

Meeting Notice

Part 1

- I. It is hereby scheduled at 9:00 am on 9 June 2022 (Thursday) (registration time for accepting shareholders: 8:30 am; the check-in place is the same as the meeting place). The 2022 regular meeting of shareholders will be held in the Conference Room, No. 266, Sec. 1, Wenhua 2nd Rd., Linkou Dist., New Taipei City, Taiwan (R.O.C.). Main contents of the meeting:

(I) Reporting Items: (1) 2021 Business Report. (2) 2021 Audit Committee's Review Report. (3) Report on the Distribution of Remuneration of Employees and Remuneration of Directors for 2021. (4) Report on the Amendments to the Regulations for the Repurchase of Shares to Transfer to Employees. (5) Report on the Implementation Status of Treasury Shares. (6) Amendments to the "Rules of Procedure for Meeting of the Board of Directors". (7) Other Reporting Items (Including A Report on Shareholders' Proposals).

(II) Ratification Items: (1) 2021 Final Account Statements for Ratification. (2) Proposal of 2021 Earning Distribution for Ratification.

(III) Discussion Items: (1) Proposal of 2021 Capital Increase from Earnings. (2) Amendments to the "Articles of Association". (3) Amendments to the "Rules of Procedure for Shareholders' Meeting". (4) Amendments to "Regulations for Endorsement and Guarantee". (5) Amendments to "Procedures for the Purchase and Disposal of Assets". (6) Amendments to "Procedures for Loans to Others". (7) Amendments to "Procedures for Engaging in Derivative Transactions". (8) Proposal for the Issuance of Restricted Stock Award. (9) Proposal for the Private Offering of the Company's Ordinary Shares.

(IV) Election: Election of the 18th Session of Directors and Independent Directors.

(V) Other Proposals: Proposal for the Release of the Non-Competition Restriction on Directors and Their Representatives

(VI) Extempore Motions

- II. The main contents of the 2021 earnings distribution proposal of the Company that have been resolved by the board of directors are as follows:

1. A cash dividend of NT\$456,568,977 per share is proposed to be distributed NT\$3.01416079. Stock dividend of NT\$45,656,890, totaling 4,565,689 shares. For every thousand shares, 30.141607 surplus allotment shares were distributed free of charge. It is proposed to authorize the board of directors to set the ex-rights date and ex-dividend base dates in the shareholders' meeting.

2. If the company subsequently repurchases company shares, employee warrants, transfers treasury shares to employees or converts corporate bonds without guarantee, etc., which affects the amount of outstanding shares, so that the dividend rate of shareholder allotment changes and needs to be revised, it is proposed to authorize the board of directors to handle the matter in the shareholders' meeting.

III. Please refer to the seventh page for the description of the proposed issuance of new shares to limit the rights of employees to employees.

IV. Please refer to the eighth page for the description of the Company's proposed private placement of common stocks.

V. The number of directors to be elected at this shareholders' meeting is 9 (including 4 independent directors).

The list of candidates for this election is by nomination system. Directors: Morrison Liang, Liang, Mao-Chung, Shen, Xian-He, Chen, Zheng-Xing, Yang, Xian-Zeng. Independent directors: Lin, Ming-Jie, Chu, Ji-Yuan, Lin, Shu-Xian, Zou, Jia-Jun. Investors can check the educational experience and other relevant information of the candidates by visiting Market Observation Post System (website: <http://mops.twse.com.tw/mops/web/t146sb10>). Please enter "Company Code: 2467", date of announcement: "Last March" and "Type of Announcement: Announcements related to the appointment of directors and supervisors by the candidate nomination system (listed and emerging companies)" for inquiries.

VI. In accordance with the article 209 of Company Act the restriction of non-competition during the term of office of the directors of the company shall be lifted. For details of the lifting, please refer to the way of explanation in article 12.

VII. In accordance with Article 165 of the Company Act, the transfer of shares will be suspended from 11 April 2022 to 9 June 2022.

