



Stock Code: 6658

SynPower Co., Ltd.

**The First
Extraordinary
Shareholders' Meeting
in 2024
Meeting Handbook**

Meeting Date: October 18, 2024

Meeting Venue: No. 57, Dongyuan Rd., Zhongli

Dist., Taoyuan City

(Conference Room, Jhongli Industrial Park

Service Center)

Table of Contents	Page
I. Meeting Procedures	1
II. Meeting Agenda	2
I. Election	3
II. Questions and Motions	4
III. Adjournment	4
III. Attachments	
1. List of Independent Director Candidate	5
IV. Appendix	
1. Articles of Incorporation	6
2. Rules of Procedure for Shareholders Meetings	14
3. Rules for Election of Directors	25
4. Shareholdings of All Directors	29

SynPower Co., Ltd.

Procedures of the First Extraordinary Shareholders' Meeting in 2024

I. Call the Meeting to Order

II. Chairperson Remarks

III. Election

IV. Questions and Motions

V. Adjournment

SynPower Co., Ltd.

Agenda of the First Extraordinary Shareholders' Meeting in 2024

Type of Meeting: Physical shareholders' Meeting

Time: 9:00 a.m., on Friday, October 18, 2024

Meeting Venue: No. 57, Dongyuan Rd., Zhongli Dist., Taoyuan City
(Conference Room, Jhongli Industrial Park Service Center)

I. Call the Meeting to Order (Report on Number of Shares Attended)

II. Chairperson Remarks

III. Election

(1) Proposal to elect an additional independent director.

IV. Questions and Motions

V. Adjournment

I. Election

Proposal I

Proposed by the Board of Directors

Proposal: Proposal to elect an additional independent director.

Description: 1. Mr. Lai Chao-Sung, an independent director of the Company, has been appointed as a professor at the Institute of Advanced Semiconductor Research, National Yang Ming Chiao Tung University. To comply with the regulations regarding concurrent employment for full-time faculty at National Yang Ming Chiao Tung University, he will resign from his position as an independent director of our company, effective July 31, 2024.

2. In accordance with the provisions of the Company's Articles of Incorporation and the Board resolution, an independent director, will be elected.
3. The Company adopts a candidate nomination system for the election of directors in accordance with the Company's Articles of Incorporation, and the shareholders shall elect the independent director from among the nominee listed in the roster of independent director candidate. The roster of independent director candidate was resolved at the Board of Directors' meeting held on September 19, 2024. Please refer to Attachment 1 on page 5, for information on the candidate's academic qualifications, experience, and number of shares held by the director candidates.
4. The newly appointed independent director will assume office after being elected at the extraordinary shareholders' meeting and will serve until the end of the current board's

term. The term will be from October 18, 2024 to May 14, 2027.

5. The election was conducted in accordance with the Procedures for Election of Directors of the Company.

Voting Result:

II. Questions and Motions

III. Adjournment

【 Attachment 1 】 List of Independent Director Candidate

No.	Title	Name	Shareholding	Career (academic) achievements
1	Independent Director	Lai, Chao-Sung	0	<p>Academic achievement:</p> <p>National Yang Ming Chao Tung University Institute of Electronics PhD</p> <p>Career achievement:</p> <p>Dean of the College of Engineering, Chang Gung University</p> <p>Professor, Department of Electronics Engineering, Chang Gung University</p> <p>Professor, Institute of Pioneer Semiconductor Innovation, National Yang Ming Chao Tung University</p>

[Appendix 1] Articles of Incorporation

Articles of Incorporation of SynPower Co., Ltd.

