

## **Meeting Notice for Annual Shareholders' Meeting (Summary Translation)**

The 2022 Annual Shareholders' Meeting (the "Meeting") of Acter Group Corporation Limited (the "Company") will be convened by means of visual communication assisted shareholders meeting at 9:00 a.m., Thursday, May 26, 2022. Physical meeting will be convened at SWEETEN PLAZA's international hall, (B2F, No.201, Sec. 2, Wenxin Rd., Xitun Dist., Taichung City 407, Taiwan (R.O.C.)) and virtual meeting will be convened through the e-Meeting platform of TDCC.

1. The agenda for the Meeting is as follows:

### I. Report Items

- (1) To report the distribution of 2021 employee and director compensation.
- (2) 2021 Business Report.
- (3) Audit Committee's Review Report of 2021 Financial Statements.
- (4) The distribution of 2021 cash dividends.
- (5) 2021 Corporate governance report.
- (6) To report the 2021 annual operation of Audit Committee and its communication with the company's chief internal auditor.
- (7) To report the connection and reasonableness between the compensation policy of the directors and managerial officers and performance assessment results in 2021.

### II. Proposals

- (1) Adoption of the 2021 Business Report and Financial Statements.
- (2) Adoption of the Proposal for Distribution of 2021 Profits.

### III. Discussion

- (1) Discussion on the proposal to amend "Articles of Incorporation."
- (2) Discussion on the proposal to amend "Rules of Procedure for Shareholder Meetings."
- (3) Discussion on the proposal to amend "Procedures for Election of Directors."
- (4) Discussion on the proposal to amend "Procedure for Acquisition or Disposal of Assets."

2. The major items of the proposal for distribution of 2021 profits approved by the board of directors meeting are as follows:

Cash dividends to common shareholders: Totaling NT\$859,029,270. Each common shareholder will receive a cash dividend of NT\$15 per share (based on the total outstanding shares record on Mar. 28, 2022). The ex-dividend date will be decided by the Board of Directors.

3. If the proposal of this meeting contains matters that should explain the main content in accordance with Article 172 of the Company Act, the company will disclose it at Market Observation Post System (MOPS).

4. Shareholders can exercise of their voting rights through the Stockvote platform of TDCC (<https://www.stockvote.com.tw>) during April 26 2022 to May 23, 2022.
5. Shareholders who intend to participate virtually, please visit the TDCC website (<https://www.stockvote.com.tw>) or scan the QR cord below for relevant matters of virtual meeting.



6. Shareholders who intend to participate virtually shall, complete registrations and sign-ups on the TDCC Stockvote during April 26 2022 to May 23, 2022 and check-in on the virtual meeting platform 30 minutes before the meeting starts. After the chairman declares the meeting open, shareholders attending the meeting online may cast votes on proposals on the platform before the chairman announces the voting session ends and may raise questions in writing. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. Please visit the TDCC website or scan the QR cord below for more details. If shareholders have any questions about the sign-up, check-in, connection or platform operation of participating virtually, please contact TDCC (02-27195805#288). If there is poor connection, lag, inability to watch a live stream, text questions or cast their votes, etc. on the day of the meeting due to network or device that shareholders use, the company may not take responsibility for it. If shareholders have concerns about this, please exercise voting rights electronically in advance or attend physically instead.



7. 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 chairman has announced the meeting adjourned, and the obstruction continues for more than 30 minutes, the meeting shall
  - I. Be continued when 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. The shares represented by shareholders, solicitors, or proxy agents 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. If shareholders encounter the above situation, please contact the company (04-22615288).

II. Be postponed to or resumed on 2022/05/30 at 09:00 in B2F, No.201, Sec. 2, Wenxin Rd., Xitun Dist., Taichung City 407, Taiwan when the total shares do not reach the minimum legal requirement for a shareholder meeting after deducting those represented by shareholders attending the virtual shareholders meeting online. Shareholders who have not registered to participate in the affected shareholders meeting online shall not attend the postponed or resumed session. Please note that if the outcome of all proposals has been announced and extraordinary motion has not been carried out, the chairman may declare the meeting adjourned.

Please noted that

1. During COVID-19 epidemic period, shareholders are encouraged to use the electronic voting through Stockvote platform to exercise their voting rights or attend shareholders' meetings virtually. If shareholders want to attend in person, please wear a mask all the time and temperature check is required before entering the venue. If shareholder's forehead temperature is above 37.5°C or ear temperature is above 38°C, please go home to rest or seek medical care quickly.
2. If a change in meeting venue is deemed necessary due to epidemic prevention reasons, we will make the related public announcements on MOPS.
3. Since the meeting is not open to those who have not been listed on the shareholders register by the book closure date, in order to protect the rights and interests of the participants, shareholders who attend the meeting virtually shall not disseminate the URL of the live stream, or make an audio/video recording of the live stream by means of machines or screen recording software.

**Board of Directors**

**ACTER GROUP CORPORATION LIMITED**