

# Gamania Digital Entertainment Co., Ltd.

## 2022 Annual General Meeting Minutes

Time: 9:00 am, Thursday, June 16, 2022

Venue: Ballroom on the first floor of the Grand Victoria Hotel (No.168, Jingye 4<sup>th</sup> Road, Taipei City)

Attendees: Among the total 175,493,573 shares already issued by the Company, shareholders representing a total of 175,493,573 shares with voting rights were present at the meeting. Considering that all of the shareholders present at the meeting represent 130,858,413 shares in total, the attendance rate reached 74.56%, attaining the statutory quota.

Chairperson: Chairman Mr. Liu, Po-Yuan

Attendee: Independent Director Mr. Lin, Ruei-Yi

Independent Director: Mr. Chen, Kuan-Pai

Director: CLOUD COPIOUS Representative: Mr. Chen, Shih-Ying  
INVESTMETN  
LIMITED

Group CFO: Mr. Su, Hsin-Hung  
PwC Taiwan

Recorder: Ching-Hsien Hsu

### I. Call the Meeting to Order

### II. Chairperson Remarks (omitted)

### III. Reports

#### Motion 1

Cause: 2021 Business Report

Explanatory notes: See pages 5-7 of the Handbook for details.

#### Motion 2

Cause: Audit Committee review on 2021 financial statements and reports.

Explanatory notes: See page 8 of the Handbook for details.

#### Motion 3

Cause: Report on distribution of 2021 remuneration to directors and employees.

Explanation:

1. The distribution of 2021 remuneration to directors and employees was approved by the Board of Directors on March 10, 2022, and will be made in cash, but the date of payment has not been determined yet.
2. Remuneration to directors: NTD 32,600,000.
3. Remuneration to employees: NTD 163,299,140, subject to the Articles of

Incorporation.

4. The amount of remuneration to directors reduced by NTD 463,756 against the expenses recognized in 2021. The difference will be listed as the loss or gain for 2022.

#### IV. Ratifications

Motion 1: Brought forth by the Board of Directors

Cause: Acknowledgment of the Company's 2021 financial statements and reports.

Explanation:

1. The Company's 2021 Financial Statements have been audited and certified by CPAs, Lin Yi-Fan and Yen Yu-Fun, from PwC Taiwan.
2. See Pages 9-33 of the Handbook for the attached statements and the Review Report from CPAs.

Resolution: The voting results on the motion is stated as following: (Number of votes held by the whole present shareholders at the time of voting: 130,858,413 votes)

Voting result	% of the number of votes held by the whole present shareholders
Votes in favor of the motion: 120,442,440 votes (including 54,232,920 votes by e-voting)	92.04%
Votes opposing the motion: 31,025 votes (including 31,025 votes by e-voting)	0.02%
Votes invalid: 0 vote	0%
Votes waived and abstained: 10,384,948 votes (including 10,251,152 votes by e-voting)	7.94%

The Motion is passed as it is.

Motion 2: Submitted by the Board of Directors

Cause: Acknowledgment of the Company's 2021 earnings distribution.

Explanation:

1. In 2021, the Company's net profits after tax amounted to NTD1,106,280,817 and distributable earnings for this period amounted to NTD1,830,237,489.
2. In the event that the distribution rate and payout rate per share are changed due to the factors, such as repurchase of the Company's shares, transfer to employees, or cancellation of, treasury stocks, or exercise of employee stock warrants, that affect the number of outstanding shares, it is proposed to authorize the Board of Directors to deal

with it with full power.

3. See Page 34 the Handbook for the attached 2021 Earnings Distribution Table.

Resolution: The voting results on the motion is stated as following: (Number of votes held by the whole present shareholders at the time of voting: 130,858,413 votes)

Voting result	% of the number of votes held by the whole present shareholders
Votes in favor of the motion: 120,750,141 votes (including 54,540,621 votes by e-voting)	92.27%
Votes opposing the motion: 29,381 votes (including 29,381 votes by e-voting)	0.02%
Votes invalid: 0 vote	0%
Votes waived and abstained: 10,078,891 votes (including 9,945,095 votes by e-voting)	7.71%

The Motion is passed as it is.

## V. Discussion

Motion 1: Brought forth by the Board of Directors

Proposal: Amendment to the Company's Articles of Incorporation.

Explanation:

1. Amendments to the Company's "Articles of Incorporation" in response to the amendments to laws and regulations.
2. See Page 35 of the Handbook for the attached Comparison Table of Amendments to the Articles of Association.

Resolution: The voting results on the motion is stated as following: (Number of votes held by the whole present shareholders at the time of voting: 130,858,413 votes)

Voting result	% of the number of votes held by the whole present shareholders
Votes in favor of the motion: 120,741,097 votes (including 54,531,577 votes by e-voting)	92.26%
Votes opposing the motion: 29,408 votes (including 29,408 votes by e-voting)	0.02%

Votes invalid: 0 vote	0%
Votes waived and abstained: 10,087,908 votes (including 9,954,112 votes by e-voting)	7.72%

The Motion is passed as it is.

Motion 2: Submitted by the Board of Directors

Proposal: Amendments to the Company’s “Operating Procedure for the Acquisition and Disposal of Assets.”

Explanation:

1. Amendments to the Company’s “Procedures for Acquisition or Disposal of Assets” in response to the amendments to laws.
2. See pages 36-43 of the Handbook for the attached Comparison Table of Amendments to the Procedures for Acquisition or Disposal of Assets.

Resolution: The voting results on the motion is stated as following: (Number of votes held by the whole present shareholders at the time of voting: 130,858,413 votes)

Voting result	% of the number of votes held by the whole present shareholders
Votes in favor of the motion: 120,731,196 votes (including 54,541,676 votes by e-voting)	92.26%
Votes opposing the motion: 32,121 votes (including 32,121 votes by e-voting)	0.02%
Votes invalid: 0 vote	0%
Votes waived and abstained: 10,095,096 votes (including 9,941,300 votes by e-voting)	7.72%

The Motion is passed as it is.

VI. Extemporary Motion: None

VII. Adjournment: 9:30AM

Note 1: The Minutes for this meeting only specifies the intent of the meeting. For details, please refer to the video recording the parliamentary procedure.

Note 2: The percentage of votes in favor of and opposing motions and votes waived and abstained to the votes represented by all present shareholders at the meeting was calculated by the system automatically and unconditionally rounded down to the second decimal place. Therefore, there might be some difference in decimal tail, which results in a total inequivalent to 100.00%.

Chairperson: Liu, Po-Yuan

Recorder: Ching-Hsien Hsu