

# Notice of 2026 Annual General Shareholders' Meeting

(Translation)

To: The Shareholders

Dear Sir/Madam,

The 2026 Annual General Shareholders' Meeting (hereinafter referred to as the "Meeting") will be held at the auditorium located at 1F, Liberty Square Conference Center, No. 399, Ruiguang Rd., Neihu Dist., Taipei City on May 29, 2026 (Friday) at 9:00a.m. (reception at the Meeting place begins at 8:30 a.m.)

I. The agenda of the Meeting is as follows:

1. Report items:

- (1) The 2025 Business Reports.
- (2) Audit Committee's Review Report on 2025 Financial Statements.
- (3) The Distribution of Employees' Bonus and Directors' Remuneration for 2025.
- (4) The Distribution of Cash dividend for 2025

2. Ratification Items:

- (1) The proposal of the 2025 Business Report and Financial Statements.
- (2) The 2025 proposed profit distribution.

3. Discussion Items:

- (1) Proposal for the Issue Employee Restricted Stock Awards (RSA).

4. Election Item

- (1) Election of the 17th term of Board of Directors.

5. Other Proposal:

- (1) To remove the restrictions on non-competition obligation of Directors.

6. Extemporary Motions

II. The Board of Directors has resolved to distribute a cash dividend of NT\$1 per share.

**III. Please refer to Attachment for the Issuance Matters of Employee Restricted Stock Awards of the Company.**

IV. Seven directors (including three independent directors) will be elected at the shareholders' meeting using the nomination system. The candidates for the board of directors are Cheng, Tien-Chong, Chang, I-Sheng, Chu, Chun-Long, representative of Aurotek Marketing Consulting Co., Ltd., Lee, Cheng-Mo, and the candidates for independent directors are Liu, Kuan-Ting, Grace Lee, and Chang, La-Shin. To inquire their education, experience, and other related information, please access the Market Observation Post System (the "MOPS") (<https://mops.twse.com.tw>) and click on and click on "Summary of election of directors and supervisors conducted through the candidate nomination system, cumulative voting system, or block vote, and information of persons elected" under "Shareholders' meetings & Dividends" under "Summaries."

**V. If the reasons to convene the Meeting include those stipulated in Article 172 of the Company Act, please access the MOPS (<https://mops.twse.com.tw>) and click on "Shareholders' Meetings" under "Electronic Books," enter the company code and year, and click on "Meeting Handbook" or Meeting Notice" for inquiring the main content.**

VI. Pursuant to Article 165 of the Company Act, the shareholders' register shall be closed for share transfers from March 31, 2026 to May 29, 2026.

VII. In addition to the MOPS, one copy each of the attendance card and proxy are attached herewith. **If you are attending the Meeting in person, please sign or stamp "the third sheet--Attendance Card" (no need to send back) and bring it to the Meeting venue on the Meeting Day. If you appoint a proxy to attend the Meeting, please sign or stamp "the fourth sheet-- Proxy", fill in the relevant information of the proxy and send it back with all sheets folded.** It should be delivered to the Stock Agency Department of Grand Fortune Securities Co., Ltd., the Company's stock agency, five days prior to the Meeting. After the agency verifies the information, an Attendance Card will be sent back to the proxy to serve as proof of attendance for the Shareholders' Meeting. If the proxy has not received the

Attendance Card one day before the Meeting, please bring your ID card to the Meeting venue on the Meeting day to register for attendance.

- VIII. If there is proxy solicitor for the Meeting, the Company will, according to the stipulations, collect the written information of the proxy requests and submit to the Securities and Futures Institute (the website of SFI: <https://free.sfi.org.tw>) before April 28, 2026. Investors can access to the website and enter the stock code on “Free inquiry of proxy announcement information” to search for the relevant information.**
- IX. The shareholders may exercise their voting rights electronically. The exercise period starts from April 29, 2026 to May 26, 2026. Please access directly to the Taiwan Depository and Clearing Corporation's Shareholder e-Services (website: <https://stockservices.tdcc.com.tw>), click on eVoting” to vote in accordance with the relevant description.**
- X. The proxy tallying and verification institution for the Meeting is the Stock Agency Department of Grand Fortune Securities Co., Ltd.**
- XI. Please kindly be informed and proceed as appropriate.

To shareholders

**Board of Directors  
AUROTEK CORPORATION**

## AUROTEK CORPORATION

### Issuance Matters of Employee Restricted Stock Awards

#### I. Total amount of issuance:

A total of 1000,000 common shares will be issued, with a par value of NT\$10 per share. The total issued amount is NT\$ 10,000,000.

