

Ventec International Group Co., Ltd.

Year 2023 Annual Meeting Minutes of Shareholders

Time: 9:00 a.m. on Friday, June 16, 2023

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

Total outstanding shares: 71,434,745 shares. Total shares represented by shareholders present in person or by proxy: 42,151,528 shares. The percentage of shares held by shareholders present in person or by proxy: 59.00%.

Directors present: Alpha Victor Limited (Representative: Wang, Yu-Tzu), Chung, Chien- Jen, Tang, Ching-Chou, HOU Yu-Tau, CHEN Tsung-His, Sheu, Yuan- Kuo

Chairman: Chung, Chien- Jen

Recorder: Susan Lee

Chairperson Remarks (omitted)

Reports on Company Affairs:

1. The Company's 2022 Business Report is hereby submitted. (Attachment 1)
2. The Audit Committee Review Report on the Company's 2022 Financial Statements is hereby submitted. (Attachment 2)
3. The Company's 2022 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 9%, that is, USD1,588,068, shall be set aside as employee remunerations; 2%, that is, USD 352,860 shall be set aside as director remunerations; the profits shall be distributed in the form of cash.

4. The Company's earnings distribution for 2022.

Explanation:

- (1) Please refer to Attachment 4 the 2022 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. Amendments to the Regulations Procedure for Board of Directors Meeting and the Principles of Sustainable Development.(Attachment 7&8)

Ratifications

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

Proposal:

The Company's operational and business report and financial statements for 2022.

Explanation:

1. The business report, earnings distribution table and consolidated financial statements for the year 2022 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 40,627,653 disapproval and abstention votes 1,523,875 of total votes 42,151,528
The proposal was approved.**

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

The Company's earnings distribution for 2022.

Explanation:

- 1.The 2022 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
2022

Unit: NT\$	
Item	Amount
Undistributed earnings at the beginning of the period	573,846,807
Plus: Net profit for the current year	466,427,457
Plus: Remeasurement of defined benefit plans	625,813
Less: Appropriation of Legal Reserve	(46,705,327)
Plus: Reversal of Special Reserves	29,272,620
Distributable earnings of the current year	1,023,467,370
Distribution Items	
Shareholders' bonus - cash (NT\$3.60 per share)	257,165,082
Undistributed earnings at the end of the period	766,302,288

Resolution:

Approval votes 40,638,652, disapproval and abstention votes 1,512,876 of total votes 42,151,528. 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. 11117043011 from TWSE Issued on January 9,2023. Please refer to Attachment 9 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 40,638,537, disapproval and abstention votes 1,512,991 of total votes 42,151,528. The proposal was approved.

Extempore Motions

Meeting Adjournment