

FORTUNE INFORMATION SYSTEMS CORPORATION

The Minutes of the Shareholders' Meeting for the year 2023

Time : June 19, 2023 (Monday) at 9:27 AM

Method : In-person with video assistance (Conducting a physical shareholders' meeting with video support).

Location : 2nd Floor Meeting Room, No. 25, Lane 78, Xing'ai Road, Neihu District, Taipei City.

Video conference platform: Taiwan Depository & Clearing Corporation (TDCC) Shareholders' Meeting Electronic Voting Platform - Shareholders' Meeting Video Conference Platform (website address : <https://www.stockvote.com.tw>)

Attendance : The total number of issued shares by our company is 69,961,249 shares. The shareholders present in person or represented by proxy at the shareholders' meeting amount to 44,220,835 shares (including 43,897,399 shares exercising voting rights electronically and 1,622 shares attending via video conference), accounting for 63.20% of the total issued shares of 69,961,249 shares. The meeting was attended by four directors, including Chairman Wei Xiong, General Manager Yuhua Tang, Director Meichun Su, and Independent Director Qianru Lin (Convener of the Audit Committee and Member of the Compensation Committee), exceeding half of the total director seats (7 seats).

Present : Ms. Hsiu-Yue Chen, Deputy Chief Financial Officer, Attorney Huang-Chuan Chiu, Legal Advisor, and Ms. You-Ling Tsai, Certified Public Accountant from Ernst & Young, attended the meeting

Chairperson : Chairman Hsing-Hsiung Wei

Record : Huang Wen Chang

I. Announcement of the Meeting (Report on the Quorum Achieved and Declaration of the Meeting's Commencement)

II. Chairman's Address

Ladies and gentlemen, shareholders, colleagues from Huajing Information, and proxy agents, greetings to everyone. Welcome to the Annual Shareholders' Meeting for the fiscal year 112. Our company made progress in the past year despite challenging external business conditions. Although the overall business environment remains unfavorable this year, our company has shown improvement compared to the previous year. Shareholders, please rest assured. Let's now proceed with today's agenda.

III. Matters for Reporting

A. The 2022 Business Report.

Note : The 2022 Business Report is attached hereto as Attachment 1.

B. The 2022 Audit Committee Report.

Note : The 2022 Audit Committee Report is attached hereto as Attachment 2.

C. 2022 employees' remuneration

Note : a. Article 27-3 of the Company' s Articles of Incorporation promulgate that : When the company has profit in a given year, a portion of the pre-tax net profit before deducting employee compensation should be set aside as employee compensation, at a rate of 6%. However, if the company still has accumulated losses, the amount should be reserved for future use to make up for the losses.

b. The company' s pre-tax net profit before deducting employee compensation for the year 2022 amounted to NT\$76,846,887. Pursuant to Article 27-3 of the Company' s Articles of Incorporation, it is proposed to set aside 6% for employee compensation, amounting to NT\$4,610,813.

c. The aforementioned employee compensation is proposed to be fully disbursed in cash. For the portion of compensation that belongs to managerial personnel, it will be separately submitted to the Remuneration Committee and the Board of Directors for review. Authorize the Chairman of the Board to allocate and approve the remaining employee compensation.

D. The amendment of Guidelines for the Adoption of Codes of Ethical Conduct.
(proposed by the board of directors)

Note : The amendment is in response to replace the responsibilities of supervisors with audit committees. The comparison table of amended articles is attached hereto as Attachment14.

E. The amendment of Rules of Procedure for Board of Directors Meetings.
(proposed
by the board of directors)

Note : The amendment is in response to replace the responsibilities of supervisors with audit committees. The comparison table of amended articles is attached hereto as Attachment15.

