

# Chieftek Precision Co., Ltd

## 2022 Annual Shareholders' Meeting Agenda References

### Report Items

#### 1. To Report the business of 2021.

**Explanatory Notes:** The 2021 Business Report, please refer to the Handbook of the 2021 Annual Shareholders' Meeting.

#### 2. Audit Committee's Audit Report on 2021 Financial Statements.

**Explanatory Notes:** The 2021 Audit Committee's Audit Report, please refer to the Handbook of the 2021 Annual Shareholders' Meeting.

#### 3. To Report 2021 Employees' Profit Sharing Bonus and Directors' Compensation.

**Explanatory Notes:** The 2021 Employees' Profit Sharing Bonus and Directors' Compensation Report, please refer to the Handbook of the 2021 Shareholders' Meeting.

#### 4. To Report on the Resolution and Implementation on Company's Shares Buyback.

**Explanatory Notes:** The resolution and implementation of Company's shares buyback, please refer to the Handbook of the 2021 Annual Shareholders' Meeting.

#### 5. To Report the 2021 Endorsement and Guarantee.

##### **Explanatory Notes:**

- (1) As of December 31, 2021, The Company provision of endorsement and guarantee to others as following:

Company Name	The Highest Balance Amount of Endorsements /Guarantees (in NT\$ thousands)	Endorsement Ending Balance (in NT\$ thousands)	Amount Actually Drawn (in NT\$ thousands)	The relationship with headquarters
cpc Europa GmbH	157,590	0	0	The Subsidiary that shareholding 100% shares

- (2) The above-mentioned amount is not exceed the limit of rules.

#### 6. To Report on 2021 Cash Distribution of Profit.

##### **Explanatory Notes:**

- (1) According to Article 240 of Company Act and Article 21 of the Company's Articles of Incorporation, the board of directors authorized by a special resolution shall distribute all or partial dividends and bonus by cash, and report to shareholders' meeting. 2021 earnings distribution statement was made (please refer to the Handbook of the 2021 Shareholders' Meeting), distributed shareholder's cash dividend was NT\$121,113,824 (NT\$1.5 per share), and stock dividend was NT\$80,742,550 (100 shares per thousand stocks), total amount was NT\$ 201,856,374. After approved by a resolution of meeting of the board of directors on March 2, 2022, and reported to audit committee for approval, it shall be required report and acknowledgement of 2022 annual shareholders' meeting of the Company in accordance with laws.

- (2) For distribution of cash dividends, the ratio of shareholdings specified in shareholders roster shall be calculated in accordance with dividend record date, and allotted to dollar (with amounts of less than NT\$1.00 unconditionally rounded down). The preceding dividend distribution was made after approved by annual shareholders' meeting, the board of directors shall set a dividend record date and all cash dividends with amounts of less than NT\$1 shall be conducted by a specific person, and reported to 2022 annual shareholders' meeting. In addition, as repurchasing the Company's shares, treasury stock transfer, write-off or other reasons afterward, the number of outstanding stocks was influenced, and shareholder payout ratio changed for this reason, the board of directors shall conduct relevant matters with full authority, and authorize chairman to conduct all in accordance with Company Act or relevant regulations, including but not limited to distribution date of cash dividends and ex-dividend date.

### **Proposed Items**

#### **1. To accept 2021 Business Report and Financial Statements.**

*Proposed by the Board of Directors*

##### **Explanatory Notes:**

- (1) The Company's 2021 financial statements were made, including the business report and financial statements, and they were audited by accountants Lin, Yung-Chih and Tien, Chung-Yu of PwC Taiwan, and the audit report has been offered, after reported to the board of directors for approval and submitted to the audit committee for audit, and submitted to the annual shareholders' meeting for Proposed.
- (2) 2021 business report, audit report and financial statements made by PwC Taiwan, please refer to the Handbook of the 2021 Shareholders' Meeting.

#### **2. To Approve the Proposal for Distribution of 2021 Profit.**

*Proposed by the Board of Directors*

##### **Explanatory Notes:**

- (1) The Company's 2021 earnings distribution proposal was drawn up in accordance with Company Act and the Company's Articles of Incorporation, and it was approved by a resolution of the Company's board of directors on March 2, 2022 and submitted to the audit committee for audit.
- (2) Earnings distribution statement, please refer to the Handbook of the 2021 Shareholders' Meeting.
- (3) After approved by annual shareholders' meeting, authorized board of directors additionally set issuing new shares record date and ex-dividend date.

## **Discussion Items**

### **1. 2021 Surplus Transferring Capital and Issuing new Shares.**

*Proposed by the Board of Directors*

#### **Explanatory Notes:**

- (1) In response to the needs of business development, the Company appropriated NT\$ 80,742,550 in distributable earnings of year 2021, the number issuing new shares for capital increase was 8,074,255, and NT\$ 10 per share.
- (2) According to the ratio of shareholdings specified in shareholders roster and allotment record date, allotting 100 bonus shares per thousand shares, and the fractional share of less than one share was allotted, and shareholders shall conduct registration of rounding one share themselves to the Company's stock agency within five days from suspension date, if the fractional share is still not enough or can't be rounded as of expiry after rounding up, the denomination shall be commuted to pay in cash, and the amount shall be calculated to dollar (with amounts of less than NT\$ 1.00 unconditionally rounded down), and the shares shall be subscribed with the denomination by a specific person designated by authorized chairman.
- (3) The rights and obligations of the capital increase to issue new shares are the same as the existing issuance shares.
- (4) Relevant matters of record date of issuing new shares and capital increase, after they were reported to approved by competent authority, shall be drawn up by the board of directors.
- (5) Before record date of issuing new shares, as repurchasing the Company's shares, treasury stock transfer, write-off or other reasons, the number of outstanding stocks was influenced, and shareholder payout ratio changed for this reason, shall be reported to annual shareholders' meeting for authorizing the board of directors to conduct with full authority.
- (6) Relevant matters of capital increase above, after approved to amend by the competent authority, and in response to operating needs of object environment, when they are needed to altered, annual shareholders' meeting shall authorize the board of directors to conduct with full authority.

### **2. Amendment of part of regulations of "Regulations Governing the Acquisition and Disposal of Assets".**

*Proposed by the Board of Directors*

#### **Explanatory Notes :**

- (1) According to Ching Kuan Cheng Fa Tzu no. 1110380465 issued by Financial Supervisory Commission on January 28, 2022 and Tai Cheng Shang Yi Tazu no. 1110002112 issued by, it shall be conducted.
- (2) To conform to the preceding regulations of letters and establishment of audit committee, correspondingly amended the Company's partial articles of "Regulations Governing the Acquisition and Disposal of Assets".
- (3) Comparison of amendment of "Regulations Governing the Acquisition and Disposal of Assets", please refer to the Handbook of the 2021 Shareholders' Meeting.