Approved at the Shareholders' Meeting held on June 10, 2022

Chapter I General Provisions

- Article 1: The Company shall be incorporated, as a company limited by shares, under the Company Act, and its name shall be 聯策科技股份有限公司 in the Chinese language, and SynPower Co., Ltd. in the English language.
- Article 2: The Company's scope of business is as follows:
- | | |
|---------|--|
| CB01010 | Machinery and Equipment Manufacturing |
| CC01030 | Electric Appliance and Audiovisual Electric Products Manufacturing |
| CC01040 | Lighting Equipment Manufacturing |
| CC01070 | Telecommunication Equipment and Apparatus Manufacturing |
| CC01120 | Data Storage Media Manufacturing and Duplicating |
| CE01010 | General Instrument Manufacturing |
| CE01030 | Optical Instruments Manufacturing |
| E603050 | Automatic Control Equipment Engineering |
| E604010 | Machinery Installation |
| F113010 | Wholesale of Machinery |
| F113030 | Wholesale of Precision Instruments |
| F113050 | Wholesale of Computers and Clerical Machinery Equipment |
| F118010 | Wholesale of Computer Software |
| F401010 | International Trade |
| I301010 | Information Software Services |
| I301020 | Data Processing Services |
| I301030 | Electronic Information Supply Services |
| I501010 | Product Designing |
| CF01011 | Medical Devices Manufacturing |
| F208031 | Retail Sale of Medical Apparatus |
| F108031 | Wholesale of Medical Devices |
| ZZ99999 | All business activities that are not prohibited or restricted by law, except those that are subject to special approval. |
- Article 3: The Company is headquartered in Taoyuan City, Taiwan and when necessary may establish branches or offices at home and abroad according to resolutions by the board of directors.
- Article 4: The Company may endorse and guarantee and invest in other businesses for business needs. The total amount of the Company's investment in other companies is exempted from the prohibition against exceeding 40 percent of paid-up capital described in Article 13 of the Company Act.
- Article 5: Public announcements of the Company shall be made in accordance with the provisions of Article 28 of the Companies Act of the Republic of China

and other relevant laws and regulations promulgated by the competent authority.

Chapter II Shares

- Article 6: The authorized capital of the Company is NT\$600 million, consisting of 60 million shares with a par value of NT\$10 per share. The unissued shares are authorized to be issued by the Board of Directors in installments. A total of 9 million shares are reserved for the stock options, special shares with warrants or bonds with warrants for exercising the stock options.
- Article 7: The share certificates of the Company shall without exception be in registered form, shall have serial numbers, shall indicate the items listed in Article 162 of the Company Act, and shall be affixed with the signatures or personal seals of the director representing the Company, and shall be duly certified or authenticated by the bank which is competent to certify shares under the laws before issuance thereof. The Company may be exempted from printing any share certificate for the shares issued, but it shall register the issued shares with a centralized securities depository enterprise.
- Article 8: All transfer of stocks, succession, gift, loss, pledge of rights, loss of seal, amendment of seal, change of address or similar stock transaction conducted by shareholders of Company shall follow the “Guidelines for Stock Operations for Public Companies”.
- Article 9: The entries in the shareholders' roster shall not be altered within 60 days prior to the convening date of a regular shareholders' meeting, or within 30 days prior to the convening date of a special shareholders' meeting, or within 5 days prior to the target date fixed by the issuing company for distribution of dividends, bonus or other benefits.

Chapter 3 Shareholders' Meeting

- Article 10: Shareholders' meetings of the Company are of two kinds: regular shareholders' meetings and special shareholders' meetings. The regular shareholders' meeting is called once per year within six months of the close of the fiscal year. Special shareholders' meetings may be called in accordance with applicable laws and regulations whenever necessary.
- Article 11: For any shareholders' meeting, a shareholder may appoint a proxy to attend the meeting by using the proxy form issued by the Company with his or her signature and seal and specifying the scope of proxy. Unless otherwise provided for in Article 177 of the Company Act, other matters in relation hereto shall follow “Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies”

Article 12: A shareholder of the Company 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.

Article 12-1: When the Company convenes a shareholders' meeting, the Company shall, in accordance with Article 177-1 of the Company Act, include electronic means as one of the channels for exercising voting rights at the shareholders' meeting. Shareholders exercising their voting rights by electronic means shall be deemed to be attending the meeting in person, and all related matters shall be regulated by applicable laws and regulations.

Electronic means is included as one of the channels for shareholders to exercise their voting rights, and the method of exercising such rights shall be set forth in the notice convening the shareholders' meeting. Shareholders exercising their voting rights by electronic means shall be deemed to be present in person, and all related matters shall be handled in accordance with the provisions of the Act.