VIII. In addition to the announcement, a special letter has been attached, and a copy of the attendance card and a power of attorney for the general meeting of shareholders are attached herewith. Please attend the meeting. If the shareholder attends in person, please fill in the second copy of the attendance card and check-in at the venue on the day of the meeting. If you entrust an agent to attend the meeting, please fill in the third copy of the letter of authorization and the second copy of the attendance and please send them to Stock Agency Department of President Securities Corporation 5 days before the meeting.

- IX. If a shareholder requests a letter of authorization, we will prepare a summary form for solicitors and the information will be disclosed on the website of the Securities and Futures Institute (URL: <https://free.sfi.org.tw>) before 9 May 2022. Investors can search the information by entering the searching conditions directly on the “Power of Authorization Free Searching System” section of the website.
- X. Shareholders of this meeting can exercise their voting rights electronically, and the exercise period will be from 10 May 2022 to 6 June 2022. Please go to the website of Taiwan Depository & Clearing Corporation and log in to “Stockvote Platform.” to vote according to the relevant instructions. 【Website: <https://www.stockvote.com.tw>】
- XI. The statistical verification institution for the proxy of the shareholders' meeting of C Sun MFG. Ltd. is the Stock Agency Department of President Securities Corporation.
- XII. If there is any matter that Article 172 of the Company Act stipulates that the main content of the convening should be listed and explained, please go to Market Observation Post System (website: <https://mops.twse.com.tw>) path: click Basic Information/E-Book/Annual Report and Shareholders' Meeting-related information and enter the company code “2467” and the annual “111”, and then select “References for Resolutions of Shareholders' Meeting” or “Procedure Manual and Supplementary Information for Meetings”.
- XIII. Thank you for reading the information.

Sincerely Yours,

C Sun MFG. Ltd.

Proposal for the Issuance of Restricted Stock Award

Part 7

- I. To attract and retain professional talents required by the Company, provide incentives for employees, and improve employees' cohesiveness in the hope of jointly creating the maximum interests of the Company and shareholders, the Company offers the restricted stock award (RSA) in accordance with relevant requirements under Article 267 of the Company Act and the "Regulations Governing the Offering and Issuance of Securities by Securities Issuers" (the "Regulations for Offering and Issuance") promulgated by the Financial Supervisory Commission.
- II. The content of the intended RSA for offering is as follows:
 - (I) Total issue Amount: The total issue amount is NT\$12,000,000, with a par value of NT\$10 per share, totaled 1,200,000 shares.
 - (II) Issue Conditions:
 1. Issue Price: NT\$0 per share.
 2. Vesting Condition: Those who fulfill the year of service and performance conditions stated in the regulations for the RSA offering.
 3. Category of the Share Issuance: Ordinary shares of the Company.
 4. Handling methods for employees who fails to fulfill the vesting conditions or upon the occurrence of inheritance after being offered or subscribe the restricted stocks:

Handling methods for employees fail to fulfill the vesting conditions

- (1) For voluntarily separation, dismissal, lay off, death resulting from non-occupational disaster, leave without pay, transfer to affiliates, or personal performances failing to reach level A for the evaluation of employees within three years from the offer date, the Company will retrieve the unvested shares from the employees without compensation.
- (2) Share dividends and cash dividends distributed during the vesting period: The Company distributes such dividends to employees without compensation.
- (3) Before fulfilling the vesting conditions, the Company will retrieve the restricted stocks without compensation when employees violate the Company's offering regulations and terminate or cancel the proxy authorization of the Company.

Upon the occurrence of the following circumstances, the unvested RSA shall be handled according to the following methods:

- (1) For unvested RSA of those who are unable to continue assuming their positions due to physical disabilities resulting from occupational disasters, the Company will retrieve the RSA with no compensation from the effective date of separation.
- (2) For unvested RSA of those who passed away due to occupational disasters, upon the death of the employees, the unvested restricted shares shall be deemed fully vested. After completing necessary legal procedures and providing relevant certifying documents, the successors may apply for collecting shares or interests disposed of that they shall inherit.
- (3) Since being offered the RSA, for those who violated the labor contract or working rules, or with material mistakes, or those who provided a written notice to the Company to give up the RSA voluntarily, the Company is entitled to retrieve and cancel the unvested RSA.

