

# **Altek Corporation**

## **Rules of Procedure for Shareholders' Meeting**

Article 1: Unless otherwise provided for under the applicable law, the shareholders' meetings of Altek Corporation (*hereinafter* "the Corporation") shall be conducted according to the Corporation's Regulations of Shareholders' Meeting Proceedings (*hereinafter* "these Regulations").

Article 1-1: Unless otherwise provided by law or regulation, this Corporation's shareholders meetings shall be convened by the board of directors.

Election or dismissal of directors, amendments to the articles of incorporation, capital reduction, application for suspension of public offering, director's competition license, capital increase from surplus, capital increase from public reserve, the dissolution, merger, or spin-off, or any matter under Article 185, paragraph 1 of the Company Act, Articles 26-1 and 43-6 of the Securities and Exchange Act, or Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out in the notice of the reasons for convening the shareholders meeting. None of the above matters shall not be brought up as voting power by an extemporary motion.

The convening of the shareholders' meeting has stated the full re-election of directors and their assumed office. After the re-election of the shareholders' meeting, the same meeting shall not change its appointment date by temporary motion or other means.

Article 2: Shareholders and their proxies (collectively, "shareholders") shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. Solicitors soliciting proxy forms shall also bring identification documents for verification.

The Corporation may appoint retained attorneys or certified public accountants or relevant personnel to attend a shareholders' meeting.

Article 3: Unless otherwise specified in the Company Act, the chair shall call the meeting to order at the appointed meeting time when the shareholders in attendance have represented a majority of the total number of issued shares. However, when the shareholders in attendance do not represent a majority of the total number of issued shares, the chair may announce the postponement of the meeting time. If the quorum is not met after two postponements and the shareholders in attendance represent one third or more of the total number of issued shares, a tentative resolution may be approved pursuant to Paragraph 1, Article 175 of the Company Act : Shareholders present represent one-third or more of the total number of issued shares, a tentative resolution may be passed by a majority of those present. When the number of shares represented by the shareholders in attendance reaches the statutory number, the chair may call the meeting to order and resubmit the tentative resolution for ratification from the congress.

Article 4: The agenda of a shareholders' meeting shall be resolved by the Board of Directors. The meeting proceedings shall follow the order set in the agenda. After the meeting is closed, shareholders may not separately elect a chair and resume the meeting at the original or another venue, except in the case of closure announced by the chairperson in violation of these Regulations. Then a new chairperson may be elected with a majority vote of the attending shareholders to continue the meeting.

- Article 5: The Corporation shall record the process of the shareholders' meeting in audio or video type and keep the recording for at least one year.
- Article 6: Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair.  
A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.
- Article 7: Each shareholder's speech may not exceed five minutes, but may be extended for three minutes with the permission of the chairman. However, if the shareholders' speeches violate the regulations or exceed the scope of the topic, the chairman may stop them from speaking. When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation.  
Each shareholder may not speak more than twice on the same proposal. When a corporate shareholder appoints two or more representatives to attend the shareholders' meeting, only one person may speak on the same proposal. After attending shareholders' speeches, the chairman may reply in person or designate relevant personnel.
- Article 8: When a proposal is under discussion, the chair may at an appropriate time declare the closure of the discussion and when necessary, the chair may also suspend the discussion and call for a vote.
- Article 9: A shareholder shall be entitled to vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Article 179, paragraph 2 of the Company Act.  
When this Corporation holds a shareholders meeting, the shareholders shall exercise voting rights by electronic transmission and may exercise voting rights in writing. When voting rights are exercised in writing or by electronic transmission means, the method of exercise shall be specified in the shareholders meeting notice. A shareholder exercising voting rights in writing or by electronic transmission shall be deemed to have attended the meeting in person, but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting.  
A shareholder intending to exercise voting rights in writing or by electronic transmission means under the preceding paragraph shall deliver a written declaration of intent to this Corporation before 2 days before the date of the shareholders meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent.  
After a shareholder has exercised voting rights in writing or by electronic transmission means, in the event the shareholder intends to attend the shareholders meeting in person, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to this Corporation, by the same means by which the voting rights were exercised, before 2 business days before the date of the shareholders meeting. If the notice of retraction is submitted after that time, the voting rights already exercised in writing or by electronic transmission means shall prevail. When a shareholder has exercised voting rights both in writing or by electronic transmission means and by appointing a proxy to attend a shareholders meeting, the voting rights exercised by the proxy in the meeting shall prevail.

Article 10: If a shareholder authorizes a proxy to attend the shareholders' meeting, with the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed 3% of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.

Article 11: Except for special resolutions as specified in the Company Act that shall comply with the provisions therein, passage of a vote on a proposal shall proceed in the order set by the agenda and require the consent of a majority of the voting rights of shareholders in attendance.

Article 12: When there is an amendment or an alternative to a proposal, the chairperson shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When any one among them is passed, the other proposals will then be deemed rejected and no further voting shall be required.

Shareholder(s) may propose to the Corporation a proposal for discussion pursuant to Article 172-1 of the Company Act. A shareholder holding 1 percent or more of the total number of issued shares may submit to this Corporation a written proposal for discussion at a regular shareholders meeting. Such proposals, however, are limited to one item only, and no proposal containing more than one item will be included in the meeting agenda. In addition, when the circumstances of any subparagraph of Article 172-1, paragraph 4 of the Company Act apply to a proposal put forward by a shareholder, the board of directors may exclude it from the agenda.

When shareholders' proposal is the same type of proposals proposed by the Board of Directors, these proposals shall be presented together and paragraph 1 of article 12 shall apply mutatis mutandis to the condition herein. With regard to the proposals submitted by shareholders but not included in the agenda of the meeting, the cause of exclusion of such proposals and explanation will not be listed in the agenda or in the minutes of the meeting. But the Board of Directors shall note the reason of exclusion in the handbook for the annual meeting of shareholders.

The chair shall appoint scrutineers and ballot counters for votes on proposals; however, the scrutineers shall be shareholders.

Article 13: While a meeting is in progress, the chair may consider the time schedule and announce a break. If a force majeure event occurs, the chair may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.

If the meeting venue is no longer available for continued use and not all of the items (including extraordinary motions) on the meeting agenda have been addressed, the shareholders meeting may adopt a resolution to resume the meeting at another venue.

A resolution may be adopted at a shareholders meeting to defer or resume the meeting within 5 days in accordance with Article 182 of the Company Act.

Article 13-1: Staff handling administrative affairs of a shareholders meeting shall wear identification cards or arm bands.

The chair may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor."

At the place of a shareholders meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by this Corporation, the chair may prevent the shareholder from so doing.

When a shareholder violates the rules of procedure and defies the chair's correction, obstructing the proceedings and refusing to heed calls to stop, the chair may direct the proctors or security personnel to escort the shareholder from the meeting.

Article 14: Matters on which these Regulations are silent shall be handled in accordance with the Company Act and the Articles of Incorporation of the Corporation.

Article 15: These Regulations and any amendments hereto shall be implemented after being passed by a shareholders' meeting.

The Procedures were duly amended on May 27, 2002 as the 1st amendment.

The Procedures were duly amended on June 14, 2006 as the 2nd amendment.

The Procedures were duly amended on June 12, 2020 as the 3rd amendment.

The Procedures were duly amended on June 17, 2022 as the 4th amendment.