

Hotung Investment Holdings Limited

(Incorporated in Bermuda)

(“Company”, and together with its subsidiaries, “Group”)

Minutes of Annual General Meeting (“AGM”) of the Company held at THE CHEVRONS, Rose Room, Level 3, 48 Boon Lay Way, Singapore 609961, on 23 April 2024 (Tuesday) at 10:00 a.m.

PRESENT

Directors:

Ms. Tsui-Hui Huang (Chairman and CEO of the Company and member of the Nominating Committee)

Mr. Andy C.W. Chen (member of the Audit Committee)

Dr. Ng-Chee Tan (Chairman of the Audit Committee and member of the Nominating Committee and Remuneration Committee)

Dr. Philip N. Pillai (member of the Audit Committee)

Mr. Chang-Pang Chang (Chairman of the Nominating Committee and Remuneration Committee)

Mr. Kung-Wha Ding (member of the Nominating Committee and Remuneration Committee)

Mr. Kenichi Shimomoto (Director)

Ms. Lan Yuan (member of the Audit Committee)

Shareholders: As per Attendance List maintained by the Company.

In Attendance:

Mr. David Chong, PBM (Prospective Director to be elected to the Board of Directors of the Company)

Ms. Hsin-Chieh Chung (Company Secretary of the Company)

Mr. Gang Wong (Singapore Counsel of the Company from Shook Lin & Bok LLP)

Ms. Nicole Zheng (Singapore Counsel of the Company from Shook Lin & Bok LLP)

Ms. Tesia Tan (Singapore Counsel of the Company from Shook Lin & Bok LLP)

Mr. Ian Hong (External Auditor of the Company from KPMG LLP)

Mr. Jeff Chen (External Auditor of the Company from KPMG LLP)

Ms. Celia Chen (External Auditor of the Company from KPMG LLP)

Mr. Steven Huang (Senior Vice President of Hotung International Company Limited)

Mr. Vincent Jang (Senior Vice President of Hotung International Company Limited)

Ms. Carrie Chen (Vice President of Hotung International Company Limited)

Ms. Felicia Hsu (Chief Financial Officer of the Company)

Mr. Peter Fang (Internal Auditor of the Company)

Ms. Emily Wu (Employee of Hotung International Company Limited)

CHAIRMAN

The Chairman of the Board of Directors of the Company (“Board”), Ms. Tsui-Hui Huang, chaired the AGM.

NOTICE

It was confirmed that the Notice of the AGM (“Notice”) together with the relevant documents had been given to all members of the Company entitled to attend and vote at the AGM and/or had been published via SGXNET and that a quorum was present. The Chairman declared that all resolutions at the AGM will be carried out by poll. Boardroom Corporate & Advisory Services Pte. Ltd. was appointed to count the votes and T S TAY Public Accounting Corporation was appointed as the Scrutineer of the AGM for the purpose of the poll.

It was noted that the shareholders of the Company (“Shareholders”) had previously been invited to submit substantial and relevant questions relating to the resolutions by 15 April 2024 and that no questions were received from the shareholders before the submission deadline.

QUORUM

The Chairman declared that a quorum was present and that the AGM could proceed.

ORDINARY BUSINESS

1. To receive and adopt the Directors’ Statement and the audited Financial Statements of the Company for the financial year ended 31 December 2023, together with the Independent Auditors’ Report thereon.

The Shareholders raised the following substantial and relevant questions relating to Resolution 1 to the Chairman of the AGM.

Question 1:

A Shareholder noted that approximately 10 years ago, the Group's investment assets were around NT\$ 6 billion, whereas they are currently estimated to be between NT\$ 4.5 to 5 billion. Additionally, the Shareholder pointed out that the turnover of the Company's stocks has been relatively low. He would like to inquire about the Company's future strategies regarding these matters.

