

LCY Technology Corp.

Rules of Procedure for Shareholders' Meetings

- Article 1 In order to establish a sound shareholders' meeting governance system, enhance the supervisory functions and the management function, the Company has established the Rules of Procedure for Shareholders' Meetings (hereinafter referred to as "the Rules") for compliance pursuant to Article 5 of the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.
- Article 2 The Company's shareholders' meetings shall be governed by the Rules unless otherwise stipulated in laws or regulations.
"Shareholders" in the Rules refer to the shareholders themselves, their representatives, solicitors, or proxies.
- Article 3 Unless otherwise stipulated by law, the Company's shareholders' meeting shall be convened by the Board of Directors.
Changes to the method for convening the shareholders' meeting of the Company shall require a resolution of the Board of Directors, and the change must be implemented before the meeting notices are sent.
The Company shall prepare electronic files of the meeting notice, proxy, proposals and explanations of items for ratification, matters to discuss, election or discharge of directors and so on and transmit the files to the Market Observation Post System at least 30 days, in the case of ordinary meetings, and 15 days, in the case of special meetings, prior to the date set for such meeting. The Company shall also prepare electronic files of the shareholders' meeting agenda and supplementary information and transmit the files to the Market Observation Post System 21 days, in the case of ordinary meetings, and 15 days, in the case of special meetings, prior to the date set for such meeting. The Company shall have the Procedures Manual and supplementary information for the shareholders' meeting ready for access by shareholders 15 days prior to the shareholders' meeting. The documents shall also be displayed in the Company and in the Company's stock affairs agent and distributed at the shareholders' meeting.
The notice and announcement shall specify the reasons for convening the meeting; The notice may be transmitted electronically upon approval by the recipient.
Matters pertaining to election or discharge of directors, alteration of the Articles of Incorporation, reduction of capital, application for the approval of ceasing its status as a public company, approval for director competition, surplus profit distributed in the form of new shares, reserve distributed in the form of new shares, dissolution, merger, spin-off, any matters as set forth in Paragraph 1, Article 185 of the Company Act, matters as set forth in Article 26-2 of the Securities and Exchange Act (non-competition obligation, having dividends and bonuses distributed in the form of new shares, a company incurring no loss distributing its legal reserve by issuing new shares or by cash), matters as set forth in Article 43-6 of the Securities and Exchange Act (private placement), matters set forth in Article 56-1 (employee stock warrants) and Article 60-2 (new restricted employee shares) of the Regulations Governing the Offering and

Issuance of Securities by Securities Issuers shall be itemized in the causes or subjects to be described in the notice to convene a meeting of shareholders, and shall not be brought up as extemporary motions.

If a re-election of directors has been indicated in the reasons for convening the shareholders' meeting and the inauguration date is indicated, after the re-election, the inauguration date may not be changed in extemporary motions or via any other method in the same meeting.

A shareholder holding 1% or more of all issued and outstanding shares may bring forth a proposal for the shareholders' meeting in writing to the Company. Only one proposal is allowed. More proposals will not be listed in the agenda. However, a shareholder's suggestion to the Company on the enhancement of public interest or CSR may be incorporated into the shareholders' meeting agenda after thorough evaluation by the Board of Directors. If a shareholder's proposal involves any circumstance specified in Paragraph 4, Article 172-1 of the Company Act, the Board of Directors may decide not to include it in the meeting agenda.

The Company shall announce the acceptance of shareholders' proposals, and the method, place and period of acceptance prior to the ex-dividend date before the regular shareholders' meeting. The acceptance period may not be less than ten days.

A shareholder's proposal shall contain a maximum of 300 words. A proposal that exceeds the limit shall not be included in the agenda. The proposing shareholder shall attend or appoint an agent to attend the regular shareholders' meeting and participate in the discussion of the proposal.

The Company shall notify the handling results of the proposal to the proposing shareholder prior to the meeting notice date and list the proposals that meet the requirements in the article in the meeting notice. For shareholders' proposals not included in the agenda, the Board of Directors shall explain the reasons of exclusion in the shareholders' meeting.