The Company will cancel the RSA it retrieved.

Restrictions on the rights of shares before fulfilling the vesting conditions:

- (1) During the vesting period, employees shall not sell, pledge, transfer, offer to others, create rights, or make other disposals for its RSA.
- (2) During the vesting period, the RSA shall be entitled to the share dividends, cash dividends, and share subscription for capital increase in cash.
- (3) After the offering of the RSAs, they shall be immediately trusted; also, before the fulfillment of the vesting conditions, employees may not request the return of the RSA by any reason or means from the trustee.

(III) Qualification of and Number of Shares Distributed and Offered to Employees:

- (1) The RSA shall only be offered to the full-time formal employees of the Company who had assumed office upon the date of offering.
- (2) For the volume of RSA actually granted to and available for employees, the Chairman will, with reference to the year if experience, job rank, work performance, overall contributions, special achievements, or other conditions to be referred to for management, verify and submit it to the Board for approval. However, offering to Directors who are also managerial personnel or employees shall be subject to the consent of the Remuneration Committee.

- (3) The sum of the cumulative number of shares available for subscription with restricted shares issued under paragraph 1, Article 56-1 of the Regulations for Offering and Issuance, together with the total number of cumulative restricted shares, shall not exceed 0.3% of the total issued shares; furthermore, the cumulative number of shares available for subscription with restricted shares issued under paragraph 1, Article 56-1 of the Regulations for Offering and Issuance shall not exceed 1% of the total issued shares.
- (IV) Reason for the Necessity of the RSA Offering: To attract and retain professional talents required by the Company, provide incentives for employees, and improve employees' cohesiveness in the hope of jointly creating the maximum interests of the Company and shareholders.
- (V) Matters for potential expensing amounts, dilution of the Company's earnings per share, and other effects on shareholders' interests: The offering of RSA totaled 1,200,000 shares, and the price is temporarily set at the closing price of the Company's ordinary shares of NT\$45.35 per share on 19 April 2022 (the day immediately prior to the date of convening notice for the Board meeting); according to the vesting period set, the total potential expensing amount shall be NT\$54,420,000 during the year. Based on 152,189,659 shares issued on 19 April 2022, it is provisionally estimated that the earnings per share after the expenditure may decrease by NT\$0.3576. The Company expects to record a growing trend for its operations for the following years; therefore, based on the overall evaluation, such circumstances shall have limited effects on the dilution of the Company's earnings per share in the following years, and have no significant effect on the interests of existing shareholders.

Proposal for the Private Offering of the Company's Ordinary Shares

Part 8

I. To seek cooperation with strategic investors and supplement working capital, the Company intends to authorize the Board to perform a private offering through the capital increase in cash by issuing ordinary shares within one year from the date of resolution made by the shareholders' meeting within the limit of no more than 12,000 thousand shares based on the conditions of the capital market in accordance with Article 43 of the "Securities and Exchange Act" and the "Directions for Public Companies Conducting Private Placements of Securities"; relevant matters are described as follows:

