

Material Information (2455 VPEC)

SEQ_NO	2	Date of announcement	2025/04/09	Time of announcement	16:36:32
Subject	Announcement of the board resolution to repurchase treasury shares				
Date of events	2025/04/09	To which item it meets	paragraph 35		
Statement	<p>1.Date of the board of directors resolution:2025/04/09</p> <p>2.Purpose of the share repurchase:To transfer shares to employees</p> <p>3.Type of shares to be repurchased:Common shares</p> <p>4.Ceiling on total monetary amount of the share repurchase (NTD):892,758,922</p> <p>5.Scheduled period for the repurchase:2025/04/10~2025/06/09</p> <p>6.No.of shares to be repurchased (shares):2,000,000</p> <p>7.Repurchase price range (NTD):60.00~150.00, The company will proceed with share repurchases if the stock price drops below the minimum price within the set range.</p> <p>8.Method for the repurchase:To repurchase in the centralized securities exchange market.</p> <p>9.Shares to be repurchased as a percentage of total issued shares of the Company (%):1.08</p> <p>10.Cumulative no.of the Company's own shares held at the time of reporting (shares):0</p> <p>11.Status of repurchases within three years prior to the time of reporting: None.</p> <p>12.Status of repurchases that have been reported but not yet completed:N/A</p> <p>13.Minutes of the board of directors meeting that resolved for the share repurchase: Case 1: Proposal for Buyback of the Company's Shares, for discussion. Explanation: I. To incentivize employees and enhance their loyalty, the company intends to buy back its issued shares in accordance with Article 28-2, Paragraph 1, Subparagraph 1 of the Securities and Exchange Act. The details are as follows: 1. Purpose of Buyback: Transfer shares to employees. 2. Type of Shares to be Bought Back: Common stock. 3. Upper Limit of the Total Amount for Share Buyback: NT\$892,758,922 (Retained Earnings + Realized Capital Surplus - Earnings to be Distributed - Special Surplus Reserve appropriated in accordance with the Securities and Exchange Act). 4. Expected Period of Buyback: April 10, 2025 to June 09, 2025. 5. Expected Number of Shares to be Bought Back: 2,000,000 shares. 6. Price Range for Buyback: Between NT\$60 and NT\$150 per share; however, if the company's stock price falls below the lower limit of the set buyback price range, the company will continue to execute the share buyback. 7. Method of Buyback: Repurchase from the centralized trading market. II. The transfer method for the shares bought back this time, as well as the employee subscription payment period and related matters for each transfer operation, will be handled in accordance with relevant regulations III. The number of company shares to be bought back this time accounts for only 1.08% of the company's total outstanding shares, which is insufficient to affect the company's capital maintenance. According to Article 2 of the "Regulations Governing Share Buyback by Listed and OTC Companies," a company applying for share buyback should attach a "Statement by the Board of Directors Confirming that the Company's Financial Condition Has Been Considered and the Share Buyback Will Not Affect the Company's Capital Maintenance." IV. Assessment Opinion of the CPA or Securities Underwriter on the Reasonableness of the Share Buyback Price: The securities underwriter believes that the execution of the share buyback by Radiant Opto-Electronics Corporation in accordance with the set buyback price range will not have a significant impact or change on the company's financial structure, net worth per share, earnings per share, return on equity, current ratio, quick ratio, etc. Resolution: After inquiry by the Chairman, all attending directors unanimously approved the proposal as presented.</p> <p>14.The Rules for Transfer of Shares set forth in Article 10 of the Regulations Governing Share Repurchase by Exchange-Listed and OTC-Listed Companies: Visual Photonics Epitaxy Co., Ltd. Regulations for employee transfer of repurchased shares</p>				

Established on April 9, 2025

Article 1

To incentivize employees and enhance employee loyalty, these Regulations for Employee Transfer of Repurchased Shares of the Company are hereby established in accordance with Paragraph 1, Subparagraph 1 of Article 28-2 of the Securities and Exchange Act and the "Regulations Governing Repurchase of Shares by Listed and Over-the-Counter Companies" issued by the Financial Supervisory Commission and other relevant regulations. The transfer of the Company's repurchased shares to employees shall be governed by these Regulations, except as otherwise provided by relevant laws and regulations.

(Type, Rights, and Restrictions on Rights of Transferred Shares)

Article 2

The shares transferred to employees this time are common shares, and their rights and obligations shall be the same as other outstanding common shares, except as otherwise provided by relevant laws and regulations and these Regulations.

