

**ESON PRECISION INDUSTRY CO., LTD.**  
**2024 Annual General Shareholders' Meeting Minutes**

**Time:** 9:00 a.m., June 19 , 2024 (Wednesday)

**Venue:** 8F, No.2, Sec. 4, Zhongyang Rd., Tucheng Dist., New Taipei City 236, Taiwan

**Type of Meeting:** Visual Communication Assisted Shareholders Meeting

**On Line Meeting Platform:** Taiwan Depository & Clearing Corporation(website: <https://stockservices.tdcc.com.tw>)

**Present:** Total shares represented by shareholders presented in person or by proxy: 104,338,495 shares (including 74,512,752 shares from electronic voting), accounting for 61.91% of the Company's total outstanding shares.

**Directors present:** Chairman Tsai, Chia-Hsiang Director Lee, Wei-Kang Independent Director Kao, Chih-Chien Independent Director Lin, Chih-Chung

**Attendees:** CPA of Deloitte & Touche Wu, Ke-Chang ,President Lin, Yu-Chuan, CFO Lin, You-Ching

**Chairman:** Tsai, Chia-Hsiang the Chairman of the Board of Directors

**Recorder:** Liu, Li-Ling

**Meeting Commencement Announced:** The aggregate shareholding of the shareholders present in person or by proxy constituted a quorum. The Chairman called the meeting to order.

**Chairman's Address:**(Omitted)

**I. Report Items:**

1. 2023 Business Report.
2. 2023 Audit Committee's Agreement Report.
3. 2023 Employees' Compensation and Directors' Remuneration.

**II. Proposals Items:**

1. **Proposal 1:** Adoption of the 2023 Business Report and Financial Statements.

**Description:**

- A. Company's 2023 Financial Statements were audited by independent auditors, Wu, Ke-Chang CPA and Chiu, Ming-Yu CPA of Deloitte & Touche.
- B. 2023 Business Report, CPA Audit Report and the aforementioned Financial Statements that have been reviewed and audited by the audit committee are attached hereto as Attachment 1 and Attachment 3.
- C. Adoption requested.

**Resolution:**

**RESOLVED**, that the above proposal be and hereby was approved as proposed.

**Voting Results:** Shares present at the time of voting: 104,338,495(Including 74,512,752 shares from electronic voting).

Voting Results		% of the represented share present
Votes in favor (electronic votes)	94,018,510 votes (64,192,784)	90.10
Votes against (electronic votes)	61,314 votes (61,314)	0.05
Invalid Votes	-	-
Votes abstained (electronic votes)	10,258,671 votes (10,258,654)	9.83

**2. Proposal 2:** Adoption of the Proposal for Distribution of 2023 Profits.

**Description:**

- A. The Company’s net profit after taxes for 2023 was NT\$597,466,323 by deducting the set aside legal reserve of NT\$59,746,632, the available earnings at end of the period is equal to NT\$537,719,691, each common share holder will be entitled to receive a cash dividend of NT\$1.6 per share, the Company plans to distribute dividends of NT\$269,646,264 to shareholders.
- B. Please refer to Attachment 4 of this handbook for the 2023 Profit Distribution Table.
- C. The cash dividend distribution will be calculated to the nearest NT dollar, the remainder will be transferred into the “Other Revenue”.
- D. Subject to the approval of the regular shareholders’ meeting, the ex-dividend date for the cash would be decided by Chairman.
- E. If the number of total shares outstanding, prior to the ex-dividend date for the distribution, has changed due to the repurchasing of shares by the Company, etc., such that the ratios of the stock dividends and cash dividends are affected and must be adjusted, the Chairman is authorized to make such adjustments.
- F. Adoption requested.

**Resolution:**

**RESOLVED**, that the above proposal be and hereby was approved as proposed.

**Voting Results:** Shares present at the time of voting: 104,338,495(Including 74,512,752 shares from electronic voting).

<b>Voting Results</b>		<b>% of the represented share present</b>
Votes in favor (electronic votes)	94,090,510 votes (64,264,784)	90.17
Votes against (electronic votes)	286,314 votes (286,314)	0.27
Invalid Votes	-	-
Votes abstained (electronic votes)	9,961,671 votes (9,961,654)	9.54

**III. Discussion Items:**

**1. Proposal 1:** Discussion of amendment to the Company’s “Procedures for Lending Funds to Other Parties”.

**Explanation:**

- A. To meet the Company's operational needs, it is proposed to amend the Company’s “Procedures for Lending Funds to Other Parties”.
- B. The Comparison Chart for “Procedures for Lending Funds to Other Parties” is attached hereto as Attachment 5.

**Resolution:**

**RESOLVED**, that the above proposal be and hereby was approved as proposed.

**Voting Results:** Shares present at the time of voting: 104,338,495(Including 74,512,752 shares from electronic voting).

