

# **Redwood Group Ltd**

## **Notice of 2020 Annual General Meeting**

Time: 9:00 a.m., Monday, June 8, 2020

Venue: Third-floor meeting room at the New Taipei Industrial Park Service Center (No. 95, Wugong Road, Xinzhuang District, New Taipei City)

### **Proposed Resolutions**

Item 1 Proposed by the Board of Directors

Subject: To adopt the 2019 financial statements.

Explanation: The Company's 2019 financial statements were audited by the Certified Public Accountants of Deloitte Taiwan, Ming-chung Hsieh and Po-jen Weng. Relevant reports were reviewed by the Audit Committee and approved by the Board of Directors. Please refer to the meeting agenda for details.

Resolution:

Item 2 Proposed by the Board of Directors

Proposal: To adopt the 2019 earnings distribution.

Explanation: 1. The Company's audited consolidated net income amounted to NT\$29,761,473, of which NT\$15,524,383 was appropriated as special reserve (i.e. adjustments to accommodate exchange differences on the translation of foreign operations' financial statements) and NT\$1,488,074 was appropriated as special reserve. The earnings available for distribution were NT\$116,658,092. It is proposed not to distribute dividends for the year.

2. Please refer to the meeting agenda for the 2019 statement of earnings distribution.

Resolution:

## Discussion Items

Item 1 Proposed by the Board of Directors

Subject: To amend certain articles within the Company's "Articles of Incorporation."

Explanation: 1. In line with changes in laws and regulations, it is proposed to amend the Company's "Articles of Incorporation." Please refer to the meeting agenda for a comparison table of amendments.

Resolution:

Item 2 Proposed by the Board of Directors

Subject: To amend certain articles within the Company's " Rules of Procedure for Shareholders' Meeting."

Explanation: 1. In line with changes in laws and regulations, it is proposed to amend the Company's "Rules of Procedure for Shareholders' Meeting." Please refer to the meeting agenda for a comparison table of amendments.

Resolution:

Item 3 Proposed by the Board of Directors

Subject: To amend certain articles within the Company's "Procedures for Lending Funds to Other Parties."

Explanation: 1. In line with changes in laws and regulations, it is proposed to amend the Company's "Procedures for Lending Funds to Other Parties." Please refer to the meeting agenda for a comparison table of amendments.

Resolution: