

Ability Enterprise Company Limited  
2024 Annual Shareholders' Meeting Notice  
(Translation)

**Subject**

2024 Annual Shareholders' Meeting of Ability Enterprise Company Limited  
(The meeting) to be convened in accordance with the Company Act, Securities, and Exchange Law and the resolution of the meeting Board of Directors (BOD) on May 10, 2024.

**Announcements**

1. Meeting time:

9:00 am on June 20, 2024

2. Meeting Venue: New Taipei City Exhibition Hall

2F, No.1, Wuquan 1st Rd., WuGu Dist., New Taipei City 242, Taiwan, R.O.C.

3. Meeting Agenda:

I. Report:

- (1) The Company's Business Report of 2023 ◦
- (2) The Audit Committee's Review Report of 2023 Financial Records ◦
- (3) The report of the Company's 2023 Endorsement and Guarantee Records ◦
- (4) The report on the distribution of employees' compensation and directors remuneration for the year 2023 ◦
- (5) Other reports ◦

II. Proposed Resolution:

- (1) The proposal for the Company's 2023 Business Report & Financial Statement ◦
- (2) The proposal of the Company's 2023 Earning Distribution ◦

III. Discussion:

- (1) Proposal of issue new shares of Restricted Stock Awards ◦  
(Please refer to the attachment 1 for details.)
- (2) The revision of the Company's "Articles of Incorporation" ◦
- (3) Discussion to approve the releasing of non-competition restrictions for directors of the Company.

4. Dividend Distribution: The Company intends to distribute the dividend in the amount of NT\$258,780,881 which is equaling NT\$0.9 per share.

5. According to the Art 172 of the "Company Act", all the contents shall be published in Market Observation Post System with a web of <http://mops.twse.com.tw>.

6. If you decide to attend the meeting in person, please sign or seal the "Notice of Attendance" and bring it to the meeting on the day of the annual shareholders' meeting; if you appoint a proxy to attend the meeting, please sign or seal the "Proxy Form", and personally fill in the name and address of the proxy, and send it to the Company's stock agent, Chinatrust

Commercial Bank Agency Department, 5 days before the meeting. The attendance card will be sent to the proxy by mail

7. If any shareholder requires the Proxy of the Meeting, the Company will compile a statement of the solicitation information on May 20, 2024, and disclose it on the website (<https://free.sfi.org.tw>) of the "Securities & Futures Institute" for the shareholders' convenience to check more details.
8. The shareholders can also vote through the STOCKVOTE platform of the Taiwan Depository and Clearing Corporation (<https://www.stockvote.com.tw>) from May 21, 2024, to June 17, 2024.
9. The Transfer Agency Department of CTBC BANK will be the organization to verify and perform the statistics calculation of the Proxy in the Meeting.

## Attachment 1

I. To attract and retain professional talents required by the Company, provide incentives to employees, and improve employees' cohesion in the hope of jointly creating the Company's and shareholders' benefits, the Company established the Regulations for the 2024 Issuance of Restricted Stock Awards (the "Regulations") according to the "Regulations Governing the Offering and Issuance of Securities by Securities Issuers" (the "Offering and Issuance Regulations") published by the Financial Supervisory Commission (FSC) and other relevant requirements.

II. Terms of the restricted stock awards are as follows:

(I) Total issuance amount:

The total issuance amount of the RSAs is 3,800,000 shares with a par value of NT\$10 per share, totaling NT\$38,000,000.

(II) Conditions of RSAs:

1. Issuance price: The issuance adopts the model of granting, and the issuance price is nil per share.

2. Vesting conditions

After granting the RSAs, when the employees remain in service with their annual performance evaluation results complying with the required conditions and fulfilling the service rules without violating the working rules of the Company upon the timetable below starting from the base day of the capital increase, the ratio of shares meeting the vesting conditions is as follows:

(1) One year: 40% of the granted shares.

(2) Two years: 30% of the granted shares.

(3) Three years: 30% of the granted shares.

3. Treatment when employees fail to meet the vesting conditions:

If employees fail to meet the vesting conditions, the granted but not yet vested shares shall be recovered by the Company free of charge and canceled.

4. Type(s) of shares issued: New Common shares of the Company.

5. Measures to be taken when employees fail to meet the vesting conditions or in the event of inheritance: following the processes prescribed by the issuing rules.

(III) Eligible employees and shares to grant:

1. Limited to the full-time formal employee's in-service on the granting day of restricted stock awards (RSAs), excluding the full-time formal employees of domestic and foreign companies controlled by or subordinated to the Company.

2. The number of RSAs granted to employees will be approved by the Chairman and reported to the Audit Committee and the Board for resolution with reference to the job level, work performance (the performance evaluation results for one period among the four periods in the recent two years shall at least be B), condition, and other factors, taking into account

the operational requirements, business development, and strategies of the Company; however, for Directors who are concurrently managers or employees, it shall be proposed to the Remuneration Committee and the Board for approval.

(IV) Reasons for the issuance of restricted stocks:

To attract and retain professional talents required by the Company, provide incentives to employees, and improve employees' cohesion in the hope of jointly creating the Company's and shareholders' benefits.

(V) Possible amounts expensed, dilutive effects on the earnings per share of the Company, and effects on the rights and interests of other shareholders: The Company shall measure the fair value of shares on the granting date and recognize relevant expenses in the respective years during the vesting period. Calculating based on the average closing price of NT\$25.1 for the 30 business days before February 27, 2024 of the ordinary shares of the Company, the total possible amount expensed is approximately NT\$70,650 thousand. Calculated based on the three years in the vesting period, the amount expensed allocated to each year is NT\$46,600 thousand, NT\$17,299 thousand, and NT\$6,750 thousand, respectively, and the dilutive effects on the earnings per share are NT\$0.16, NT\$0.06, NT\$0.02, respectively. Based on the overall evaluation, the dilutive effects on the earnings per share of the Company in the following years are limited, and there are no material effects on shareholders' rights and interests.

III. If the conditions of the RSAs are required to be amended or adjusted due to the instructions of the competent authority or the amendments to relevant laws and regulations, the Company intends to propose to the shareholders' meeting to authorize the Board or personnel it authorized to make disposal on all issued RSAs at its full discretion.