With respect to the question, Mr. Steven Huang, Senior Vice President (“SVP”) of the investment department of Hotung International Company Limited (“Investment Department”), responded that the Group remains committed to selecting investment targets in emerging industries such as semiconductors, IC design, autonomous driving, precision machinery, and medical equipment under reasonable investment conditions. Early-stage investments currently account for approximately 33% of the total investment proportion. The Group’s investment principles continue to prioritize targets with excellent operational teams and future industry trends. Furthermore, with respect to the new investment in year 2023, as fewer high-quality companies were available at reasonable prices compared to 2022 due to the higher market base, investment amounts were reduced. The Group evaluated over 170 cases in 2023, predominantly in areas such as semiconductors, automotive-related industries, IC design, medical equipment, AI and information services, satellite communications and aerospace, green energy/environmental protection, precision machinery, materials, and software. Upon evaluation, the Group abstained from investing in certain cases due to various reasons, including overvaluation, small market size, insufficient technical expertise, low gross margins, high future uncertainty, low customer acceptance, challenging promotion, overly mature technology, low added value, complex equity structure hindering listing, and foreign investment restrictions. For instance, in 2023, the Group chose not to pursue an investment in an LED driver IC and automotive ambient lighting IC company due to significant discrepancies between its unaudited financial statements and its audited financial statements, coupled with lower-than-expected operational performance.

Ms. Hsin-Chieh Chung, the Company Secretary of the Company, responded that no on-market share buybacks were conducted in 2023. She further elaborated that the decision to initiate share buy-backs involves complex considerations that requires thorough evaluation. When deciding whether and when to conduct share buy-backs, the Company considers factors such as cash levels and investment plans of the Group, and will only undertake share buy-backs as and when circumstances permit and only if the Board is of the view that such share buy-backs would be in the best interests of the Company and the Shareholders.

The Chairman provided insights into the Company's financial position, noting that as of 31 December 2023, the cash position stood at approximately NT\$ 1.8 billion. Emphasizing the dynamic nature of cash reserves, the Chairman highlighted that this figure is not static, and varies over time.

The Chairman then discussed the venture capital (“VC”) landscape, noting significant shifts in 2021 and 2022 attributed to factors such as the pandemic and

low global interest rates, leading to an overall overvaluation, and negative internal rate of return (IRR) in 2022. Additionally, geopolitical events like the Ukraine-Russia war and inflation concerns affected the VC market. In 2023, valuations decreased significantly, posing challenges for new investments. Consequently, the Company exercised caution in heavy investment due to overvaluation concerns.

The Chairman further expressed confidence in the Company's cash reserves, viewing them as a strength amid evolving market dynamics, and highlighted the Group's commitment to exploring new investment opportunities globally.

Question 2:

A Shareholder raised the following questions:

- (1) The Shareholder noted that cash dividends declared in the 2022 and 2023 exceeded the earnings for those periods, raising concerns about the sustainability of the Company's dividend policy and the rationale behind the Board's decision-making process.
- (2) The Shareholder observed a recent interest rate hike by the Central Bank of Taiwan and sought insights into its potential impact on the Group.
- (3) The Shareholder inquired about the current proportion of the Group's investments in the AI industry and sought insights into its competencies and future plans in this sector.

With respect to the first question, Ms. Felicia Hsu, Chief Financial Officer of the Company, explained that the Board conducts an annual assessment of operational results, cash position, and future needs to determine dividend payouts. As a Bermuda-registered company, dividends can be distributed from profit reserves after meeting solvency tests as per Bermuda laws.

The Chairman further elaborated that as the majority of the Shareholders are long-term investors, the Company's goal is to provide a constant cash flow for them. Aside from the dividends distributed, the Company still retains sufficient funds for new investments, maintaining a strong financial position.

With respect to the second question, Ms. Felicia Hsu replied that first of all, the Central Bank of Taiwan has not consistently aligned its interest rates with those of the Federal Reserve every time they increase. Additionally, the Group's asset allocation is currently 43% in New Taiwan Dollar and 57% in foreign currencies, primarily the U.S. Dollar. The recent interest rate hike has positively impacted the Group.

