

Ventec International Group Co., Ltd.

Year 2022 Annual Meeting Minutes of Shareholders

Time: 9:00 a.m. on Friday, June 17, 2022

Place: 8F, General Meeting Room, No. 350, Songjiang Rd., Zhongshan Dist.,
Taipei City 104, Taiwan (R.O.C.)

Total outstanding shares: 71,454,345 shares. Total shares represented by shareholders present in person or by proxy: 44,811,691 shares. The percentage of shares held by shareholders present in person or by proxy: 62.71%.

Directors present: Top Master Limited (Representative: LAO Kai-Lu)、Tang,Ching-Chou、HOU Yu-Tau、CHEN Tsung-His

Chairman: Top Master Limited (Representative: LAO Kai-Lu)

Recorder: TSEN Yu-Ting

Chairperson Remarks (omitted)

Reports on Company Affairs:

1. The Company's 2021 Business Report is hereby submitted. (Attachment 1)
2. The Audit Committee Review Report on the Company's 2021 Financial Statements is hereby submitted.(Attachment 2)
3. The Company's 2021 Distribution Proposal of Directors' Remuneration and Employee Bonus is hereby submitted.

Explanation:

The profits shall be distributed in accordance with the provisions in the Articles of Association of this Company and the Company Act, and 10%, that is, USD3,355,253, shall be set aside as employee remunerations; 2%, that is, USD667,563 shall be set aside as director remunerations; the profits shall be distributed in the form of cash.

4. The Company's earnings distribution for 2021.

Explanation:

- (1) Please refer to Attachment 4 the 2021 Earnings Distribution Table.
- (2) Cash dividend distribution would be distributed until and rounding to NT dollar, with fractions of the dollar of the cash dividend being eliminated; the odds in total should be calculated into equity of the Company.
- (3) After the proposal approved at the Board of Directors meeting, and will set the base date for cash allocation.

(4) If the Company's earnings distribution is changed before the basedate scheduled, resulting in a change in the number of shares outstanding as a result of repurchase of shares, transfer of treasury stock, registration, conversion of convertible corporate bonds or employee stock warrants, a proposal will be made to authorize the Chairman to adjust the dividend distribution ratio.

5. The status of Lending Funds to Others Parties.(Attachment 5)

6. The status of Endorsement and Guarantee Provided.(Attachment 6)

7.The amendments to the Corporate Social Responsibility Principles in accordance with the conduct by the Order No. 1100024173 from TWSE issued on December 7,2021.

Ratifications

Case No.1 (Proposed by the Board of Directors)

Proposal:

The Company's operational and business report and financial statements for 2021.

Explanation:

1. The business report, earnings distribution table and consolidated financial statements for the year 2021 were duly audited by the CPAs of Deloitte & Touche, LIU,YI-CHING and Chen,Chun-Hung, with an unqualified opinion report. The Business Report and Consolidated Financial Statements have also been audited by the Audit Committee and submitted along with the review report.
2. Please refer to Attachment 1 & Attachment 3 .
3. The case is hereby submitted for ratification.

Resolution:

**Approval votes 43,893,433, disapproval and abstention votes 918,258 of total votes 44,811,691
The proposal was approved.**

Case No.2(Proposed by the Board of Directors)**Proposal:**

The Company's earnings distribution for 2021.

Explanation:

- 1.The 2021 Earnings Distribution Table was approved by the Board of Directors by resolution and submitted to the Audit Committee for review completed.
2. Please refer to Earnings Distribution Table.
3. The case is hereby submitted for ratification.

Ventec International Group Co., Ltd.
Earnings Distribution Table
2021

Unit: NT\$

Item	Amount
Undistributed earnings at the beginning of the period	322,975,303
Plus: Net profit for the current year	827,812,455
Less: Remeasurement of defined benefit plans	(2,666,002)
Less: Appropriation of Legal Reserve	(82,514,645)
Plus: Appropriation of special reserves	(20,161,627)
Distributable earnings of the current year	1,045,445,484
Distribution Items	
Shareholders' bonus - cash (NT\$6.60 per share)	471,598,677
Undistributed earnings at the end of the period	573,846,807

Resolution:

Approval votes 43,893,783, disapproval and abstention votes 917,908 of total votes 44,811,691. The proposal was approved.

Discussions

Case No.1 (Proposed by the Board of Directors)

Proposal:

The amendments to the Articles of Association .(Special Resolution passed)

Explanation:

1. The Company has revised partial provisions in accordance with the newly amended Checklist for Protecting the Interests of Shareholders of Registered Countries for Listings Of Foreign Entities by the competent authority by the Order No. 1101701488 and No. 1111700674 from TWSE Issued on May 14,2021 and March 11,2022. Please refer to Attachment 8 for the comparison Table for amendments to the Articles of Association.
2. Please refer to Appendix 1 for before Amendment to the Articles of Association.
3. The case is hereby submitted for discussion.

Resolution:

Approval votes 43,892,433, disapproval and abstention votes 919,258 of total votes 44,811,691. The proposal was approved.

Case No.2 (Proposed by the Board of Directors)

Proposal:

The amendments to the Rules of Procedure for Shareholders Meetings of the Company.

Explanation:

1. The Company has revised partial provisions in accordance with the newly amended Sample Template for Co., Ltd. Rules of Procedure for Shareholders Meetings by the competent authority from TWSE, the company here by proposes to amend some articles of the Rules of Procedure for Shareholders, Please refer to Attachment 9 for the Comparison Table for the Rules of Procedure for Shareholders Meetings.
2. Please refer to Appendix 2 for before Amendment to the Rules of Procedure for Shareholders Meetings.
3. The case is hereby submitted for discussion.

Resolution:

Approval votes 43,892,433, disapproval and abstention votes 919,258 of total votes 44,811,691. The proposal was approved.

Case No.3 (Proposed by the Board of Directors)

Proposal:

The amendments to the Regulations Governing the Acquisition and Disposal of Assets.

Explanation:

1.The Company has revised partial provisions in accordance with the newly amended Regulations Governing Loaning of Funds and Making of the Procedures the Acquisition or Disposition of Assets by the Public Companies by the Order No. 1110380465 from FSC issued on January 28, 2022. Please refer to Attachment 10 for the Comparison Table for Amendments to the Regulations Governing the Acquisition and Disposal of Assets.

2.The case is hereby submitted for discussion.

Resolution:

Approval votes 43,892,433, disapproval and abstention votes 919,258 of total votes 44,811,691. The proposal was approved.

Extempore Motions

Meeting Adjournment