

**InnoCare Optoelectronics Corporation**  
**Meeting Notice of 2023 Annual Shareholders' Meeting**  
**(Summary Translation)**

**I. Information of the Meeting:**

Method of Convening the Meeting: Hybrid Shareholders' Meeting

Time: 09:00 am, May 24, 2023

Place: 1F, The Performance Hall, Southern Taiwan Science Park Administration Building  
No. 22, Nanke 3rd Rd., Xinshi Dist., Tainan City, Taiwan

E-Meeting Platform: "E-Voting platform" by Taiwan Depository & Clearing Corporation  
(<https://www.stockvote.com.tw>)

**II. Meeting Agenda:**

**1. Reporting items:**

- (1) 2022 Business Report
- (2) Audit Committee Review Report
- (3) 2022 Report on Directors and Employees Remuneration Distribution

**2. Adopting items:**

- (1) Recognition of 2022 Business Report and Financial Statements
- (2) Recognition of 2022 Earnings Distribution Table

**3. Discussion items:**

- (1) Amendments to the Articles of Incorporation
- (2) Amendments to the Procedures for the Acquisition and Disposal of Assets
- (3) Amendments to the Rules of Shareholders' Meeting

**4. Extemporaneous Motions**

- III.** The main content of Dividend Distribution Proposal: the Board of the Company has resolved to issue to shareholders a cash dividend of NT\$1.30 per share, in the aggregate amount of NT\$51,203,620.
- IV.** Please find the enclosed "Sign-in Card" and "Proxy Form", please sign or seal in the "Sign-in Card" while you want to attend the meeting in person. Shareholder may sign or place their seal in the "Proxy Form" column to appoint a proxy to attend the meeting on his or her behalf and execute a power of attorney in writing. Please fill in the "Proxy Form" and deliver to the Company's stock agency, Registrar & Transfer Department of Yuanta Securities (B1, No. 210, Sec. 3, Chengde Rd., Datong Dist., Taipei City 103432, Taiwan) no later than fifth day prior to the meeting date for processing the "Sign-in Card" to the proxy. The proxy shall fill out "the declaration of intent to attend shareholders' meetings online" and send it to the Company's stock agency before 4:00 pm on May 19, 2023.

- V. The Registrar & Transfer Department of Yuanta Securities is the proxies tallying and verification institution for this ASM.
- VI. The Company will compile a summary statement of the relevant information provided by shareholders through solicitation of the proxy and disclose the content in the website of Securities & Futures Institute (SFI) by April 21, 2023. Investors can navigate to SFI's website (<https://free.sfi.org.tw>) to view relevant information. (TWSE code: 6861)
- VII. The main contents of this Annual Shareholders' Meeting listed in the meeting notice, pursuant to Article 172 of the Company Act; it also will be uploaded on the website, Market Observation Post System (TWSE MOPS) (<https://emops.twse.com.tw/>). Please access and select "Shareholders meetings" under the "Electronics Books" tab, enter the Stock Code "6861" and Year "2023," and click "GO" to query.
- VIII. This ASM will adopt electronic voting as one of the methods for shareholders to vote for resolutions. For voting online, the STOCKVOTE platform of Taiwan Depository and Clearing Corporation (TDCC) will be available at <https://www.stockvote.com.tw> from April 24, 2023 to May 21, 2023. Please log in and vote in accordance with the instructions.
- IX. If the Company needs to change the ASM venue due to pandemic, the Company will make the announcement on Market Observation Post System (TWSE MOPS).
- X. This (2023) Annual Shareholders' Meeting will adopt Hybrid Shareholders' Meeting and relevant matters are set out as follow:
1. Shareholders who intend to participate virtually should, starting from April 24, 2023, complete registrations and sign-ups on the TDCC's E-Voting platform (the "platform") before May 21, 2023. (Mobile devices can scan the QR-Code to access) Shareholders may begin to register on the platform 30 minutes before the meeting starts. Shareholders completing registration will be deemed as attend the shareholders meeting in person.
  2. After the chair calls the meeting to order, shareholders attending the meeting online shall cast votes on proposals on the platform before the chair announces the voting session ends or will be deemed abstained from voting. Shareholders may raise questions in text at the platform and no more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. Please visit the TDCC website for instructions of the platform. In case of communication technical issues, delay, inability to watch the live broadcast, ask questions or cast votes due to the Internet or related equipment factors where shareholders are located, the Company is difficult to be responsible for the obstruction. Shareholders who have doubts are advised to exercise voting rights electronically in advance or attend the physical shareholders' meeting.





3. Actions to be taken if the platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events:
- (1) If the above obstruction continues for more than 30 minutes and cannot be removed, the meeting will be postponed to or resumed from 09:00 am, May 29, 2023 at 1F, The Performance Hall, Southern Taiwan Science Park Administration Building (No. 22, Nanke 3rd Rd., Xinshi Dist., Tainan City, Taiwan).
  - (2) Shareholders not having registered to attend the affected virtual shareholders meeting shall not attend the postponed or resumed session.
  - (3) In case of the platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events continues for more than 30 minutes and cannot be removed, caused the virtual meeting cannot be continued, if the total number of shares represented at the meeting, after deducting those represented by shareholders attending the virtual shareholders meeting online, meets the minimum legal requirement for a shareholder meeting, then the shareholders meeting shall continue. The shares represented by shareholders attending the virtual meeting online shall be counted towards the total number of shares represented by shareholders present at the meeting, and the shareholders, solicitors and proxies attending the virtual meeting online shall be deemed abstaining from voting on all proposals on meeting agenda of that shareholders meeting.
  - (4) If the above obstruction occurs and the outcome of all proposals have been announced and extraordinary motion has not been carried out. It is deemed that all the proposals of this ASM have been completed, and there will be no further meeting.
4. This ASM is not open to non-shareholders to participate or visit. Shareholders who participate online, please do not spread or forward the link of live broadcast, use a machine or screen recording software and other methods to record the live broadcast and audio of the shareholder meeting as to protect the rights and interests of the participants.

**Board of Directors**  
**InnoCare Optoelectronics Corporation**