

Taiwan Cogeneration Corporation  
Notice of 2020 Annual General Shareholders Meeting

1. Announcements:

Meeting Time: 9:00 a.m., Monday, June 22, 2020

Meeting Venue: International Convention Hall, 1F, No. 392, Ruiguang Road, Neihu District, Taipei City, Taiwan

(I) Report matters

- (1) 2019 Business Report
- (2) Audit Committee's report on the 2019 financial statements
- (3) Status report of the Company's external endorsements and/or guarantees
- (4) Status report on the compensations for employees and remunerations for directors of 2019

(II) Adoption of proposals

- (1) Adoption of 2019 Business Report and Financial Statements
- (2) Adoption of 2019 Profit Distribution

(III) Election

Election of Directors

(IV) Other matters

Relief of the non-compete clause on directors of this Company

(V) Questions and motions

2. A total of 13 directors (including 10 directors and 3 independent directors) will be elected at the 2020 Annual General Meeting of Shareholders. The candidate nomination system is adopted, and the list of candidates is as follows:

- (1) Min-Chieh Chang, representative of Taiwan Power Company.
- (2) Chien-Yih Chen, representative of Taiwan Power Company.
- (3) Jao-Hua Hsu, representative of Taiwan Power Company.
- (4) Ming-De Jiang, representative of Taiwan Power Company.
- (5) Li-Jhen Chen, representative of Taiwan Power Company.
- (6) Yuh-Ming Li, representative of Taiwan Power Company.
- (7) Wen-Bin Li, representative of TaYa Electric Wire & Cable Co., Ltd.
- (8) Sheng-Chun Wang, representative of Yuanjun Investment Co., Ltd.
- (9) Fu-Cin Hong, representative of Jianxeng Investment Co., Ltd.
- (10) Yi-Sian Chen, Bohan Investment Co., Ltd.
- (11) Independent directors: Yao-Wen Lin, Han-Shen Li, and Ji-Sheng Ye.  
Please visit the Market Observation Post System (MOPS) website  
([https://mops.twse.com.tw/material\\_information/independent\\_directors/directors\\_supervisors\\_under\\_candidate\\_nomination\\_system](https://mops.twse.com.tw/material_information/independent_directors/directors_supervisors_under_candidate_nomination_system)) for details regarding the education of candidates.

3. Important notices for the current AGM as stated in Article 172 of the Company Act will be announced on the MOPS website

([https://mops.twse.com.tw/basic\\_data/eBook/annual\\_report\\_&\\_AGM\(with\\_DR\)](https://mops.twse.com.tw/basic_data/eBook/annual_report_&_AGM(with_DR))).

Shareholders may input the stock code of this Company and the data year to search for related data, including the proposals, AGM handbooks, and supplementary data.

4. Proposed 2019 profit distribution by the Board of Directors: Cash dividend of NT\$1.7 per share.
5. Enclosed are the Notice of 2020 Annual General Shareholders Meeting and a copy of the proxy. Should you wish to attend the meeting in person, please sign or stamp your personal seal on the Notice and proceed with check-in on the meeting date (check-in time and place: 8:30 a.m. at the meeting venue). Should you wish to appoint a proxy to attend the meeting on your behalf, please sign or stamp your personal seal on the proxy application form, fill in the name and address of your proxy, have your proxy sign or stamp his/her personal seal on the form and deliver the form within five days prior to the meeting date (which must be received within five (5) days prior to the meeting) to the Company's designated agent (i.e., Stock Register of KGI Securities Co. Ltd., 5F, No. 2, Section 1, Chong Qing South Road, Taipei City) for processing the delivery of attendance cards. Shareholders or proxies who have not received an attendance card may bring their identity card to apply for a reissue at the meeting venue.
6. In the event of public solicitation of proxy for the Annual Shareholders Meeting, the Company shall upload relevant information to the website of the Securities and Futures Institute (<http://free.sfi.org.tw>) by May 22 2020. Please check the website for further information regarding this matter.
7. Referring to Article 26-2 of the Securities and Exchange Act, "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," Hence, for shareholders holding less than 1,000 shares, this Company will only announce publicly the information of the annual general shareholders meeting without sending them any meeting notice.
8. Voting rights of the Annual General Shareholders Meeting may be exercised by way of electronic transmission between May 23 and June 19, 2020. Shareholders shall log on to the "Electronic Voting Platform for Shareholders" on the website of Taiwan Depository and Clearing Corporation (<http://www.stockvote.com.tw>) under related instruction.
9. This Company has appointed KGI Securities Co. Ltd. as the stock register of the present annual general shareholders meeting to calculate and verify the shareholder proxy.
10. No souvenir will be distributed at the present annual general shareholders meeting.

Respectfully,  
Board of Directors, Taiwan Cogeneration Corporation