

# BenQ Materials Corporation

## Meeting Notice of 2023 General Shareholders' Meeting

- I. Information of the Meeting  
Method of Convening the Meeting: Hybrid Shareholders' Meeting  
Time: 09:00 a.m., May 31, 2023 (Friday)  
Place: Chuto Hotel  
(No. 398, Taoying Road Taoyuan Dist, Taoyuan City, Taiwan)  
e-Meeting Platform: "E-Voting platform" by Taiwan Depository & Clearing Corporation  
(<https://www.stockvote.com>)
- II. The agenda for the Meeting is as follows:
  1. Report Items :
    - (1) To report the business of 2023.
    - (2) Audit Committee's review report.
    - (3) To report 2023 employees' profit sharing bonus and directors' compensation.
    - (4) To report 2023 earnings distribution of cash dividends.
    - (5) To report handing of private placements of securities.
  2. Election Matters :

The election of the Company's independent director.
  3. Recognition and Discussion Items :
    - (1) To accept 2022 Business Report and Financial Statements.
    - (2) To accept the proposal for the distribution of 2022 profits.
    - (3) To approve issuance of new common shares for cash to sponsor issuance of the overseas depository shares and/or issuance of new common shares for cash in public offering and/or issuance of new common shares for cash in private placement and/or issuance of overseas or domestic convertible bonds in private placement.
    - (4) To approve the amendment to Rules of Procedure for Shareholders Meetings.
    - (5) Proposal of Release the Prohibition on Directors from Participation in Competitive Business.
  4. Extraordinary Motions.

- III. The 2022 earnings distribution proposal was approved by the Board of Directors with cash dividends per share of NT\$2.
- IV. For the main content of this shareholders' meeting, if there are matters stipulated in Article 172 of the Company Act, aside from being listed in the convening announcement, please find the main content on the Market Observation Post System (website: <https://mops.twse.com.tw>, select "Basic Information/Digital Documents/Annual Reports and Shareholders' Meeting Information (including depositary receipts information)", enter the company code and year then select the shareholders' meeting related information).
- V. According to Article 209 of the Company Act, it is proposed to release the Company's directors Qisda Corporation, Representative Chien-chih, Chen of Qisda Corporation, Independent Director Fu-hai, Yeh, , and the newly elected independent director candidate Chun-lin, Liu from the non-competition restrictions. Regarding information related to the concurrent service of directors, please visit the Market Observation Post System/Basic Information/Digital Documents/Annual Reports and Shareholders' Meeting Information (including depositary receipts information) (website: <https://mops.twse.com.tw>).
- VI. Please refer to "Announcement Query" on the Market Observation Post System for the description of the Company's private equity (website: <https://mops.twse.com.tw>).
- VII. According to Article 165 of the Company Act, changes to the shareholders register will be suspended between April 2, 2023, to May 31, 2023. If account opening is required (submit the seal card), please visit the Stock Affairs Department of Taishin Securities Co., Ltd.
- VIII. If there is a request for a power of attorney from shareholders, the Company will prepare the summary list for the solicitation of information and disclose it on the Securities & Futures Institute website before April 28, 2023. If the investor wishes to find the information, they may directly type in (website: <https://free.sfi.org.tw>) the query conditions. The statistical verification agency for the power of attorney of the company is the Stock Affairs Department of Taishin Securities Co., Ltd.
- IX. The shareholders' meeting shall re-elect 1 independent director. Candidate list for the nomination system: Independent Director Jun-Lin Liu. If the shareholders would like to inquire about the candidate's academic and work experience, please visit "Announcement Query" on the Market Observation Post System (website: <https://mops.twse.com.tw>).
- X. Aside from the announcement on the Market Observation Post System, a special letter will be delivered with the attendance card and power of attorney letter. If you

decide to attend in person, please sign and affix your seal to the third slip of the "attendance card" and bring it on the day of the meeting (do not return by mail). If you entrust an agent to attend, please sign or affix your seal to the power of attorney letter. After filling out the agent's information and signing or affixing the seal to the letter, please send the letter to the Stock Affairs Department of Taishin Securities Co., Ltd. no later than 5 days before the meeting.

