



Visual Photonics Epitaxy Co., Ltd.

2020 Annual General Shareholders' Meeting

The 2020 Annual General Shareholders' Meeting of Visual Photonics Epitaxy Co., Ltd. will be convened at 9:00a.m., Friday, June 12, 2020. The checking in time for shareholders is 8:30 a.m. Place : No.16, Gongye 1st Rd., Pingzhen Dist., Taoyuan City 324, Taiwan.

1. The agenda for the Meeting is as follows :

I. Call the Meeting to Order

II. Chairman Address

III. Management Presentation

1. 2019 Business Report

2. 2019 Audit Committee Review Report

3. Distribution of Employee's compensation and remuneration to Directors of 2019 Profits

4. The regulation of the Treasury Stock Buyback for Transferring Shares to the Employees (Effective on March 19, 2020)

5. Report on the Progress of Treasury Stocks Repurchase

IV. Election

Election of Directors

V. Proposals and Discussions

1. Adoption of the 2019 Business Report and Financial Statements

2. Adoption of the Proposal for Distribution of 2019 Profits

3. Amendment to the Rules and Procedure of Shareholders' Meetings

4. Releasing the prohibition on new directors and its representatives from participation in competitive business

VI. Questions and Motions





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2. The major items of the proposal for distribution of 2019 profits resolved by the Board of Directors meeting are as follows:

Cash Dividends: Each common stock will be entitled to a cash dividend of NT\$2.5. The Board is authorized to determine the ex-dividend date and the dividend payment date after resolution of the Annual General Meeting.

3. According to the Article 209 of ROC Company Law, it is proposed to request to release the prohibition on new directors from participation in competitive business. Shareholders may inquire the positions that new directors and its representatives concurrently engage in through the MOPS website(<https://mops.twse.com.tw>)
4. Pursuant to Article 165 of the Company Act of the Republic of China, the shareholder register will be closed from April 14, 2020 to June 12, 2020.
5. The company proposes to elect new 11 Board members (including 3 independent directors) at this year's Annual Meeting of Shareholders. The list of the candidates which are adopted by the candidate nomination system : Directors, CHEN, Mao-Chang · Huang, Chao-Hsing · CHEN, Jian-Lian · LAI YU, Hsiu-Ming · Golden Top Investment, Inc. · REN-TAI Investment Co., Ltd. Representative: WU, Chun-Yi · REN-TAI Investment Co., Ltd. Representative: YEH, Cherng-Maw · REN-TAI Investment Co., Ltd. Representative: SHIH, Chih-Hsun ; Independent Directors, LIN, Hao-Hsiung · HUANG, Moan-Sheng · WANG, Chia-Hsiang. Shareholders may inquire the candidate's experience and other related information through the MOPS website. (<https://mops.twse.com.tw>)
6. Shareholders may exercise their voting rights through the STOCKVOTE platform of Taiwan Securities Central Depository Co., Ltd. (<https://www.stockvote.com.tw>) during the period from May 13, 2020 to June 9, 2020.
7. The verification organization of this AGM is Taishin International Bank Stock Administration Department.

Board of Directors

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