

# **POYA International Co., Ltd.**

## **Meeting Notice for 2022 Annual Shareholders' Meeting (Summary Translation)**

I. The 2022 Annual Shareholders' Meeting will be convened at 6F, Conference Room, No. 74, Sec. 3, Minzu Rd. West Central Dist. Tainan City at 9:00 a.m. on June 21, 2022 (Tuesday) (Registration will be accepted at 8:30 a.m.). The agenda for the Meeting is as follows:

1. Report items:

- (1) 2021 Business Report
- (2) 2021 Audit Committee's Review Report
- (3) The Distribution of 2021 Employees' and Directors' Remuneration
- (4) The receipt of Directors' remuneration of 2021
- (5) Annual Earnings Cash Dividend Distribution in 2021
- (6) Amendments to certain provisions of "Corporate Social Responsibility Best Practice Principles, and renamed as the Sustainable Development Best Practice Principles"

2. Acknowledgements:

- (1) Adoption of the 2021 Business Report and Financial Statements.
- (2) Adoption of the Proposal for Distribution of 2021 Profits.

3. Matters for Discussion:

- (1) Proposal for a new share issue through capitalization of earnings.
- (2) Amendments to certain provisions of articles of incorporation.
- (3) Amendments to certain provisions of the Procedures for Acquisition and Disposal of Assets
- (4) Amendments to certain provisions of Rules of Procedure for Shareholders' Meeting
- (5) Abrogation of "Procedures for Lending Funds to Other Parties" and "Procedures for Endorsement and Guarantee", and set up "Procedures for Lending Funds, Endorsement and Guarantee"

4. Extraordinary Motions

II. The 2021 Earning Distribution has been approved by the Board of Directors and are proposed as:

Cash dividends of NT\$1,109,454,082, approximately NT\$11 per share

Stock dividends of 1,008,594 shares, approximately 0.1 dollar per existing share  
The cash and stock dividend distributed to each share resolved by the Annual General Meeting may be adjusted pursuant to actual number of the outstanding shares on the ex-dividend date.

- III. Pursuant to Article 165 of the Company Act, the Company has closed the share transfer registration from April 23, 2022 to June 21, 2022. For further information, please refer to MOPS website (<http://emops.twse.com.tw/server-java/t58query>).  
The path: Electronic Books->Shareholders' meetings
- IV. Except an announcement on MOPS, a letter with the attachments of Meeting Notice for 2022Annual Shareholders' Meeting and proxy form will be posted to each shareholder. Any shareholder who tends to attend the Meeting in person shall sign or seal the "personal attendance card" and register at the date of the Meeting (no need to return the letter). If a proxy authorized to attend the Meeting, the shareholder shall fill in the proxy form and the attendance card, and mail back the folding letter which shall reach Shares Registration Service Dept, Hua Nan Securities Co., Ltd. at least five days before the Meeting. After the registration seal is affixed on the attendance card by the Shares Registration Service Dept, the letter will then be returned to the shareholder or his/her proxy for attending the Shareholders' Meeting.
- V. 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 (<http://free.sfi.org.tw>) before May 20, 2022. If any investor tends to make inquiries, please log into the website above and input the key words for the inquiry.
- VI. Shareholders may exercise their voting rights through electronic form. Please log into the STOCKVOTE platform (<https://www.stockvote.com.tw>) of Taiwan Securities Central Depository Co., Ltd. and make the operation according to relative instruction during the period from May 21, 2022 to June 18, 2022.
- VII. The Shares Registration Service Dept, Hua Nan Securities Co., Ltd. is the institution responsible for the statistics and verification of the proxy form.
- VIII. The shareholders attending to the Shareholder' Meeting shall bring identification documents for verification.
- IX. Please consider and act accordingly.

Board of Directors

POYA International Co., Ltd.