

# **Tong Ming Enterprise Co., Ltd. / Cayman**

## **2022 Proceedings of the Annual General Meeting of Shareholders**

Time: 10:00 a.m., June 14 (Tue.), 2022

Venue: No. 801, Chongde Rd., Zuoying Dist., Kaohsiung City  
(Room 103, Garden Villa Hotel)

Attending Shareholders: The total number of shares issued by the company is 201,203,333 and the total number of shares with voting rights is 201,203,333. Furthermore, the total number of attended shares represented by shareholders present and the proxies was 185,960,963. Thus, the attendance rate was 92.42%.

Attending Directors: Chairperson: Tsai, Ching-Tung  
Director: Ko, Wen-Ling  
Director: Ko, Yung-Hsiang

Chairperson: Tsai, Ching-Tung

Minutes taker : Wu, Jou-Chin

- I. The Chairperson announced the commencement of the meeting
- II. Chairperson's speech (omitted)
- III. Reported matters
  - Case 1: The company's 2021 annual business operation status report. Please review it.  
Description: Please refer to Appendix 1 of the handbook for the 2021 annual business operation status report of the company
  - Case 2: The report of the audit committee on the 2021 audit of the financial statements. Please review it.  
Description: Please refer to Appendix 2 of the handbook for the report of the audit committee on the 2021 audit of the financial statements.
  - Case 3: Report on 2021 employees' compensation and directors' compensation distributions. The company's 2021 annual business operation status report. Please review it.  
Description: The company provides employees' compensation and directors' compensation in accordance with the company bylaws. Please refer to Appendix 3 of this handbook for the distribution of employees' compensation and directors' compensation.
- IV. Acknowledged matters

Case 1: Acknowledgement of the company's 2021 annual report on business operations and financial statements. Please acknowledge it. (Proposed by the board of directors)

Description:

- (I). The company's 2021 consolidated financial statements have been reviewed and approved by accountants Hsieh, Ming-Chung, and Lu, Yi-Chen from Deloitte & Touche. Subsequently, said statements, together with the business operation status report and earnings distribution statement, have been submitted to the audit committee for review and approval.
- (II). Please refer to Appendix 1 and Appendix 4 of the handbook for the business operation status report, the accountants' audit report, and the consolidated financial statements.
- (III). Please acknowledge them.

Resolution: The number of voting rights of shareholders present at the time of voting was 185,960,963. Upon voting, the number of votes in favor was 181,868,774, the number of votes against was 72, and the number of abstentions/non-votes was 4,092,117. The percentage of those in favor accounted for 97.79% of those present. The motion was passed as-is.

Case 2: Acknowledgement of the company's 2021 earnings distribution proposal. Please acknowledge it. (Proposed by the board of directors)

Description:

- (I). The company's net profit after tax for fiscal 2021 is NT\$1,443,154,544 (the same below as NT\$). After deducting the 10% statutory surplus reserve of NT\$144,315,454 according to the company bylaws, minus the special surplus reserve of NT\$24,497,877, and together with the undistributed surplus of NT\$828,569,521 at the beginning of the same period, the distributable surplus for this fiscal year was NT\$2,102,910,734. It is proposed to distribute a dividend of NT\$3.2 per share, and a total of NT\$643,850,666 will be distributed. After the above distribution, the company has a surplus of NT\$1,459,060,068, please refer to Appendix 5 of this handbook.
- (II). The ex-dividend base date for the allotment of cash dividends is proposed to be July 16, 2022.
- (III). In the event that there is a subsequent change in the percentage of dividends allocated to shareholders due to a change in the number of shares of the company's common stock, it is intended that the shareholders' meeting will authorize the chairperson of the board of directors to exercise the full authority thereof.
- (IV). Please acknowledge them.

Resolution: The number of voting rights of shareholders present at the time of voting was 185,960,963. Upon voting, the number of votes in favor was 181,868,774, the number of votes against was 2,072, and the number of abstentions/non-votes was

4,082,117. The percentage of those in favor accounted for 97.80% of those present. The motion was passed as-is.

