

InnoCare Optoelectronics Corporation
Meeting Notice of 2024 Annual Shareholders' Meeting
(Summary Translation)

I. Information of the Meeting:

Method of Convening the Meeting: Hybrid Shareholders' Meeting

Video Conferencing Platform: "eMeeting" by Taiwan Depository & Clearing Corporation

<https://stockservices.tdcc.com.tw>

Time: 09:00 am, May 24, 2024

Venue: 1F, The Performance Hall, Southern Taiwan Science Park Administration Building

No. 22, Nanke 3rd Rd., Xinshi Dist., Tainan City

II. Meeting Agenda:

1. Reporting items:

- (1) 2023 Business Report
- (2) Audit Committee Review Report
- (3) Report on Allocation of 2023 Remuneration to Board of Directors and Employees

2. Adopting items:

- (1) Recognition of 2023 Business Report and Financial Statements
- (2) Recognition of 2023 Earnings Distribution Table

3. Discussion and Election Items:

- (1) Amendments to the Articles of Incorporation
- (2) Amendments to the Rules of Shareholders' Meeting
- (3) Overall Re-election of Directors
- (4) Exemption of Non-competition Restrictions on the Directors and its Representatives of the Company

4. Extemporary 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\$1.1 per share, in the aggregate amount of NT\$44,293,700.

IV. There will be an election for seven directors (including three independent directors) at the Meeting.

V. List of Director Candidates

Director candidates	Independent director candidates
(1) Innolux Corporation Representative: Chu-Hsiang Yang (楊柱祥)	(1) Hung-Chi Li (李鴻基)
(2) Innolux Corporation	(2) Chi-Tsung Huang (黃啟宗)
	(3) Yi-Hung Chou (周宜宏)

Representative: Tien-Jen Lin (林添仁) (3) Jyh-Chau Wang (王志超) (4) Chao-Hua Lee (李兆華)	
---	--

Educational background and major experience of the candidates: please access to the Main page (English Version) of Market Observation Post System (TWSE MOPS) (<https://emops.twse.com.tw/>) for further information.

- VI.** According to Article 209 of the Company Act, it is proposed to exempt the non-competition restrictions on the directors and its representatives, for the lifted items, please refer to the Meeting Handbook.
- VII.** 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 your seal in the "Proxy Form" column to appoint a proxy to attend the meeting on your 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) 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 21, 2024.
- VIII.** The Registrar & Transfer Department of Yuanta Securities is the proxies tallying and verification institution for this ASM.
- IX.** 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 23, 2024. Investors can navigate to SFI's website (<https://free.sfi.org.tw>) to view relevant information. (TWSE code: 6861)
- X.** 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 "2024," and click "GO" to query.
- XI.** This ASM will adopt electronic voting as one of the methods for shareholders to vote for resolutions. For voting online, the eVoting of Taiwan Depository and Clearing Corporation (TDCC) will be available at <https://stockservices.tdcc.com.tw/> from April 24, 2024 to May 21, 2024. Please log in and vote in accordance with the instructions.
- XII.** This (2024) Annual Shareholders' Meeting will adopt Hybrid Shareholders' Meeting and relevant matters are set out as follow:

1. Shareholders who plan to attend participate virtually must sign up for it and register such attendance on the TDCC eMeeting Platform (the "Platform") between April 24, 2024 to May 21, 2024. The said process can be completed by scanning the QR Code on the cover with mobile devices. Online participants can start checking in 30 minutes prior to the shareholder meeting. Once shareholders complete the check-in process, they are deemed as having attended in person.



2. Shareholders who attend shareholder meetings virtually can exercise their voting rights between the commencement of the meeting and the end of the voting time announced by the chairperson. Shareholders who cast late-arriving ballots after the end of the voting time will be deemed to have waived their voting rights. Shareholders are allowed to text questions; for each proposal, questions are limited to two; for each question, words are limited to 200 characters. Please visit the TDCC website for more information on the operating instructions of the Platform. The Company will not be liable for any poor communications, broadcast lags, or any difficulties concerning watching a live stream, texting questions, and exercising voting rights if it is shareholders' internet connection or equipment that causes the problems. Shareholders who have concerns about such issues are encouraged to use e-voting prior to the meeting or attend the meeting in person.
3. Countermeasures for postponing or reconvening the meeting if the Platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events:
 - (1) In the event that the Platform fails or shareholders have difficulty attending virtually for over 30 minutes due to natural disasters, incidents, or other force majeure events, if the total number of shares represented at the shareholder meeting after deduction of the number of shares represented by shareholders attending virtually:
 - A. Reaches the legal quorum for convening of the shareholders' meeting, the affected meeting will continue in session. The shares of shareholders, solicitors, or proxy agents who attend virtually shall be counted towards the total number of shares represented by shareholders present at the meeting, and the shareholders, solicitors, or proxy agents who attend virtually will be deemed to abstain from voting on all proposals on meeting agenda of that shareholder meeting.
 - B. Do not reach the legal quorum for convening of the shareholders' meeting. The Company will postpone or reconvene the meeting at 09:00 am, May 29, 2024 at 1F, The Performance Hall, Southern Taiwan Science Park Administration Building (No. 22, Nanke 3rd Rd., Xinshi Dist., Tainan City).
 - (2) Shareholders who have not registered their online attendance at the affected meeting will not be allowed to attend the postponed or reconvened meeting.
 - (3) If encountering the said problems, the chairperson may adjourn the meeting at their discretion when the outcomes of all proposals have been announced and an extraordinary motion is not put forward.

4. Video and audio recording is prohibited in this ASM. Please do not spread or forward the link of live broadcast or use a machine, 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