

Dear Zhen Ding Shareholders,
敬愛的臻鼎股東們

May 8th, 2025

I am writing to inform you of the upcoming Annual General Meeting (“AGM”) of Zhen Ding Technology Holding Limited, which is scheduled for May 29, 2025.

謹代表臻鼎致函全體股東，說明本公司即將於 2025 年 5 月 29 日舉行股東常會。

During the 2025 AGM, there are five proposals slated for voting:
2025 年股東會五項議案謹請投票：

Proposal 議案	Board Recommendation
Approve 2024 Business Report and Consolidated Financial Statements 承認 113 年度營業報告書及合併財務報表案	FOR 贊成
Approve 2024 Earnings Distribution 承認 113 年盈餘分配表案	FOR 贊成
Amendments to the Company's “Articles of Association” 「公司章程」修訂案	FOR 贊成
Amendments to the Company's “Directors Procedure for Lending Funds to Other Parties” 「資金貸與他人作業程序」修訂案	FOR 贊成
Amendments to the Company's “Procedures for Acquisition and Disposal of Assets,” “Policies and Procedures for Financial Derivatives Transactions,” and “Procedures for Endorsements and Guarantees” 「取得與處分資產處理程序」、「從事衍生性商品交易處理程序」及「背書保證作業程序」修訂案	FOR 贊成

Approve 2024 Business Report and Consolidated Financial Statements

承認 113 年度營業報告書和及合併財務報表案

The Business Report, Independent Auditors’ Report and Consolidated Financial Statements for 2024 are disclosed in the Meeting Handbook.

113 年度營業報告書、會計師查核報告書與合併財務報表詳見於股東會議事手冊

Approve 2024 earnings distribution

承認 113 年度盈餘分配表案

Net income after tax 稅後淨利	NT\$ 9,179,689,658
Retained earnings available for distribution 累積可供分配盈餘	NT\$ 49,011,632,875
Cash distribution 現金股利	NT\$ 4,591,932,043
Cash dividend per share 每股現金股利	NT\$ 4.8
Cash Payout Ratio 股息發放率	50.02%

Proposal for amendments to the Company's "Articles of Association"

本公司「公司章程」修訂案

The proposed amendments are intended to align with the updated regulations in the "Check List for the Protection of Shareholders of Issuer Registered in Foreign Country" as announced by the Taiwan Stock Exchange on May 2, 2024. The amendments also reflect the Company's restructuring on December 26, 2024, when the Risk Management Committee was merged into the Audit Committee, which was subsequently renamed the "Audit and Risk Committee."

本次修訂係為配合臺灣證券交易所於 2024 年 5 月 2 日公告之「外國發行人註冊地國股東權益保護事項檢查表」更新規定，並因應公司於 2024 年 12 月 26 日將風險管理委員會併入審計委員會，並更名為「審計暨風險委員會」。

Proposal for amendments to the Company's "Directors Procedure for Lending Funds to Other Parties"

本公司「資金貸與他人作業程序」修訂案

The proposed amendments are intended to revise provisions related to the financing terms for overseas subsidiaries. For wholly owned overseas subsidiaries, the applicable local laws and regulations of the subsidiary's jurisdiction will take precedence, ensuring compliance with local requirements and enhancing the flexibility of financial operations. Zhen Ding's subsidiary in India will primarily follow the Indian government's regulations regarding the financing terms for transactions with related overseas parties. At the same time, the Company's internal procedures will specify the relevant terms in accordance with applicable Taiwan regulations. In addition, certain provisions have been revised to reflect the merger of the Risk Management Committee into the Audit Committee, which has been renamed the "Audit and Risk Committee."

本次修訂旨在修正有關境外子公司融通期限之條款。針對百分之百持股之境外子公司，將優先適用子公司所在地之法令規範，以符合當地規定，並提升財務運作之彈性。臻鼎之印度子公司將優先遵循印度政府針對境外關係人資金貸與期限的規定，同時公司內部作業程序亦將依台灣相關規範明定期限。此外，部分條文亦因應風險管理委員會併入審計委員會，並更名為「審計暨風險委員會」，而進行修訂。

Proposal for amendments to the Company's "Procedures for Acquisition and Disposal of Assets," "Policies and Procedures for Financial Derivatives Transactions," and "Procedures for Endorsements and Guarantees"

本公司「取得與處分資產處理程序」、「從事衍生性商品交易處理程序」及「背書保證作業程序」修訂案

The proposed amendments to these policies are intended to reflect the merger of the Risk Management Committee into the Audit Committee, which has been renamed the "Audit and Risk Committee."

這些政策修訂旨在反映風險管理委員會併入審計委員會，並更名為「審計暨風險委員會」之組織調整。

As part of our ongoing efforts to strengthen Zhen Ding's leadership team and drive the Company's strategic priorities, I would like to inform our shareholders that I, Charles Shen, previously served as both Chairman and General Manager of Zhen Ding; however, the Company has recently appointed Dr. Chen-Fu Chien as our new General Manager.

臻鼎為持續強化領導團隊並推動公司重點策略，我謹此向各位股東說明，我曾同時擔任本公司的董事長及總經理，但公司近期已正式任命簡禎富教授為新任總經理。

Dr. Chien possesses distinguished industry experience and academic credentials, with a long-standing focus on the semiconductor industry, smart manufacturing, and corporate planning. In his new role, Dr. Chien will be responsible for leading the Company's efforts in advancing digital transformation initiatives and reinforcing business development in collaboration with our semiconductor supply chain partners.

簡教授擁有卓越的產業經驗與學術背景，長期專注於半導體產業、智慧製造以及企業經營策略。簡教授將負責帶領公司推動數位轉型計畫，並深化與半導體供應鏈夥伴的合作。

I believe this leadership transition reaffirms the Company's dedication to strengthening operational efficiency, deepening industry partnerships, and delivering sustained long-term value to our shareholders.

我相信此次管理團隊的異動彰顯公司致力於強化營運效率、深化產業夥伴關係，並為全體股東持續創造長期價值的承諾。

Enclosed with this letter you will find the 2025 AGM Meeting Notice and the Handbook on Zhen Ding's website (<https://www.zdtco.com/en/investor/meeting>).

文件隨信附上本次(2025年)股東常會會議通知與議事手冊官網連結如下：
(<https://www.zdtco.com/tw/investor/meeting>).

Thank you for your continued support of Zhen Ding.

感謝您對於臻鼎的持續支持！

Yours sincerely,



Charles Shen
沈慶芳
Chairman of Board
董事長