(Transfer Period)

Article 3

The shares repurchased this time may be transferred to employees in one lump sum or in installments within five years from the date of repurchase in accordance with the provisions of these Regulations.

(Eligibility of Transferees)

Article 4

All full-time salaried employees of the Company who are on the job on the record date for subscription and have been employed for a full year in the year of transfer shall be eligible to subscribe for shares.

(Transfer Procedures)

Article 5

The number of shares that employees may subscribe for shall be determined by considering factors such as the employee's position, rank, seniority, and special contributions to the Company, and the number of shares to be transferred to employees shall be determined. Consideration shall also be given to the total number of repurchased shares held by the Company on the record date for subscription and the upper limit on the number of shares that a single employee may subscribe for. The actual specific eligibility for subscription and the subscription quantity shall be resolved by the Board of Directors. However, the list of subscribers who hold managerial positions shall be submitted to the Remuneration Committee for review before being submitted to the Board of Directors for resolution. The list of subscribers who do not hold managerial positions shall be submitted to the Audit Committee for review before being reported to the Board of Directors for resolution.

Article 6

The operational procedures for transferring the repurchased shares to employees this time are as follows:

1. Based on the resolution of the Board of Directors, publicly announce, report, and repurchase the Company's shares within the execution period.
2. The Board of Directors authorizes the Chairman to stipulate and announce the employee subscription record date, the criteria for the number of shares that can be subscribed for, the subscription payment period, and the operational matters regarding rights, etc., in accordance with these Regulations.
3. Compile the actual number of shares subscribed and paid for, and process the share transfer registration.

(Agreed Transfer Price per Share)

Article 7

The transfer price for the repurchased shares transferred to employees this time shall be the average actual repurchase price. However, if there is an increase or decrease in the number of the Company's issued common shares before the transfer, the transfer price may be adjusted proportionally to the increase or decrease in the issued shares.

Adjustment Formula for Transfer Price:

Adjusted Transfer Price = Actual Average Repurchase Price per Share × (Total Number of Outstanding Common Shares at the Completion of the Company's Share Repurchase ÷ Total Number of Outstanding Common Shares Before the Company Transfers the Repurchased Shares to Employees)

(Rights and Obligations After Transfer)

Article 8

After the repurchased shares are transferred to employees and the transfer registration is completed, the remaining rights and

obligations shall be the same as the original shares, unless otherwise stipulated.

(Other Matters Concerning the Rights and Obligations Between the Company and Employees)

Article 9

The Company shall handle the transfer registration of the repurchased shares to employees after the relevant taxes and duties have been paid in accordance with the law.

(Others)

Article 10

These Regulations shall become effective after being approved by a resolution of the Board of Directors and may be amended upon resolution by the Board of Directors.

Article 11

These Regulations shall be submitted to the shareholders' meeting for reporting, and the same shall apply to amendments.

15.The Rules for Conversion of Shares or the Rules for Subscription of Shares set forth in Article 11 of the Regulations Governing Share Repurchase by Exchange-Listed and OTC-Listed Companies:N/A

16.Declaration that the financial status of the Company has been considered by the board of directors, and that its capital maintenance will not be affected:

Visual Photonics Epitaxy Co., Ltd.

Board of Directors' Declaration

1. The Company, having obtained the approval of more than two-thirds of the directors present and more than one-half of the attending directors at the Tenth Board Meeting, Twelfth Session, held on April 9, 2025, hereby announces its intention to repurchase 2,000,000 shares of the Company's stock on the centralized trading market (securities firm business premises) within two months from the date of this declaration.

2. The aforementioned total number of shares to be repurchased represents only 1.08% of the Company's total outstanding shares, and the upper limit of the funds required for the share repurchase accounts for only 13.14% of the Company's current assets. The Board of Directors hereby declares that it has considered the Company's financial condition, and the aforementioned share repurchase will not affect the maintenance of the Company's capital.

3. This declaration has been approved by the aforementioned concurrent Board Meeting of the Company, with eleven attending directors agreeing to the content of this declaration. This statement is hereby made.

Visual Photonics Epitaxy Co., Ltd.

17.Appraisal or opinion by a CPA or securities underwriter about the reasonableness of the share repurchase price:

The securities underwriter believes that Global Optoelectronic Technology Corporation's execution of share repurchases within the stipulated price range will not have a significant impact or cause material changes to the Company's financial structure, net asset value per share, earnings per share, return on equity, current ratio, or quick ratio.

18.Other matters stipulated by the SFB:None