

Stock Code : 2455

# **Visual Photonics Epitaxy Co., Ltd.**

## **Handbook for the 2021 Annual Meeting of Shareholders**

**TIME :** June 11, 2021

**Venue :** No.16, Gongye 1st Rd., Pingzhen Dist., Taoyuan City 324, Taiwan

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# **Visual Photonics Epitaxy Co., Ltd.**

## **Meeting Procedure**

- I. Call the Meeting to Order
- II. Chairman Address
- III. Management Presentation
- IV. Proposals
- V. Questions and Motions
- VI. Adjournment

# Visual Photonics Epitaxy Co., Ltd.

## Meeting Agenda

**Time:** 09:00a.m., June 11, 2021

**Venue:** No.16, Gongye 1<sup>st</sup> Rd., Pingzhen Dist., Taoyuan City 324, Taiwan

- I. Call the Meeting to Order
- II. Chairman Address
- III. Management Presentation
  1. 2020 Business Report
  2. 2020 Audit Committee Review Report
  3. Distribution of Employee's compensation and remuneration to Directors of 2020 Profits
  4. Report on the Progress of Treasury Stocks Repurchase
- IV. Proposals
  1. Adoption of the 2020 Business Report and Financial Statements
  2. Adoption of the Proposal for Distribution of 2020 Profits
- V. Questions and Motions
- VI. Adjournment

## Management Presentations

1. The 2020 Business Report is attached as page 5~7, Appendix I
2. The 2020 Audit Committee Review Report is attached as page 8, Appendix II
3. Distribution of Employees' compensation and remuneration to Directors of 2020 profits  
2020 profit before income tax: NT\$727,306,936. Employees' cash compensation is NT\$58,184,555 and Directors' cash remuneration is NT\$21,819,208 which are both distributed in accordance with the Corporate Charter.
4. Implementation of Treasury Stocks Repurchase

The company completed a share repurchase program in 2020:

|   |  |
|---|--|
| No. of repurchase   | 7th  |
| Purpose of share repurchase   | Transferring shares to employees   |
| Repurchase period   | Mar. 23, 2020 ~ Mar. 23, 2020  |
| Repurchase Price Range  | \$58 to \$103<br>The company is allowed to continue the share buyback when the share price drops below the lower limit |
| Number of shares repurchase   | 2,000 shares   |
| Total value of shares repurchase  | \$126,488  |
| Number of share repurchase as a percentage of estimated number of shares repurchase (%) | 0.00%  |
| Number of shares cancelled or transferred   | transfer 2,000 shares on Aug. 25, 2020   |
| Number of total treasury stock holdings   | 0  |
| Number of shares repurchase as a percentage of total outstanding shares                 | 0.00%  |

# Proposals

## **Proposal 1:**

**Proposed by the Board**

Adoption of the 2020 Business Report and Financial Statements

### **Explanation:**

- (1) The Company's 2020 Financial Statements including the Balance Sheet, Income Statement, Statement of Changes in Shareholders' Equity and Statement of Cash Flows were audited by independent CPA, Chou, Hsiao-Tzu and Lee, Hsiu-Ling of PwC Taiwan.
- (2) The 2020 Business Report, independent auditors' audit report and the above-mentioned Financial Statements are referred to page 5~7 Appendix I and page 9~16 Appendix III.
- (3) Please accept the aforementioned Business Report and Financial Statements.

### **Resolution:**

## **Proposal 2:**

**Proposed by the Board**

Adoption of the Proposal for Distribution of 2020 Profits

### **Explanation:**

- (1) Please refer to the Profit Distribution Table as page 17 Appendix IV.
- (2) Please accept the aforementioned profit distribution.

### **Resolution:**

# Questions and Motions

# Adjournment