

Zhen Ding Technology Holding Limited
References for 2022 Annual Shareholders' Meeting

Time: 9:00 a.m., May 31, 2022

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 2021 business report and consolidated financial statements

- Explanatory Notes:**
1. The Company's Consolidated Financial Statements for 2021 were audited by independent auditors, CPA Yung-Chien, Hsu, and CPA Min-Chuan, Feng of the CPA firm, PricewaterhouseCoopers, Taiwan.
 2. For the 2021 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 2021 earnings distribution

- Explanatory Notes:**
1. The net profit after tax of the Company's parent company for 2021 was NT\$9,651,296,713 and the retained earnings available to distribute for the year was NT\$31,214,933,038.
 2. For 2021 Earnings Distribution Table, please refer to the Meeting Handbook.

Discussion Items

Proposal 1 Proposed by the Board of Directors

Subject: Amendments to the "Articles of Association"

- Explanatory Notes:**
1. The Company's "Articles of Association" have been partially amended in accordance with the Letters Tai-Zheng-Shang-II-Zi No. 1101701488 dated May 14, 2021 and No. 1111700674 dated March 11, 2022 issued by Taiwan Stock Exchange regarding the amendments to the regulations of the " Checklist of Shareholders Rights Protection with respect to Foreign Issuer's Place of Incorporation ".
 2. The registered agent is authorized to make a necessary declaration to the Cayman Islands company registration office after the shareholders meeting approves this proposal

Proposal 2 Proposed by the Board of Directors

Subject: It is proposed to approve the amendments to the "Procedures for Acquisition

and Disposal of Assets".

- Explanatory Notes: 1.** In order to strengthen the management of related party transactions and improve the quality of opinions issued by external experts, the "Procedures for Acquisition and Disposal of Assets" of the Company were partially amended according to Letter Jin-Guan-Zheng-Fa-Zi No. 1110380465 dated January 28, 2022 issued by the Financial Supervisory Commission.
2. For the comparison table before and after the amendment, please refer to the Meeting Handbook.

Extraordinary Motions

Meeting Adjourned