

**GSD Technologies Co. Ltd.**

**Stock Agency: Sinopac Securities Co., Ltd.**  
**100005 3th Floor, NO.17, BoAi. Rd., Taipei, R.O.C.**  
**TEL:(02)2381-6288 FAX : (02)2382-6568**  
**Help Desk(02)2361-1818 #1 (Stock code : 6641 )**

Notice of Annual Shareholder’s Meeting for 2023

- Stock Agency Service : 9:00am-4:00pm Mon-Fri

We may collect your personal data for dealing with stock agency service. In accordance with Article 8 of the Personal Data Law of the ROC, we hereby provide you with a description , please visit website for details.  
<http://www.sinotrade.com.tw/ec/PIP.pdf>



國內郵資已付  
 台北郵局許可證  
 台北字第 1135 號  
 國內郵簡

(未書寫正確郵遞區號者，應按信函交付郵資)

請沿虛線先撕再撕

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本票係由上海證券交易所發行，其票面金額為新台幣 100 元，郵費在內。郵票號碼：002225-1430

To : Shareholder

Shareholders can exercise voting rights by electronic means,  
 Web: <https://www.stockvote.com.tw>

**Cash Dividend Remittance Form**

Name of Shareholder		ID. NO.		Shareholder NO.	6641	
Note	(1)For whom use remittance (limited to their account number), the processing fee of NT10 is deducted from dividend. Please fill the right column when you want to change the account registered; (2)Those who do not use remittance, dividend will be paid by cheque, and postage fee of NT 26 is deducted from dividend.	Existing Bank Account Registered	GSD-KY			
		Please provide new bank account before June 7,2023, if you want to change it. The bank account provided by TDCC on ex-dividend date will be used if no account registered.				
		Bank Name	Bank Code	Bank Account		
Signature or Chop Stamp		TEL. No.				

**※ Please Note ※**  
**No Souvenir in this Meeting**

**GSD Technologies Co. Ltd. Shareholder Seal Card**

Shareholder No.	
Name of Shareholder	Seal
Address of census registered	
Contact address	
Date of birth	
Email	
Stock Code:6641	

**Please contact for further information  
Stock Agency: Sinopac Securities Co.,  
Ltd.**

**(02)2361-1818 #1  
(Stock code : 6641 )**

**Proxy Statement**

I hereby appoint \_\_\_\_\_ (please fill out with signature, not sealed) as my proxy agent with authorization to vote and act on my behalf at 2023 annual shareholders' meeting of the GSD Technologies Co., Ltd. on June 7, 2023 pursuant to authorization scope described below:

(a) With full authorization to vote and act on my behalf at the Meeting and may also have the authorization to act for extemporary motions during the Meeting.

(b) With authorization to vote and act on my behalf at the Meeting pursuant to authorization method of exercise described below: (If neither box is ticked, it will be deemed as "Vote-for")

- To accept 2022 Business Report and consolidated financial statements for 2022. (1)  For; (2)  Against; (3)  Abstain.
- To accept the proposal of earnings distribution for 2022. (1)  For; (2)  Against; (3)  Abstain.
- Amendment to the "Memorandum & Articles of Association". (1)  For; (2)  Against; (3)  Abstain.
- Amendment to the "Rules for Loaning of Funds to others". (1)  For; (2)  Against; (3)  Abstain.
- Director Election : The fifth Election of 7 Directors of the Company (including 3 independent directors). (1)  For; (2)  Against; (3)  Abstain.
- Releasing the non-competition restrictions on new directors and their representatives. (1)  For; (2)  Against; (3)  Abstain.

If neither authorization scope box is ticked at former items, it will be deemed as "Authorization granted in full scope". However, whenever a stock affair agent mandated to act as the proxy agent, no authorization granted in full scope shall be permitted. The proxy agent should vote and act on behalf the shareholder pursuant to authorization method of exercise described as item A(b).

The proxy agent may have the authorization to act on the Mandator's behalf extemporary motions during the Meeting.

Please deliver the Attendance Card to proxy agent. This proxy will remain effective at any adjournment or postponement of the Meeting.

To \_\_\_\_\_ GSD Technologies Co. Ltd. Date of Authorization: \_\_\_\_\_

Offering cash or non-cash consideration in exchange for proxies is prohibited during proxy solicitation. Please report to TDCC supplementing with specific confirmation when discovering any suspicious illegal obtaining or use of proxy. Once verified by TDCC, the one can grant a reward up to NT\$0,000. Contact Tel: (02)22543733

Mandator(Shareholder)	No	6641 GSD-KY
No.	Sign or seal	
Name		
Shares held		
Solicitor		Sign or seal
No.	Sign or seal	
Name		
Proxy Holder		Sign or seal
No.	Sign or seal	
Name		
ID. No.		
Address		

**GSD Technologies Co., Ltd.**

**Annual Shareholders' Meeting for 2023**

**Attendance Card**

MEETING TIME: June 7, 2023 (WEN) 9:00 AM  
 PLACE: 3F., No. 1, Sec. 3, Zhongxiao E. Rd., Da'an Dist., Taipei City 106, Taiwan (R.O.C.)  
 GIS Taipei Tech. Convention Center (Room 202)

Shareholder No: \_\_\_\_\_  
 Shareholder Name: \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 Shares held: \_\_\_\_\_  
 \_\_\_\_\_  
 Shareholder Attend in person Sign or seal: \_\_\_\_\_