With respect to the third question, Ms. Carrie Chen, Vice President of the Investment Department, stated that the Group's existing investments in companies involved in cloud AI and AI chip development have garnered significant market attention. Furthermore, recognizing the robust global demand for computing power, data, and machine learning, the Group had expanded its portfolio earlier this year by investing in two AI companies based in the United States. One of these companies focuses on data and machine learning, while the other specializes in in-memory computing. Looking ahead, the Group will continue to closely monitor advancements in AI across various domains, including middleware, software development kits (SDK), user interface (UI), and copilot personal assistant. Specifically, the Group is interested in companies that facilitate AI transformation or enhance cybersecurity within industries such as finance, healthcare, and semiconductor.

The Chairman further explained that due to the multifaceted considerations in approaching investments, precise details regarding the projected investment allocation in the AI industry for 2024 cannot be provided.

Question 3:

A Shareholder raised the following questions:

- (1) How does the Group develop its pipeline from initial opportunities to eventual investments?
- (2) How many projects or companies is the Group currently considering for investment?

With respect to the first question, Mr. Vincent Jang, SVP of the Investment Department, responded that the Group sources its investment opportunities primarily from its accumulated operational achievements over the years, as well as from investment bankers, other VC firms, investee companies, angel investors, or its industry connections. When assessing and evaluating a target investee company, the Group primarily considers two factors: industry trends and the management team. These considerations are supplemented by the Group's extensive experience and capabilities in due diligence to screen potential investment opportunities.

With respect to the second question, Mr. Vincent Jang explained regrettably that due to corporate confidentiality, the Company is unable to disclose the number of projects or companies the Group is currently evaluating for potential investments.

As there were no further questions, the Chairman put Ordinary Resolution No. 1 to a vote by poll and declared it carried based on the poll results.

2. To approve and declare a first and final dividend for the financial year ended 31 December 2023 of NT\$2.55 per share as recommended by the directors of the Company (“Directors”), to be payable on such date to be determined by the Directors and to be distributed in such manner as the Directors deem fit. The Directors be and are hereby fully authorized to do all acts and things they consider necessary, expedient and appropriate to effect and implement this resolution.

As there were no further questions, the Chairman put Ordinary Resolution No. 2 to a vote by poll and declared it carried based on the poll results.

3. To re-elect Mr. Andy C.W. Chen, retiring by rotation pursuant to Bye-laws of the Company (“Bye-laws”) and Rule 720(5) of the listing manual of the Singapore Exchange Securities Trading Limited (“SGX-ST”) (“Listing Manual”).

As there were no further questions, the Chairman put Ordinary Resolution No. 3 to a vote by poll and declared it carried based on the poll results.

4. To re-elect Mr. Kenichi Shimomoto, retiring by rotation pursuant to Bye-laws and Rule 720(5) of the Listing Manual.

As there were no further questions, the Chairman put Ordinary Resolution No. 4 to a vote by poll and declared it carried based on the poll results.

5. To re-elect Mr. Hwai-Hsin Liang, retiring pursuant to Bye-law 100.

As there were no further questions, the Chairman put Ordinary Resolution No. 5 to a vote by poll and declared it carried based on the poll results.

6. To elect Mr. David Chong, PBM as a Director of the Company pursuant to Bye-law 97.

As there were no further questions, the Chairman put Ordinary Resolution No. 6 to a vote by poll and declared it carried based on the poll results.

7. To approve Directors' Fees of NT\$10 million for the financial year ended 31 December 2023 to the Directors.

As there were no further questions, the Chairman put Ordinary Resolution No. 7 to a vote by poll and declared it carried based on the poll results.

8. To re-appoint KPMG LLP as Auditors of the Company until the conclusion of the next annual general meeting and to authorize the Directors to fix their remuneration.

As there were no further questions, the Chairman put Ordinary Resolution No. 8 to a vote by poll and declared it carried based on the poll results.

