

Register of Members.	Original Article	Reason for Amendments
26 Member(s) holding one per cent (1%) or more of the Company's total issued shares immediately prior to the relevant hole close period, during which the Company closed is Register of Members, may propose to the Company in writing <u>or by any</u> electronic means designated by the Company one matter for discussion at an annual general meeting. The Company shall give a public notice in such manner and at such time as permitted by Aplicable Law specifying the place and a period of not less than ten (10) days for Members to submit proposals submitted for discussion at an annual general meeting by the Board unless (a) the proposing bub the chored bus than to a strong burber(s) holds these than one proposal is submitted for discussion at an annual general meeting by the Board unless (b) the matter of the proposing then the proposing to the proposing the proposing of the proposing is submitted for the Company disk the proposing is submitted to (b) has proposal is submitted to the Company edisk the proposing is our (d) the proposing is using the company disk the proposing the proposing to (d) has proposed in the torgend and announced by the Company edisk the proposing the torgensing the proposing the torgensing the proposing the prophysing the prophysing the proph	22.6 Member(s) holding one per cent (1%) or more of the Company's total issued shares immediately pror to the relevant book close period, during which the Company closed its Register of Members, may propose to the Company in writing one matter for discussion at an annual general meeting. The Company shall give a public notice in such manner and at such time as permitted by Applicable Law specifying the place and a period of not less than ten (10) days for Members to submit proposis. Proposals submitted for discussion at an annual general meeting shall <u>pat</u> be included in the agenda of the annual general meeting <u>where</u> (a) the proposing Member(s) holds less than one cent (1%) or the Company's total isased abarse, (b) the matter of such proposal may not be resolved by a general meeting; (c) the proposal may not be resolved by a general meeting; (c) the Company for accepting Member(s) submitted to the Company for accepting Member(s)' proposal(s).	This Article was amended pursuant to the revised Shareholders' Rights Protection Checklist published by the Taiwan Stock Exchange on November 30, 2018.
in general meeting. 3 Subject to the Applicable Public Company Rules, except for an ROC trust enterprise or stock affairs agent approved pursuant to Applicable Public Company Rules, save with respect to the Chairman being deemed appointed as proxy under Article 24.4, in the event a person acts as the proxy for two or more Members, the total number of issued and voring shares milled to be voted as represented by such proxy shall be no more than three per cent (3%) of the total number of issued and voting shares of the Company immediately prior to the relevant book closed period, during which the Company close its Register of Member; any vote in respect of the portion in excess of such three per cent (3%) threshold shall not be counted.	25.3 Subject to the Applicable Public Company Rules, except for an ROC trust enterprise or stock affairs agent approved pursuant to Applicable Public Company Rules, save with respect to the Chairman being deemed appointed as proxy under Article 24, in the event a person acts as the proxy for two or more Members, the total number of issued and voting shares entitled to be voted as represented by such proxy shall be no more than three per cent (3%) of the total number of issued and voting shares entitled to be voted and voting shares of the Company immediately prior to the relevant book closed period, during which the Company close its Register of Member; any vote in respect of the portion in excess of such three per cent (3%), threshold shall not be counted.	Wording is slightly amended in Chinese version.
5.1 The Company may from time to time by Supermajority Resolution remove any Director from office, whether or not appointing another in his stead. Prior to the expiration of the term of office of the current Directors, the Members may re-elect all Directors, whose vote shall be calculated in accordance with Article 342 above. If no resolution is passed to approve that the existing Director(s) who is size not re-elected all the general meeting shall remain in office until expiry of his her original term of office, such one-re-elected Directors shall vacate their office with effect from the date the other Directors relected or re-elect at the same general meeting commence their office. Members present in person or by proxy, representing more than one-half of the total issued shares shall constitute a quorum for any general meeting used held before such expiry for re-electal Directors. If the term of office of all Directors expires at the same time and no general meeting was held before such expiry for re-election, their term of office shall contains and be extended to such time when new Directors are elected or re-elected in the next general meeting and hey commence heir office.	35.1 The Company may from time to time by Supermajority Resolution renove any Director from office, whether or not appointing another in his stead. Prior to the expiration of the term of office of the carrent Directors, the Members may <u>at a general</u> maximg re-elect all Directors, whose wole shall be calculated in accondance with Arrike 34.2 above. If no resolution is passed to approve that the existing Director(s) who share not re-elected at the general meeting shall remain in office until equity of his/her original term of office, such nor-re-elected Directors shall vacate their office with effect from the date her office with effect from the date her office with effect from the date her office resons or by proxy, representing more than one-half of the total issued shares shall constitute a quorum for any general meeting to re-elected at the same general neeting to the same time and no general meeting to re-elect the same expirits at the same time and no general meeting vasheld before such expiry for re-election, their term of office, such a UD office shall continue ad be trended to such time when new Directors are elected or re-elected in the next general meeting and they commence their office.	This Article was amended pursuant to the revised Shareholders' Rights Protection Checklist published by the Taiwan Stock Exchange on November 30, 2018.
 The office of Director shall be vacated if: (a) the Director is removed from office pursuant to Arricle 35.1; (b) the corporation (or other legal entity) which appointed an Appointed Representative, serves notice on the Company giving notice to remove such Appointed Representative from the office of Director, such removal shall take effect from the dates optication (or other server) and the date on which the notice was served on the Company; (c) the Director diss; (d) the Director is automatically discharged from his office in accordance with Article 33.3; (e) the Director resigns his office by notice in writing to the Company. (f) the Director is automatically discharged from his office in accordance with Article 35.3; (g) the Director is automatically concerned to the Company. (f) the Director is automatically concerned to the company. (f) the Director is automatically concerned to the company. (f) the Director is automatically removed in accordance with Article 35.3; (g) the Director is automatically removed in accordance with Articles 35.3; (h) the Director base been adjudicated bunkrupt or the court has declared a. Liquidation process in connection with the Director has no legal expactly, or his legal equacity, or its motion and sub-process and subsequently has been adjudicated of the. Commentence, or (D) has not completed enviring the sentence, (C) the time, elapsed after completion of serving the sentence, (C) the time e	 36.1 The office of Director shall be vacated if: (a) the Director is removed from office pursuant to Article 35.1; (b) the corporation (or other legal entity) which appointed an Appointed Representative, serves notice on the Company giving notice to remove such Appointed Representative from the office of Director, such removal shall take effect from the date specified in the notice or in the abase: of our office in accordance with Article 33.2; (c) the Director is automatically discharged from his office in accordance with Article 33.2; (e) the Director results in soffice by notice in writing to the Company; (f) the Director is submatically removed in accordance with Article 33.2; (g) the Director is submatically removed in accordance with Article 35.2; (g) the Director is a been adjudicated bankropt, and has not been realized to his rights and privileges; (f) and order is made by any competent court or official on the grounds that the Director as a submatised to his rights and privileges; (fi) and order is made by any competent court or official on the grounds that the Director has not been realized to his rights and privileges; (gi) the Director has committed an offence in the method of a prevention of organizational crimes and subsequently has been adjudicated guily by a final judgment, and the time classed after he has served the full term of the sentence is less than two years; (gi) the Director has a committed an offence in the method of a function of a subsequently has been adjudicated guily by a final judgment for mis adjudicated guily by a final judgment for mis adjudicated guily by a final judgment of the time classed after he has served the full term of the sentence is less than two years; (gi) the Director has been adjudicated guily by a final prive prevers, and the time classed after he has served the full term of the sentence is less than two years; or (gi) the Director has	This Article was amended pursuant to the revised Shareholders' Rights Protection Checklist published by the Taiwan Stock Exchange on November 30, 2018.

