



# **Taiwan Cement Corporation**

## **Notice of 2021 Annual General Shareholders Meeting**

**(Summary Translation - In case of any discrepancy between the Chinese and English versions, the Chinese version shall be prevailed.)**

Dear Shareholders,

The 2021 Annual General Shareholders Meeting (the “Meeting”) of Taiwan Cement Corporation (the “TCC”) will be convened at 9:00 a.m., Friday, June 11, 2021 at 3F, No. 113 Chung-Shan North Road Sec. 2, Taipei, Taiwan (TCC Building, Cement Hall)

I. The Agenda for the Meeting is as follows:

**Matters to Report**

- (1) Employees’ and Directors’ Compensation of 2020.
- (2) Business Report of 2020.
- (3) The Audit Committee’s Review Report.
- (4) Report on TCC using Cash-Share Swap to delist and obtain 100% of TPCC shares in 2020.
- (5) Amendments on part of Ethical Corporate Management Best Practice.

**Matters for Approval**

- (1) Business Report and Financial Statements of 2020.
- (2) Proposal of Distribution of Profits of 2020.

**Matters for Election**

24th term Board of Directors election of 15 seats (including 5 seats of Independent Directors)

**Matters for Discussion**

- (1) To approve the amendments on part of Rules of Procedures for the Acquisition and Disposal of Assets.
- (2) To approve the amendments on part of Rules of Procedure for Annual Shareholders’ Meeting.
- (3) Removal of non-compete restrictions for new Directors.

II. 2020 Company’s Business Report, the Individual Financial Statements and the Consolidated Financial Statements have been approved by the Board. Also the Individual Financial Statements and the Consolidated

Financial Statements were audited by Wong, Ya-Ling and Shao, Chih-Ming of Deloitte & Touche. The above-mentioned ones are attached in the Meeting Handbook, p. 9-28.

III. It is proposed that the Company's 2020 Earnings Distribution Plan be adopted as follows:

- (1) Cash Dividends of common shares: NT\$ 20,594,434,165, distributed pro rata to the shareholders on the shareholder register as of ex-dividend date at NT\$ 3.5 per share;
- (2) Cash Dividends of Preferred Shares 1101B: NT\$ 350,000,000, distributed pro rata to the shareholders on the shareholder register as of ex-dividend date at NT\$ 1.75 per share;

IV. Directors Election: There will be an election for fifteen Directors (including five Independent Directors) at the Meeting. Related information is as follows:

1. Candidates of Director:

- (1) Chang, An Ping (Representative of the Chia Hsin R.M.C Corp.)
- (2) Li, Jong Peir (Representative of the C. F. Koo Foundation)
- (3) Chang Kang-Lung, Jason (Representative of the Chia Hsin Cement Corp.)
- (4) Lo C.M., Kenneth (Representative of the International CSRC Investment Holdings Co., Ltd.)
- (5) Wang, Por-Yuan (Representative of the Fu Pin Investment Co., Ltd.)
- (6) Koo, Kung-Yi (Representative of the Tai Ho Farming Co., Ltd.)
- (7) Chen, Chi-Te (Representative of the Chia Hsin Cement Corp.)
- (8) Hsieh, Chi-Chia (Representative of the Fu Pin Investment Co., Ltd.)
- (9) Wen, Chien (Representative of the Heng Qiang Investment Co., Ltd.)
- (10) Tsai, Chih-Chung (Representative of the Heng Qiang Investment Co., Ltd.)

2. Candidates of Independent Director:

- (11) Chiao, Yu-Cheng
- (12) Wang, Victor
- (13) Chou, Ling-Tai
- (14) Lin, Mei-Hwa
- (15) Lin, Shiou-Ling

V. The Shareholder Voting Right could be exercised through the Internet during the period from 12 May, 2021 to June 8, 2021. Please login to the TDCC (Taiwan Depository & Clearing Corporation) website (<http://www.stockvote.com.tw>) to exercise voting rights in accordance with the online instruction.

VI. The Transfer Agency Department of Chinatrust Commercial Bank is the proxy tallying and verification institution for this annual general meeting.

VII. These regulations should be abided and applied.

**Noted: Due to the COVID-19 (Novel Coronavirus) pandemic:**

1. The Company encourages shareholders to vote electronically via [www.stockvote.com.tw](http://www.stockvote.com.tw).
2. Shareholders who wish to participate in the AGM in person, please wear face masks at all times and have your temperature taken twice before entering the venue. Any persons without a face mask will not be allowed to enter the venue. In addition, any persons with forehead temperature above 37.5°C or ear temperature above 38°C will not be allowed to enter the venue. Please note, we do not provide any face masks at the venue.
3. The Company will make announcements if there is a venue change due to the COVID-19 pandemic.

Sincerely Yours,

Board of Directors,  
Taiwan Cement Corporation