Article 4

Shareholders may appoint agents to attend the meeting on their behalf, and a proxy issued by the Company along with the scope of authorization shall be presented.

A shareholder may only execute one proxy and appoint one agent only, which shall be delivered to the Company at least five days prior to the shareholders meeting. If multiple proxies are submitted, the first to be delivered shall prevail. However, exception shall be granted if the shareholder issues a statement to withdraw the previous proxy.

If a proxy has already been delivered to the Company and the shareholder wishes to personally attend the meeting or exercise his or her voting rights by electronic means, the concerned shareholder shall notify the Company in writing two days prior to the shareholders' meeting to rescind the notice for proxy. If the shareholder fails to do so by the deadline, the voting right cast by the trustee agent shall govern.

Once the proxy has been delivered to the Company and the shareholder wishes to attend the shareholders' meeting by means of visual communication network, the shareholder should notify the Company in writing at least two days prior to the shareholders' meeting to rescind the notice for proxy. If the shareholder fails to do so by the deadline, the voting right cast by the proxy shall govern.

Article 5

Shareholders' meetings shall be held at the place that the Company is headquartered or at any place that is convenient for shareholders to attend and appropriate for the meeting to be convened. The starting time of the meeting shall not be earlier than 9 a.m. or later than 3 p.m. Independent directors' opinions shall be fully considered for the place and time of the meeting.

When the Company convenes a shareholders' meeting by means of visual communication network, the place for convening the meeting in the preceding paragraph shall not apply.

When the Company convenes a shareholders' meeting by means of visual communication network, the chairperson and minute taker should be at the same location in Taiwan. The chairperson must also announce the address of the location at the start of the meeting.

Article 6

In the meeting notice, the Company shall indicate the sign-in time and place for shareholders and other matters of attention. Where the shareholders' meeting is convened by means of visual communication network, the Company must specify the methods for shareholders' attendance and exercise of their rights, the procedures for handling any obstacles to attendance on the visual communication network platform or by video communication due to force majeure, the date of any postponement or resumption of the meeting, and matters of note. Where the shareholders' meeting is convened by means of visual communication network, the Company shall specify suitable alternative measures provided for shareholders who experience difficulties in attendance via visual communication network.

The sign-in time for shareholders in the preceding paragraph shall be at least 30 minutes before the meeting starts. The sign-in place shall be clearly signaled and qualified personnel shall be appointed for the sign-in. The sign-in time for shareholders in a shareholders' meeting convened by means of visual communication network shall start 30 minutes before the meeting starts on the visual communication network for the shareholders' meeting. Shareholders that have completed the sign-in shall be regarded as having attended the shareholders' meeting in person.

A shareholder shall attend the shareholders' meeting by presenting the attendance card, sign-in card or other attendance identification. The Company may not demand documents of proof other than the attendance identification presented by the shareholder. Solicitors who solicit proxies shall also bring an identification document for verification.

The Company shall have an attendance book in place for the attending shareholders to sign in or have the attending shareholders submit sign-in cards in lieu of signing in.

The Company shall distribute the Procedures Manual, annual report, attendance card, speech note, voting ballot and other meeting materials to the shareholders attending the meeting. An election ballot shall also be distributed if directors are to be elected.

When a government or a juristic person is a shareholder, they may assign more than one representative to attend the meeting. A juristic person may assign only one proxy representative to attend the meeting on its behalf.

Where the shareholders' meeting is convened by means of visual communication network and a shareholder wishes to attend the shareholders' meeting by means of visual

communication network, the shareholder must register with the Company at least two days prior to the shareholders' meeting.

Where the shareholders' meeting is convened by means of visual communication network, the Company shall upload the Meeting Handbook, Annual Report, and other related information to the visual communication network platform for the shareholders' meeting at least 30 minutes before the meeting starts. The information shall be disclosed till the end of the meeting.

