

**Allied Supreme Corporation**  
**2023 Annual Shareholders' Meeting Minutes**

**Method:** Physical meeting

**Time:** 10:00 a.m. on Friday, May 26, 2023

**Place:** No. 300, Qingfu Road, Xianxi Township, Changhua County [Xianxi District, Zhangbin Industrial Park Service Center], Taiwan (R.O.C.).

**Quorum:** 62,290,551 shares were represented by the shareholders and proxies present, (9,170,240 votes casted electronically), which amounted to 78.81% of the Company's 79,037,000 issued and outstanding shares.

**Chairman:** HO, CHIAO-SHENG, Chairman of the Board of Directors

**Recorder:** YIN, YA-FANG

**Attendee of the Directors:**

HO, CHIAO-SHENG, Chairman of the Board of Directors 、

LI, YUAN-CHUNG Directors (CEO) 、

SU, MING-SHENG Directors 、

WANG, KUI-CHING, Independent Director (Convener of Audit Committee and member of Remuneration Committee) 、

LU, CHINE-JUNG, Independent Director (Member of Audit Committee and Remuneration Committee)

**Attendee as a delegate:**

LIU, YEN-CHIH, Chief Finance Officer and Corporate Governance Officer

CHEN, WEN-HSIANG, CPA

I. **Commencement:** (The aggregate shareholding of the shareholders and proxies present constituted a quorum. The Chairman called the meeting to order.)

**II. Chairman's speech: (omitted)**

**III. Report Items**

**Report 1:** 2022 Business Report.

Description: Please refer to Appendix 1 for the Company's business report.

Process: There are no shareholder ask the questions.

**Report 2:** Report on the Audit Committee's review report on the 2022 business report, financial statements and earnings distribution proposal.

Description: Please refer to Attachment 2 for the Company's 2022 Audit Committee's review report.

Process: There are no shareholder ask the questions.

**Report 3:** Report on the distribution of remuneration to employees and directors for 2022.

Description:

- (1) According to the Company's Articles of Incorporation, if the Company makes any profit in the year, 5% to 10% shall be appropriated as remuneration to employees and not more than 3% as remuneration to directors.
- (2) The proposed amount of remuneration to employees is 7.05%, in the amount of NT\$160,914,009. The proposed amount of remuneration to directors is 1.56%, in the amount of NT\$35,630,959.
- (3) Both of the above remunerations to employees and directors are paid in cash.

Process: There are no shareholder ask the questions.

**Report 4:** Report on the distribution of cash dividends for 2022.

Description:

- (1) In accordance with Article 23 of the Company's Articles of Incorporation, the Board of Directors is authorized to resolve the distribution of cash dividends and report to the shareholders' meeting.
- (2) On March 8, 2023, the Board of Directors resolved to distribute cash dividends for 2022 of NT\$12 per share, amounting to NT\$948,444,000.
- (3) Cash dividends are calculated on the basis of "rounding down to the nearest NTD" and the sum of fractional shares of less than NT\$1 is posted to the Company's other income.

Process: There are no shareholder ask the questions.

**Report 5:** Amendments to the "Corporate operates with integrity Practice Principles," "Corporate Governance Practice Principles," "Procedures of the Board of Directors" of the Company.

Description:

- (1) In order to meet the requirements of the relevant laws and regulations and the Company's operational needs, it is proposed to amend the Company's "Corporate operates with integrity Practice Principles." Please refer to Attachment 3.
- (2) In order to meet the requirements of the relevant laws and regulations and the Company's operational needs, in accordance with the "TWSE/TPEX Listed Companies According to the letter No. 11100232451" require, it is proposed to amend the Company's "Corporate Governance Practice Principles." Please refer to Attachment 4.
- (3) In order to meet the requirements of the relevant laws and regulations and the Company's operational needs, in accordance with the "TWSE/TPEX Listed Companies According to the letter No. 1110015595" require, the proposed to amend the Company's "Procedures of the Board of Directors." Please refer to Attachment 5.

