



Dyaco International Inc.

Notice of 2021 Annual Shareholders' Meeting

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

I. The 2021 Annual Shareholders' Meeting (the "Meeting") will be convened at No.1, Gong 1st Rd., Hemei Township, Changhua County (Meeting Center at Dyaco's Headquarters, Chuansing Industrial Park) at 9:00 a.m. on May 28, 2021 (reception at the same venue begins at 8:30 a.m.) for the following purposes:

1. Reports :

- (1) To report the business of 2020.
- (2) To report the Audit Committee's Review Report of 2020.
- (3) To report 2020 employees' profits sharing bonus and directors' compensation.
- (4) To approve the proposal for cash distribution of 2020 earnings.
- (5) To report the implementation of share repurchase.
- (6) Status report of domestic 2nd secured convertible bonds.

2. Ratifications:

- (1) To accept 2020 Business Report and Financial Statements.
- (2) To approve the proposal for distribution of 2020 earnings.

3. Discussions:

- (1) Amendment to the "Operational Procedures for Acquisition or disposal of Assets".
- (2) Amendment to the "Rules of Procedure for Shareholders Meetings".

4. Motions

II. The proposal for distribution of 2020 earnings adopted at the meeting of the Board of Directors is as follows : Cash dividends to common shareholders: Totaling NT\$953,026,905. Each common share holder will be entitled to receive a cash dividend of NT\$7.50 per share. In the event of any change to the total number of outstanding shares as a result of the issuance of convertible bond, Company's buyback of its own shares, transfer, conversion or deregistration of treasury shares, exercise of employees' stock option and other factors, it is proposed that the Shareholders' Meeting grants the Chairman full authority to handle all relevant matters subject to the fixed payout rate mentioned above. The ex-dividend date and the distribution date shall be determined by the Board of Directors authorized to do so.

III. If the reason for convening shall be manifested as requested by Article 172 of Company Act, the



relevant information will be disclosed on Taiwan Stock Exchange Market Observation Post System (<https://mops.twse.com.tw/mops/web/index>).

- IV. Pursuant to Article 165 of the Company Act, share transfer registration for the Company will be suspended from March 30, 2021 to May 28, 2021.
- V. Please find the Notice of Attendance and Proxy Form enclosed with this Meeting Notice. If you plan to attend the Meeting in person, please affix your signature or personal seal to the Sign-in Card and submit it for registration on the day of the Meeting. If you wish to appoint a proxy to attend the Meeting, please fill out the name and relevant information of the proxy, affix your signature or personal seal to the Proxy Form, and have the proxy affix his or her signature or personal seal to the Proxy Form. Such Proxy Form shall be delivered to the Company's securities agent at the Register and Transfer Agency division of Sinopac Securities Corporation, at least five (5) days prior to the Meeting so that a sign-in card can be issued to the proxy.
- VI. The shareholders, persons soliciting proxies, and the proxies shall bring with him identity documents to verify his identification when attending the Meeting.
- VII. If any shareholder solicits proxies, the Company will publish a summary of such solicitation on the Securities and Futures Commission website (<http://free.sfi.org.tw>) at April 27, 2021. For shareholders who wish to make inquiries, please access the "free inquiry system for published information on proxies" page on the website, click on "entrance to published information on proxies", and enter the search criteria.
- VIII. The period during which shareholders may cast electronic votes for this annual general meeting will be from April 28, 2021 to May 25, 2021. The shareholders may vote online for this annual general meeting by accessing the "electronic voting platform for shareholders' meeting" page on the website of Taiwan Depository and Clearing Corporation at <https://www.stockvote.com.tw>, and casting their votes based on the instructions on the website.
- IX. The institution responsible for tallying and verifying the votes for the Company is the Register and Transfer Agency division of Sinopac Securities Corporation.
- X. Please refer the letter and perform accordingly.

Sincerely Yours

The Board of Directors of Dyaco International Inc.