

Stock Code: 3313

FEEI CHERNG DEVELOP TECHNOLOGY CO., LTD.

1st Extraordinary Shareholders' Meeting in 2024

Meeting Handbook

Time: October 21, 2024, 9:00 a.m.

**Address: 18F.-7, No. 248, Sec. 2, Yonghua Rd., Anping Dist., Tainan City, Taiwan (R.O.C.)
(Conference Room)**

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FEEI CHERNG DEVELOP TECHNOLOGY CO., LTD.

2024 1st Extraordinary Shareholder's Meeting Procedure

- I. Call the Meeting to Order**
- II. Chairman's Opening Remarks**
- III. Election Matters**
- IV. Discussion Matters**
- V. Extraordinary Motions**
- VI. Adjournment**

FEEI CHERNG DEVELOP TECHNOLOGY CO., LTD.

2024 1st Extraordinary Shareholder's Meeting Agenda

Form of Shareholders' Meeting: Physical

Date: Monday, October 21, 2024, 9:00 a.m.

Address: 18F-7, No. 248, Sec. 2, Yonghua Rd., Anping Dist., Tainan City, Taiwan (R.O.C.)
(Conference Room)

- I. Call the Meeting to Order (Report on Number of Shares Attended)
- II. Chairman's Opening Remarks
- III. Election matter: Election of Independent Directors
- IV. Discussion matter: Proposal to lift the non-competition restrictions for newly elected independent directors
- V. Extraordinary Motions
- VI. Adjournment

Election Matters

(Proposed by the Board of Directors)

Motion: Proposal of the election of independent directors, please proceed with the election.

- Description: (I) Independent director Ching-Hsi Hu and Ju-Hui Yang of the Company resigned from their positions on July 12, 2024, and August 21, 2024, respectively, due to personal reasons.
- (II) In accordance with Article 16 of the Company's Articles of Incorporation, it is proposed to elect 3 independent directors through a candidate nomination system. The newly elected independent directors will assume their positions immediately after the shareholders' extraordinary meeting, with their term lasting until May 23, 2027.
- (III) For the list of independent director candidates, please refer to Attachment 1 on page 4 of this Handbook.
- (IV) Submitted for election.

Election results:

Discussion matters

(Proposed by the Board of Directors)

Motion: Proposal to lift the non-competition restrictions for newly elected independent directors, please proceed with the resolution.

- Description: (I) In accordance with Article 209 of the Company Act, it is proposed to seek extraordinary shareholder's meeting approval to lift the non-competition restrictions on the newly elected independent directors of the Company.
- (II) The list of proposed individuals for lifting the non-competition restrictions can be found in page 5 Attachment 2 of this handbook.
- (III) Submitted for discussion.

Resolution:

Extraordinary Motions

Adjournment

FEEI CHERNG DEVELOP TECHNOLOGY CO., LTD.

Independent Directors Candidates List

Serial No.	Name	Gender	Education	Work experience	Current employment	Shares held
1	Chung-Yueh Lien	Male	EMBA, National University of Kaohsiung	Consultant of Leon Energy Co., Ltd.	Same as left	0
2	Cheng-Chen Yeh	Female	Department of Industrial and Business Administration, Open University of Kaohsiung	CEO of Huangyi Development and Construction Co., Ltd. Vice President of Gao Deng Advertising Co., Ltd.	Same as left	0
3	Yi-Chun Tuan	Female	EMBA, National Sun Yat-Sen University	Part-time Lecturer, Department of Information Management, National Sun Yat-Sen University Doctoral Candidate, Department of Business Administration, National Sun Yat-Sen University Consultant of Direct Sales Channel Department, TransGlobe Life Insurance Inc. Vice President, Nan Shan Life Insurance	Part-time Lecturer, Department of Information Management, National Sun Yat-Sen University Doctoral Candidate, Department of Business Administration, National Sun Yat-Sen University	0

FEEI CHERNG DEVELOP TECHNOLOGY CO., LTD.**Independent Director Candidates Concurrently Holding Positions in Other Companies**

Name	Concurrently holding positions in other companies
Chung-Yueh Lien	Consultant of Leon Energy Co., Ltd.
Cheng-Chen Yeh	CEO of Huangyi Development and Construction Co., Ltd.
	Vice President of Gao Deng Advertising Co., Ltd.

