

**Excerpt from Minutes of the 2023 Annual General Meeting of
Lemtech Holdings Co., Limited
(Incorporated in the Cayman Islands)
(the "Company")**

Meeting time: 9:00 a.m., Tuesday, June 27, 2023

Meeting place: 3rd Floor, No.189, Sec.1, Sianmin Blvd., Banciao Dist., New Taipei City 220, Taiwan (Grand Forward Hotel)

Attendance: Shareholding of the attending shareholders: 34,491,175 shares (Ordinary shares, NTD 10 per share) of the attending shareholders, representing 55.45% of the total issuance of 62,192,775 shares (Ordinary shares, NTD 10 per share).

I. Chairman of the Meeting announced that the shareholding of shareholders present has met the regulatory requirement so that the Meeting begins.

II. Statement by the Chairman: Omitted.

III. Reporting matters: Omitted.

IV. Proposals matters: Omitted.

V. Discussion Matters:

Item I : (Proposed by the Board of Directors)

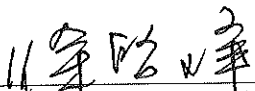
Subject: Amendment to the company's Memorandum and Articles of Association

Description: According to the "Checklist for the Protection of Shareholders' Rights and Interests in the Country of Registration of Foreign Issuers" published by the Taiwan Stock Exchange on January 9, 2023 in Taiwan Zheng Shang Er Zi Di No. 11117043011,, it is proposed to amend the comparison table of the company's Memorandum and Articles of Association. Please refer to Attachment 8.


Resolutions: This case was voted with 31,455,670 voting rights in favor, accounting for 91.19% of the total voting rights of the presenting shareholders with 34,491,175 voting rights (Include electronic voting). There were 3,746 voting rights (Include electronic voting) not in favor of the case. There were 3,031,759 waived/not voted and 0 voting right invalid (Include electronic voting). The Proposal was approved accordingly.

VI. Extempore Motion: None.

VII. Meeting adjourned: 9:20 am.



Hsu, Chi-Feng(徐啓峰)
Chairman



Lin, Yen-Chiu(林燕秋)
Clerk

* The purpose of the meeting is documented in the minutes of the general shareholders' meeting. The Agenda and procedures of the meeting are taped in video and audio form.

Attachment 8. Comparison Table of the "Memorandum and Articles of Association" before and after the Amendments

Amended Content	Original Content	Explanation
<p>Article 40</p> <p>(1)In the event any of the resolutions with respect to the paragraph (a), (b) or (c) of the preceding Article is adopted by general meeting, any Member who has notified the Company in writing of his objection to such proposal prior to such meeting and subsequently raised his objection at the meeting may request the Company to purchase all of his Shares at the then prevailing fair price; provided, however, that no Member shall have the abovementioned appraisal right if the general meeting resolves on the dissolution of the Company after the completion of transfer of business or assets under the paragraph (b) of the preceding Article. The abovementioned appraisal right shall be exercised in writing, stating therein the kinds and number of shares, within twenty (20) days after the adoption of resolutions with respect to the paragraph (a), (b) or (c) of the preceding Article.</p> <p>(2)In the event any part of the Company’s business is involved in any consolidation or merger with another company (including Consolidation and Merger), acquisition or Share Exchange, the Member, who has <u>voted against</u> or</p>	<p>Article 40</p> <p>(1)In the event any of the resolutions with respect to the paragraph (a), (b) or (c) of the preceding Article is adopted by general meeting, any Member who has notified the Company in writing of his objection to such proposal prior to such meeting and subsequently raised his objection at the meeting may request the Company to purchase all of his Shares at the then prevailing fair price; provided, however, that no Member shall have the abovementioned appraisal right if the general meeting resolves on the dissolution of the Company after the completion of transfer of business or assets under the paragraph (b) of the preceding Article. The abovementioned appraisal right shall be exercised in writing, stating therein the kinds and number of shares, within twenty (20) days after the adoption of resolutions with respect to the paragraph (a), (b) or (c) of the preceding Article.</p> <p>(2)In the event any part of the Company’s business is involved in any consolidation or merger with another company (including Consolidation and Merger), acquisition or Share Exchange, the Member, who has forfeited his right</p>	<p>This paragraph is revised in accordance with the Checklist for Protecting Shareholders of Foreign Issuers amended on January 9, 2023.</p>