Process: There are no shareholder ask the questions.

#### IV. Proposal Items

##### **Proposal 1: 2022 Business Report and Financial Statements (Proposed by the Board of Directors)**

Description:

- (1) The Company's 2022 business report and financial statements (including consolidated financial statements and standalone financial statements) were approved by the Board of Directors on March 8, 2023, and have been signed off by the Chairperson, the Managerial Officer and the Chief Accounting Officer. The above financial statements have been audited by CPAs. Chen, Wen-Hsiang and Liu, Shu-Lin from Deloitte Taiwan, who issued Certified Public Accountants and an independent auditors' report with an unqualified opinion.
- (2) Please refer to Attachment 1 and Attachment 6 for the business report, the independent auditors' report and the financial statements mentioned above.
- (3) We call for your adoption.

Voting Results: Sharers represented at the time of voting : 62,290,551 votes

Voting Results (including Voting electronically platform)	% of the total represented shares present
59,815,692 votes in favor	96.02%
12,164 votes against	0.01%
0 votes invalid	0.00%
2,462,695 votes abstained	3.95%

Process: There are no shareholder ask the questions.

Resolved: The above proposal be and hereby was approved as proposed.

##### **Proposal 2: 2022 Earnings Distribution Proposal. (Proposed by the Board of Directors)**

Description:

- (1) The Company proposes to distribute cash dividends of NT\$12 per share for 2022. Please refer to Attachment 7 for the earnings distribution table.
- (2) Cash dividends are calculated on the basis of "rounding down to the nearest NTD" and the sum of fractional shares of less than NT\$1 is posted to the Company's other income. The Board of Directors is requested to authorize the Chairperson to determine the ex-dividend base date and payment date. If there is a subsequent change in the Company's stock capital that affects the number of outstanding shares as well as the dividend distribution rate, the Chairperson is also authorized to handle the matter.
- (3) The distribution of earnings shall be determined on a case-by-case basis. The Company shall give priority to distribute the earnings for 2022, and if there is a shortfall, the Company shall then distribute the earnings for 1998 and subsequent years.
- (4) For your adoption.

Voting Results : Sharers represented at the time of voting : 62,290,551 votes

Voting Results (including Voting electronically platform)	% of the total represented shares present
59,815,775 votes in favor	96.02%
12,181 votes against	0.01%
0 votes invalid	0.00%
2,462,595 votes abstained	3.95%

Process: There are no shareholder ask the questions.

Resolved : The above proposal be and hereby was approved as proposed.

## **V.Election Items**

**Election:** Co-opt of Independent Directors of the Company. (Proposed by the Board of Directors)

Description:

- (1) In order to establish a good corporate governance system, An additional independent director will be elected at the 2023 general meeting of shareholders according to law. The election of directors of the Company shall be conducted in accordance with the procedures of the candidate nomination system as set forth in Article 192-1 of the Company Act.
- (2) The new independent directors will take office immediately after the annual shareholders' meeting, and for a term of from Same this to May 30, 2025.
- (3) The list of candidates for independent directors was reviewed and approved by the Board of Directors on March 8, 2023. Please refer to Attachment 8.
- (4) Please proceed to elect.

Process: There are no shareholder ask the questions.

Election results: List of Independent Directors as below.

Independent Director	CHEN, YUN-CHANG	Elected 57,631,089 votes.
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**VI. Extraordinary Motions: None. There are no shareholder ask the questions.**

**VII. Adjournment: The meeting adjourned at 10:24 a.m.**

(This meeting minutes records only the essential points of the proceedings and the results of the meeting in accordance with paragraph 4, Article 183 of the Company Act. The meeting audio recording shall prevail regarding the meeting content, proceedings, and shareholders' statements.)

**Chairman:** HO, CHIAO-SHENG

**Recorder:** YIN, YA-FANG