FEEI CHERNG DEVELOP TECHNOLOGY CO., LTD.**Articles of Incorporation**

May 24, 2024

CHAPTER I General Provisions

- Article 1: The Company is incorporated in accordance with the Company Act and named FEEI CHERNG DEVELOP TECHNOLOGY CO., LTD.
- Article 2: The Company's businesses are as follows:
1. A401010 Livestock Farm Management.
 2. A401020 Raising of livestock and Poultry.
 3. A401040 Livestock Service.
 4. CC01080 Electronics Components Manufacturing.
 5. C101010 Slaughter.
 6. C103050 Manufacturing of Canning, Freezing, Dehydration, Pickled of Food.
 7. C199030 Instant Meal Box Food Manufacturing.
 8. C199990 Manufacture of Other Food Products Not Elsewhere Classified.
 9. C201010 Feed Manufacturing.
 10. F101040 Wholesale of Livestock and Poultry.
 11. F101050 Wholesale of Fishery Products.
 12. F102170 Wholesale of Foods and Groceries.
 13. F103010 Wholesale of Animal Feeds.
 14. F119010 Wholesale of Electronic Materials.
 15. F201020 Retail Sale of Livestock Products.
 16. F201030 Retail Sale of Fishery Products.
 17. F202010 Retail Sale of Feeds.
 18. F203010 Retail Sale of Food, Grocery and Beverage.
 19. E603050 Automatic Control Equipment Engineering.
 20. F401010 International Trade.
 21. I101070 Agriculture, Forestry, Fishing and Livestock Consulting.
 22. I101090 Food Consulting.
 23. I103060 Management Consulting.
 24. I301030 Electronic Information Supply Services.
 25. IG01010 Biotechnology Services.
 26. F501060 Restaurants.
 27. F501990 Other Catering.
 28. H701010 Housing and Building Development and Rental.
 29. H701050 Investment, Development and Construction in Public Construction.
 30. H701060 New Towns, New Community Development.
 31. H703090 Real Estate Business.
 32. H703100 Real Estate Leasing.
 33. F111090 Wholesale of Building Materials.
 34. IZ99990 Other Industrial and Commercial Services.
 35. E801010 Indoor Decoration.
 36. E801020 Doors and Windows Installation Engineering.
 37. E801030 Indoor Light-gauge Steel Frame Engineering.
 38. E801040 Glass Installation Engineering.
 39. E801070 Kitchenware and Sanitary Fixtures Installation Engineering.
 40. E901010 Painting Engineering.
 41. E903010 Anti-Corrosion and Anti-Rust Engineering.
 42. EZ99990 Other Engineering.

43. F105050 Wholesale of Furniture, Bedding Kitchen Utensils and Fixtures.
44. F107030 Wholesale of Cleaning Supplies.
45. F108040 Wholesale of Cosmetics.
46. F113050 Wholesale of Computers and Clerical Machinery Equipment.
47. F113070 Wholesale of Telecommunication Apparatus.
48. F118010 Wholesale of Computer Software.
49. F205040 Retail Sale of Furniture, Bedding Kitchen Utensils and Fixtures.
50. F206020 Retail Sale of Daily Commodities.
51. F211010 Retail Sale of Building Materials.
52. F213030 Retail Sale of Computers and Clerical Machinery Equipment.
53. F399040 Retail Sale No Storefront.
54. F501030 Beverage Shops.
55. I301020 Data Processing Services.
56. I401010 General Advertisement Service.
57. I503010 Landscape and Interior Designing.
58. JE01010 Rental and Leasing.
59. I301010 Information Software Services.
60. I102010 Investment Consulting.
61. F201010 Retail Sale of Agricultural Products.
62. F204110 Retail Sale of Cloths, Garments, Shoes, Hats, Umbrellas and Clothing Accessories.
63. F209060 Retail Sale of Culture, Education, Musical Instruments and Educational Entertainment Supplies.
64. F102030 Wholesale of Tobacco and Alcohol.
65. F203020 Retail Sale of Tobacco and Alcohol.
66. I301040 The Third Party Payment.
67. ZZ99999 All business activities that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3: The Company's headquarters is located in Tainan City. The Company may establish branches or offices in various regions at home and abroad upon the resolution of the Board of Directors based on the actual needs.

