

**Calin Technology Co., Ltd.**  
**Meeting Notice of 2022 Annual General Shareholders' Meeting**  
**(Summary Translation)**

1. The 2022 Annual General Shareholders' Meeting (the "Meeting") of Calin Technology Co., Ltd. (the "Company") will be held at 9:00 a.m. (reception at the designated entrance begins at 8:30 a.m.) on June 21, 2022(Tuesday) at the No.1, Chien Kuo Rd., Tan Tzu Dist. Taichung City, Taiwan, R.O.C.

Major contents of the meeting:

A. Matters to be reported

- (1) Report the business of 2021.
- (2) The Audit Committee's Review Report on the 2021 Financial Statements.
- (3) To report the status of the private placement of common shares.
- (4) Status report on the execution of Plans to Sound Operations.
- (5) 2021 employee profit sharing bonuses and director remuneration allocation.

B. Matters to be ratified

- (1) Adoption of the 2021 Business Report and Financial Statements.
- (2) Adoption of the proposal for distribution of 2021 earnings.

C. Matters to be discussed

- (1) To discuss and approve the amendment of the Operational Procedures for Acquisition or Disposal of Assets.
- (2) To approve the issuance of Restricted Stock Awards for 2022.
- (3) To propose the issuance plan of private placement for common shares.

D. Extempore Motion

2. Please refer to attachment I for the explanation of the issuance of restricted stock of the Company.
3. Please refer to attachment II for the explanation of the issuance plan of private placement for common shares.
4. In accordance with Article 172 of the Company Act, the matters of the alteration of the Articles of Incorporation at the 2022 Annual Shareholders' Meeting. Please refer to the Year 2022 Annual Shareholders' Meeting Handbook or visit M.O.P.S. website (<http://mops.twse.com.tw>) for the details.
5. Pursuant to Article 165 of the Company Act, the Company hereby closes the share transfer registration from April 23, 2022 to June 21, 2022.

6. One copy of the attendance notification form and proxy form will be attached to this meeting notice. If the shareholder(s) is attending the meeting in person, please sign or stamp on the attendance notification form and carry it to the check-in desk on the day of the meeting. In the case that an agent(s) is entrusted to attend the meeting, the shareholder(s) shall sign or stamp on the proxy form and personally fill out the name and address of the agent, then deliver the proxy form to the Grand Fortune Securities Corporation Registrar Transfer Department at least 5 days prior to the day of the meeting. The signed proxy form will serve as the sign-in card for agent(s) to represent your vote at the meeting.
7. If a proxy is solicited by the shareholder(s), Calin Technology Co., Ltd. is required to compile details on the proxy solicitation parties and disclose such information on the Securities & Future Institute (SFI) website no later than May 20, 2022. Shareholder(s) can obtain information on proxy solicitation firms from the "Free proxy disclosure & related information system" (<http://free.sfi.org.tw>), via the "proxy disclosure and meeting notices" search page.
8. Shareholders may exercise their voting rights through the STOCKVOTE platform of Taiwan Securities Central Depository Co., Ltd. (<https://www.stockvote.com.tw>) during the period from May 21, 2022 to June 18, 2022.
9. The Transfer Agency Department of Grand Fortune Securities Co., Ltd. is the proxy tallying and verification institution for this Annual meeting.

**Sincerely yours,**

**Board of Directors**

**CALIN Technology Co., Ltd.**

**Attachment I**

Explanation of the restricted stock awards is as follows:

1. Total shares of issuance:  
Expected 2,000,000 common shares will be issued, depending on the actual needs of the Company, within one year following the day the approval notice from the competent authority is delivered, the Company may issue the restricted stock awards once or multiple times.
2. Conditions for issuance:
  - (1) Issue price: Expected an issuance price of TWD 0 per share. The actual price date of issuance shall be proposed to authorize the Board to determine.
  - (2) Vesting Conditions: Fulfillment of performance indicators: It shall conform with the the job tenure, and Employee Performance Criteria set forth by the RSAs Plan.
  - (3) Measures to be taken when employees fail to meet the vesting conditions: Where an employee has failed to fulfill the vesting conditions, the shares granted to him/her will be recovered and canceled by the Company without compensation.
3. Employee eligibility and number of grantable shares:
  - (1) Limited to the full-time employees of the Company who are already in service and providing labor services on the date of allocation of restricted stock awards. The actual number of new restricted employee shares distributed to an employee will be subject to the job tenure, level of position, performance, overall contribution, special credit or any other necessary factor for management reference, as well as the Company's operational needs and business development strategy, taking into consideration the set forth by the RSAs Plan.
  - (2) The upper limit of the number of restricted stock award shares granted to any employee shall be subject to Offering and Issuance Regulations.
4. The necessity of issuing the said new restricted employee shares: In order to attract and retain professional talents required by the Company, and to enhance the employees' sense of unity and affiliation to the Company, and for more profit creation of the Company and shareholders.
5. Calculated expense amounts, dilution of earnings per share (EPS), and other matters affecting the interest of shareholders (which is calculated based on the closing price NT\$49.7 of the Company's common shares on March 16, 2022): The current issue is gratuitous. The Company estimates that possible monetization value is approximately NT\$69,440K within 3 years after issuance. The dilution effect on the Company's annual EPS are NT\$0.17. The dilution of the Company's EPS is limited, so there is no material impact on shareholders' equity.