Article 13: Resolutions at a shareholders' meeting shall, unless otherwise provided for in the Company Act or other applicable laws and regulations, be adopted by a majority vote of the shareholders attending the meeting, either in person or by proxy, who represent more than one-half of the total number of voting shares.

Article 14: The chairman of the board of directors shall serve as the chair of the shareholders' meeting. When the chairman of the board of directors is absent from the meeting, the chair of the meeting shall be appointed in accordance with the provisions of Article 208 of the Company Act.

Article 15: A notice to convene a regular meeting of shareholders shall be given to each shareholder no later than 30 days prior to the scheduled meeting date. In case the Company intends to convene a special meeting of shareholders, a meeting notice shall be given to each shareholder no later than 15 days prior to the scheduled meeting date. 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.

Article 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 of the meeting shall be prepared and distributed in accordance with the provisions of Article 183 of the Company Act.

Chapter 4 Directors and the Board

- Article 17: The Company shall have five to nine directors, with a three-year term of office. The directors are elected by the shareholders from a candidate list under the nomination system. Candidate(s) may continue in office if re-elected. The Company's board of directors shall include at least three independent directors, and independent directors should be no less than 1/5 of the total number of directors. Regulations governing the professional qualifications, restrictions on shareholdings and concurrent positions held, method of nomination, and other matters for compliance with respect to independent directors shall be prescribed by the competent authority in charge of securities.
- Article 18: When the number of directors falls short by one-third of the total number of directors or when all the independent directors are dismissed, the Company shall convene a special shareholders meeting within 60 days of the occurrence of that fact to hold a by-election for directors. The term of newly elected directors shall continue for the original term of the directors replaced.
- Article 19: In case no election of new directors is effected after expiration of the term of office of existing directors, the term of office of out-going directors shall be extended until the time new directors have been elected and assumed their office. However, the competent authority may, ex officio, order the company to elect new directors within a given time limit; and if no re-election is effected after expiry of the given time limit, the out-going directors shall be discharged ipso facto from such expiration date.
- Article 20: The directors constitute the Board. They shall elect a chairman of the board directors from among the directors by a majority vote at a meeting attended by over two-thirds of the directors. The chairman of the board shall exercise all business matters of the Company in accordance with the provisions of the laws and regulations and the Articles of Incorporations of the Company, and the resolutions adopted by the shareholders' meetings and the meetings of the board of directors. The directors shall elect a deputy chairman of the board from among themselves by the same method when necessary. The Chairman represents the Company externally.
- Article 21: The Board shall resolve Company's operation direction and other important matters. Except that the first meeting of each term of the Board shall be convened according to Article 203 of the Company Act, the chairman of the Board shall convene and preside the Board meeting. In case that the chairman of the Board is on leave or unable to perform duties with reasons, the chairman's proxy shall be appointed according to Article

208 of the Company Act. A board of directors shall meet at least quarterly. The reasons for calling a board of directors meeting shall be notified to each director at least seven days in advance. In emergency circumstances, however, a meeting may be called on shorter notice. A notice of calling a board of directors meeting may be made in writing, by facsimile or by e-mail.

Article 22: Unless otherwise provided for in the Company Act, a board of directors' meeting shall be held by a majority of the directors at a meeting attended by a majority of the directors. When a director is unable to attend a meeting for any reason, he or she may appoint another director to attend the board meeting on his or her behalf by issuing a written proxy and state therein the scope of authority with reference to the subjects to be discussed at the meeting. A director may accept the appointment to act as the proxy of one other director only. In case a meeting of the board of directors is proceeded via visual communication network, then the directors taking part in such a visual communication meeting shall be deemed to have attended the meeting in person.

Article 23: Matters relating to the resolutions of a board 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 director within 20 days after the conclusion of the meeting. The meeting minutes shall accurately record a summary of the deliberations and their results. The meeting minutes, the signatures of the directors and the proxy form for attending the meeting, shall be kept together in the Company.

