

Material Information (2455 VPEC)

SEQ_NO 3 Date of announcement 2025/10/30 Time of announcement 17:03:57

Subject Subject:Announcement that the Company's Board of Directors resolved to issue the third unsecured Convertible Bonds

Date of events 2025/10/30 To which item it meets paragraph 11

1.Date of the board of directors resolution:2025/10/30
2.Name [issue no. ___ of (secured, unsecured) corporate bonds of _____ (company)]:Third issue of domestic unsecured convertible bonds of Visual Photonics Epitaxy Co., Ltd.
3.Whether to adopt shelf registration (Yes/No):No
4.Total amount issued:NT\$500,000,000
5.Face value per bond:NT\$100,000
6.Issue price:Tentatively, the shares will be issued at not less than 102% of par value
7.Issuance period:3 years
8.Coupon rate:0%
9.Types, names, monetary values and stipulations of collaterals:N/A
10.Use of the funds raised by the offering and utilization plan: Bank loan repayment and purchase of machinery and equipment.
11.Underwriting method:Auction method
12.Trustees of the corporate bonds:
Authorize the Chairman to handle all related matters with full authority.
13.Underwriter or agent:
Authorize the Chairman to handle all related matters with full authority.
14.Guarantor(s) for the issuance:N/A
15.Agent for payment of the principal and interest:
Authorize the Chairman to handle all related matters with full authority.
16.Certifying institution:N/A. The issuance adopts non physical issuance.
17.Where convertible into shares, the rules for conversion:
The matter will be handled in accordance with applicable laws and regulations and will be announced upon approval by the competent authorities.
18.Sell-back conditions:
The matter will be handled in accordance with applicable laws and regulations and will be announced upon approval by the competent authorities.
19.Buyback conditions:
The matter will be handled in accordance with applicable laws and regulations and will be announced upon approval by the competent authorities.
20.Reference date for any additional share exchange, stock swap, or subscription:
The matter will be handled in accordance with applicable laws and regulations and will be announced upon approval by the competent authorities.
21.Possible dilution of equity in case of any additional share exchange, stock swap, or subscription:
The matter will be handled in accordance with applicable laws and regulations and will be announced upon approval by the competent authorities.
22.Any other matters that need to be specified:
(1) As the capital market financing environment is rapidly changing, in order to effectively determine the issuance terms and ensure timeliness in the actual issuance process, it is proposed that the Chairman be fully authorized to handle all matters related to the issuance amount, issuance terms, issuance and conversion methods, total funding requirements, sources of funds, project items, utilization schedule of funds, expected benefits, and other related matters concerning the Company's domestic second and third unsecured convertible bonds financing plans. In case of any instructions from competent authorities, amendments to relevant laws or regulations, or necessary adjustments due to changes in objective circumstances, the Chairman shall be authorized to make appropriate revisions or modifications accordingly.
(2) To facilitate the issuance process for the Company's domestic second and third unsecured convertible bonds financing, it is proposed to authorize the Chairman of the Company to approve and sign, on behalf of the Company, all contracts and documents related to the issuance of the domestic unsecured convertible bonds, and to handle all related issuance matters. For any matters not covered herein, it is proposed that the Chairman be fully authorized to deal with them at his sole discretion.