

# Ta-Yuan Cogen Co., Ltd.

## Notice of 2021 Annual Shareholders' Meeting

- I. The Company's 2021 Annual General Meeting (AGM) is scheduled to be held at No. 276, Chaoyin N Rd., Dayuan Dist., Taoyuan City 337, Taiwan (R.O.C.) at 9 a.m. on June 28, 2021 (Monday). Shareholders are allowed to register for the AGM starting from 8:30 a.m. The registration place is the same as the meeting venue. The meeting agenda covers: (1). Company Reports: a. 2020 Business Report; b. Audit Committee's Review Report on the 2020 Business Report and Financial Statements; c. Report on Distribution of the 2020 Remuneration for Employees; d. Amendments to the "Procedures for Ethical Management and Guidelines for Conduct"; and e. The Company's endorsements/guarantees and loans balances as of December 31, 2020. (2). Proposals: a. Adoption of the Company's 2020 Business Report and Financial Statements; and b. Adoption of the proposal for distribution of the Company's 2020 profits. (3). Discussions: a. Amendments to the Company's "Articles of Incorporation"; b. Amendments to the Company's "Rules of Procedure for Shareholders' Meetings"; and c. Amendments to the Company's "Rules for Election of Directors." (4). Questions and Motions
- II. The distribution of the Company's 2020 profits has been resolved at the 2021 Board meeting as follows: (1). It is proposed to set aside NT\$171,156,807 as the cash dividend, distributed pro rata to the shareholders on the shareholder register as of ex-dividend date, equivalent to circa NT\$1.4 per share (rounded down to the nearest NT\$1). Upon adoption of the forgoing proposal at this AGM, the Board is authorized to decide the actual ex-dividend date and related matters.
- III. In accordance with Article 165 of the Taiwan Company Act, the book closure period is from April 30, 2021 to June 28, 2021.
- IV. Each shareholder is provided with one copy of attendance notice and a proxy form; if you decide to attend in person, you shall sign and stamp on the attendance notice, and bring it to the venue for sign-in (no need to send it back). If you need to entrust a proxy to attend, you shall sign and stamp on the proxy form and fill in the proxy's name, address, and signature, or stamp, and send it to the Company's shareholders' service agency at least five days before the meeting (June 22, 2021): Shareholders Affairs Department of Fubon Securities Co., Ltd. (2F, No. 17, Xuchang St., Zhongzheng Dist., Taipei City).
- V. If there are solicitors soliciting for proxying forms in public at this AGM, the Company will upload the information onto the website of the Securities and Futures Market Institute on May 28, 2021 according to regulations. You may directly enter the website address: (<https://free.sfi.org.tw>) to visit the "Free Proxy Form Inquiry System" and enter the query conditions for inquiry. (Stock Code: 8931)
- VI. According to the provisions of Article 26-2 of the Securities and Exchange Act, which reads that, "The notice of the shareholders meeting to be given by an issuer to shareholders who own less than 1,000 shares of nominal stocks may be given in the form of a public announcement; for a regular shareholders meeting, such public announcements shall be served with thirty days prior notice."
- VII. You may exercise your voting rights electronically. The exercise period is from May 29, 2021 to June 25, 2021. Log onto the Stock Vote of Taiwan Depository & Clearing Corporation (<https://www.stockvote.com.tw>) using a CA certificate (either in the form of a natural person certificate, a securities firm's online trading certificate, an online banking certificate, MOEACA ID card, a joint securities and futures certificate, or a government certificate), and follow the relevant instructions to

vote. Pursuant to the Taiwan Company Act, when you exercise your voting rights by electronic means, you are deemed to have attended the shareholders' meeting in person. You have exercised voting rights by electronic means and also appointed a proxy to attend the meeting, the voting rights exercised by the proxy in the meeting shall prevail.

VIII. In accordance with Article 172 of the Taiwan Company Act, Articles 26-1 and 43-6 of the Securities and Exchange Act, and relevant laws and regulations, the essential contents may be posted on the website of the Market Observation Post System (<https://mops.twse.com.tw>). To view the details, you may click on "Electronic Book/Annual Report and Shareholders' Meetings" or click on "Basic Information/Company Basic Information/Company Website" to link to the Company's official website.

IX. No souvenir will be provided at this AGM.

To

Your Shareholders

Board of Directors, Ta-Yuan Cogen Co., Ltd.