

## Chia Hsin Cement Corporation

### Notice of 2023 Annual General Shareholders' Meeting

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

Dear Shareholders,

The 2023 Annual General Shareholders' Meeting (the "Meeting") of Chia Hsin Cement Corporation (the "CHC") will be convened at 9:00 a.m., Tuesday, May 30, 2023 at 6F, No.66, Wugong Rd., Xinzhuang Dist. New Taipei City 242, Taiwan (Gala De Chine Xinzhuang, Jindeng Room)

Meeting type: Hybrid shareholders' meeting

E-Meeting Platform: Meeting by Taiwan Depository & Clearing Corporation  
website: <https://www.stockvote.com.tw>

I. The agenda for the Meeting is as follows:

#### **1. Matters to Report**

- (1) 2022 Employees' and Directors' Compensation
- (2) 2022 Business and Financial Statements
- (3) Audit Committee's Review of 2022 Business and Financial Statements
- (4) Other matters

#### **2. Matters for Ratification:**

- (1) 2022 Business and Financial Statements
- (2) 2022 Earnings Distribution

#### **3. Matters for Discussion:**

- (1) The Proposal for Issuance of New Shares Through Capitalization of Earnings

#### **4. Special Motions**

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- II. The proposal for distribution of earnings adopted at the meeting of the Board of Directors is as follows:  
The Company will pay a cash dividend of NTD 0.3 and stock dividend of NTD 0.2 per share.  
Cash dividends to common shareholders: Total NTD 232,003,664.  
To authorize Chairman of the Board with full powers to set the ex-dividend date and deal with distribution matters for cash dividend. The cash dividend distributed to each shareholder will be rounded down to the nearest whole number; all numbers after the decimal will be truncated. The total truncated amount will be recognized in “other income.”  
Stock dividends to common shareholders: Total NTD 154,669,110.  
It is proposed that stock dividends be calculated on the basis of 773,345,548 outstanding shares, i.e., 20 shares for each 1,000 shares held.  
The Company will issue 15,466,911 new shares through capitalization (par value at NT\$10 per share). Total capital after issuance of new shares will be increased to NTD 7,902,474,590.  
Regarding any amount less than one share, the shareholders may go through the Company’s stock affairs agency “Capital Securities Corporation, Stock Affairs Department” within five days from the first day on which the transfer of shares is closed at the time of ex-rights for combination. If the combination is not completed within the aforementioned period or if the combination is still less than one share, the dividends will be distributed in cash with minimum calculation unit rounded down in one NT dollar. The Chairperson of the Board of Directors will be authorized to approach specific persons of the purchase of these shares based on the face value.  
Upon the approval the competent authority and after the resolution by the 2023 Annual General Shareholders’ Meeting, the Board of Directors is authorized to determine the distribution record date and handle necessary related matters. It is also proposed that the Board of Directors be authorized to adjust the aforementioned terms, due to the circumstances of change of environment of need as well as to adjust the stock to be distributed to each share based on the number of actual shares outstanding on the record date for distribution; and to adjust the capital increase plan as a result of any amendment to applicable laws or regulations or as required by the competent authorities.

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- III. Pursuant to Article 165 of the Company Act, the shares registration for the transfer of ownership will be suspended during the period from April 1, 2023 to May 30, 2023.
- IV. In addition to this notice, a meeting notice and a proxy will be posted to each shareholder 30 days prior to the date of the Meeting. Any shareholder who does not receive the meeting notice and proxy may contact Capital Securities Corp. at the telephone number (02) 2702-3999.
- V. The company will compile a summary statement of the relevant information solicited by shareholders through solicitation for the proxy and disclose the content on the website of Securities & Futures Institute (SFI) on April 21, 2023. Shareholders can link with SFI's web address (<http://free.sfi.org.tw>) for relevant information.
- VI. The shareholder voting right could be exercised through E-Voting during the period from April 29, 2023 to May 27, 2023. 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.
- VII. Relevant matters for convening hybrid shareholders' meeting:
1. Hybrid shareholders' meeting will be convened in accordance with Article 172-2 of the Company Act and Chapter II-2 of the Regulations Governing the Administration of Shareholder Services of Public Companies.
  2. The Company will adopt the e-Meeting Platform by TDCC for this year's shareholders' meeting, and shall comply with TDCC's operating guidelines, Frequently Asked Questions (FAQ) and manuals, as well as all other relevant documents. Please visit the TDCC website for more information.  
([https://www.tdcc.com.tw/portal/zh/page/show/402897967d841dba017e8e\\_ea7fc5009c](https://www.tdcc.com.tw/portal/zh/page/show/402897967d841dba017e8e_ea7fc5009c))
  3. Shareholders who choose to attend shareholders' meetings virtually will be deemed as having attended in person.

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4. Shareholders who intend to participate virtually should, starting from 04/29/2023, complete registrations and sign-ups on the TDCC Stockvote (<https://www.stockvote.com.tw/evote/index.html>) two days prior to the date of their shareholders' meeting (before 05/27/2023).

Solicitors or proxy agents who intend to participate virtually should fill out a letter of intent to attend shareholders' meetings via video conferencing and send it to Capital Securities Corp. Stock Affairs Department.

(Address: B2, No.97, Sec. 2, Dunhua S. Rd., Taipei, Taiwan, R.O.C.), the letter of intent should arrive from 04/29/2023 to 16:00, 05/27/2023.

(three days prior to the date of their shareholders' meeting)

Participants will check in, watch a live stream of the meeting, text questions, and cast their votes at shareholders' meetings.

5. Shareholders, solicitors, or proxy agents who have registered for attending shareholders' meetings virtually but intend to attend physically should withdraw their registration in the same way they have made the registration two days prior to the date of shareholders' meetings. Participants who fail to withdraw their registration by the said deadline can only attend virtually.
6. Shareholders who have exercised their voting right via written or electronic means but intend to attend shareholders' meetings virtually should withdraw their declaration of intent in the same way they have exercised their voting right two days prior to the date of shareholders' meetings. If participants fail to withdraw their declaration of intent by the said deadline, only the ballots cast via written or electronic means will count.
7. Shareholders who attend shareholders' meetings virtually and do not withdraw their declaration of intent after exercising their voting right via written or electronic means can only exercise their proposing and voting rights regarding extemporaneous motions.
- They cannot vote on the original meeting proposals and the amendments to the content of the original meeting proposals, or propose to amend the content of the original meeting proposals.

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8. Shareholders who have appointed proxy agents to attend shareholders' meetings are not allowed to attend themselves, except for relevant provisions stipulated in the Regulations Governing the Administration of Shareholder Services of Public Companies or the Company Act. Shareholders whose Power of Attorney (POA) has arrived at the Company to state that they have appointed proxy agents to attend shareholders' meetings but later intend to attend shareholders' meetings virtually should notify the Company to withdraw their appointment in writing two days prior to the date of shareholders' meetings. If participants fail to withdraw their appointment by the said deadline, only the ballots cast by their proxy agents will count.
9. If the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events which causes malfunctions of the virtual meeting, the Company, based on the section 4 of article 44-20 of the "Regulations Governing the Administration of Shareholder Services of Public Companies" , will proceed the shareholders' meeting rather than postpone to a later date when the total shares owned by the shareholders who are present physically represent half or more than half of the total number of the Company's outstanding shares.
10. For matters not covered, please refer to the Regulations Governing the Administration of Shareholder Services of Public Companies and related regulations.

VIII. The proxies shall be tallied and verified by the Stock Affairs Department of Capital Securities Corp.

Sincerely Yours,

Board of Directors  
Chia Hsin Cement Corporation