



Namchow Holdings Co. Ltd.
Notice of Shareholders Meeting

The 2021 Regular Shareholders Meeting of the Company will be convened at 9:00 am, May 31, 2021 at the Vision Hall (願景廳), Taipei Foundation of Finance, Room 6, 6F., No.51, Hengyang Rd., Taipei City.

I. Agenda for the Meeting:

(1) Matters to be reported:

1. 2020 Business Results.
2. Audit Committee's Review Report of 2020 Financial Statements..
3. 2020 remuneration for directors and employee compensation.
4. 2020 profit distribution and cash dividends report.
5. Others: Report on the offering of the 1st issue of secured corporate bond in 2021.

(2) Matters to be ratified:

1. 2020 annual business reports and financial statements.
2. 2020 profit distribution.

(3) Matters for discussion:

1. Amendments to the Rules of Procedure for Shareholders Meetings.
2. Amendments to the Rules for the Election of Directors.

(4) Elections: Election of Board directors.

(5) Extraordinary motions.

II. Summary of the Profit Distribution Plan: The total cash dividend distributable to shareholders is NTD 588,265,924. Dividend per share is NTD2.

III. (1) Expected number of board directors to be elected during the current shareholders meeting: 9 (including 3 independent directors)

(2) List of nominated candidates: Director: Representative Hwa Zhin Co., Ltd. Fei-Lung Chen 、 Representative Hwa Zhin Co., Ltd. Fei-Peng Chen 、 Representative of Lucky Royal Co., Ltd. Kan-Wen Li 、 Representative of Lucky Royal Co., Ltd. Ming-Fen Chou 、 Representative Hwa Zhin Co., Ltd. Cheng-Wen Chen 、 Representative of Namchow Holdings CO.,Ltd Employee Welfare Committee. Yi-Wen Chen. 、 independent directors: Ting-Kuo Chen 、 Chin-Shih Lin 、 Chun-Hsueh Chen.

(3) Please refer to <http://mops.twse.com.tw> for educational background and relative information of the candidates.



- IV. Pursuant to the Company Act Article 172, relative information is published on the Market Observation Post System (<http://mops.twse.com.tw>).
- V. Each attending notification and proxy form will be attached in the meeting notice. **If the shareholder(s) is attending the meeting in person, please sign or stamp on the “attending notification” and carry it to the check-in desk on the day of the meeting.** However, in case an agent(s) is entrusted to attend the meeting, the shareholder(s) shall sign or stamp on the “proxy” and after the shareholder(s) personally fills out the name and address of the agent, the proxy shall be delivered to the Transfer Agency Department of CTBC Bank Co., Ltd. at least 5 days prior to the day of the meeting. The signed proxy will serve as the sign-in card for agent(s) to represent your vote at the meeting.
- ※VI. If any shareholder solicits for a proxy, the Company will disclose the summarization of the solicitation prepared by the Company on the website of the Securities and Futures Commission on Apr. 29, 2021. If any investor wishes to make inquiries, please log into the “free inquiry system for published information of proxy” (<https://free.sfi.org.tw>) input the key words for the inquiry.
- VII. **During this regular session, the shareholders can exercise their voting rights by electronic means. The voting period is from May 01, 2021 to May 28, 2021. Please log on to “Stockvote” (<https://www.stockvote.com.tw>) of Taiwan Depository & Clearing Corporation (TDCC) and vote in accordance with relevant instructions.**
- VIII. The Transfer Agency Department of CTBC Bank Co., Ltd. is the proxy tallying and verification institution for this annual general meeting.
- IX. Please observe and abide by these regulations.

To: All Shareholders

Board of Directors

Namchow Holdings Co., Ltd.

(Formerly known as Namchow Chemical Industrial Co., Ltd.)