Article 7

For shareholders' meetings convened by the Board of Directors, the Chairman shall preside and chair the meeting. It is also recommended to have more than half of the directors, at least one independent director and at least one member of all Functional Committees to attend the meeting in person. The attendance shall be recorded in the shareholders' meeting minutes.

In cases where the Chairman is on leave or cannot fulfill his duty for certain reasons, the Chairman shall appoint a director to act on his behalf. In cases where the Chairman has not appointed an agent, directors shall elect one person among themselves to act as the chairperson. It is recommended that the acting chairperson be a director who has been serving for more than six months and understands the Company's financial and business statuses. The same applies to representatives of juristic person directors.

If the shareholders' meeting is called by a person entitled to do so other than the Board of Directors, that person shall act as the chairperson. If two or more persons are entitled to call the shareholders' meeting, those persons shall elect one person to act as the chairperson.

The Company may designate retained lawyers, certified public accountants or relevant personnel to attend the shareholders' meeting.

Article 8

The Company shall record the whole course of the shareholders' meeting on audio tape or video tape, starting from the shareholders' sign-in to the meeting proceeding and the voting and counting processes, and shall keep the tapes on file for at least one year. In cases where shareholders raise litigation pursuant to Article 189 of the Company Act, the relevant audio or video data shall continue to be stored until the end of the litigation.

Where the shareholders' meeting is convened by means of visual communication network, the Company shall retain all records of the registration, sign-up, sign-in, questions, and voting of the shareholders, and the results of votes compiled by the Company. It shall also, continuously and without interruption, record the whole course of the shareholders' meeting in audio and video.

The Company shall keep the information, audio, and video recordings in the preceding paragraph in secure storage in the duration of the Company's existence and provide the audio and video recordings to the entity entrusted to organize the shareholders' meeting by means of visual communication network.

Article 9

The attendance of shareholders' meetings shall be calculated by the holdings. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book or sign-in cards handed in, and the number of shares registered on the visual communication network platform plus the number of shares whose voting rights are exercised by correspondence or electronically.

The chairperson shall announce the commencement of the meeting when the scheduled time arrives and also announce the number of attendees without voting rights and the number of represented voting rights. If the number of shareholders present represent less than half of all voting rights, the chairperson may delay the meeting. A meeting may be delayed twice for a combined maximum of one hour. If after two postponements the number of shareholders present is still insufficient while representing at least one third of the total issued shares, the chairperson shall announce that the meeting fails to be convened for lack of a quorum. Where the shareholders' meeting is convened by means of visual communication network, the Company shall announce that the meeting fails to be convened for lack of a quorum on the visual communication network platform for the shareholders' meeting.

If after two postponements the number of shareholders present is still insufficient while representing at least one third of the total issued shares, provisional resolutions may be adopted in accordance with Paragraph 1, Article 175 of the Company Act. The provisional resolutions shall be notified to all shareholders and another shareholders' meeting shall be convened within a month. Where the shareholders' meeting is convened by means of visual communication network and a shareholder wishes to attend the shareholders' meeting by means of visual communication network, the shareholder must register with the Company again in accordance with Article 6.

If prior to the end of the meeting the shareholders present represent at least half of the total issued shares, the chairperson may resubmit the provisional resolutions adopted by the meeting for a vote in accordance with Article 174 of the Company Act.

Article 10

Agenda of a shareholders meeting called by the Board shall be decided by the Board. The meeting shall proceed according to the agenda unless changed by a shareholders meeting resolution.

The above provision applies mutatis mutandis to cases where the meeting is convened by any person, other than the Board of Directors, entitled to convene such meeting.

Unless by the resolution of the shareholders' meeting, the chairperson may not declare the meeting ended until all items on the agenda (including extemporary motions) arranged as per the preceding two paragraphs have been completed. After the meeting is declared ended, shareholders may not elect a chairperson to resume the meeting at the original location or at any other premises, unless such declaration by the chairperson has violated the rules of procedure, whereas one person may be elected the chairperson with the consent of one half of the votes represented by shareholders present to resume the meeting.