Article 4: In accordance with the securities management regulations, the Company may enter into external guarantees or provide guarantees on property.

Article 5: Depending on the business needs, the reinvestment in other businesses of the Company is subject to the resolution of the board of directors. The total amount of reinvestment may exceed 40% of the Company's paid-in capital, and not subject to the restrictions set forth in Article 13 of the Company Act.

CHAPTER II Shares

Article 6: The Company's total capital is NT\$3.5 billion, which is divided into 350 million shares with a par value of NT\$10 per share, and the Board of Directors is authorized to issue shares in tranches. Of these shares, 35 million shares are reserved for the exercise of stock options by employees for the employee stock warrants. When the Company intends to cancel the public offering, a special resolution shall be submitted to the shareholders' meeting. This provision shall remain unchanged during the listing period.

Article 7: The share certificates of the Company shall without exception be in registered form, which 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 TDCC.

Article 8: The transfer, transmission, inheritance, gift, creation of pledge, loss and extinction of the Company's shares are governed by the Company Act and related laws and regulations.

CHAPTER III Shareholders' Meetings

- Article 9: The change of name and transfer of shares shall be suspended 60 days before a shareholders' meeting, 30 days before an extraordinary shareholders' meeting, or within five days before the Company decides to pay out dividends, bonuses, or other benefits.
- Article 10: There are annual general and extraordinary shareholders' meetings. The Board of Directors shall convene the annual general meeting once a year within six months after the end of each fiscal year. Extraordinary meetings may be convened at any time as needed. When a shareholders' meeting is convened, electronic means shall be included as one of the channels for shareholders to exercise their voting rights. The related operations shall be handled in accordance with the regulations of the competent authorities.
- Article 10-1: If a shareholders' meeting is convened by the Board of Directors, the meeting shall be chaired by the Chairman. When the Chairman is absent, the Chairman shall appoint one of the directors to act as the chair. Where the Chairman fails to not make such a designation, the directors shall elect from among themselves one person to serve as the chair. If a shareholders' meeting is convened by a party with power to convene 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 elect a chair from among themselves.
- Article 10-2: The shareholders shall be notified of the date and place of the shareholders' meeting and the reason for the meeting at least 30 days in advance, and the extraordinary meeting at least 15 days in advance. An announcement shall also be made. Notice of a shareholders' meeting may be given by electronic means with the consent of the shareholders. For shareholders holding less than 1,000 registered shares, the notice as mentioned in the preceding paragraph may be made by way of an announcement.
- Article 10-3: The Company may hold a shareholders' meeting by video conference or other means announced by the central competent authority. The conditions, operating procedures and other matters to be complied with for the convening of a video shareholders' meeting shall be in accordance with the regulations of the competent securities authorities.
- Article 11: Any shareholder who is unable to attend a shareholders' meeting for any reason may appoint a proxy to attend the meeting by presenting a proxy form printed by the Company, indicating the scope of the authorization. In addition to the provisions of Article 177 of the Company Act, a shareholder may appoint a proxy to attend the meeting in accordance with the "Regulations Governing the Use of Proxies for Attendance at Shareholders Meetings of Public Companies" that is announced by the competent authority.
- Article 12: The Company's shareholders have one vote per share, but have no voting rights under Article 179 of the Company Act and related laws and regulations.
- Article 13: Resolutions at a shareholders' meeting shall, unless otherwise provided for in the Company Act, be adopted by a majority vote of the shareholders present, who represent more than one-half of the total number of voting shares.
- Article 14: Matters relating to the resolutions by 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 distribution of the minutes of shareholders' meeting as required in the preceding Paragraph may be effected by announcements.

Article 15: Unless otherwise provided in the Company Act, the chairman of the shareholders' meeting shall be the chairman of the board of directors. If for any reason the chairman of the shareholders' meeting needs to be represented by another person, it shall be handled in accordance with the provisions of the Company Act.

