

YULON NISSAN MOTOR CO., LTD.

2022 Annual General Shareholders' Meeting Reference Material

Time: June 24, 2022.

**Location: No.3, Sec. 3, Zhongxing Rd., Xindian Dist., New Taipei City,
Taiwan, R.O.C**

Ratification Items

Proposed by the Board of Directors

**Proposal 1: Ratification of the 2021 Business Report and Financial Statements.
Please ratify.**

Description:

1. The compilation of the Company's Fiscal 2021 Business Report and Financial Statements are completed and has been approved by the Board of Directors. The Financial Statements have been audited and certified by Chien-Hsin Hsieh, CPA, and Jui-Chuan Chih, CPA, of Deloitte & Touche. The Business Report and Financial Statements have been audited by the Audit Committee, and are hereby submitted for adoption by this Annual General Shareholders' Meeting.
2. Please refer to page 3 to page 5 of this handbook and Attachments 1 (p.14 to p.33) for the Fiscal 2021 Business Report, the CPA Audit Report issued by Deloitte & Touche and the Financial Statements, respectively.
3. Adoption requested.

Resolution:

Proposal 2: Recognition of 2021 Earnings Distribution.

Description :

1. Based on the audited 2021 financial statement, YNM presents 2021 earnings distribution statement as Attachment 2 (p.34).
2. According to earnings distribution statement, YNM proposes to distribute NT\$9.06 per share and the undistributed profit from the most recent years shall be distributed first .The target date for distributing cash dividend will be set on August 31, 2022. According to the Article 165 of Company Act, entries into register of shareholder shall not be allowed within 5 days prior to the target date of distributing cash dividend. Hence, entries into register of shareholder are not allowed from August 27, 2022 to August 31, 2022.
3. Request to resolve.

Resolved:

Discussions Items

Proposed by the Board of Directors

Proposal 1: Amendment to YNM Articles of Incorporation.

Explanation:

1. Complied with the requirements under the notice letter No.11000115851, YNM Articles of Incorporation shall be amended accordingly to conform to the relevant business operations. Please refer to the comparison table as Attachment 3 (p.35).
2. Request to resolve.

Resolution:

Proposed by the Board of Directors

Proposal 2: Amendment to “YNM Operational Procedures for Acquisition and Disposal of Assets”.

Explanation:

1. Complied with the requirements under the notice letter No. 1110380465, the Company’s “Operational Procedures for Acquisition and Disposal of Assets” shall be amended accordingly to conform to the relevant business operations. Please refer to the comparison table as Attachment 4 (from p.36 to p.41).
2. Request to resolve.

Resolution:

Proposed by the Board of Directors

Proposal 3: The Lift on the Prohibition on Directors from Concurrently Acting as a Director and/or Managerial Personnel of Another Company.

Explanation:

1. According to Article 209 of Company Act, a director who does anything for himself or on behalf of another person that is within the scope of the company's business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval.
2. Please approve to lift the prohibition that some directors shall not act as a director and/or manager of another company in response to the need of the company's business operations. Please refer to the list as Attachment 5 (p.42).
3. Request to resolve.

Resolution: