

**Zhen Ding Technology Holding Limited**  
**References for 2021 Annual Shareholders' Meeting**

**Time: 9:00 a.m., June 18, 2021**

**Place: No.6, Lane 28, Sanho Road, Sanshi Village, Dayuan District, Taoyuan City,  
Taiwan, R.O.C.**

**(First floor conference room of the Company)**

**Ratification Items**

**Proposal 1**

**Proposed by the Board of Directors**

**Subject: Ratification of 2020 business report and consolidated financial statements**

**Explanatory Notes: 1. The Company's Consolidated Financial Statements for 2020 were audited by independent auditors, CPA Yung-Chien, Hsu, and CPA Min-Chuan, Feng of the CPA firm, PricewaterhouseCoopers, Taiwan.**

**2. For the 2020 Business Report, Independent Auditors' Report and Consolidated Financial Statements, please refer to Attachment 1 and Attachment 3 of the Meeting Handbook.**

**Proposal 2**

**Proposed by the Board of Directors**

**Subject: Ratification of 2020 earnings distribution**

**Explanatory Notes: 1. The net profit after tax of the Company's parent company for 2020 was NT\$8,094,547,076 and the retained earnings available to distribute for the year was NT\$27,503,252,128.**

**2. Based on the number of shares outstanding at the end of the reporting period of 947,049,161 shares on December 31, 2020, the distribution of cash dividends per share is NT\$4.5 (distributed to NT\$ 1, and below). The Company's 2020 earning distribution is NT\$4,261,721,224. For 2020 Earnings Distribution Table, please refer to the Meeting Handbook.**

**3. After the proposal is ratified in the Shareholders' Meeting, the Chairman is authorized to determine ex-dividend date, distribution date, and other relevant matters. If changes to shareholders' dividends arise due to changes in the number of outstanding shares, the Chairman is also authorized to handle relevant matters.**

**Discussion Items**

**Proposal 1**

**Proposed by the Board of Directors**

**Subject: Amendments to the "Rules and Procedures of Shareholders' Meeting"**

**Explanatory Notes: 1. The Company's "Rules and Procedures of Shareholders'**

**Meeting” have been partially amended in accordance with the letter Tai Zhen Zhi Li No. 11000014461 issued by Taiwan Stock Exchange on January 28, 2021. Please refer to the Meeting Handbook.**

- 2. The Regulations were approved by the Board of Directors on March 30, 2021.**

**Extraordinary Motions**

**Meeting Adjourned**