CHAPTER IV Directors

- Article 16: The Company has seven to nine directors with a three-year term of office. The election of directors is based on a candidate nomination system. The candidates shall be elected by the shareholders' meeting from a list of candidates and shall be eligible for re-election. (The total number of registered shares held by all directors shall not be less than a certain percentage of the total number of shares received by the Company. The percentage shall be in accordance with the regulations of the competent authorities).
The number of independent directors shall not be less than three and not less than one-fifth of the number of directorships in the previous quota of directors.
Independent directors and non-independent directors shall be elected together and the number of elected seats should be counted separately.
Independent directors' professional qualifications, shareholdings, restrictions on part-time jobs, determination of independence, methods of nomination and selection, the exercise of powers, and other procedures for compliance shall be handled in accordance with the Company Act and regulations of the competent securities authorities.
The Company may purchase liability insurance for each term of the directors in respect of the scope of their duties.
When the number of vacancies in the board of directors equals one-third of the total number of directors, or when all independent directors are dismissed, the board of directors shall call, within 60 days, a special shareholders meeting to elect succeeding directors to fill the vacancies for the remaining service time of the dismissed directors.
- Article 17: The Board of Directors shall be organized by the directors. The Chairman shall be elected by more than half of the directors present at a board meeting attended by at least two-thirds of all directors from among themselves. The Chairman shall represent the Company externally. If a director is unable to attend a board meeting in person, he or she may appoint another director to attend on his or her behalf in accordance with Article 205 of the Company Act. 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.
The Board of Directors' meeting shall be convened on a quarterly basis and shall notify the directors seven days prior to the meeting. However, in case of emergency, the meeting may be convened at any time.
The notice as mentioned in the preceding paragraph shall be given in writing, electronically or by facsimile, stating the reason for the convening.
- Article 18: If the chairman of the board of directors is absent from work or unable to exercise his or her duties for any reason, his or her proxy shall be in accordance with Article 208 of the Company Act.
- Article 19: The Company's directors may be compensated for the performance of their duties, regardless of the Company's operating profit or loss, as determined by the Board of Directors in accordance with their participation in and contribution to the Company's operations and with reference to the usual industry standards. Not exceeding the remuneration for the highest paid executives as stipulated in the Company's regulations for salary assessment. If there is profit, the Company shall allocated remunerations in accordance with Article 24.

- Article 20: The procedures for nomination of director candidates are in accordance with the provisions of the Company Act, the Securities and Exchange Act and related laws and regulations.
- Article 21: The Company may establish various functional committees, the rules of organization of which shall be determined by the Board of Directors in accordance with the relevant laws and regulations.

CHAPTER V Managers

- Article 22: The Company may have several chief executive officers, presidents, vice presidents and managers in place. Their appointment, dismissal, and remuneration shall be handled in accordance with Article 29 of the Company Act.
The authority and scope of the manager's management and signature for the Company shall be separately determined by the Board of Directors.

CHAPTER VI Accounting

- Article 23: The Board of Directors at the end of each fiscal year shall prepare the following reports for the ratification of the shareholders' meeting in accordance with the legal procedure.
(1) Business report.
(2) Financial statements.
(3) Proposal for the distribution of earnings and appropriation for making up losses.
- Article 24: If the Company's earned profits in the current fiscal year, a reserve is allotted to be used to make up for the Company's accumulated losses, and then 1%-15% shall be allocated as employee compensation, while the Company shall set aside no more than 5% for the remuneration of directors. The form and amount of distribution of the compensation for employees and directors shall be reported to the shareholders' meeting after resolution by the board of directors. The receivers of employee compensation shall include employees of affiliated companies that meet certain conditions. The relevant regulations shall be established by the Board of Directors.
Where the Company made a profit in a fiscal year, the profit shall be first utilized for paying taxes, offsetting losses of previous years, setting aside as a legal reserve 10% of the remaining profit, where such legal reserve amounts to the total paid-in capital, this provision shall not apply. In addition, a special reserve shall be set aside according to relevant laws and regulations or the competent authority. Any remaining profit shall be used by the Company's board of directors as the basis for proposing a distribution plan, which should be resolved in the shareholders' meeting for the distribution of dividends. Pursuant to Article 240 of the Company Act, the Company authorizes the distributable bonuses and the legal reserve and capital reserve stipulated in Article 241 of the Company Act, in whole or in part to be paid 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.
- Article 24-1: Since the Company is currently at growth stage, it takes into account the environment and industry growth, and corresponding to future capital needs and long-term financial planning, the Company adopts the residual dividend policy for dividend distribution. After the Company provides for the projected capital needs by using retained earnings, the remaining shall be distributed in the form of cash dividends or stock dividends; provided that cash dividends shall be no less than 10% of the total dividends.