**Signature by the place of solicitation and personnel.**

## Notice of Annual Shareholders' Meeting For 2023

- A. The Annual Shareholders' Meeting for 2023 will be held at 9:00 am, June 7, 2023 at 2F., No. 1, Sec. 3, Zhongxiao E. Rd., Da'an Dist., Taipei City 106, Taiwan (R.O.C.) "GIS Taipei Tech. Convention Center (Room 202)". Registration of the Meeting: 8:30 am, at the same place. Agenda of the Meeting:↵
- (a)Matters to Report : 1. 2022 Business Report; 2. Audit Committee's Review Report on the 2022 Business Report、Consolidated Financial Statements and Earning Distribution Proposal; 3. To report the Distribution of Employees' and Directors' compensation of the year 2022; 4. To report the amendments of "Procedures for the board of directors meeting".↵
- (b)Matters for Adoption : 1. To accept 2022 Business Report and consolidated financial statements for 2022 ; 2. To accept the proposal of earnings distribution for 2022.↵
- (c)Matters for Discussion : 1.Amendments to the "Memorandum & Articles of Association" ; 2. Amendments to the " Rules for Loaning of Funds to others".↵
- (d)Director Election : The fifth Election of 7 Directors of the Company (including 3 independent directors).↵
- (e)Other Matters : Proposal for releasing the non-competition restrictions on new directors and their representatives.↵
- (f)Ad Hoc Motions.↵
- B. The Company's earnings distribution for 2022 : The Board proposed pay a cash dividend per share of NT\$3.5 totaling NT\$127,750,000. The Chairman is fully authorized by Annual General Meeting for the Ex- dividend record date and affairs concerning distribution of dividend. If, before the distribution record date, the proposed earnings distribution is affected by a buyback of shares or conversion of convertible bonds, it is proposed that the Chairman be authorized to adjust the cash to be distributed to each share based on the number of actual shares outstanding on the record date.↵
- C. If there are contents of convening the Meeting required by Articles 172 of the Company Law, please visit MOPS (<http://mops.twse.com.tw/mops/web/index>), enter "Electronic Book / Shareholder's meeting" and use Stock code to find relevant information.↵
- D. In accordance with the Article 165 of the Company Law of the R.O.C., the book closure period is: April 9, 2023 – June 7, 2023.↵

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- E. Enclosed please find the "Attendance Card" and "Proxy Statement", please sign or seal in the " Attendance Card " when attend the Meeting in personal. You may sign or seal the "Proxy Statement" to appoint a proxy agent to attend the meeting. Please appoint agent in writing and send out such written "Proxy Statement" to the Company's stock agency: Sinopac Securities no later than 5 days prior to the Meeting date for processing the "Attendance Card" to the proxy agent.↵
- F. Shareholder, solicitor and agent shall bring identification documents to the Meeting for verification.↵
- G. If there are solicitors of the Meeting, the Company will compile a summary statement of proxy solicitation and disclose the content in the website of Securities & Futures Institute (SFI) on May 5, 2023. Shareholders can link with SFI's web (<http://free.sfi.org.tw>) for relevant information.↵
- H. Shareholders can exercise the voting rights by E-Voting during the period from May 6, 2023 to June 4, 2023. Please visit TDDC' web (<https://www.stockvote.com.tw>) for detail instructions.↵
- I. 7 Directors are to be elected, including 3 independent directors under the candidate nomination. The Company's director candidates are nominated: 《Director: Hsieh, Hung June、Lin Ming-Tzu, Rep. of Li Yi Co., Ltd.、Cheng, Chih Fa、Lee, Tzuoh Shou》、《Independent directors : Chang, Yuan Lung、Chou, Shanshan、Su, Chiu Hsia》. Education and experience of the candidates: please visit the MOPS website (<http://mops.twse.com.tw>).↵
- J. The proxies of the Meeting shall be verified by the Stock agency: Sinopac Securities.↵
- K. Please execute as above-mentioned.↵

↵  
To Shareholders↵

↵  
Board of Directors of GSD Technologies Co., Ltd. ↵



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### Appointment Letter

The Shareholder hereby  
appoint \_\_\_\_\_  
as a representative, he is  
authorized to attend the  
Meeting on June 7, 2023 and  
exercise all shareholders' rights  
in accordance with the law.  
To  
GSD Technologies Co., Ltd.  
Corporate shareholders:  
Date: \_\_\_\_\_

### Proxy Statement Instructions

- A. Shareholder can not appoint proxy agent by partial right when attends the Meeting in personal. In case the Company receives both signed or sealed Proxy Statement and Attendance Card from a shareholder, such shareholder will be deemed attending the Meeting in personal unless the Proxy Statement is delivered to the solicitor or the proxy agent.
- B. The format and content of proxy statement shall be prepared and conducted in accordance with the Regulations Governing the Use of Proxies for Attendance at Shareholder Meeting of Public Companies (the "Regulations") and Article 177 Company Law of the ROC.
- C. Please use the Proxy Statement printed by the Company . The shareholders shall issue one proxy statement and appoint one agent only.
- D. The Mandator shall fill out the name of the solicitor or the proxy agent in the Proxy Statement and sign or affix seals on the proxy statement; however, in the situation where a trust enterprise or stock agent acts as the solicitor, they can fill Company ID. No. in field "Shareholder no." .
- E. To better know the background of the solicitor and the director candidate, the solicitors' opinions to the Meeting, Shareholders should ask solicitor to provide the written proxy statement or advertising materials, or refer solicitors' proxy statements and printing materials collected by the Company before issuing proxy.
- F. In case of any shareholder who has appointed a proxy to attend the Meeting, and intends to attend the meeting in personal later or to exercise his voting power by way of a written ballot or through electronic transmission, he shall, at least 2 days prior to the date of the Meeting, serve the Company with a separate written notice revoking his previous appointment of the proxy. Votes by way of proxy shall remain valid if the relevant shareholder fails to revoke his appointment of such proxy before the prescribed time.