Article 24: The Board of Directors is authorized to determine the compensation of all directors, taking into account the extent of their participation in the Company's operations and the value of their contributions, as well as the standards of the industry within the R.O.C. and overseas. In addition, the Company may obtain directors liability insurance with respect to liabilities resulting from exercising their duties during their terms of directorship. The open-ballot, cumulative voting method is adopted for election of the directors at the Company. Each share will have voting rights in number equal to the directors to be elected, and may be cast for a single candidate or split among multiple candidates. A candidate to whom the ballots cast represent a prevailing number of votes shall be deemed a director elect. In the event that there is a need to amend this method, in addition to the provisions of Article 172 of the Company Act, the main contents of such amendment shall be listed and described in the reasons for the convening of the meeting.

In accordance with Article 14-4 of the Securities and Exchange Act, the Company has established an audit committee to replace the supervisors.

The audit committee shall be composed of the entire number of independent directors. Matters concerning the number, term of office, powers, rules of procedure for meetings, and resources to be provided by the Company when the Audit Committee exercises its powers shall be prescribed separately in the Audit Committee Charter.

The Company's Board of Directors may establish a remuneration committee or other functional committees for operational needs.

Chapter 5 Manager

Article 25: The Company may appoint several President and Vice Presidents, whose appointment, dismissal and remuneration shall be handled in accordance with Article 29 of the Company Act.

Chapter 6 Accounting

Article 26: After the close of each fiscal year, the following reports shall be prepared by the board of directors: (1) Business Report. (2) Financial Statements and (3) Proposal Concerning Appropriation of Net Profits or Recovering of Losses. The board of directors shall submit these reports to the regular shareholders' meeting for ratification.

Article 27: When the Company makes a profit for the year, it shall set aside at least 3% of the profit for employees' compensation, which shall be paid in the form of stock or cash by resolution of the Board of Directors; and the Company may set aside at least 5% of the above profit for remuneration to the directors, which shall be resolved by the Board of Directors. The proposal for distribution of employees' remuneration and directors' remuneration should be reported to the shareholders' meeting. In case of accumulated losses, profits should be used to offset the losses before distributing the aforesaid percentage as employees' remuneration and directors' remuneration.

The Company may distribute employee compensation in the form of shares or cash. Qualification requirements of employees, including the employees of parent or subsidiaries of the Company meeting certain specific requirements. The Company may, by a resolution adopted by a majority vote at a meeting of board of directors attended by two-thirds of the total number of directors, have the profit distributable as employees' compensation; and in addition thereto a report of such distribution shall be submitted to the shareholders' meeting. The treasury shares bought by the Company in accordance with the Company Act shall be transferred to the employees of parent or subsidiaries of the company meeting certain specific requirements. When the Company issues new shares, the

employees who qualified to purchase the shares include the employees of parent or subsidiaries of the company meeting certain specific requirements. The Company's employee stock warrants shall be issued to employees of the parent or subsidiaries of the Company meeting certain specific requirements. The Company's new restricted employee shares shall be issued to employees of the parent or subsidiaries of the Company meeting certain specific requirements. The Board of Directors is authorized to determine such certain specific requirement.

Article 27-1: When the Company has a surplus in its annual final accounts, the Company shall pay taxes according to law, offset the deficits in the previous years, and then set aside 10% as legal reserve. Provided that no further provision shall be made when the legal reserve has reached the Company's paid-in capital. The Company may set aside or reverse the special reserve as required by law. If there is any remaining balance, it should be combined with the accumulated undistributed earnings, so that the Board of Directors can prepare a proposal for the distribution of earnings and submit it to the shareholders' meeting to resolve to distribute dividends to shareholders.

The Company's dividend policy is characterized by a balanced dividend policy that includes cash dividends and stock dividends. The cash dividend payout ratio shall not be less than 10% of the total dividend distributed from the current year's earnings. Depending on the Company's current and future investment environment, capital needs, domestic and international competition, and capital budgets, as well as considering the interests of shareholders, balanced dividend policy, and the Company's long-term financial planning, the dividends are paid upon the resolution adopted at the shareholders' meeting after the Board of Directors prepares the appropriation of earnings each year as required by the law.

The Board of Directors is authorized to distribute dividends and bonuses or legal reserve and capital surplus in whole or in part as described in the preceding paragraph in cash after a resolution has been adopted by a majority vote at a meeting of the board of directors attended by two-thirds of the total number of directors; and in addition thereto a report of such distribution shall be submitted to the shareholders' meeting. Pursuant to a resolution to be adopted by a shareholders' meeting as required in the preceding paragraph is not applicable.