Article 11

The chairperson shall allow sufficient time for the explanation and discussion of the items to be discussed, amendments or extemporary motions suggested by shareholders, and when the chairperson feels that a consensus has been reached where a vote can be taken on the proposal, he/she may announce that the discussions shall cease and the proposal be submitted for a vote. Adequate voting time shall be arranged.

Article 12

Before a shareholder present at the meeting speaks, he/she shall first fill out a speech note stating therein the main points of the statement, the shareholder number (or the attendance serial number) and account name, so that the chairperson may determine the

order of speaking.

A shareholder present at the meeting that merely submits a speech note without speaking is considered not to have spoken. If the contents of the statement do not conform to the contents of the speech note, the contents of the statement shall prevail.

Unless given consent by the chairperson and the speaking shareholder, other shareholders may not speak to interrupt when a shareholder is speaking; otherwise the chairperson shall stop the interruption.

Article 13 Each shareholder may only speak once on the same proposal for no more than three minutes. With the chairperson's special permission, the speech may be extended for three more minutes.

In the event a juristic person assigns two or more representatives to attend the shareholders' meeting, only one of the representatives may speak on the same proposal.

If a shareholder does not state main points of the statement in the speech note, violates the rules outlined in the preceding paragraph or goes beyond the scope of proposals in speaking, the chairperson may stop him/her from speaking.

Article 14 After a shareholder present at the meeting speaks, the chairperson may reply in person or assign relevant personnel to reply.

Article 15 Where the shareholders' meeting is convened by means of visual communication network, a shareholder that attends the shareholders' meeting by means of visual communication network may pose questions in text format on the visual communication network platform for the shareholders' meeting in the period between the chairperson's announcement of the commencement and the adjournment of the meeting. A shareholder may not ask questions more than twice for each motion and each question shall be limited to 200 words. The provisions in Article 12 to Article 13 shall not apply.

If the question in the preceding paragraph does not violate the regulations or is within the scope of the motion, it is advisable to disclose the question on the visual communication network platform for the shareholders' meeting for public disclosure.

Article 16 For voting in a shareholders' meeting, the calculation shall be based on holdings.

For resolutions of shareholders' meetings, shares without voting rights shall not be counted towards the total issued shares.

Article 17 With respect to matters of which a shareholder is a stakeholder, which may be in conflict with the Company's interest, the shareholder may not join the voting process and may not exercise the voting right on behalf of another shareholder.

Article 18 Shares that are not entitled to vote in the preceding paragraph shall not be counted towards the total voting rights of shareholders present.

Article 19 With the exception of trust enterprises or stock affairs agencies approved by the competent securities authority, the votes that may be cast by one proxy representing two or more shareholders shall not exceed three percent of the votes of total shares issued; any votes in excess of that limit shall not be counted.

Article 20 A shareholder shall be entitled to one vote for each share held unless specified in Paragraph 2, Article 179 of the Company Act where there is no voting right entitled or such right is restricted by the applicable rules under the Company Act.

When the Company convenes a shareholders' meeting, voting rights may be exercised by electronic means or in writing; When voting rights are exercised by electronic means or in writing, the exercise method shall be indicated in the meeting notice. Shareholders who exercise their voting rights by electronic means or in writing shall be deemed as attending the shareholders' meeting in person. However, they will be deemed as having waived their voting rights with regard to the extemporary motions and the amendments to the original proposals in the shareholders' meeting. Therefore, the Company shall avoid bringing forth extemporary motions and the amendments to the original proposals. For voting rights exercised by electronic means or in writing in the preceding paragraph, the manifestation of intention shall be delivered to the Company two days prior to the shareholders' meeting. In case of overlapping manifestations, the first one to arrive at the Company shall apply. Exception applies if one of the manifestations is rescinded.

If a shareholder has exercised the voting right by electronic means or in writing and wishes to personally attend the meeting, the concerned shareholder shall notify the Company in the same way that the voting right is exercised two days prior to the shareholders' meeting to rescind the manifestation of intention. If the shareholder fails to do so by the deadline, the voting right exercised by electronic means or in writing shall govern. If a shareholder has exercised the voting right by electronic means or in writing and appoints an agent to attend the meeting with a proxy, the voting right cast by the trustee agent shall govern.