CHAPTER VII Supplementary provisions

- Article 25: The Board of Directors shall establish important internal organizational rules, regulations, by-laws and measures of the Company.
- Article 26: Matters not specified in the Articles of Incorporation shall be handled in accordance with the Company Act and other relevant laws and regulations.
- Article 27: These Articles of Incorporation shall become effective upon the resolution of the shareholders' meeting.
- Article 28: The Articles of Incorporation were established on November 29, 1993.
The 1st amendment was made on June 20, 1995.
The 2nd amendment was made on August 9, 1995.
The 3rd amendment was made on October 27, 1997.
The 4th amendment was made on November 27, 1997.
The 5th amendment was made on October 25, 1997.
The 6th amendment was made on November 22, 1998.
The 7th amendment was made on September 10, 1999.
The 8th amendment was made on March 18, 2000.
The 9th amendment was made on February 12, 2001.
The 10th amendment was made on December 8, 2001.
The 11th amendment was made on May 4, 2002.
The 12th amendment was made on December 21, 2002.
The 13th amendment was made on May 31, 2003.
The 14th amendment was made on June 30, 2004.
The 15th amendment was made on June 10, 2005.
The 16th amendment was made on May 12, 2006.
The 17th amendment was made on June 15, 2007.
The 18th amendment was made on June 10, 2009.
The 19th amendment was made on February 9, 2010.
The 20th amendment was made on June 15, 2010.
The 21st amendment was made on May 30, 2011.
The 22nd amendment was made on June 18, 2012.
The 23rd amendment was made on June 11, 2013.
The 24th amendment was made on June 7, 2016.
The 25th amendment was made on June 14, 2017.
The 26th amendment was made on June 21, 2018.
The 27th amendment was made on June 21, 2019.
The 28th amendment was made on June 30, 2020.
The 29th amendment was made on August 18, 2021.
The 30th amendment was made on May 26, 2023.
The 31st amendment was made on May 24, 2024.

FEEI CHERNG DEVELOP TECHNOLOGY CO., LTD.**Rules and Procedures of Shareholders' Meeting**

June 30, 2020

- Article 1 Unless otherwise stipulated by laws or regulations, the rules of procedure for the Company's shareholders' meeting shall be governed by these Rules.
- Article 2 The shareholders referred to in these rules of procedures shall mean the shareholders themselves and the attending proxies entrusted by the shareholders.
- Article 3 (Convening of shareholders' meetings, notice of meetings and shareholders' proposals)
 Unless otherwise provided by law or regulation, the Company's shareholders' meetings shall be convened by the Board of Directors.
 30 days before the convening of a shareholders' meeting or 15 days before an extraordinary shareholders' meeting, the Company shall prepare electronic files of the meeting notice, proxy form, information on proposals for ratification, matters for discussion, election or dismissal of directors, and other matters on the shareholders' meeting agenda and upload them to the Market Observation Post System (MOPS). Meanwhile, 21 days before the Company convenes an shareholders' meeting or 15 days before an extraordinary shareholders' meeting, it shall prepare an electronic file of the shareholders' meeting handbook and the supplementary materials and upload them to the MOPS. Fifteen days before the Company convenes a shareholders' meeting, it shall prepare the shareholders' meeting handbook and supplementary 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 professional shareholder service agency, and shall be distributed at the shareholders' meeting.
 The reasons for convening a shareholders' meeting shall be specified in the meeting notice and the public announcement. With the consent of the addressee, the meeting notice may be given in an electronic form. Matters pertaining to election or discharge of directors, alteration of 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, dissolution, merger, spin-off, or any matters as set forth in Paragraph I, Article 185 hereof shall be itemized in the causes or subjects to be described and the essential contents shall be explained in the notice to convene a meeting of shareholders, and shall not be brought up as extemporaneous motions; the essential contents may be posted on the website designated by the competent authority in charge of securities affairs or the Company, and such website shall be indicated in the above notice.
 Where an election of all directors or supervisors and their inauguration date shall be stated in the notice of the shareholders' meeting, after the completion of the 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 the issued shares may submit to the Company a proposal for discussion at a shareholders' meeting. However, only one proposal is allowed. Any proposal with more than one item will not be included in the motion. However, a shareholder proposal proposed under Paragraph One for urging a company to promote public interests or fulfill its social responsibilities may still be included in the list of proposals to be discussed at a regular meeting of shareholders by the board of directors. A shareholder's proposal in alignment with any circumstance under any subparagraph of paragraph 4 of Article 172-1 of the Company Act may not be included in the meeting agenda by the Board of Directors.
 Prior to the book closure date before a shareholders' meeting is held, the Company shall publicly announce its acceptance of shareholders' proposals in writing or by electronic means and the location and time period for their submission; the period for acceptance of shareholders' proposals may not be fewer than 10 days. Each of such proposals is 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 shareholders' meeting of shareholders and take part in the 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. With regard to the proposals submitted by shareholders but not included in the agenda of the meeting, the cause of exclusion of such proposals and explanation shall be