Reason for Amendments his Article is amende he to the change of the trision of the Articles

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-emptive right in h situation listed Article.

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k Exchange on ember 30, 2018.

other person entitied to convene a general meeting in accordance with these Articles or any Applicable Law, the Board and such person may request the Company or the Company's stock affairs agent to provide the Register of Members. Upon the request the Company of Members, and the store the

In the event that any of the foregoing events specified in Article 36(i) has occurred in relation to candidate for election of Director, such person shal

36.2 In case a Director (other than an Independent <u>Director</u>) that has, during the term of office as a Director, transferred more than one half of the Company's charge being hald by him at the time

ied from being elected as a Di

Original Article

36.2 In case a Director that has, during the term of office as a Director, transferred more than one half of the company's shares being held by him at the time he is revised Shareholders' elected, he shall, ipso facto, he removed Rights Protection automatically from the position of Director with (Checklist published by





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- 一、茲訂於一〇八年六月二十日(星期四)上午九時整(受理股東報到時間於會議開始前三十分鐘辦理之),假新北市土城區三民路4號2樓,土城工 業區服務中心,召開一○八年股東常會。會議主要內容:(一)報告事項:1.107年度營業報告。2.107年度審計委員會同意報告書。3.107年 度員工及董事酬勞分派情形報告。4. 本公司第三次買回股份及執行情形報告。(二)承認事項:1. 承認107年度營業報告書及合併財務報表案 。2. 承認107年度盈餘分派案。(三)討論事項:1. 修訂「公司章程」」案。2. 修訂本公司「取得或處分資產處理程序」案。3. 修訂本公司「資 金貸與他人作業程序」案。4.修訂本公司「背書保證作業程序」案。(四)臨時動議。
- 二、董事會擬議分派:現金股利每股配發1.5元。
- 三、依公司法第165條規定,自108年4月22日至108年6月20日止停止股票過户。
- 四、除於公開資訊觀測站公告外,特函奉達,並隨附股東會出席通知書及委託書各乙份,至希 查照撥冗出席, 貴股東如親自出席時,請填具 第二聯出席通知書暨第三聯出席簽到卡(無須寄回),於開會當日攜往會場報到出席。若委託代理人出席時,請填具第五聯委託書後全聯折疊 寄回,並請於開會五日前送达本公司股務代理人福邦證券股份有限公司股務代理部,俟經該部於出席簽到卡內加蓋登記章,仍寄交 費股東 或 贵股束代理人收執,以憑出席股東會,如 貴股東或 贵股束代理人於開會前一天仍未收到出席簽到卡,請於開會當天攜帶身分證正本 及印鑑至會場辦理出席。
- 五、本次股東會若有委託書徵求人,本公司依規定擬將委託書徵求書面資料彙總於108年5月20日前上傳財團法人中華民國證券暨期貨市場發展基 金會(證基會網址:http://free.sfi.org.tw)。投資人進入該網址後,請於「委託書免費查詢系統」輸入證券代號/公司查詢。
- 六、本次股東會股東得以電子方式行使表決權,行使期間為:自108年5月20日至108年6月17日止,請逕登入臺灣集中保管結算所股份有限公司「 股東e票通」網頁,依相關說明投票【網址:https://www.stockvote.com.tw】。
- 七、本次股東會委託書統計驗證機構為福邦證券股份有限公司股務代理部。
- 八、敬請 查照辦理為荷。
 - 此致

乙盛精密工業股份有限公司 董事會



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