F. The amendment of Sustainable Development Best Practice Principles. (proposed
by the board of directors)

Note : The amendments on the Rules content was made in response to the Taiwan Stock Exchange Corporation order No. 1110024366. The comparison table of amended articles is attached hereto as Attachment 16 °

IV. Matters for Ratification

Proposal 1:

Proposed for acknowledgement on Business Reports and Financial Statement for the fiscal year

ended 31 December 2022. (proposed by the board of directors)

Note : A. The Board of Directors entrusted certified public accountants Cai, You-Ling and Lin, Wen-Qin of Deloitte & Touche to audit and certify the Business Report and Financial Statements (includes Consolidated Financial Statements) for 2022, both of which were subsequently inspected by Audit Committee and are hereby submitted for ratification.

B. The 2022 Business Report, CPA' s audit report, and financial statements are attached hereto as Attachment 1 and 3 to 12 °

Resolution: The voting results for this agenda are as follows:

Number of voting rights present at the time of the resolution: 44,220,835 shares.

Voting Results	Percentage of Total Voting Rights Present
Votes in favor: 44,098,290 shares. (Including electronic votes: 43,776,464 shares.)	99.72%
Votes against: 63,369 shares (Including electronic votes: 63,369 shares)	0.14%
Invalid votes: 0 shares.	0%
Abstentions/Unvoted: 59,206 shares (Including electronic votes: 57,566 shares, Votes via video conference: 1,622 shares)	0.14%

The resolution has been passed after the vote.

Proposal 2:

Distribution of 2022 profits. (proposed by the board of directors)

Note : A. The 2022 Earnings Distribution Proposal is attached hereto as Attachment 13.

B. The net profit after tax for the Company in the fiscal year 2022 was NT\$63,530,280. After factoring in the re-measurement of the determined welfare plan amounting to NT\$7,372,538, and in accordance with legal requirements, we will allocate NT\$7,090,281 to the statutory reserve and NT\$6,412,391 to the special reserve. Taking into account the beginning balance of undistributed profits of NT\$183,545,307, the distributable

profits amount to NT\$253,770,235. We plan to distribute them as follows: The cash dividend is NT\$41,976,749. There are total 69,961,249 shares for distribution on March 24, 2023. The dividend per share is NT\$0.6. The record date for the distribution will be determined by the board of directors after resolution by the shareholders' meeting.

- C. If any transfer (or buyback) of the Company's shares affects the number of shares outstanding resulting in a change in the ratio of cash dividends to shareholders before the dividend record date, such as a transfer under Article 28-2 of the Securities Exchange Act, the transfer, conversion, or cancellation of treasury shares, the shareholders' meeting will authorize the board of directors to handle related matters.

Resolution: The voting results for this agenda are as follows:

Number of voting rights present at the time of the resolution: 44,220,835 shares.

Voting Results	Percentage of Total Voting Rights Present
Votes in favor: 44,098,290 shares. (Including electronic votes: 43,776,464 shares.)	99.72%
Votes against: 63,369 shares (Including electronic votes: 63,369 shares)	0.14%
Invalid votes: 0 shares.	0%
Abstentions/Unvoted: 59,206 shares (Including electronic votes: 57,566 shares, Votes via video conference: 1,622 shares)	0.14%

The resolution has been passed after the vote.

V. Matters for Discussion

VI. Proposal 1:

The amendment to the Operational Procedures for Loaning Funds to Others. (proposed by the board of directors)

Note : The amendment is in response to improve the overall efficiency of resource utilization within the group, the limits for capital loans to subsidiaries are being adjusted. The comparison table of amended articles is attached hereto as Attachment 17.

Resolution: The voting results for this agenda are as follows:

Number of voting rights present at the time of the resolution: 44,220,835 shares.

Voting Results	Percentage of Total Voting Rights Present
Votes in favor: 44,098,290 shares. (Including electronic votes: 43,776,464 shares.)	99.72%
Votes against: 63,369 shares (Including electronic votes: 63,369 shares)	0.14%
Invalid votes: 0 shares.	0%
Abstentions/Unvoted: 59,206 shares (Including electronic votes: 57,566 shares, Votes via video conference: 1,622 shares)	0.14%

The resolution has been passed after the vote.