- made by the board of directors at the shareholders' meeting to be convened.
- Article 4 (Attendance at shareholders' meetings and proxy)
 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.
 Each 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 at least five days before the date of the shareholders' meeting. When a duplicate proxy form is served, the one received earliest shall prevail, unless a declaration is made to cancel the previous proxy form.
 Once a proxy form is received by the Company, if a shareholder wishes to attend the shareholders' meeting in person or to exercise their voting rights in writing or by electronic means, a written proxy rescission notice shall be filed with the Company two days prior to the date of the shareholders' meeting, otherwise, the voting power exercised by the authorized proxy at the meeting shall prevail.
- Article 5 (Principles for the venue and time 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 independent directors' opinions with respect to the place and time of the meeting.
- Article 6 (Preparation of a sign-in book and other documents)
 The Company shall specify in the meeting notice the time and place for the sign-in of the shareholders and other related matters.
 The shareholders' meeting reporting time referred to in the preceding paragraph shall be 30 minutes prior to the meeting started. There should be clear signs at the reporting place with adequate staff assigned to handle the process.
 Shareholders or a proxy appointed by a shareholder (hereinafter referred to as the shareholders) shall attend the shareholders' meetings with their 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 attendance presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification.
 The Company shall furnish the attending shareholders with a sign-in 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 handbook, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors, ballots shall also be furnished.
 When the government or a juridical person is a shareholder, it may be represented by more than one representative at a shareholders' meeting. When a juridical person is appointed to attend as a proxy, it may designate only one person to represent it in the meeting.
- Article 7 (Chair of the shareholders' meeting and attendees in a non-voting capacity)
 Where the Company's shareholders' meetings 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 director 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 the chair, as referred to in the preceding paragraph, the director shall have held that position for six months or more with great understanding of the Company's financial position and business conditions. The same shall apply for a representative of a institutional director to serve as the chair.
 It is advisable that shareholders' meetings convened by the Board of Directors be chaired by the Chairman 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.
 Where a shareholders' meeting is convened by a party with power to convene 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, CPAs, or relevant persons retained by it to attend a shareholders' meeting in a non-voting capacity.

- Article 8 (Evidence of the audio or video recordings of the shareholders' meeting)
The Company shall make an audio or video recording of the entire process of the shareholders' meeting from shareholders' sign-in, the proceedings of the meeting, as well as the process of voting and vote counting. The audio and video recording in the preceding paragraph shall be kept 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 (Counting of the shares represented by shareholders present at the shareholders' meeting)
Attendance at shareholders' meetings shall be counted based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the sign-in book or the 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 scheduled meeting time; however, the chair may have the meeting postponed if the attending shareholders do not represent more than half of the total shares issued. The meeting postponement is limited to 2 times for a total of less than 1 hour. If less than one-third of the total number of issued shares are present after two postponements, the meeting will be adjourned by the chairman.
If there are not enough shareholders representing at least one third of issued shares attending the meeting after two postponements, tentative resolutions may be passed in accordance with Article 175, paragraph 1 of the Company Act. Shareholders shall be notified of the tentative resolutions, and another shareholders' meeting will be convened within one month.
When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of outstanding 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 (Motion discussions)
If a shareholders' meeting is convened by the board of directors, the agenda shall be set by the board of directors. The relevant motions (including extraordinary motions and amendments to original motions) shall be voted on a case-by-case basis. The meeting shall proceed in accordance with the agenda, which cannot 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 other than 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 by 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 to 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 shall specify on a speaker's slip the subject of the speech, their 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 is not in alignment with the subject 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 motion, the chair may have the shareholder stop the speech.
Attending shareholders may not interfere with the speaking shareholders without the Chairman's consent and the speaking shareholders. The Chairman will have the violating shareholders stopped.
When an institutional 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