If a shareholder has exercised the voting right by electronic means or in writing and wishes to personally attend the meeting or attend by means of visual communication network, the concerned shareholder shall notify the Company in the same way that the voting right is exercised two days prior to the shareholders' meeting to rescind the manifestation of intention. If the shareholder fails to do so by the deadline, the voting right exercised by electronic means or in writing shall govern. If a shareholder has exercised the voting right by electronic means or in writing and appoints an agent to attend the meeting with a proxy, the voting right cast by the proxy shall govern.

Article 21

Unless otherwise regulated by the Company Act or the Company's Articles of Incorporation, a proposal shall be approved by the consent of more than half of the votes of shares represented by shareholders present. For the voting process of each proposal, the chairperson or the appointed personnel shall announce the total shares represented by shareholders present, and then shareholders shall cast their votes. The numbers of votes of approval, objection and votes waived shall be entered into the Market Observation Post System on the same day after the shareholders' meeting ends.

Where there is an amendment or an alternative for a proposal, the chairperson shall determine the order in which they are to be voted on with the original proposal. If any of these proposals is approved, alternative proposals shall be treated as rejected and not be voted on separately.

Where a shareholders' meeting is held by means of visual communication network, the Company shall disclose the results of votes of each motion and election results on the visual communication network platform for the shareholders' meeting immediately after the end of voting in accordance with the regulations. It shall also continue to disclose the

results for at least 15 minutes after the chairperson announces the adjournment of the meeting.

Article 22

The chairperson shall appoint monitors and ballot counters for voting on proposals. For qualifications, monitors must be shareholders.

The ballot counting process shall be conducted publicly in the shareholders' meeting venue. The voting or ballot results, including the number of voting rights shall be reported on the spot and recorded in the meeting minutes.

Where a shareholders' meeting is held by means of visual communication network, the Company shall immediately count all votes and disclose the results of votes of each motion and election results after the chairperson announces the end of the voting.

Where the Company uses a visual communication network to support the proceedings in the shareholders' meeting, if a shareholder who has registered to attend the shareholders' meeting in accordance with Article 6 wishes to personally attend the meeting, the shareholder shall notify the Company of the rescission in the same way that the registration is completed two days prior to the shareholders' meeting. Where the shareholder fails to do so by the deadline, the shareholder may only attend the shareholders' meeting by means of visual communication network.

If a shareholder has exercised the voting right by electronic means or in writing, does not rescind the manifestation of intention, and attends the shareholders' meeting by means of visual communication network, the shareholder may not vote again on original motions, propose an amendment to an original motion, or exercise his/her voting rights on an amendment to an original motion, except for extemporaneous motions.

Article 23

When directors are elected in shareholders' meetings, the election shall be conducted according to the Company's relevant election regulations, and the results shall be announced on the spot, including the list of elected directors and their number of votes as well as the directors or supervisors not elected along with their number of votes.

The election ballots of the election in the preceding paragraph shall be sealed and signed by the monitor and properly stored for at least one year. In cases where shareholders raise litigation pursuant to Article 189 of the Company Act, the ballots shall continue to be stored until the end of the litigation.

Article 24

All resolutions of shareholders' meetings shall be recorded in the meeting minutes. The meeting minutes shall be affixed with the signature or seal of the chairperson and distributed to all shareholders within twenty days after the close of the meeting. The production and distribution of the meeting minutes may be effected by means of electronic transmission.

The distribution of the meeting minutes in the preceding paragraph may be effected by announcement via the information entered into the Market Observation Post System.

Meeting minutes shall accurately record the year, month and day of the meeting, the meeting venue, the name of the chairperson, the resolution method and the summary and results of the meeting and shall be stored for the duration of the Company.

Where the shareholders' meeting is convened by means of visual communication network, the meeting minutes shall include the required information in the preceding paragraph as well as the starting and ending time of the shareholders' meeting, the

method the meeting is held, the names of the chairperson and the minute taker, and the procedures and actions taken for handling any issue for attendance on the visual communication network platform or by video communication due to force majeure.