1. Basis and reasonableness for the pricing of the private offering

- (1) The issue price of the private offering of ordinary shares is set on the basis of no less than 80% of the reference price for the establishment of the private offering price. The reference price for the private offering of ordinary shares shall be the higher price calculated based on the following two standards:
 - A. The simple average closing price of the ordinary shares for either the 1, 3, or 5 business days before the price determination date, after adjustment for any distribution of stock dividends, cash dividends or capital reduction.
 - B. The simple average closing price of ordinary shares for the 30 business days before the price determination date, after adjustment for any distribution of stock dividends, cash dividends, or capital reduction.
- (2) The basis for the abovementioned establishment of the price of the private offering ordinary shares complies with the current circumstances and the future development of the Company, together with the consideration of the transfer restriction of three years for securities privately offered under the Securities and Exchange Act, shall be reasonable.
- (3) The Company intends to propose to the shareholders' meeting to authorize the Board to set the actual issue price that is no less than the establishment basis and scope of percentage resolved by the shareholders' meeting, subject to the then market condition; however, the price shall be no less than the nominal value of the share certificate.
- (4) The Board is authorized to determine the actual pricing date subsequently subject to the conditions of specific persons.

2. The method for selecting the specific persons, necessity, and estimated effect:
 - (1) Selecting method and purpose: Targets of the private offering of ordinary shares are limited to specific persons stated in Article 43-6 of the Securities and Exchange Act and relevant letters and orders stipulated by the competent authority, and such specific persons are not insiders or related parties of the Company. The places for the private offering shall be limited to strategic investors. The Company seeks opportunities for technical operations or strategic alliances with domestic and foreign major companies.
 - (2) Necessity: In response to the rapid change and to reinforce our future growing momentum, the Company intends to introduce strategic investors through the issuance of ordinary shares by means of private offering for capital increase in cash to improve our competitive strength, benefiting the long-term business development and planning of the Company in the future.
 - (3) Estimated effect to be achieved: After introducing strategic investors, the Company would expand its operating layout in the market through the strategic cooperation and alliance between both parties, which is beneficial for the future operating synergy.
 - (4) Currently, there is no determined strategic investor.
3. Necessary reason for the private offering:
 - (1) Reason to reject public offering: Considering the conditions in the capital market, issue costs, the fundraising timeliness and feasibility of private offering, as well as the restriction on transferring privately offered stocks within three years, it is more likely to ensure and reinforce the close long-term partnership with strategic investors; therefore, the private offering rejects public offering but intends to issue new shares by means of private offering through the capital increase in cash.
 - (2) Limit on the private placement: Within the limit of 12,000 thousand shares, the private offering shall be carried out at once within one year from the date of resolution made by the shareholders' meeting.
 - (3) Usage of the fund: Seek opportunities for technical operations or strategic alliances with domestic and foreign major companies.
 - (4) Estimated effect: Expand its operating layout in the market, which is beneficial for the future operating synergy
4. Whether the independent directors have objections or reservations: No

- II. In principle, the rights and obligations of the ordinary shares issued under the private offering for capital increase in cash shall be the same as the issued ordinary shares of the Company. Apart from the transferees complying with the Article 43-8 of the Securities and Exchange Act, the ordinary shares under the private offering shall not be transferred within three years from the date of delivery; upon three years from the date of delivery for the ordinary shares under the private offering, when fulfilling relevant laws and regulations, the Company may apply with the competent authority for securities regarding the public offering and the listing of stock for trading.
- III. For the primary content of the private offering plan of ordinary shares, including the actual number of shares under the private offering, the actual price of the private offering, the selection of places, the base date, issue conditions, items of the plan, fund usage and progress, estimated effects, and other relevant matters, as well as all other matters related to the issue plan, the Company intends to propose to the shareholders' meeting to authorize the Board to adjust, formulate, and arrange based on the market conditions, and authorize the Board to handle amendments due to changes in laws and regulations or requirements of the competent authority, or changes required subject to the evaluation of operations or the objective environment at its full discretion.
- IV. Apart from the abovementioned scope of authorization, the Company intends to propose to the shareholders' meeting to authorize the Chairman to execute, negotiate, or alter all contracts and documents related to the private offering of ordinary shares, and handle all matters required for the issuance of ordinary shares under the private offering.
- V. Visit the MOPS (website: <https://mops.twse.com.tw/>) or the Company's website (<https://www.csun.com.tw/>) to acquire detailed information on the proposed private placements of securities provided pursuant to Article 43-6 of the "Securities and Exchange Act".