(Counting of voting shares and a recusal policy)

Votes cast at shareholders' meetings shall be calculated based on numbers of shares.

With respect to resolutions by a shareholders' meeting, the number of shares held by a shareholder without voting rights shall not be calculated as part of the total number of outstanding 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 a proxy for any other shareholder.

The number of shares for which voting rights may not be exercised under the preceding paragraph shall not be counted toward the number of the voting rights represented by attending shareholders.

With the exception of a trust enterprise or a stock affairs agency approved by the competent securities authority, when one person is concurrently appointed as a 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 the issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the counting.

Article 13

(Methods for voting, scrutineering, and vote counting)

Each 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.

The Company shall convene a shareholders' meeting by electronic means and may exercise its voting rights in writing;

The method of exercising the voting rights by written or electronic means shall be set forth in the notice of the shareholders' meeting.

A shareholder's exercise of voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived their rights with respect to the extempore motions and amendments to original proposals of that meeting; it is therefore advisable that the Company avoid the submission of extempore 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 at least 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.

In case a shareholder who has exercised his/her/its voting power in writing or by way of electronic transmission intends to attend the shareholders' meeting in person,

he/she/it shall, two days prior to the meeting date of the scheduled shareholders' meeting and in the same manner previously used in exercising his/her/its voting power, serve a separate declaration of intention to rescind his/her/its previous declaration of intention made in exercising the voting power under the preceding Paragraph Two. In the absence of a timely rescission of the previous declaration of intention, the voting power exercised in writing or by way of electronic transmission shall prevail. If the shareholder exercises the voting right in writing or by electronic means and appoints a proxy with a proxy form to attend the shareholders' meeting, the voting right exercised by the attending proxy at 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, for each proposal, 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 vote by the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered on 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.

Scrutineers and vote counting personnel for the voting on proposals shall be appointed by the chair, provided all scrutineers be shareholders of the Company.

Vote counting for proposals or elections at a shareholders' meeting 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

- recorded.
- Article 14 (Election matters)
When the shareholders' meeting elects directors, the election of directors shall be conducted in accordance with the Company's Regulations Governing the Election of Directors and Independent Directors. The election results shall be announced on site, including the list of elected directors and the number of their elected rights.
The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the scrutineers 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 documents to be signed)
Matters relating to the resolutions by 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.
Said distribution may be announced through the MOPS.
The minutes of shareholders' meeting shall record the date and place of the meeting, the name of the chairman, the method of adopting resolutions, and a summary of the essential points of the proceedings and the results of the meeting. The minutes shall be kept persistently throughout the life of the Company.
- Article 16 (External announcement)
The number of shares solicited by the requester and the number of shares represented by proxy shall be clearly disclosed in the shareholders' meeting on the date of the shareholders' meeting in a statistical form prepared in accordance with the prescribed format.
If any resolutions by the shareholders' meeting are material information as stipulated by laws and regulations or the Taipei Exchange, the Company shall upload the content to the MOPS prior to a deadline.
- Article 17 (Maintenance of the order of the venue)
Staff handling administrative affairs of a shareholders' meeting shall wear an identification badge or an armband.
The chair may direct the proctors or security personnel to help maintain order at the meeting place.
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, resumption of meeting and adjournment)
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.
The meeting is adjourned when the chairman declares the meeting closed in accordance with the agenda. Shareholders may not elect another chair to continue the meeting at the original meeting place or at another place after the meeting was adjourned.
- Article 19 (Supplementary provisions)
These Rules and all amendments thereto shall be enforced upon approval by a shareholders' meeting.
- Article 20 (History)
The rules of procedures were established on May 31, 2003.
The 1st amendment was made on June 10, 2005.
The 2nd amendment was made on May 12, 2006.
The 3rd amendment was made on June 13, 2008.
The 4th amendment was made on June 10, 2009.
The 5th amendment was made on June 18, 2012.