Chapter 7 Supplementary Provisions

Article 28: The rules and regulations of the Company and the detailed procedures shall be determined by the Board of Directors.

Article 29: Any matters not provided for by these Articles of Incorporation shall be subject to the provisions of the Company Act and other applicable laws and regulations.

Article 30: These Articles of Incorporation were enacted on April 15, 2002.

These Articles of Incorporation were enacted on April 15, 2002.

The 1st amendment was made on February 24, 2003.

The 2nd amendment was made on April 20, 2007.

The 3rd amendment was made on August 29, 2007.

The 4th amendment was made on June 23, 2014.

The 5th amendment was made on June 16, 2015.

The 6th amendment was made on June 3, 2016.

The 7th amendment was made on December 28, 2017.

The 8th amendment was made on June 24, 2019.

The 9th amendment was made on May 13, 2021.

The 10th amendment was made on June 10, 2022.

SynPower Co., Ltd.

Chairman: Lin, Win-Bin

[Appendix 2] Rules of Procedure for Shareholders Meetings

SynPower Co., Ltd.

Shareholder Meeting Conference Rules

Approved at the Shareholders' Meeting on held on May 13, 2021

Article 1 Purpose

To establish a strong governance system and sound supervisory capabilities for the Company's shareholders meetings, and to strengthen management capabilities, these Rules are adopted pursuant to Article 5 of the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies.

Article 2 Scope

The rules of procedures for the Company's shareholders meetings, except as otherwise provided by law, regulation, or the Articles of Incorporation, shall be as provided in these Rules.

Article 3 Convening shareholders meetings and shareholders meeting notices

Unless otherwise provided by law or regulation, the Company's shareholders meetings shall be convened by the board of directors.

The Company 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, and upload them to the Market Observation Post System (MOPS) before 30 days before the date of a regular shareholders meeting or before 15 days before the date of a special shareholders meeting. The Company shall prepare electronic versions of the shareholders meeting handbook and supplemental meeting materials and upload them to the MOPS before 21 days before the date of the regular shareholders meeting or before 15 days before the date of the special shareholders meeting. When the Company convenes a shareholders' meeting, it shall, 15 days before the scheduled date of the shareholders' meeting, prepare the shareholders' meeting agenda handbook and supplemental materials and make them available for the shareholders to obtain and review at any time. In addition, the handbook shall be displayed at the Company and its stock registrar and transfer agent, and shall be distributed on-site at the shareholder's meeting.

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.

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 the company 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 the Company 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. None of the above matters may be raised by an extraordinary motion.

Where re-election of all directors and 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 may not be altered by any extraordinary motion or otherwise in the same meeting. A shareholder holding one percent or more of the total number of issued shares may submit to the Company 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 the Company 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 the 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 the Company Act, and no proposal containing more than one item will be included in the meeting agenda.

Prior to the book closure date before a regular shareholders meeting is held, the Company 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 may not be less than 10 days.

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. Prior to the date for issuance of notice of a shareholders meeting, the Company 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.

Article 4 Attending Shareholders' Meeting by Proxy and Authorization

For each shareholders meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Company and stating the scope of the proxy's authorization.

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 the Company 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.

After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to the Company 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.

Article 5 Principles determining the time and place of a shareholders meeting

The venue for a shareholders meeting shall be the premises of the Company, 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.

Article 6 Preparation of documents such as the attendance book

The Company shall specify in its shareholders meeting notices the time during which attendance registrations for shareholders will be accepted, the place to register for attendance, and other matters for attention.

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.

Shareholders solicitors and proxies (collectively "shareholders") shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. The Company 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.

The Company 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.

The Company 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, pre-printed ballots shall also be furnished.

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.

Article 7 The chair and non-voting participants of a shareholders meeting

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 chairperson shall appoint one of the directors to act as chair. Where the chairperson does not make such a designation, the directors shall select from among themselves one person to serve as chair.

