

# Coretronic Corporation

## Meeting Notice for 2023 Annual General Shareholders' Meeting

The 2023 Annual General Shareholders' Meeting (the "Meeting") of Coretronic Corporation (the "Company") will be convened at 9:00 a.m., June 14 (Wednesday), 2023 at No. 2, Kebei 5<sup>th</sup> Rd., Zhunan Science Park, Miaoli County. Registration begins at 8:30 am.

Convening Method : Shareholders meeting will be held by means of physical shareholders meeting

### I. The Agenda for the Meeting is as Follows:

#### 1. Report Items

- (1) 2022 Annual Business Report.
- (2) 2022 Audit Committee's Review Report.
- (3) The distribution of 2022 employees' compensation.
- (4) The distribution of 2022 Earnings in cash and additional paid-in capital in cash.

#### 2. Ratification Items

- (1) Ratification of 2022 Annual Business Report and Financial Statements.
- (2) Ratification of the Proposal for the Distribution of 2022 Earnings.

#### 3. Discussion Items

- (1) Proposal to release the Directors from non-competition restrictions.
- (2) Proposition for the Company's subsidiary, Optoma Holding Limited, will undertake an IPO on London Stock Exchange with the issuance of common shares.

#### 4. Extraordinary Motions

**II. The Distribution of 2022 Earnings and capital reserve has been approved by the Board of Directors and Distribution is Proposed as:** Cash dividend of NTD 1,368,433,885 ( NTD 3.5 / per share) and additional paid-in capital of NTD 390,981,110 ( NTD 1.0/ per share). The Chairman to determine the ex-dividend date of paying cash dividend. Actual cash dividend distribution ratio based on the number of actual shares outstanding on the record date for adjustment.

**III. To lift the competition restrictions for Directors:** Based on the provisions of Article 26-1 of the Securities and Exchange Act and Article 209 of the Company Act, it is proposed to request the shareholders' meeting to agree to lift the restrictions on the competitive activities of the current independent director, Audrey Tseng, during her term of office. Please refer to MOPS (<http://mops.twse.com.tw>) for information regarding the concurrent posts of the current independent director.

**IV. Proposition for the Company's subsidiary, Optoma Holding Limited, will undertake an IPO on London Stock Exchange with the issuance of common shares.** Details can be found in Attachment 1.

Board of Directors  
Coretronic Corporation

**Proposition for the Company's subsidiary, Optoma Holding Limited, will undertake an IPO on London Stock Exchange with the issuance of common shares. (Proposed by the Board of Directors)**

Description :

- (1) The purpose of applying for listing and trading in an overseas securities market:  
Optoma Holding Limited (hereinafter referred to as "Optoma Holding") intends to issue shares via an IPO on London Stock Exchange in considerations of the business expansion, local talent attraction and the opportunity of M&A.
- (2) Impacts on the finance and business of the Company, the proposed changes in the organizational structure and corresponding impacts to the Company:
  - 1) Financial impact
    - i. Optoma Holding remains a consolidated subsidiary of the Company after the IPO. Despite dilution of shares after the IPO, the revenue and profit of Optoma Holding are expected to be increased apparently due to the introduction of new business.
    - ii. With the capital raised on the IPO, Optoma Holding expects to improve its business competitiveness, enhance its innovation capabilities and merge proential targets. All these shall have positive effects on the profit and equity contributed to the Company.
    - iii. The proposed IPO on London Stock Exchange will open an addition channel to raise capital, making the capital resources more diversified.
  - 2) Impact on business
    - i. The IPO will enhance the Company's image, attract more local talents to explore the Company's growth.
    - ii. The raised capital will increase Optoma Holding's competitiveness to expand market. By scaling up the operation, improving R&D capabilities and potential M&A, Optoma Holding will enhance current advantages to bring more profits.
  - 3) The proposed changes in the organizational structure and business and the corresponding impacts to the Company.
    - i. Changes in the organizational structure  
The company indirectly holds 96.21% share interests of Optoma Holding through the wholly-owned subsidiary, Coretronic Investment Limited. There's no changes in the organizational structure and business on both Coretronic Investment Limited and Optoma Holding Limited.
    - ii. Changes in the business  
Optoma Holding's business has not been adjusted due to the listing plan.
    - iii. Impact of the proposed changes in the organizational structure and business on the listed Company  
There's no changes in the organizational structure and business on Optoma Limited for the IPO. The IPO of Optoma Limited has no significant impact on the Company.
- (3) Method of shareholding dispersal and proposed reduction of shareholding, basis of price determination and parties to whom equities are to be assigned or specified persons being contacted:
  - 1) Method of shareholding dispersal and proposed reduction of shareholding  
Optoma Holding plans to apply for an IPO on London Stock Exchange with the issuance of new shares. The total number of new shares issued is approximately 25% to 35% (tentative) of the post basis. The final number of the issued shares and the issued price will be resolved by

the shareholders' meeting of the Company to authorize the BOD and relevant person to negotiate with the underwriters in accordance with laws and regulations, capital needs, communication with regulators and market conditions.

2) Basis of price determination

It will be determined in accordance with the Rules of London Stock Exchange.

3) Parties to whom equities are to be assigned or specified persons being contacted

Sale to public investors under the Rules of London Stock Exchange.

(4) Any concerns for the ongoing listing of the Company:

The IPO of Optoma Holding will comply with the laws and regulations of London Stock Exchange. Since Optoma Holding remains a significant subsidiary of the Company after its IPO, the information disclosure requirements still will be regulated by Taipei Exchange. The IPO of Optoma Holding will not affect the ongoing listing of the Company on Taipei Exchange.

(5) Any other matters that need to be specified:

1) Optoma Holding's IPO is considered for its future development, but it has not been filed yet.

There are uncertainties on the date for the submission of application and how much time the London Stock Exchange will take to review the application.

2) To propose to the shareholders' meeting of the Company to authorize the BOD and relevant person on behalf of the Company to deal with all necessary affairs and any corresponding amendment of the IPO, which including but not limited to the issuance terms, the number of the issued shares, the assigned parties, the issued price, the Letter of Commitment, the Statement Letter, the Confirmation Letter and relevant others in accordance with the status of IPO, the laws, regulations, and suggestions from the competent authority and market conditions.

(6) Please resolve.