<b>Voting Results</b>		<b>% of the represented share present</b>
Votes in favor (electronic votes)	94,100,003 votes (64,274,277)	90.18
Votes against (electronic votes)	273,401 votes (273,401)	0.26
Invalid Votes	-	-
Votes abstained (electronic votes)	9,965,091 votes (9,965,074)	9.55

#### **IV. Election Items:**

##### **1. Proposal 1: Re-election of directors.**

###### **Explanation:**

- A. According to No. 33.1 of the Company's Articles of Incorporation, there shall be a Board consisting of no less than five (5) and no more than nine (9) persons. The term of office for each Director shall not exceed a period of three (3) years provided that in the event the expiration of the term of office of such Directors would otherwise leave the Company with no Directors, the term of office of such Directors shall be extended automatically to the date of the general meeting next following the expiration of such term, at which new Directors will be elected to assume office. Directors may be eligible for re-election.
- B. Unless otherwise permitted under the Applicable Public Company Rules, there shall be at least three (3) Independent Directors and the number of Independent Directors shall not be less than one-fifth of the total number of Directors. To the extent required by the Applicable Public Company Rules, at least one of the Independent Directors shall have accounting or financial expertise.
- C. There are seven seats of directors (including three independent directors) for this year. The office term is three years, from June 19, 2024 to June 18, 2027.
- D. According to the Company's Articles of Incorporation, the Directors (including Independent Directors) shall be nominated by adopting the candidate nomination system specified in the Applicable Public Company Rules. Shareholders shall select and appoint directors from the candidate list. Their educations, experience, and other related information is attached hereto Attachment 6.
- E. The independent director candidates, Mr. Kao, Chih-Chien has served as an independent director of the company for three terms. Considering his professional expertise in financial and accounting professions, familiarity with relevant laws and regulations and corporate governance expertise, which significantly benefit our company. Mr. Kao, Chih-Chien is still listed as one of the candidates for independent director. This enables Mr. Kao, Chih-Chien to continue exercising his duties as an independent director, leveraging his expertise to provide professional advice for the oversight of the board.

F. The Rules for Director Election is attached hereto as Appendix 4.

**Resolution:**

**RESOLVED**, that the above proposal be and hereby was approved as proposed.

**Election result:**

List of elected directors and independent directors and the number of votes won

The list of elected directors for the 6th term.

Title	Account number or ID number	Account name/Name	Votes won
1	11	Ace Progress Holdings Limited Representative: Tsai, Chia-Hsiang	170,996,147
2	12	Golden Harvest Management Limited Representative: Lee, Kuang-Yao	112,783,422
3	12	Golden Harvest Management Limited Representative: Lee, Wei-Kang	106,893,877
4	11	Ace Progress Holdings Limited Representative: Huang, Hsin-Feng	95,262,036

The list of elected independent directors for the 6th term.

Title	Account number or ID number	Account name/Name	Votes won
1	A1231*****	Lee, Chien-Ming	66,450,176
2	F1204*****	Kao, Chih-Chien	53,062,767
3	A2220*****	Jang, Woan-Shiuan	51,578,563



**V. Other Items:**

- 1. Proposal 1:** Discussion to approve the lifting of non-competition restrictions for directors and representatives.

**Explanation:**

- A. According to No. 46.4 of the Company's Articles of Incorporation, a Director who is engaged in anything on his own account or on behalf of another person, which is within the scope of the Company's business, shall explain to the Members in a general meeting the essential contents of such conduct and seek their approval by Supermajority Resolution.

List of Competition Business on Directors Proposed to be Released		
Title	Director Name	Current Positions at Other Companies
Director	Golden Harvest Management Limited Representative: Lee, Kuang-Yao	Chairman of Pan-International Industrial Co., Ltd Assistant Vice President of Hon Hai Precision Ind. Co., Ltd. Chairman of Shandong Fujikang Intelligent Manufacturing Co., Ltd. Director of Nanjing Futeng New Energy Automobile Technology Co., Ltd. Director of Farobot Inc. Director of Dudoo Ltd. President of Foxconn New Business Development Co., Ltd.
Director	Golden Harvest Management Limited Representative: Lee, Wei-Kang	Chief of Hon Hai Precision Ind. Co., Ltd.
Director	Ace Progress Holdings Limited Representative: Huang, Hsin-Feng	Vice President of Dongguan Wisdom Machinery Co., Ltd.
Independent Director	Jang, Woan-Shiuan	Independent Director of Thermaltake Technology Co., Ltd.
Independent Director	Kao, Chih-Chien	Independent Director of Bright Sheland International Co., Ltd. Independent Director of Yankey Engineering Co., Ltd.

**Resolution:**

**RESOLVED**, that the above proposal be and hereby was approved as proposed.

Voting Results		% of the represented share present
Votes in favor (electronic votes)	93,971,853 votes (64,146,127)	90.06
Votes against (electronic votes)	305,661 votes (305,661)	0.29
Invalid Votes	-	-
Votes abstained (electronic votes)	10,060,981 votes (10,060,964)	9.64

**VI. Questions and Motions:** None.

**VII. Adjournment:** The meeting was adjourned at AM 09:21 on the same day.

No questions were raised by shareholders during the Shareholders' Meeting.