

HON HAI PRECISION INDUSTRY CO., LTD.
2022 Annual General Shareholders' Meeting Minutes

Time: 9:00 a.m., May 31, 2022 (Tuesday)

Venue: No. 2 Zihyou Street, Tucheng Dist., New Taipei City, Taiwan

Total shares represented by shareholders presented in person or by proxy: 9,347,164,852 shares, accounting for 67.42% of the Company's total outstanding shares (excluding shares without voting rights)

Directors present: Chairman Liu, Young-way Independent Director James Wang, Financial Director De-cai Huang, Accountant Yung-chien Hsu, Lawyer Hsiao-pang Yang.

Directors present (via video conference): Vice Chairman Lee, Jay Director Yee-ru Liu, Independent Director Kuo, Tei-wei.

Chairman: Liu, Young-way the Chairman of the Board of Directors

Recorder: Miao-chih Lu

I. Meeting Commencement Announced: The aggregate shareholding of the shareholders present in person or by proxy constituted a quorum. The Chairman called the meeting to order.

II. Chairman's Address: (Omitted)

III. Report Items:

1. 2021 Business Report (Attachment 1)
2. Audit Committee's Review Report of 2021 audited financial statements (Attachment 2)
3. Report on the 2021 employees' compensation distributions
4. Report on the 2021 earnings distribution
5. Status report of the Company's new indirect investments in Mainland China
6. Status report of domestic and overseas corporate bond issuance

IV. Ratification , Discussion and Election Items:

1. Proposal 1: To accept 2021 Business Report and Financial Statements

(Proposed by the Board of Directors)

Description:

- A. The 2021 Business Report and the Financial Statements have been approved by the Board of Directors, and have been reviewed by the Audit Committee.
- B. Please refer to Attachment 1 through Attachment 3 for the documents mentioned above.

Resolution:

RESOLVED, that the above proposal be and hereby was approved as proposed.

Voting Results: Shares present at the time of voting: 9,154,495,111 (Including 7,583,654,857 shares from electronic voting).

Voting Results		% of the represented share present
Votes in favor (electronic votes)	7,628,934,128 votes (6,059,855,408)	83.33%
Votes against (electronic votes)	29,146,692 votes (29,146,692)	0.31%
Invalid Votes	70,760 votes (0)	0.00%
Votes abstained / Not Voted (electronic votes)	1,496,343,531 votes (1,494,652,757)	16.34%

2. Proposal 2: To approve the proposal for distribution of 2021 earnings

(Proposed by the Board of Directors)

Description:

The 2021 Earnings Distribution Plan of the Company has been submitted by the Board of Directors, in accordance with the Company Act and the Company's Articles of Incorporation, as shown in the following table.

Resolution:

RESOLVED, that the above proposal be and hereby was approved as proposed.

Voting Results: Shares present at the time of voting: 9,154,495,111 (Including 7,583,654,857 shares from electronic voting).

Voting Results		% of the represented share present
Votes in favor (electronic votes)	7,697,447,232 votes (6,128,300,752)	84.08%
Votes against (electronic votes)	2,793,968 votes (2,793,968)	0.03%
Invalid Votes	3,000 votes (0)	0.00%
Votes abstained / Not Voted (electronic votes)	1,454,250,911 votes (1,452, 560,137)	15.88%

Hon Hai Precision Industry Co., Ltd.
2021 Earnings Allocation Table

Unit: NT\$

Items	Amount	Note
Net Income of 2021	139,320,331,648	
Add: Disposal of investments in equity instruments at fair value through other comprehensive income	795,774,394	
Add: 2021 remeasurements of defined benefit plans	82,276,938	
Add: Changes in equity of associates and joint ventures accounted for using equity method	1,185,791,840	
The total amount of after-tax net income for the period and other items adjusted to the current year's undistributed earnings other than after-tax net income for the period	141,384,174,820	
Minus: Legal Reserve (10%)	14,138,417,482	
Minus: Special reserve	2,190,766,817	
Earnings in 2021 available for distribution	125,054,990,521	
Add: Unappropriated retained earnings at the beginning of period	729,809,168,984	
Retained earnings available for distribution as of December 31, 2021	854,864,159,505	
Distributable Items:		
Cash Dividends	72,087,551,167	NT\$5.2 per share
Unappropriated retained earnings	782,776,608,338	

Note1: Priority to distribute 2021 available earnings.