#### II. Terms of issuance:

(I) Issue price: The issue is gratuitous with an issue price of NT\$0 per share.

(II) Class of issued shares: common shares.

(III) Vesting conditions:

The RSAs can only be vested in percentage according to the following vesting schedule if the Company's annual financial performance targets and individual performance requirements are achieved and the employees remain employed on the last date of each vesting period after being granted RSAs (i.e., the record date of capital increase):

A. one-year anniversary of the grant: 25% of the granted shares.

B. two-year anniversary of the grant: 25% of the granted shares.

C. three-year anniversary of the grant: 25% of the granted shares.

D. four-year anniversary of the grant: 25% of the granted shares.

Measurement period: Four consecutive full fiscal years commencing from the grant date.

#### **annual financial performance targets**

For each performance evaluation year, the Company's earnings per share (EPS) for such fiscal year shall be no less than the average EPS for the two fiscal years preceding the relevant performance evaluation year. If the EPS for the performance evaluation year does not meet the target, the vesting conditions shall be deemed not satisfied, and the Company shall, in accordance with applicable laws and regulations, repurchase without consideration the shares attributable to the relevant vesting period and cancel such shares.

#### **Individual Performance:**

##### Senior and mid-level managers and core team members:

- The Company/business unit revenue achievement rate of 100% or above, or year-over-year growth of 10% or above.
- The Company/business unit key product revenue achievement rate of 100% or above, or year-over-year growth of 10% or above.
- The Company/business unit net operating profit achievement rate of 100% or above, or year-over-year growth of 10% or above.
- The Company/business unit capital turnover frequency reaching or exceeding the annual target, or overdue accounts receivable and obsolete inventory being lower than the target amount (or ratio) or lower than the previous year.

##### Core technical and strategic development personnel:

- The Company /business unit revenue achievement rate of 100% or above, or year-over-year growth of 10% or above.
- The Company /business unit key product revenue achievement rate of 100% or above, or year-over-year growth of 10% or above.
- The Company /business unit net operating profit achievement rate of 100% or above, or year-over-year growth of 10% or above.
- The employee's KPI performance for the relevant year must reach the "Good" level.

**Each performance indicator carries a weight of 25%. The number of shares vested in a granted year shall be calculated based on the total achieved weighting multiplied by the annual vesting ratio, rounded to the nearest whole share.**

(IV) Measures to be taken when employees fail to meet the vesting conditions:

1. Termination (including voluntary resignation, lay-off and dismissal):

Any unvested RSAs shall be deemed not to have met the vesting conditions as of the effective date, and the Company shall, in accordance with applicable laws and regulations, redeem and cancel the unvested RSAs without compensation.

2. Leave without pay:

With respect to any RSAs for which the vesting conditions have not yet been satisfied, the rights attached thereto shall be restored as of the date of reinstatement, provided that the vesting period and vesting conditions shall be postponed by the duration of the unpaid leave. If the employee fails to return to work upon expiration of the unpaid leave period, the employee shall be deemed disqualified from satisfying the vesting conditions as of the expiration date of such unpaid leave, and the Company shall, in accordance with applicable laws and regulations, repurchase without consideration the unvested shares and cancel them.

3. Death:

Any unvested RSAs shall be deemed not to have satisfied the vesting conditions as of the date of death, and the Company shall, in accordance with applicable laws and regulations, redeem and cancel the unvested RSAs without compensation.

4. Retirement:

Any unvested RSAs shall be deemed not to have satisfied the vesting conditions as of the effective date of retirement, and the Company shall, in accordance with applicable laws and regulations, redeem and cancel the unvested RSAs without compensation. Provided, however, that this restriction shall not apply in special circumstances, such as where the employee has made significant contributions to the Company, as approved by the Board of Directors. The treatment of any unvested RSAs in such cases shall be subject to the resolution of the Board of Directors.

5. Occupational Injury:

- (1) If an employee becomes physically disabled because of an occupational injury and is unable to continue employment, any unvested RSAs shall continue to vest according to the schedule and proportions set in Article II, Paragraph (III).
- (2) If an employee dies because of an occupational injury, any unvested RSAs shall continue to vest, from the date of the employee's death, according to the schedule and proportions set in Article II, Paragraph (III), and RSAs shall be inherited by the employee's heirs. After completing the legally required procedures and submitting the relevant supporting documents, the heirs may apply to receive the shares to which they are entitled by inheritance. However, the heir must cooperate in completing the procedures for share collection within one year from the date on which the Company notifies them to claim such shares. If the heir fails to do so within the prescribed period, they shall be deemed to have refused to accept the RSAs, and the Company shall have the right to redeem and cancel the unvested RSAs without compensation.