VII. Matters for Election

Election of the 24th term Board of Directors. (proposed by the board of directors)

Note : A. The term of the 23rd Board of Directors of the Company will expire on July 19, 2023, and a new election will be held this year in accordance with Article 16 of the Articles of Incorporation and relevant provisions of the Company Act.

B. Pursuant to Article 15 of the Articles of Incorporation, seven directors (including three independent directors) will be elected, and the candidate nomination system under Article 192-1 of the Company Act will be adopted. Directors will be selected from the candidate list, and the acceptance method will be handled in accordance with relevant laws and regulations.

C. The newly elected directors (including independent directors) will take office immediately after this shareholders' meeting. Their term of office will be held June 19, 2023 to June 18, 2025, for a period of two years.

D. Please refer to Attachment 18 for the list of director candidates approved by the Board of Directors on May 8, 2023.

Election Results :

The list of elected directors is as follows:

Elected	Account Name	Number of Votes
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Position		Received
Director	Representative of CECGP Electronics Corp. SU, MEI-CHUN	51,511,893 shares
Director	Representative of CECGP Electronics Corp. WEI, XING-XIONG	50,700,897 shares
Director	Representative of Standard Plastics LTD. TANG, YU-HUA	40,707,462 shares
Director	Representative of Standard Plastics LTD. YANG, ZHENG-NING	40,644,323 shares
Independent Director	LIN, SHI-MEI	40,527,586 shares
Independent Director	LIN, QIAN-RU	40,401,455 shares
Independent Director	WU, YU-JUN	40,300,870 shares

VIII. Matter for the Other

Plan to remove the restrictions on non-competition obligation of the 24th term of Board of

Directors. (proposed by the board of directors)

Note: A. Considering that the newly elected 24th term directors (including independent directors) may invest in or operate other companies with the same or similar business scope as the company, or act as directors or supervisors, and without damaging the interests of the company, it is proposed to the Shareholders' meeting for permission to remove the restrictions on non-competition of new directors in accordance with article 209.

B. The non-competition obligation list for the candidates of the 24th Board of Directors (including independent directors) is attached hereto as Attachment 19.

Resolution: The voting results for this agenda are as follows:

Number of voting rights present at the time of the resolution: 44,220,835 shares.

Voting Results	Percentage of Total Voting Rights Present
Votes in favor: 44,074,127 shares. (Including electronic votes: 43,752,331 shares.)	99.66%
Votes against: 73,713 shares (Including electronic votes: 73,713 shares)	0.17%
Invalid votes: 0 shares.	0%

Abstentions/Unvoted: 72,995 shares (Including electronic votes: 71,355 shares, Votes via video conference: 1,622 shares)	0.17%
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The resolution has been passed after the vote.

VIII. **Extempore Motion** : NO

IX. **Adjournment** (Time: Same day at 9:59 AM.)

(This record of the shareholders' meeting only outlines the proceedings; for detailed content, please refer to the video recording of the meeting)

X. Attachment:

- A. FORTUNE INFORMATION SYSTEMS CORP. 2022 Business Report
- B. Audit Committee' s Review Report
- C. INDEPENDENT AUDITORS' REPORT
- D. Balance Sheet (Individual)
- E. Statement of Comprehensive Income (Individual)
- F. Statement of Changes in Equity (Individual)
- G. Statement of Cash Flows (Individual)
- H. Auditor's Report on the Consolidated Financial Statements
- I. Consolidated Balance Sheet
- J. Consolidated Statement of Comprehensive Income
- K. Consolidated Statement of Changes in Equity
- L. Consolidated Statement of Cash Flows
- M. Earnings Distribution Statement
- N. Comparative Table for the Current and Amended "Rules of Procedure for Board of Directors Meetings"
- O. Comparative Table for the Current and Amended "Guidelines for the Adoption of Codes of Ethical Conduct"
- P. Comparative Table for the Current and Amended "Sustainable Development Best Practice Principles"
- Q. Comparative Table for the Current and Amended "Operational Procedures for Loaning Funds to Others"
- R. Director Candidates
- S. List of non-competition obligation of candidates of the directors (including independent directors)