SPECIAL BUSINESS

9. To approve the Proposed Share Issue Mandate:
 - (A) subject to the provisions of the Bye-laws and the Listing Manual, the exercise by the Directors during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue (whether by way of rights, bonus or otherwise) and deal with additional shares in the capital of the Company including but not limited to the listing of such additional shares on the SGX-ST and/or the offering of depository receipts in respect of such additional shares and to make or grant offers and agreements which might require the exercise of such power be and is hereby generally and unconditionally approved;
 - (B) authority be and is hereby given to the Directors to allot and issue shares pursuant to offers, agreements and options made or granted during the Relevant Period (as hereinafter defined) that might or would require shares to be issued, including but not limited to the creation and issuance during the Relevant Period of (as well as adjustments to) warrants, debentures or other instruments convertible into shares (collectively, the "Instruments"), upon such terms and conditions and for such purposes and to such persons as the Directors may, in their absolute discretion, deem fit, notwithstanding that such allotment and issuance of shares pursuant to the Instruments are made after the end of the Relevant Period (as hereinafter defined);
 - (C) the aggregate nominal amount of share capital to be allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an

Instrument or otherwise) by the Directors pursuant to the approval in paragraphs (A) and (B) above (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed 50% of the aggregate nominal amount of the share capital of the Company in issue (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed, of which the aggregate nominal amount of share capital to be allotted other than on a pro-rata basis to the existing members of the Company (including shares to be issued in pursuance of Instruments made or granted pursuant to this Resolution) shall not exceed 20% of the aggregate nominal amount of the share capital of the Company in issue (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed and the said approval shall be limited accordingly;

- (D) subject to such manner of calculation as may be prescribed by the SGX-ST, for the purpose of determining the aggregate number of shares that may be issued under paragraph (C) above, the percentage of issued share capital shall be based on the issued share capital of the Company (excluding treasury shares and subsidiary holdings) at the time this Resolution is passed, after adjusting for:
 - (i) new shares arising from the conversion or exercise of any convertible securities or share options or vesting of share awards which are outstanding or subsisting at the time this Resolution is passed, provided that the options or awards were granted in compliance with Part VIII of Chapter 8 of the Listing Manual; and
 - (ii) any subsequent bonus issue, consolidation or sub-division of shares; and

- (E) for the purpose of this Resolution, “Relevant Period” means the period commencing from the passing of this Resolution and expiring on the earliest of:
 - (i) the conclusion of the next annual general meeting of the Company;
 - (ii) the expiration of the period within which the next annual general meeting of the Company is required to be held; or
 - (iii) the date on which the authority given under this Resolution is revoked or varied by an ordinary resolution of the shareholders of the Company (“Shareholders”) in general meeting.

As there were no further questions, the Chairman put Ordinary Resolution No. 9 to a vote by poll and declared it carried based on the poll results.

10. To approve the Proposed Renewal of Share Buy-back Mandate:

(A) the exercise by the Directors of all the powers of the Company to purchase or acquire issued ordinary shares in the capital of the Company (“Shares”) not exceeding in aggregate the Maximum Limit (as hereinafter defined), at such price or prices as may be determined by the Directors from time to time up to the Maximum Price (as hereinafter defined), whether by way of:

- (i) market purchase(s) (“On-Market Purchases”) on the SGX-ST; and/or
- (ii) off-market purchase(s) (if effected otherwise than on the SGX-ST) in accordance with any equal access scheme(s) as may be determined or formulated by the Directors as they consider fit based on the requirements of section 76C of the Companies Act 1967 of Singapore (“Off-Market Purchases”),

and otherwise in accordance with all other laws and regulations of Singapore and Bermuda and the rules of the SGX-ST as may for the time being be applicable, be and is hereby authorized and approved generally and unconditionally (“Proposed Share Buy-back Mandate”);

(B) the authority conferred on the Directors pursuant to the Proposed Share Buy-back Mandate may be exercised by the Directors at any time and from time to time during the period commencing from the date of the passing of this Resolution and expiring on the earliest of:

- (i) the conclusion of the next annual general meeting of the Company or the date by which it is required to be held;
- (ii) the date on which the share buy-backs are carried out to the full extent mandated; or
- (iii) the date the said mandate is revoked or varied by the Shareholders in a general meeting;

