

## **Kaimei Electronic Corp.**

### **Meeting Notice of 2022 Annual Shareholders' Meeting**

To Shareholders:

- I. The Company has scheduled to convene the 2022 Annual Shareholders' Meeting at 9:00 am. on June 8, 2022 (Wednesday) at Meeting Room B3, No. 75, Sec. 1, Xintai 5th Rd., Xizhi Dist., New Taipei City. Registration of shareholder attendance starts at: 8:30 am. The Annual Shareholders' Meeting will be held physically. The Agenda for the meeting is as follows:
- (I) Reports: 1. 2021 Business Report. 2. Supervisors' Review Report of 2021 Financial Statements. 3. Report on 2021 Employees' and Directors' Compensation. (II) Proposals: 1. Ratification of the Company's Business Report and Financial Statements Proposal of 2021. 2. Ratification of 2021 Earnings Distribution Proposal. (III) Discussions: 1. Resolution of the Plan to Adjust the Company Capital Structure. 2. Amendments to the Company's "Articles of Incorporation". 3. To abolish the company's original "Rules of Procedure of the Shareholders' Meeting", to re-enact the company's Rules of Procedure of the Shareholders' Meeting, and to submit a resolution. 4. To abolish the method for the election of directors and supervisors of the company, to formulate the procedure for the election and appointment of directors, and to submit a resolution. 5. Amendments to the Company's "Procedures for Acquisition or Disposal of Assets". 6. Resolution of Amendments to Fund Lending and Endorsement Guarantee Operating Procedures (IV) Election: Resolution of Comprehensive Reelection of the Company's Directors (Seven Directors (including three independent Directors)). (V) Other Motions: Resolution of release non-compete restrictions on the Company's newly elected directors. (VI) Extemporay Motions.
- II. The Company Act, Article 165, instructed the book closure period for ordinary shares from the duration of April 10, 2022 to June 8, 2022.
- III. According to the Article 172 of Company Act , the main matters should be listed in the cause of the convening. Please refer to MOPS (<https://mops.twse.com.tw/mops/web/index>).

IV. The dividend distribution of 2021 has been approved by the Boards of Directors, as follows: NT\$ 271,688,336 will be distributed as total cash distribution to shareholders, approximately NT\$ 2 per share for cash dividend.

V. Directors will be elected at this Annual Shareholders' Meeting. Pursuant to the Company's Articles of Incorporation, the election shall adopt the candidate nomination system. The list of the nominated candidates is as follows:

Directors candidate

Hung Tai Investment Ltd Representative: Shao-Ping Lu,

Yageo Co. Ltd Representative: Pao-Yuan Wang,

Hung Tai Investment Ltd Representative: Wei-Tsu Chang,

Hung Tai Investment Ltd Representative: Wen-Liang Liu.

Independent Directors candidate

Cheng-Hsien Tsai, Huo-Sheng Wu, Yu-Chang Lin.

For the related information of nominated candidate, please refer to MOPS (<https://mops.twse.com.tw/mops/web/t146sb10>)

VI. For the operating needs, the company intends to propose in the shareholders meeting to resolve that the Directors of the Company can engage in activities within the scope of the Company business whether on behalf of himself/herself or others, and are not restricted by Article 209 of the Company Law, please refer to MOPS ([https://mops.twse.com.tw/mops/web/t57sb01\\_q5](https://mops.twse.com.tw/mops/web/t57sb01_q5))

VII. In addition to making an announcement at MOPS, each attending notification and proxy form will be attached in the meeting notice.

VIII. If a proxy is solicited by the shareholder(s), the Company is required to compile details on the proxy solicitation parties and disclose such information on the Securities & Futures Institute (SFI) website (<https://free.sfi.org.tw>) no later May 6, 2022. Shareholder(s) can obtain information on the website (Stock Code: 2375).

IX. Shareholders may exercise their voting rights through the STOCKVOTE platform of Taiwan Depository & Clearing Corporation (<https://www.stockvote.com.tw>) during the period from May 9, 2022 to June 5, 2022.

X. The Stock Transfer Agent of MasterLink Securities Corp. is the proxy tallying and verification institution for this annual general meeting.

XI. Please kindly follow the related information and regulations above.

Sincerely,

Board of Directors

Kaimei Electronic Corp.