V. Matters for discussions:

Case 1: Amendment of "Company Bylaws". Please discuss it. (Proposed by the board of directors)

Description: Please refer to Appendix 6 of this handbook for a comparison of the "Company Bylaws" before and after the amendments.

Resolution: The number of voting rights of shareholders present at the time of voting was 185,960,963. Upon voting, the number of votes in favor was 181,762,774, the number of votes against was 116,072, and the number of abstentions/non-votes was 4,082,117. The percentage of those in favor accounted for 97.74% of those present. The motion was passed as-is.

Case 2: Amendment of "Procedures for Acquiring or Disposing of Assets". Please discuss it. (Proposed by the board of directors)

Description: Please refer to Appendix 7 of this handbook for a comparison of the "Procedures for Acquiring or Disposing of Assets" before and after the amendments.

Resolution: The number of voting rights of shareholders present at the time of voting was 185,960,963. Upon voting, the number of votes in favor was 181,762,774, the number of votes against was 116,072, and the number of abstentions/non-votes was 4,082,117. The percentage of those in favor accounted for 97.74% of those present. The motion was passed as-is.

Case 3: Amendment of "Code of Practice for Sustainable Corporate Social Development". Please discuss it. (Proposed by the board of directors)

Description: Please refer to Appendix 8 of this handbook for a comparison of the "Code of Practice for Sustainable Corporate Social Development" before and after the amendments.

Resolution: The number of voting rights of shareholders present at the time of voting was 185,960,963. Upon voting, the number of votes in favor was 181,877,774, the number of votes against was 1,072, and the number of abstentions/non-votes was 4,082,117. The percentage of those in favor accounted for 97.80% of those present. The motion was passed as-is.

VI. Election matters:

Case 1: Full re-election of directors (including independent directors) of the company. Please elect directors. (Proposed by the board of directors)

Description:

- (I). The term of office of the company's directors (including independent directors) will expire on June 13, 2022, and full re-election will be held at the 2022 annual general meeting of shareholders in accordance with the law.

(II). Seven (7) directors (including three (3) independent directors) are proposed to be elected at this general meeting of shareholders under a candidate nomination system and will be elected by shareholders from a list of candidates.

(III). The list of director candidates has been reviewed and approved by the board of directors of the company on March 16, 2022. The relevant information is shown below.

No.	Job Title	Candidate	Main Education	Experiences	Current Job	Shareholdings
1	Director	Tsai, Ching-Tung	Puzih Junior High School, Chiayi County	Chairperson of Cayman Tong Ming Enterprise Co., Ltd. Chairperson of Zhejiang Dongming Stainless Steel Products Company Limited Director of Jiaxing Fuan Real Estate Development Co., Ltd. Director of Jiaxing Fu Di Real Estate Co. Director of Jiaxing Fu Ming Real Estate Co.	Chairperson of Cayman Tong Ming Enterprise Co., Ltd.	3,317,625
2	Director	Representative of Tong One Holdings Limited: Tsai, Hung-Chuan	MBA, University of Washington, U.S.A.	General Manager of Cayman Tong Ming Enterprise Co., Ltd. Legal representative director and General Manager of Ekene Trading (Shanghai) Limited Legal representative director and General Manager of Jiaxing Fu Di Real Estate Co. Legal representative director and General Manager of Jiaxing Fu Ming Real Estate Co. Chairperson of Winlink Fasteners Co., Ltd.	General Manager of Zhejiang Dongming Stainless Steel Products Company Limited	24,000,000
3	Director	Representative of Richard International Co., LTD.: Tsai, Yi-Ting	Bachelor of Science, Purdue University, U.S.	General Manager of Tong Heer Resources Berhnd Director of Tong Heer Fasteners (Thailand) Co., LTD Director of Tong Heer Aluminum Industries Sdn. Bhd. Director of Richard Holdings Limited Director of Winlink Fasteners Co., Ltd.	General Manager of Tong Heer Fasteners Co., SDN BHD.	24,000,000
4	Director	Ko, Wen-Ling	MBA, Murdoch University, Australia	Spokesperson of Cayman Tong Ming Enterprise Co., Ltd. General Manager of Winlink Fasteners Co., Ltd. General Manager of Dowin International Trading (Jiaxing) Co., Ltd.	General Manager of Winlink Fasteners Co., Ltd.	203,786
5	Independent director	Wang, Shin-Kun	Institute of Industrial Management, National Cheng Kung University	Li-Yi United Accounting Firm Li-Yang United Accounting Firm Deloitte & Touche	Director of Li-Yi United Accounting Firm	0