(C) in this Resolution:

“Maximum Limit” means such number of Shares representing 10% of the total number of issued Shares (excluding treasury shares and subsidiary holdings) as at the date of the general meeting at which the Proposed Share Buy-back Mandate is approved by the Shareholders; and

“Maximum Price” in relation to a Share to be purchased or acquired, means the purchase price (excluding brokerage, commission, applicable goods and services tax and other related expenses) which shall be determined by the Directors, but must not exceed:

- (i) in the case of an On-Market Purchase of a Share, 105% of the Average Closing Price of the Shares; and
- (ii) in the case of an Off-Market Purchase of a Share pursuant to an equal access scheme, 120% of the Average Closing Price of the Shares,

where:

“Average Closing Price” means the average of the closing market prices of the Shares over the last five (5) days on which the SGX-ST is open for securities trading, on which transactions in the Shares were recorded, preceding the day of the On-Market Purchase or, as the case may be, preceding the date of the making of the offer pursuant to the Off-Market Purchase, and deemed to be adjusted for any corporate action that occurs during the relevant five (5)-day period and the day on which the purchases are made; and

“date of the making of the offer” means the date on which the Company announces its intention to make an offer for an Off-Market Purchase, stating the purchase price (which shall not be more than the Maximum Price calculated on the foregoing basis) for each Share and the relevant terms of the equal access scheme for effecting the Off-Market Purchase.

As there were no further questions, the Chairman put Ordinary Resolution No. 10 to a vote by poll and declared it carried based on the poll results.

VOTING RESULTS

Based on the results of the poll provided by T S TAY Public Accounting Corporation – the Scrutineer appointed by the Company at the AGM for the purpose of the poll, the Company made the following announcement relating to the AGM results through SGXNET on 23 April 2024.

The following are the poll results in respect of the resolutions passed at the AGM of the Company:

Resolution number and details	Total number of shares represented by votes for and against the relevant resolution	FOR		AGAINST	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
1. To receive and adopt the Directors' Statement and the audited Financial Statements of the Company for the financial year ended 31 December 2023, together with the Independent Auditors' Report thereon.	38,891,093	38,891,093	100%	0	0%
2. To approve the declaration of a first and final dividend for the financial year ended 31 December 2023 of NT\$2.55 per share.	39,208,998	39,208,998	100%	0	0%
3. To re-elect Mr. Andy C.W. Chen, retiring pursuant to the Bye-laws of the Company ("Bye-laws") and Rule 720(5) of the listing manual of the Singapore Exchange Securities Trading Limited ("SGX-ST") ("Listing Manual").	39,095,298	38,964,873	99.67%	130,425	0.33%
4. To re-elect Mr. Kenichi Shimomoto, retiring	38,992,298	38,920,473	99.82%	71,825	0.18%

	pursuant to the Bye-laws and Rule 720(5) of the Listing Manual.					
5.	To re-elect Mr. Hwai-Hsin Liang, retiring pursuant to Bye-law 100.	38,962,898	38,934,532	99.93%	28,366	0.07%
6.	To elect Mr. David Chong, PBM as a Director of the Company pursuant to Bye-law 97.	39,054,298	38,923,873	99.67%	130,425	0.33%
7.	To approve Directors' Fees of NT\$10 million for the financial year ended 31 December 2023 to the Directors of the Company.	39,071,298	39,071,298	100%	0	0%
8.	To re-appoint KPMG LLP as auditors of the Company and to authorize the Directors of the Company to fix their remuneration.	39,087,398	39,087,398	100%	0	0%
9.	To approve the Proposed Share Issue Mandate.	39,032,798	38,783,680	99.36%	249,118	0.64%
10.	To approve the Proposed Renewal of Share Buy-back Mandate.	39,086,231	39,086,231	100%	0	0%

There being no further business, the proceedings then concluded.

CONFIRMED AS A TRUE RECORD OF THE PROCEEDINGS

Tsui-Hui Huang
Chairman of the Meeting