



## **YFC-BONEAGLE ELECTRIC CO., LTD.**

### **Notice of 2023 Annual General Shareholders' Meeting**

Dear Shareholders,

Notice is given that the 2023 Annual General Shareholders' Meeting (the "Meeting") of the Company will be convened at 9:00 AM, Tuesday, June 20, 2023, at Xinwu Dist. Women & Children Affairs Building (4F., No. 370, Zhongshan Rd., Xinwu Dist., Taoyuan City, Taiwan). Shareholder attendance registration begins at 8:30 AM at the same venue.

I. The agenda for the Meeting is as follows:

1. Report Items:

- (1) Overview of operation status and 2022 Business Report
- (2) Audit Committee's Review Report of 2022 Financial Statements
- (3) The status of Remuneration Distribution of Employees and Directors in 2022
- (4) The status of Distribution of Profits in Cash Dividends in 2022
- (5) Report on the status of Guarantees and Endorsements Made in 2022
- (6) Report on the Cost-Benefit Analysis of acquisition of Monoprice Holdings
- (7) Amendments to the "Rules of Procedure for Board of Directors Meetings"

2. Ratification Items:

- (1) Approval of the 2022 Business Report and Financial Statements
- (2) Adoption of the proposal for 2022 Earnings Distribution

3. Discussion Items:

- (1) Release the Prohibition on New Directors and Representatives of Corporate Directors from Participation in Competitive Business

4. Extemporaneous Motions

II. Summary of the Company's 2022 Earnings Distribution:

1. Cash dividends:

It is proposed to distribute shareholder cash dividends of NT\$434,604,558, i.e., a distribution of \$3 per share. And the Board is authorized to set the ex-dividend date of earnings allocation.

2. Later if the outstanding shares number changes due to requirements of the competent authority, changes in laws, re-purchase of Company shares, or conversions of issued convertible bonds, arousing change of the dividend payout ratio. It is proposed that the Meeting authorize the Chairman with sole discretion

III. Any other matters that need to be specified:

1. If any matters of essential content of the Meeting are stipulated in Article 172 of the Company Act, except itemized in the Meeting notice, shareholders can obtain essential contents via visiting the website of [MOPS/Basic Information/Electronic Books/Annual Report and Related Information of Annual General Shareholders' Meeting](#).
2. In accordance with Article 165 of the Company Act, the book closure period is from April 22, 2023 to June 20, 2023.
3. Enclosed please find a copy of the Shareholder Attendance Notice and Proxy Form for the Meeting. **To attend the Meeting in person, please affix your signature or seal on the Attendance Notice (do not mail back) and register with the Notice on the scheduled Meeting date.** If you wish to delegate a proxy to attend the Meeting, please affix your signature/seal on the Proxy Form and fill in the name and information of the proxy. After the appointee has affixed his/her signature/seal, please mail back the Proxy Form to the Company's shareholder service agency, SinoPac Securities, Register & Transfer Agency Department, five days prior to the Meeting to obtain sign-in cards for the proxy to attend the Meeting.
4. Shareholders, solicitors, and proxies shall bring their identity proofs for verification to attend the Meeting.
5. If shareholders solicit proxies, the Company will compile a roster of the solicitor solicitation information and announce it on the Securities & Futures Institute (SFI) website for disclosure before May 19, 2023. Shareholders can look up the [Free Proxy Disclosure & Related Information System](#) for further information.
6. Shareholders may exercise voting rights by electronic means during the period from May 20 to June 17, 2023. Please login to the [Taiwan Depository & Clearing Corporation \(TDCC\) e-voting platform](#) to vote in accordance with relevant instructions.
7. The Register & Transfer Agency Department of SinoPac Securities is the proxy statistics and verification institution for the Meeting.
8. Please kindly follow the related information and regulations above.

Board of Directors

YFC-BONEAGLE ELECTRIC CO., LTD.