The 6th amendment was made on June 11, 2013.
The 7th amendment was made on June 18, 2015.
The 8th amendment was made on June 21, 2018.
The 9th amendment was made on June 30, 2020.

FEEI CHERNG DEVELOP TECHNOLOGY CO., LTD.

Regulations Governing the Election of Directors and Independent Directors

August 18, 2021

- Article 1 Except as otherwise provided in the Company Act and the Company's Articles of Incorporation, elections of directors shall be conducted in accordance with the Regulations.
- Article 2 The election of the Company's directors is conducted in a shareholders' meeting. The holder of the right to convene the shareholders' meeting shall prepare ballots, corresponding to the number of directors to be elected, with the number of votes indicated therefor, and then the ballots shall be marked down among the attending shareholders at the shareholders' meeting. may be replaced by the attendance card number printed on the ballot. When the Company elects its directors, it shall adopt a system of nomination from among the candidates who are nominated for directors by the shareholders in accordance with Article 192-1 of the Company Act. In the election of the Company's directors, independent directors and non-independent directors shall be elected at the same time but counted separately.
- Article 3 The election of the Company's directors shall adopt the cumulative voting method, in which each share shall have voting rights in numbers equal to the directors to be elected, and may be cast for a single candidate or split among multiple candidates.
- Article 4 The number of directors of the Company shall be determined in accordance with the Company's Articles of Incorporation, and the voting rights of independent directors and non-independent directors shall be calculated separately, and the candidates receiving the ballots representing the greater numbers of votes shall be elected in sequential order. The winners of the same number of seats shall draw lots to determine the winner, and the chair shall draw lots on behalf of the absentees.
- Article 5 At the commencement of the election, the chair shall appoint the number of vote monitoring personnel and counting personnel with shareholder status to perform the respective duties.
- Article 6 The ballot boxes for election shall be prepared by the person convening the shareholders' meeting and shall be inspected in public by the vote monitoring personnel before voting commences.
- Article 7 A ballot shall be invalid under any of the following circumstances.
 (I) Ballots that have not been put into the ballot boxes.
 (II) A ballot that does not require the person with the right to convene.
 (III) A blank ballot is placed in the ballot box.
 (IV) The candidate entered on the ballot does not conform to the director candidate list.
 (V) Ballots that have other writings embedded in addition to the number of voting rights allocated.
- Article 8 The voting rights shall be calculated on site immediately after the end of the poll, and the results of the list of persons elected as Directors shall be announced by the chair on-site.
- Article 9 Matters not specified in these Procedures shall be handled in accordance with the Company Act and relevant laws and regulations.
- Article 10 These Procedures shall take effect after having been approved by the Shareholders' Meeting. Subsequent amendments thereto shall be effected in the same manner.

FEEI CHERNG DEVELOP TECHNOLOGY CO., LTD.
Shareholdings of Directors

- I. The Company's paid-in capital is NT\$1,687,707,760, and the number of issued shares is 168,770,776.
- II. In accordance with Article 26 of the Securities and Exchange Act and Article 2 of the Rules Governing the Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies, all directors shall hold a minimum of 12,657,808 shares.
- III. The shareholdings of individual shareholders and all directors (including independent directors) as recorded in the shareholders' register as of the date of closure of the shareholders' meeting are as follows:

September 22, 2024

Job title	Name	Date elected	Quantity of shares	Shareholding
Director	Meisen Holdings Co., Ltd. Representative: Yu-Ming Chang	May 24, 2024	100,000	0.06%
Director	Meisen Holdings Co., Ltd. Representative: Peng-Kuang Tseng	May 24, 2024	100,000	0.06%
Director	U-BEST INNOVATIVE TECHNOLOGY CO., LTD. Representative: Huang Nan-Hao	May 24, 2024	28,652,121	16.97%
Director	Chi Fu Investment Co., Ltd. Representative: Chien-Hsien Tsai	May 24, 2024	10,000,000	5.92%
Independent Director	Yu-Wen Chen	May 24, 2024	-	-
Number of shares held by all directors			38,752,121	22.96%