	1. 五百戶 Technology Co., Ltd. Representative of legal person director of EISUN Company. 2. 寶可齡 Biochemical Technology Co., Ltd. Representative of legal person director of EISUN Company.	

There were no questions from shareholders at this case.

### Resolution:

The case total 25, 987, 719 shares with voting rights at the time.

	Voting results	The votes are % of the attendance shareholders
Approval votes	25, 912, 538 rights. (including electronic voting rights : 1, 736, 496 rights. )	99. 71%
Disapproval votes :	14, 541 rights (including electronic voting rights : 14, 541 rights. )	0. 05%
Invalid votes :	0 right	0. 00%
Abstention votes/no votes :	60, 640 rights (including electronic voting rights : 60, 640 rights. )	0. 23%

Proposal was approved after voting.

## [ Extemporary Motions ]

There were no questions from shareholders at this ordinary shareholders



meeting.

[ **Meeting Adjourned** ] 09:30 AM