When a director serves as chair, as referred to in the preceding paragraph, the director shall be one who has held that position for six months or more and who understands the financial and business conditions of the Company. The same shall be true for a representative of a juristic person director that serves as chair.

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.

The Company may appoint its attorneys, certified public accountants, or related persons retained by it to attend a shareholders meeting in a non-

voting capacity.

Article 8 Documentation of a shareholders meeting by audio or video

The Company, 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.

Article 9 Calculation of the number of shares present at the shareholders' meeting and calling of the meeting

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, plus the number of shares whose voting rights are exercised by correspondence or electronically.

The chair shall call the meeting to order at the appointed meeting time and disclose information concerning the number of nonvoting shares and number of shares represented by shareholders attending the meeting.

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.

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 the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within one month.

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.

Article 10 Discussion of proposals

If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.

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.

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.

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.

Article 11 Shareholder speech

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.

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.

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.

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.

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.

After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.

Article 12 Calculation of voting shares and recusal system

Voting at a shareholders meeting shall be calculated based the number of shares.

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.

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 the Company, that shareholder may not vote on that item, and may not exercise voting rights as proxy for any other shareholder.

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.

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.

Article 13 Motion voting, vote monitoring and counting of votes

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.

When the Company holds a shareholder meeting, it shall adopt the exercise of voting rights by correspondence or electronic means. 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 the Company avoid the submission of extraordinary motions and amendments to original proposals.

A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to the Company before two days before the date of the shareholders meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent.

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, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to the Company, by the same means by which the voting rights were exercised, before two business days before the date of the shareholders meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. 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.

Except as otherwise provided in the Company Act and in the Company's Articles of Incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, the resolution shall be deemed adopted and shall have the same effect as if it was voted by casting ballots if no objection is voiced after solicitation by the chair. If there is any objection, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.

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 a vote. When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.

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 the Company.

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.

Article 14 Election

The election of directors at a shareholders meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, 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,

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 recording shall be retained until the conclusion of the litigation.

Article 15 Meeting Minutes and Signatures

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 Company may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the MOPS. 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 (including the number of voting rights), and disclose the number of voting rights won by each candidate in the event of an election of directors. The

minutes shall be retained for the duration of the existence of the Company.

Article 16 Public disclosure

On the day of a shareholders meeting, the Company 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, and shall make an express disclosure of the same at the place of the shareholders meeting.

If matters put to a resolution at a shareholders meeting constitute material information under applicable laws or regulations or under competent authority regulations, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.

Article 17 Maintaining order at the meeting place

Staff handling administrative affairs of a shareholders meeting shall wear identification cards or arm bands.

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 the Company, 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. Article 18 Recess and resumption of a shareholders meeting XVI. 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.

Article 19 These Rules and any amendments hereto, shall be implemented after approval by a shareholders meeting.

[Appendix 3] Rules for Election of Directors

SynPower Co., Ltd.

Rules for Election of Directors

Approved at the Shareholders' Meeting on held on May 13, 2021

Article 1 Purpose

To ensure a just, fair, and open election of directors, these Procedures are adopted pursuant to Articles 21 of the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies.

Article 2 Scope

Except as otherwise provided by law and regulation or by the Company's Articles of Incorporation, elections of directors shall be conducted in accordance with these Procedures.

Article 3 The overall composition of the board of directors shall be taken into consideration in the selection of the Company's directors. The composition of the board of directors shall be determined by taking diversity into consideration and formulating an appropriate policy on diversity based on the Company's business operations, operating dynamics, and development needs. It is advisable that the policy include, without being limited to, the following two general standards:

- i Basic requirements and values: Gender, age, nationality, and culture.
- ii Professional knowledge and skills: A professional background (e.g., law, accounting, industry, finance, marketing, technology), professional skills, and industry experience.

Each board member shall have the necessary knowledge, skill, and experience to perform their duties; the abilities that must be present in the board as a whole are as follows:

- i Operational judgment
- ii Accounting and financial analysis
- iii Business administration
- iv Crisis management
- v Industry knowledge
- vi International market view
- vii Leadership

viii Decision making

More than half of the directors shall be persons who have neither a spousal relationship nor a relationship within the second degree of kinship with any other director.