Note2: According to Article 28-1 of the Company's Articles of Incorporation, the board of directors is authorized to draft an appropriation plan in accordance with the dividend policy.

President: Liu, Young-Way CEO: Liu, Young-Way Accounting Manager: Chou, Joung Kai

3. Proposal 3: Discussion of amendments to the Company’s “Articles of Incorporation.”

(Proposed by the Board of Directors)

Description:

- A. In accordance with the provisions of Article 172-2 of the Company Act, the shareholders' meeting of the company may be held by video conference, and it is proposed to amend Article 10 of the Company’s Articles of Association.
- B. Please refer to Attachment 4 for the Articles of Incorporation Amendment Comparison Table.

Resolution:

RESOLVED, that the above proposal be and hereby was approved as proposed.

Voting Results: Shares present at the time of voting: 9,154,495,111 (Including 7,583,654,857 shares from electronic voting).

Voting Results		% of the represented share present
Votes in favor (electronic votes)	7,373,199,268 votes (5,804,053,788)	80.54%
Votes against (electronic votes)	204,964,188 votes (204,964,188)	2.23%
Invalid Votes	4,000 votes (0)	0.00%
Votes abstained / Not Voted (electronic votes)	1,576,327,655 votes (1,574,636,881)	17.21%

4. Proposal 4: Discussion of amendments to the Company’s “Rules and Procedures of Shareholders’ Meeting”.

(Proposed by the Board of Directors)

Description:

- A. In accordance with the provisions of Article 172-2 of the Company Act and Regulations Governing the Administration of Shareholder Services of Public Companies, the shareholders' meeting of the company may be held by video conference. The company is proposing to amend its Rules and Procedures of Shareholders’ Meeting accordingly.
- B. Please refer to Attachment 5 for the Articles of Incorporation Amendment Comparison Table.

Resolution:

RESOLVED, that the above proposal be and hereby was approved as proposed.

Voting Results: Shares present at the time of voting: 9,154,495,111 (Including 7,583,654,857 shares from electronic voting).

Voting Results		% of the represented share present
Votes in favor (electronic votes)	7,373,088,775 votes (5,803,943,295)	80.54%
Votes against (electronic votes)	205,028,247 votes (205,028,247)	2.23%
Invalid Votes	4,000 votes (0)	0.00%
Votes abstained / Not Voted (electronic votes)	1,576,374,089 votes (1,574,683,315)	17.21%

5. Proposal 5: Discussion of amendments to the Company’s “Procedures for Asset Acquisition & Disposal”.

(Proposed by the Board of Directors)

Description:

- A. In accordance with amendments in articles of laws and regulation “Regulations Governing the Acquisition and Disposal of Assets by Public Companies”, amendments are proposed for the Company’s “Procedures for Asset Acquisition & Disposal”.
- B. Please refer to Attachment 6 for the proposed amendments to the Company’s “Procedures for Asset Acquisition & Disposal”.

Resolution:

RESOLVED, that the above proposal be and hereby was approved as proposed.

Voting Results: Shares present at the time of voting: 9,154,495,111 (Including 7,583,654,857 shares from electronic voting).

Voting Results		% of the represented share present
Votes in favor (electronic votes)	7,605,796,475 votes (6,036,713,995)	83.08%
Votes against (electronic votes)	1,860,589 votes (1,860,589)	0.02%
Invalid Votes	67,000 votes (0)	0.00%
Votes abstained / Not Voted (electronic votes)	1,546,771,047 votes (1,545,080,273)	16.89%

6. Proposal 6: Discussion of the amendments to the Company’s “Procedures for Lending Funds to Others.”

(Proposed by the Board of Directors)

Description:

- A. In accordance with the laws and regulations, partial amendments are proposed for the Company’s “Procedures for Lending Funds to Others”.
- B. Please refer to Attachment 7 for the proposed amendments to the Company’s “Procedures for Lending Funds to Others”.

Resolution:

RESOLVED, that the above proposal be and hereby was approved as proposed.

Voting Results: Shares present at the time of voting: 9,154,495,111 (Including 7,583,654,857 shares from electronic voting).