- XI. The shareholders of this shareholders' meeting shall exercise their voting rights digitally. The voting period is from April 29, 2023, to May 28, 2023. Please log into the "Stock Vote" system of the Taiwan Depository & Clearing Corporation and vote according to the instructions. (Website: <https://www.stockvote.com.tw>)
- XII. During the shareholders meeting, you can search for "112 BenQ Materials Shareholders Meeting" on Youtube to watch the live broadcast of the company's 112 Annual Shareholders Meeting.
- XIII. Participants of the shareholders' meeting are requested to bring identification for verification.
- XIV. Please proceed accordingly.

Sincerely,

Board of Directors

BENQ MATERIALS CORP.

Information related to the convening of video-assisted shareholders' meetings:

- I. The shareholders' meeting will be convened as a video-assisted shareholders' meeting. For shareholders who wish to attend through video, please go to the TDCC video conference platform (website: <https://www.stockvote.com.tw>) to register (scan the QR code on the first slip with a mobile device) between April 29, 2023, and May 28, 2023. Proxies or authorized agents who wish to attend through video conferencing should fill out the "video attendance letter" and deliver the letter to the Stock Affairs Department of Taishin Securities (address: B1, No. 96, Section 1, Jianguo North Road, Zhongshan District, Taipei City) from May 2, 2023, to before 4PM on May 26, 2023 (three days before the shareholders meeting). Shareholders, proxies, or agents attending through video conferencing shall check in 30 minutes before the start of the shareholders' meeting. Those who check in will be deemed as attending in person.
- II. Shareholders who attend the shareholders' meeting through video shall exercise their voting rights from the time when the chairman announces the start of the meeting to the time the chairman announces the end of voting. Those who do not vote in time will be deemed as abstained. Questions related to each proposal shall be proposed in written form. Questions are limited to two per proposal and each question shall not exceed 200 words. Please refer to the TDCC website for the platform related instructions.
- III. If the shareholders have any questions about the registration, check in, connection method, or platform operations for participating through video, please contact the company or the stock affairs agency (02-2504-8125). If, on the day of the shareholders' meeting, the company will not be responsible for poor communication, delay, inability to watch the live broadcast, inability to ask questions or exercise voting rights due to problems with the Internet or related equipment where the shareholder is located. Shareholders who have questions about this are advised to exercise voting rights electronically in advance or attend the physical shareholders' meetings instead.
- IV. If there are problems with the video conference platform or participation through video due to natural disasters, accidents, or force majeure on the day of the shareholders' meeting, 30 minutes will be allotted for troubleshooting. If the problem cannot be rectified, the company has scheduled a delayed or continued meeting at BenQ Materials Headquarters Meeting Room (No. 29, Jianguo East Road, Guishan District, Taoyuan City) at 09:00 AM on June 5, 2023. A meeting notice will not be sent again. The company will publish important information on the Market Observation Post System.

V. Handling methods for delays or continued meetings:

1. Shareholders who have not registered to participate in the original shareholders' meeting by video may not participate in the postponed or reconvened meeting.
2. If there are problems with the video conference platform or participation through video due to natural disasters, accidents, or force majeure on the day of the shareholders' meeting, 30 minutes will be allotted for troubleshooting. If the problem cannot be rectified and the total number of shares present reaches the statutory quota for the shareholders' meeting after the number of shares present at the shareholders' meeting by video is deducted, the shareholders' meeting shall be continued. The shares of shareholders in attendance through video shall be included in the total number of shares in attendance. The shareholders shall be deemed to have abstained from voting in all motions of the shareholders' meeting. If the aforementioned situations occur, please contact the company (03-374-8800).
3. When the company encounters the above obstacles, if all the results for all proposals have been announced and there are no extraordinary motions, the shareholders' meeting will be deemed to have completed all motions. The chairman may adjourn the meeting and the meeting will not be continued.

VI. For other unfinished matters, please refer to the Regulations Governing the Administration of Shareholder Services of Public Companies and relevant regulations.

※This shareholders' meeting is not open to participation or observation by those who are not shareholders. Shareholders in attendance through video shall not distribute or forward the live stream link, or record the video and audio of the shareholders' meeting through machine or screen recording software to protect the rights and interests of participants.