6	Independent director	Yang, Po-Min	Master, University of Washington, U.S.A.	Century Asset Management Co. Nan Shan Life Insurance Company, Ltd. Vice President of Hsing Ta Cement Co., Ltd. Chairperson of Chin Ta Construction Co.	Chairperson of Hedberg Capital Co. Ltd.	0
7	Independent director	Chen, Yung-Lung	Department of Accounting, Fu Jen Catholic University	Director of Audit Department of PwC Taiwan Deputy General Manager in Listing Counseling Department of Franklin Consulting Ltd. Deputy General Manager, Keysheen (Cayman) Holdings Co., Ltd. Independent director of B'in Live Co., Ltd.	CEO of Sinture Holding (Vietnam) Ltd.	0

(IV). Please elect them.

Result of the election: The list of elected candidates is as follows

Job Title	Account number /ID number	Name	Elected by number of shares
Director	6	Tsai, Ching-Tung	211,122,680
Director	10	Representative of Tong One Holdings Limited: Tsai, Hung-Chuan	204,954,693
Director	11	Representative of Richard International Co., LTD.: Tsai, Yi-Ting	198,801,700
Director	17	Ko, Wen-Ling	181,839,207
Independent director	D1016XXXX	Wang , Shin-Kun	158,925,757
Independent director	A1221XXXX	Yang , Po-Min	158,721,978
Independent director	H1218XXXX	Chen, Yung-Lung	158,525,423

## VII. Other motions

Case 1: Lift of non-compete restrictions on new directors (including independent directors) and their representatives. Please discuss it. (Proposed by the board of directors)

Description: Pursuant to Article 209 of the Company Act, a director who does anything for himself or on behalf of another person that is within the scope of the company's business shall explain to the meeting of shareholders the essential contents of such an act and secure its approval. It is proposed to submit the approval of the

shareholders' meeting in accordance with the law to lift the restriction on the non-competence of the company's new directors and their representatives.

Resolution:

1. The concurrent-post status of the candidates for election as directors is as follows:

Category	Candidate's name	Name and duties of part-time company
Director	Tsai, Ching-Tung	Director of Tong Heer Fasteners (Thailand) Co., LTD Legal representative and chairperson of Zhejiang Dongming Stainless Steel Products Company Limited Director of Tong One Holdings Limited
Director	Representative of Tong One Holdings Limited: Tsai, Hung-Chuan	Director of Tong Heer Fasteners Co., SDN BHD. Director of Tong Heer Resources Berhad Director and General Manager of Zhejiang Dongming Stainless Steel Products Company Limited Director of Tong One Holdings Limited Chairperson of Winlink Fasteners Co., Ltd. Director of Tong Wing International Co., Ltd. Director of Fast Link Co., Ltd.
Director	Representative of Richard International Co., LTD.: Tsai, Yi-Ting	Director and General Manager of Tong Heer Fasteners Co., SDN BHD. Director of Tong Heer Fasteners(Thailand) Co., LTD Director and General Manager of Tong Heer Resources Berhad Director of Winlink Fasteners Co., Ltd.
Director	Ko, Wen-Ling	General Manager of Winlink Fasteners Co., Ltd. General Manager of Dowin International Trading (Jiaxing) Co., Ltd.

2. The number of voting rights of shareholders present at the time of voting was 185,960,963. Upon voting, the number of votes in favor was 181,742,076, the number of votes against was 137,234, and the number of abstentions/non-votes was 4,081,653. The percentage of those in favor accounted for 97.73% of those present. The motion was passed as-is.

VIII. Provisional motions: None

IX. Adjournment