The Board of Directors of the Company shall consider adjusting the composition of the Board members based on the results of the performance evaluation.

Article 4 The qualifications of the independent directors of the Company shall comply with Articles 2, 3 and 4 of the "Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies".

The election of independent directors of the Company shall comply with Articles 5, 6, 7, 8 and 9 of the "Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies" and shall be conducted in accordance with Article 24 of the "Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies".

Article 5 The election of directors (including independent directors) of the Company shall be conducted in accordance with the candidate nomination system and procedures set out in Article 192-1 of the Company Act. When the number of directors falls below five due to the dismissal of a director for any reason, the Company shall hold a by-election to fill the vacancy at its next shareholders meeting. When the number of directors falls short by one third of the total number prescribed in the Company's articles of incorporation, the Company shall call a special shareholders meeting within 60 days from the date of occurrence to hold a by-election to fill the vacancies. When the number of independent directors falls below that required under the proviso of Article 14-2, paragraph 1 of the Securities and Exchange Act, a by-election shall be held at the next shareholders meeting to fill the vacancy. When the independent directors are dismissed en masse, a special shareholders meeting shall be called within 60 days from the date of occurrence to hold a by-election to fill the vacancies.

Article 6 The cumulative voting method shall be used for election of the directors at the Company. Each share will have voting rights in number equal to the directors to be elected, and may be cast for a single candidate or split among

multiple candidates.

Article 7 A person with the right to convene shall prepare separate ballots for directors in numbers corresponding to the directors or supervisors to be elected. The number of voting rights associated with each ballot shall be specified on the ballots, which shall then be distributed to the attending shareholders at the shareholders meeting. Attendance card numbers printed on the ballots may be used instead of recording the names of voting shareholders.

Article 8 The number of directors will be as specified in the Company's articles of incorporation, with voting rights separately calculated for independent and non-independent director positions. Those receiving ballots representing the highest numbers of voting rights will be elected sequentially according to their respective numbers of votes. When two or more persons receive the same number of votes, thus exceeding the specified number of positions, they shall draw lots to determine the winner, with the chair drawing lots on behalf of any person not in attendance.

Article 9 Before the election begins, the chair shall appoint a number of persons with shareholder status to perform the respective duties of vote monitoring and counting personnel. The ballot boxes shall be prepared by a person with the right to convene and publicly checked by the vote monitoring personnel before voting commences.

Article 10 A ballot is invalid under any of the following circumstances:

- i The ballot was not prepared by a person with the right to convene.
- ii A blank ballot is placed in the ballot box.
- iii The writing is unclear and indecipherable or has been altered.
- iv The candidate whose name is entered in the ballot does not conform to the director candidate list.
- v Other words or marks are entered in addition to the number of voting rights allotted.
- vi Two or more candidates are entered in each ballot.

Article 11 The voting rights shall be calculated on site immediately after the end of the poll, and the results of the calculation, including the list of persons elected as directors and the numbers of votes with which they were elected, shall be announced by the chair on the site.

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 recording shall be retained until the conclusion of the litigation.

Article 12 The board of directors of the Company shall issue notifications to the persons elected as directors.

Article 13 These Procedures and any amendments hereto, shall be implemented after approval by a shareholders meeting.

[Appendix 4] Shareholdings of All Directors

As of the closing date of this shareholders' meeting, the number of shares held by all directors recorded in the shareholder register is as follows:

September 19, 2024			
Title	Name	Shareholding	Shareholding percentage
Chairperson	Lin, Win-Bin	2,080,308	6.33%
Director	Kao Mei Industrial Co., Ltd. Representative: Lin, Ge-Ming	3,174,729	9.66%
Director	Hsu, Rong-Chun	55,402	0.17%
Independent Director	Wu, Tsung-Chang	0	0%
Independent Director	Liu, Shuai-Lei	0	0%
Independent Director	Lee, Ya-Hsun	0	0%
Total of shareholdings of all Directors		5,310,439	16.16%

The Company's paid-in capital is NT\$328,700,000, and the number of issued shares is 32,870,000. According to Article 26 of the Securities and Exchange Act, the minimum total number of shares held by all directors is 3,600,000 shares.