6. Transfer:

- (1) If an employee applies for a transfer to an affiliated enterprise, another company, or a subsidiary, any unvested RSAs shall be handled in the same manner as "Termination" under item 1 of Paragraph (IV).
- (2) If, due to operational needs of the Company, an employee is assigned by the Company to transfer to an affiliated enterprise, another company, or a subsidiary, such transfer shall not affect the employee's unvested RSAs. However, such shares shall remain subject to the vesting conditions set in Article II, Paragraph (III), and the employee must continue to serve at the affiliated enterprise, other company, or subsidiary to which he or she has been assigned. The employee's individual performance evaluation shall be determined by the Chairman of the Company with reference to the performance evaluation provided by the transferee company in deciding whether the vesting conditions have been satisfied.

7. If an employee voluntarily waives, by written statement to the Company, the RSAs granted to him or her, the Company shall, in accordance with applicable laws and regulations, redeem and cancel the unvested RSAs without compensation.
8. If an employee is subject to disciplinary action of a major demerit or more severe punishment for violation of the Company's work rules or employee handbook, the Company shall, in accordance with applicable laws and regulations, redeem and cancel the unvested RSAs without compensation.
9. If an employee's agency authorization from the Company is terminated or revoked, any unvested RSAs shall redeem and cancel the unvested RSAs without compensation in accordance with applicable laws and regulations.
10. If an employee's performance fails to satisfy the requirements set forth in Article II, Paragraph (III), the employee shall be deemed not to have satisfied the vesting conditions as of the date of occurrence of such event, and the Company shall, in accordance with applicable laws and regulations, redeem and cancel without consideration the RSAs attributable to the relevant vesting period

**III. Eligibility for employees, distribution review and approval procedures:**

- (I) Eligibility should be limited to the Company's full-time regular employees.
- (II) The Chairman shall nominate and submit to the Board of Directors of the Company for approval the employees who are entitled to RSAs and the number of the RSAs to be granted to him/her based on his/her seniority, job grade, performance, over-all contribution, or special achievement, etc. For employees who hold positions as managerial officers of the Company or directors of the Company, the distribution shall first be approved by the Remuneration Committee of the Company before being submitted to the Company's Board of Directors for approval. For employees who do not hold positions as managerial officers of the Company, the distribution shall first be approved by the Audit Committee of the Company before being submitted to the Company's Board of Directors for approval.
- (III) Based on Paragraph 1 of Article 56-1 of the Offering and Issuance Regulations, the cumulative number of shares that any single employee can subscribe to through the employee stock options and RSAs shall not exceed 0.3% of the total issued shares of the Company; and adding the cumulative number of shares that can be subscribed to through employee stock options granted to a single employee under Article 56, paragraph 1 of the Offering and Issuance Regulations, the total shall not exceed 1% of the total issued shares of the Company. However, with special approval from the central competent authority of the relevant industry, the cumulative number of shares that any single employee can subscribe to through the employee stock options and RSAs may be exempted from the restrictions.

**IV. The rationale for the current issuance of RSAs:**

The purpose of this issuance is to attract and retain the professional talent required by the Company, incentivize employees, and enhance employee cohesion, thereby creating greater benefits for the Company and its shareholders.

**V. Potential expenses and dilution of the Company's earnings per share:**

The Company proposes to issue 1,000,000 shares of RSAs. Assuming full satisfaction with the vesting conditions and a hypothetical share price of NT\$120 per share, the total estimated compensation expense is NT\$120,000,000. Based on the applicable vesting conditions, the estimated annual compensation expense to be recognized during 2026 through 2030 will be approximately NT\$23,437,499, NT\$51,249,998, NT\$26,875,000, NT\$13,750,000, and NT\$4,687,504, respectively. Based on the Company's current 82,789,693 outstanding shares, the estimated dilutive impact of the annual recognized expenses on earnings per share for 2026 through 2030 will be approximately NT\$0.23, NT\$0.49, NT\$0.26, NT\$0.13, and NT\$0.04, respectively.

**VI. Restrictions imposed on the employees' rights in the RSAs before the vesting conditions are fulfilled:**

The relevant restrictions and any other matters not set forth herein shall be handled in accordance with the applicable laws and regulations and the RSAs rules established by the Company.