

# **Pou Chen Corporation**

# 2025 Annual General Shareholders' Meeting Meeting Notice

(Translation<sup>1</sup>)

The 2025 Annual General Shareholders' Meeting (the "Meeting") of Pou Chen Corporation (the "Company") will be convened at 9:30 a.m. on Thursday, May 29, 2025 in the conference room on the 3<sup>rd</sup> floor of the Company's office building in Fuxing Industrial Park located at No.2, Fugong Rd., Fuxing Township, Changhua County, Taiwan. Shareholder registration will begin at 8:30 a.m. at the main entrance of the same premises.

#### I. Meeting Agenda:

#### A. Reported Matters

- (1) 2024 Business and Financial Reports.
- (2) Audit Committee's Review Report on the 2024 Financial Statements.
- (3) Report on the 2024 Distribution of Employees' Compensation and Directors' Remuneration.
- (4) Report on the distribution for cash dividend of 2024 earnings.
- (5) Report on the 2024 material transactions with related parties.

#### B. Acknowledged Matters

(1) Acknowledgement of 2024 Business Report, Financial Statements and Profit Distribution Plan.

#### C. Matters for Discussion

(1) Discussion on the amendments to the Company's "Articles of Incorporation".

#### D. Election Matters

(1) Election of the 25<sup>th</sup> Directors, including three independent Directors.

### E. Other Proposals

(1) Proposal for the release of the Company's newly appointed Directors from non-competition restrictions.

## F. Extemporary Motions

II. The main content of dividend distribution: cash dividends totaling NT\$5,009,538,262 to be distributed to shareholders at NT\$1.7 per share.

<sup>&</sup>lt;sup>1</sup> For the convenience of readers, the meeting notice has been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language shall prevail.



III. The election of nine directors (including three independent directors) of the Company will be conducted at the Meeting by adopting a candidate nomination system. The nominated candidates for directors and independent directors are listed below:

Type	Candidates
Director	Chuan Mou Investments Co., Limited (Representative: Chan, Lu-Min)
Director	Tsai, Pei-Chun
Director	Tzong Ming Investments Co., Ltd. (Representative: Tsai, Min-Chieh)
Director	Ever Green Investments Corporation (Representative: Lu, Chin-Chu)
Director	Sheachang Enterprise Corporation (Representative: Wu, Pan-Tsu)
Director	Shun Tai Investments Co., Ltd. (Representative: Ho, Yue-Ming)
Independent Director	Hsu, Chu-Sheng
Independent Director	Chang, Shih-Chieh
Independent Director	Wu Wang, Pu-Yu

For more details regarding each candidate's educational background and work experience, please refer to Market Observation Post System website (https://mops.twse.com.tw).

- IV. Pursuant to Article 209 of the Company Act, it is proposed that the Company's newly appointed directors (including independent directors) and their representatives be released from non-competition restrictions, subject to shareholders' approval. For details regarding the directors' involvement in competitive businesses, please refer to the Meeting Handbook.
- V. One copy of the shareholder attendance card and the proxy form is enclosed with the Meeting Notice. Shareholders who wish to attend the Meeting in person are requested to sign or affix their personal chop on the attendance card and present it at the registration desk on the day of the Meeting. Those who wish to appoint a proxy to attend the Meeting are request to sign or affix their personal chop on the proxy form, personally fill in the name and address of the proxy, and submit the form to the Registrar and Transfer Department of Yuanta Securities Co., Ltd. (B1F, No. 67, Sec. 2, Dunhua S. Rd., Da'An Dist., Taipei City 106045) no later than five days prior to the Meeting. Upon receipt, the attendance card will be issued to the designated proxy for entry to the Meeting.



- VI. The proxy verification institution for this Meeting is the Registrar and Transfer Department of Yuanta Securities Co., Ltd.
- VII. If there is any proxy solicitation for the Meeting, the Company will compile the relevant solicitation information and disclose it on the Securities & Futures Institute (SFI) website (https://free.sfi.org.tw) by April 28, 2025. Investors may visit the website and access the "Free Proxy Disclosure & Related Information System" by entering the company name or stock code to make an inquiry
- VIII.If the cause for convening the Meeting is stipulated in Article 172 of the Company Act, their essential contents, in addition to being listed in the Meeting Notice, are also available on the Market Observation Post System website (https://mops.twse.com.tw/). Please click on "Listed Companies" → "Electronic Documents" → "Annual Reports and Shareholders' Meeting Information (including Depositary Receipt information)" →enter the company's stock code and the year, then select "Shareholders' Meeting Reference Materials (or Meeting Handbook and Supplementary information) to access the relevant information.
- IX. Shareholders may exercise their voting rights through the electronic voting platform (https://stockservices.tdcc.com.tw) of Taiwan Depository & Clearing Corporation ("TDCC") from April 29, 2025 to May 26, 2025, by following the instructions provided on the platform.
- X. The "Shareholders e-Service" platform provided by TDCC enables the delivery of electronic notifications regarding dividend distribution. Shareholders who prefer to receive electronic notifications instead of paper notices are encouraged to apply through the platform. Please log in to the website (https://stockservices.tdcc.com.tw) to complete the consent application process and begin receiving dividend-related notifications electronically.

**Board of Directors Pou Chen Corporation**