Article 25

The Company shall prepare a statistics chart in the designated format indicating the shares solicited by solicitors, shares represented by proxies, and the number of shares whose voting rights are exercised by correspondence or electronically, and visibly disclose the chart in the meeting venue on the same day of the meeting. Where the shareholders' meeting is convened by means of visual communication network, the Company shall upload the aforementioned information to the visual communication network platform for the shareholders' meeting at least 30 minutes before the meeting starts. The information shall be disclosed till the end of the meeting.

Where the shareholders' meeting of the Company is convened by means of visual communication network, the Company shall disclose the number of shares in attendance on the visual communication network platform. The same shall apply if the number of shares in attendance is calculated during the meeting.

If the resolution of a shareholders' meeting involves the law and is categorized as material information as regulated by the TWSE, the Company shall transmit the content to the Market Observation Post System within the designated time frame.

Article 26

Where the shareholders' meeting is convened by means of visual communication network, the Company may provide shareholders with simple connection tests before the meeting and provide related services in real time before and during the meeting to help shareholders resolve technical issues in communication.

Where the shareholders' meeting is convened by means of visual communication network, the chairperson shall, when announcing the start of the meeting, announce date for the postponement or resumption of the shareholders' meeting if a force majeure event causes difficulties for attendance on the visual communication network platform or by video communication and such difficulties persist for more than 30 minutes, in which case the regulations in Article 182 of the Company Act shall not apply. However, if the total number of shares in attendance after the number of shares in attendance at the shareholders' meeting by means of visual communication network is deducted still meets the legal requirements for a resolution in the shareholders' meeting, the shareholders' meeting may proceed.

Where the shareholders' meeting is postponed or resumed in accordance with the preceding paragraph, discussions or resolutions regarding motions for which voting and counting have been completed and the voting results or the names of the Directors and Supervisors elected have been announced will not be required.

Where the Company postpones or resumes the meeting in accordance with regulations in Paragraph 2, the Company shall be required to complete related preliminary tasks based on the date of the original shareholders' meeting and the regulations in Paragraph 4, Article 44-20 of the Regulations Governing the Administration of Shareholder Services of Public Companies. In addition, the shareholders in the shareholders' roster as of the book closure date shall have the right to attend the shareholders' meeting.

Article 27

The Company's staff handling administrative affairs of the shareholders' meetings shall

wear identification badges or arm-bands.

Article 28 The chairperson may instruct the inspectors (or security personnel) to assist in maintaining order in the meeting venue.

While assisting in maintaining order at the venue, the inspectors (or security personnel) shall wear arm-bands reading "Inspector" or identification badges.

Article 29 If the venue has megaphones in place and a shareholder speaks with a device that is not issued by the Company, the chairperson may stop the shareholder from speaking.

Article 30 When a shareholder violates the rules of procedure and defies the chair's correction, obstructing the proceedings and refusing to heed calls to stop, the chair may direct the proctors or security personnel to escort the shareholder from the meeting.

Article 31 When a meeting is in progress, the chair may announce a break based on time considerations. If a force majeure event occurs, the chair may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.

Article 32 If the meeting venue is no longer available for continued use and not all of the items (including extraordinary motions) on the meeting agenda have been addressed, the shareholders meeting may adopt a resolution to resume the meeting at another venue. A resolution may be adopted at a shareholders meeting to defer or resume the meeting within five days in accordance with Article 182 of the Company Act.

Article 33 The Rules shall come into force on the approval of the Board of Directors and the shareholders' meeting, as shall any amendment.

Article 34 These Rules were established on June 14, 2002.
The first amendment was made on June 13, 2008.
The second amendment was made on June 24, 2011.
The third amendment was made on June 13, 2013.
The fourth amendment was made on June 22, 2016.
The fifth amendment was made on April 25, 2017.
The sixth amendment was made on August 21, 2017.
The seventh amendment was made on June 23, 2022.