Amended Content	Original Content	Explanation
<p>forfeited his right to vote on such matter and expressed his dissent therefor, in writing or verbally with a record before or during the meeting, in accordance with the Law and these Articles, may request the Company to buy back all of his Shares at the then prevailing fair price in accordance with the Law. The Member filing a foresaid request shall make it in writing within a twenty (20) days period commencing from the resolution date, specify the price for buying back. In case an agreement on the price of buy-back Shares is reached between the Member and the Company, the Company shall pay for the shares within ninety (90) days from the date on which the resolution was adopted. In case no agreement is reached, the Company shall pay the fair price it has recognized to the Members that have not reached agreement with the Company within ninety (90) days from the date on which the resolution was adopted. If the Company did not pay, the Company shall be considered to be agreeable to the price requested by the Member. Where a Member who has <u>voted against or forfeited his voting right</u> during the meeting requests the Company to buy all its Shares in accordance with the provisions of this paragraph, in case no agreement is reached within sixty (60) days since the resolution was made, the Company shall apply to the court and may choose Taiwan Taipei District Court as the court of first</p>	<p>to vote on such matter and expressed his dissent therefor, in writing or verbally with a record before or during the meeting, in accordance with the Law and these Articles, may request the Company to buy back all of his Shares at the then prevailing fair price in accordance with the Law. The Member filing a foresaid request shall make it in writing within a twenty (20) days period commencing from the resolution date, specify the price for buying back. In case an agreement on the price of buy-back Shares is reached between the Member and the Company, the Company shall pay for the shares within ninety (90) days from the date on which the resolution was adopted. In case no agreement is reached, the Company shall pay the fair price it has recognized to the Members that have not reached agreement with the Company within ninety (90) days from the date on which the resolution was adopted. If the Company did not pay, the Company shall be considered to be agreeable to the price requested by the Member. Where a Member requests the Company to buy all its Shares in accordance with the provisions of this paragraph, in case no agreement is reached within sixty (60) days since the resolution was made, the Company shall apply to the court and may choose Taiwan Taipei District Court as the court of first instance for a ruling on the fair price against all these dissenting Members as the opposing party within</p>	

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<p>instance for a ruling on the fair price against all these dissenting Members as the opposing party within thirty(30) days after that duration.</p> <p>(3)In case an agreement on the price of shares is reached between the shareholder and the company, the company shall pay for the shares within ninety days from the date on which the resolution was adopted. Without prejudice to the Law, in the event the Company fails to reach such agreement with the Member within a sixty (60) day period commencing from the resolution date, the Member may, within thirty (30) days after such sixty day (60) period, file a petition to Taiwan Taipei District Court for a ruling on the appraisal price.</p> <p><u>(4)Shares for which voting right has been forfeited in the second paragraph of this Article shall not be counted in the number of votes of shareholders present at the meeting.</u></p>	<p>thirty(30) days after that duration.</p> <p>(3)In case an agreement on the price of shares is reached between the shareholder and the company, the company shall pay for the shares within ninety days from the date on which the resolution was adopted. Without prejudice to the Law, in the event the Company fails to reach such agreement with the Member within a sixty (60) day period commencing from the resolution date, the Member may, within thirty (30) days after such sixty day (60) period, file a petition to Taiwan Taipei District Court for a ruling on the appraisal price.</p>	
<p>Article 84</p> <p>(1)A Director who in any way has a personal interest in the matter under discussion at a meeting of the Directors shall declare the essential contents of his personal interest to the Board meeting. In the merger/consolidation and acquisition involving the Company, a Director who has a personal interest in the transaction of merger/consolidation and acquisition shall explain to the Board and the general meeting the essential contents of such personal interest and the cause of his approval or dissent to the resolution of merger</p>	<p>Article 84</p> <p>(1)A Director who in any way has a personal interest in the matter under discussion at a meeting of the Directors shall declare the essential contents of his personal interest to the Board meeting. In the merger/consolidation and acquisition involving the Company, a Director who has a personal interest in the transaction of merger/consolidation and acquisition shall explain to the Board and the general meeting the essential contents of such personal interest and the cause of his approval or dissent to the resolution of merger</p>	<p>This paragraph is revised in accordance with the Checklist for Protecting Shareholders of Foreign Issuers amended on January 9, 2023.</p>

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<p><u>/consolidation or acquisition, and the Company shall itemize the essential contents of a Director's personal interest and the cause of approval or dissent to the resolution of Merger/consolidation or acquisition in the notice to convene a meeting of shareholders; the essential contents may be posted on the website designated by the competent securities authority in the R.O.C. or the Company, and the address of such website shall be indicated in the above notice.</u></p> <p>(2)Where the spouse, a blood relative within the second degree of kinship of a Director, or any holding/subordinate company of a Director has interests in the matters under discussion at a meeting of the Directors of the preceding paragraph, such Director shall be deemed to have a personal interest in the matter.</p> <p>(3)A Director cannot exercise his own vote or by proxy on behalf of another Director in respect of any matter or proposed matter or arrangement if he may be interested therein and may cause damage to the Company's interests. The voting right of such Director who cannot vote or exercise any voting right as prescribed above shall not be counted in the number of votes of Directors present at the Board meeting but shall still be counted in the quorum for such meeting.</p>	<p>/consolidation or acquisition.</p> <p>(2)Where the spouse, a blood relative within the second degree of kinship of a Director, or any holding/subordinate company of a Director has interests in the matters under discussion at a meeting of the Directors of the preceding paragraph, such Director shall be deemed to have a personal interest in the matter.</p> <p>(3)A Director cannot exercise his own vote or by proxy on behalf of another Director in respect of any matter or proposed matter or arrangement if he may be interested therein and may cause damage to the Company's interests. The voting right of such Director who cannot vote or exercise any voting right as prescribed above shall not be counted in the number of votes of Directors present at the Board meeting but shall still be counted in the quorum for such meeting.</p>	