**Attachment II**

The explanation of the issuance plan of private placement for common shares:

As well as the Company's operational needs and business development strategy, the Company proposes to raise funds by issuing common shares, of no more than 20,000,000 shares (the par value is NT\$10 per share) . In accordance with Article 43-6, Security and Exchange Act and "Directions for Public Companies Conducting Private Placements of Securities", the particulars shall be stated were listed below:

1. Basis and reasonableness of the private placement pricing:
  - (1) The pricing method: In accordance with "Directions for Public Companies Conducting Private Placements of Securities", the higher of the following two calculations and multiplied 80% shall be the reference price:(a) the simple average closing price of the common shares of the Company for either the 1, 3, or 5 business days, or (b) for the 30 business days before the price determination date, after adjustment for any distribution of stock dividends, cash dividends, or capital reduction. The actual issuance price shall no lower than the reference price. The actual price determination date and the actual private placement price will be determined by the board of directors pursuant to the scope of percentage adopted by the resolution of the shareholders meeting and according to the above pricing requirements, and based on the situation of consulting with the specific persons and the market condition.
  - (2) The rationality to determine the price of private placement: The actual issuance price based on "Directions for Public Companies Conducting Private Placements of Securities", taking into consideration the market status, objective conditions and relevant regulations above-mentioned. The pricing methodology is in compliance with relevant regulations. The price determination above shall be reasonable.
2. Method of the specific persons selected: The investor(s) to subscribe to the Private Placement Shares shall meet the qualifications listed in Article 43-6 of the Security and Exchange Act, and Article reference number 0910003455 of the Securities and Futures Bureau under the Financial Supervisory Commission R.O.C. (Taiwan).
  - (1) The way of the specific persons selected: The strategic partner selection in this private placement will be based on vertical integration with the upstream and downstream of the Company.
  - (2) Purpose: To expand the company's operation scale, improve its operation efficiency, and maximize shareholders' equity.
  - (3) Necessity: To participate in this private placement to increase its shareholding in the Company, this should be able to build up strengthen the cooperative relationship. Therefore, it is necessary to introduce strategic investors in this private placement.
  - (4) Expected benefits: Assist the company in improving technology, quality, efficiency improvement, market expansion and other benefits through vertical integration, horizontal integration or joint research and development of commodities or markets, that will be beneficial to the company's business stability and future operation and fully grasp the benefits such as terminal sales trends..

3. The necessity of the private placement:
  - (1) The reason for not taking a public offering: In order to meet the development trend of the industry and the company's operational needs, it is proposed to introduce strategic investors through private placement, and considering the effectiveness, feasibility and costs to raise capital, it is easier to comply with the strategic alliance arrangement, and the funds obtained from the private placement will be used in conjunction with the strategic alliance agreement.
  - (2) The amount of the private placement: The Company plans to complete the private placement in once not exceeding 20,000,000 shares within one year after shareholders' meeting resolution. The increased share capital after this private placement will account for about 12.6% of the total share capital after the private placement, therefore, the shareholding ratio of places after the private placement shall not cause any change in the right of management.
  - (3) The capital usage plan and projected benefits of private placement:
    - Use of the funds for issuance: Expanding operation needs and enriching working capital.
    - Anticipated benefits: It is proposed to introduce strategic investors and seek strategic partners for vertical integration of upstream and downstream industries, which can strengthen the technology, business or key components required for the company's operations, so as to grasp the timeliness and respond to rapid changes in the industry and environment.
4. The rights and obligation of the common shares issued for this capital injection through private placement are the same as the existing issued shares of the Company. The shares issued under the private placement may not be transferred except under the circumstances in Article 43-8, Securities and Exchanges Act.
5. For proposal references of the private placement, please check out Market Observation Post System website (<https://mops.twse.com.tw>) for inquires. Route: Investment Section / Private placement, and type in stock code "4976" for inquire.  
CALIN website: <https://www.calin.com.tw>