Voting Results		% of the represented share present
Votes in favor (electronic votes)	7,605,254,068 votes (6,036,186,688)	83.07%
Votes against (electronic votes)	2,154,639 votes (2,154,639)	0.02%
Invalid Votes	82,100 votes (0)	0.00%
Votes abstained / Not Voted (electronic votes)	1,547,004,304 votes (1,545,313,530)	16.89%

- 7. Proposal 7:** Discussion of the initial public listing of the Company’s Hong Kong listed subsidiary “FIH Mobile Limited (Cayman)”, through issuance of Rupee common stocks on the Indian Stock Exchange, through subsidiary “Bharat FIH Limited”.

(Proposed by the Board of Directors)

Description:

- A. The purpose of applying for overseas listing:

BFIH Limited (hereinafter, "BFIH"), a subsidiary of a Hong Kong-listed subsidiary of FIH Mobile Limited (Cayman) (hereinafter, "FIH"). FIH is a subsidiary of Hon Hai Precision Industry Co., Ltd. (the "Company"). BFIH is expanding its business in India, and to enhance competitiveness, it intends to issue an initial public offering of rupee ordinary shares to the National Stock Exchange of India Limited and Bombay Stock Exchange Limited and apply for listing (hereinafter, the “Offering”).

- B. The impact on the Company's finance and business, expected adjustments regarding organizational structure and business, and the impact of the aforementioned adjustments on the Company:

(1) Financial Impacts

- I. BFIH remains a consolidated subsidiary of the Company (Group) after its listing. The shareholding ratio of FIH to BFIH will be reduced from the current 100% to 75% after listing. The dilution of equity will minutely affect the attributable profit of BFIH towards the Company (Group) in the future. The revenue and profit of FIH will increase due to the introduction of new businesses; the release of FIH shares will not generate profit or loss but will increase the shareholders' equity of the Company (Group), accounting for approximately 0.2% of the Group’s shareholders' equity. In addition, at least 40% of the 12.5% of the proceeds from FIH's share release is expected to pay special cash dividends to shareholders.
- II. After BFIH is listed on the Indian capital market, the Company (Group) will have independent fund-raising capabilities in India, providing a more efficient financing environment for the Company's future working capital and capital expenditure needs, which will assist BFIH expand its business in the Indian market, and enhance global competitiveness of the Company (Group).

(2) Business Impacts

- I. BFIH's listing in India will enhance the Company's (Group) reputation in India's capital market, allowing local financial institutions, international rating agencies and investors to better understand BFIH's importance in India's electronic foundry industry, and to attract investments in BFIH to ensure sufficient funds for cultivation of the electronic foundry business in India and expand into other fields.
- II. Furthermore, it will help attract other well-known international manufacturers to cooperate with the Company (Group) to jointly develop the Indian market.

(3) Estimated Organizational Structure and Business Adjustments

I. Organizational structure adjustments

FIH will still indirectly hold BFIH equity through its wholly-owned subsidiaries in mainland China, Execustar International Limited (Cayman), Worthy Ray Limited (B.V.I.), Wonderful Stars Pte. Ltd. (Singapore) and Aptech Electronics Pte. Ltd. (Singapore), etc., BFIH remains a subsidiary of FIH. In addition, the Company (Group) has not adjusted the shareholding structure of FIH or the organizational structure of BFIH itself.

II. Business Adjustments

The BFIH IPO will improve the transparency of BFIH and FIH's respective business operations, finance, governance and enhance intrinsic value, which will yield positive benefits for the development of the Company (Group).

(4) Estimated impact of organizational structure and business adjustment on Hon Hai Precision Industry Co., Ltd.

All in all, the issuance and listing as a whole has no significant impact on the Company (Group).

C. The Method of Dispersing BFIH's Equity, the Expected Reduction in Shareholding Ratio, the Basis for Price Determination, the Parties or Negotiated Parties of Equity Transfer:

(1) The method of Shareholding Dispersion, the Expected Reduction of Shareholding Ratio BFIH will release its shares by both issuing new shares, and selling its original shares held by its original shareholder, Wonderful Stars Pte. Ltd., with a dilution ratio of approximately 12.5% each, and FIH's shareholding in BFIH will be reduced from 100% to approximately 75%. The shareholding ratio of the Company (Group) in FIH remains unchanged. However, the final number of issuances and the reduction of the shareholding ratio will be determined by BFIH through negotiation with the underwriters in accordance with laws and regulations, capital needs, communication with regulatory agencies and market conditions.

(2) Price Basis

It will be handled in accordance with India's Securities and Exchange Board of India (SEBI) rules, regulations, and applicable guidelines and notices.

(3) Parties or Negotiated Parties of Equity Transfer

The shares will be released to the public in accordance with the rules of the SEBI (Issuance of Capital and Disclosure Requirements).

D. Whether it will affect the continued listing of Hon Hai Precision Industry Co., Ltd.

This aforementioned issuance and listing pertains to a subsidiary of FIH, a Hong Kong-listed subsidiary of the Company (Group), which is listed and traded in overseas securities markets. Based on the comprehensive judgment of the abovementioned equity dilution ratio and financial and

business impact, it will not affect the continued listing of the Company on the Taiwan Stock Exchange.

- E. In order to accommodate the issuance and listing of BFIH, the board of directors authorizes the chairman of the board, or the person designated by the chairman to make adjustments according to the implementation situation, the opinions of the relevant government authorities, laws and regulations of the listing place, market conditions, or based on the actual situation; and has full authority to deal with the matters related to the Company's issuance and listing by BFIH, including but not limited to issuing a letter of commitment and handling all Company matters in relation to the issuance and listing.

Resolution:

RESOLVED, that the above proposal be and hereby was approved as proposed.

Voting Results: Shares present at the time of voting: 9,154,495,111 (Including 7,583,654,857 shares from electronic voting).

Voting Results		% of the represented share present
Votes in favor (electronic votes)	7,072,406,641 votes (5,503,329,081)	77.25%
Votes against (electronic votes)	195,380,981 votes (195,380,981)	2.13%
Invalid Votes	68,547 votes (0)	0.00%
Votes abstained / Not Voted (electronic votes)	1,886,638,942 votes (1,884,944,795)	20.60%

8. Proposal 8: Director Elections.

(Proposed by the Board of Directors)

Description:

- A. The term of the Company's current directors and supervisors will expire by June 30, 2022. In accordance with the Articles of Incorporation, a comprehensive re-election of directors and supervisors shall be conducted during this year's annual general shareholders' meeting.
- B. There are nine seats of directors (including five independent directors) for this year. The office term is three years, from July 1, 2022 to June 30, 2025.
- C. The candidate nomination system is adopted for this year's election of directors. The list of the director nominees has been suggested by the first nomination committee meeting in 2022 and approved by the fourth Board meeting in 2022. Shareholders shall select and appoint directors from the candidate list. Their educations, experience, and other related information are shown in Attachment 8.
- D. Please elect.

Election Results: The list of the newly elected directors with indication of votes received is as follows:

Liu, Young-way, 9,006,434,223 votes,

Guo, Tai-ming (Terry Gou), 8,339,992,495 votes,

Hon Jin International Investment Co., Ltd. Representative: Wang, Cheng-yang, 7,019,280,680 votes,

Hon Jin International Investment Co., Ltd. Representative: Dr. Christina Yee-ru Liu, 7,001,392,683 votes.

List of newly elected independent directors with indication of votes received is as follows:

James Wang, 6,355,430,854 votes,

Kuo, Ta-wei, 6,352,660,488 votes,

Huang, Qing-yuan, 6,356,165,184 votes,

Liu, Len-yu, 6,307,042,549 votes,

Chen, Yue-min, 6,302,212,073 votes.

9. Proposal 9: To approve the lifting of director of non-competition restrictions.

(Proposed by the Board of Directors)

Description:

In accordance with the Article 209 of the Company Act, it is proposed to lift the non-competition restrictions to the following director candidates, so as to assist the company's business development.

Category	Candidate Name	Company Name and Concurrent Position
Directors	Liu, Young-Way	Chairperson, Foxsemicon Integrated Technology Inc. Chairman of Foxtron Vehicle Technologies Co., Ltd.
Independent Directors	James Wang	Independent Director, HannStar Board Corporation Independent Director, Apex Medical Corp

Resolution:

RESOLVED, that the above proposal be and hereby was approved as proposed.

Voting Results: Shares present at the time of voting: 9,154,495,111 (Including 7,583,654,857 shares from electronic voting).

Voting Results		% of the represented share present
Votes in favor (electronic votes)	7,228,040,722 votes (5,659,170,392)	78.95%
Votes against (electronic votes)	18,200,951 votes (18,200,951)	0.19%
Invalid Votes	279,150 votes (0)	0.00%
Votes abstained / Not Voted (electronic votes)	1,907,974,288 votes (1,906,283,514)	20.84%

V. Extraordinary Motions: None.

VI. Adjournment