

Ta-Yuan Cogen Co., Ltd.

2024 Annual Shareholders' Meeting Notice

1. Notice is hereby given that the 2024 Annual Shareholders' Meeting of Ta-Yuan Cogen Co., Ltd. (the Company) will be held on Wednesday, May 29, 2024, 9:00 am at No. 276, Chaoyin N. Rd., Dayuan Dist., Taoyuan City. Attendance registration for shareholders will commence at 8:30 am at the meeting venue.

Order of Business:

(1) Company Reports

1. 2023 Business Report of the Company
2. 2023 Audit Committee's Review Report
3. 2023 Employees Remuneration Distribution Report
4. Amendments of Certain Provisions of the Company's "Rules and Procedure of Board of Directors Meetings"

(2) Proposals

1. Approval of the Company's 2023 Business Report and Financial Statements
2. Approval of the Proposal for Profit Distribution for the Fiscal Year 2023

(3) Release of non-competition Prohibition imposed on Directors of the Company

(4) Extempore Motion

2. The Company's profit distribution for the year 2023 has been resolved by the Board of Directors in 2024:

- (1) It is proposed that shareholders to be distributed a cash dividend of NT\$256,735,210, calculated based on each shareholder's holdings on the ex-dividend date and rounded down to the nearest dollar. The cash dividend per share is NT\$2.1. Following approval by the shareholders' meeting, the Board of Directors will be authorized to set the dividend distribution date and related

matters.

3. Explanation for the proposal to release the Company's directors from non-competition restrictions: In accordance with Article 209 of the Company Act, it is proposed to seek approval from the shareholders' meeting to remove the restriction on competition prohibition for the incumbent directors and their representatives of the Company. The details regarding the concurrent positions held by the incumbent directors will be supplemented at the time of the resolution by the shareholders' meeting.

4. In accordance with Article 165 of the Company Act, the period from March 31, 2024, to May 29, 2024, shall be the suspension period for share transfer registration.

5. We hereby acknowledge receipt of one copy each of your shareholder's notice of attendance and proxy form. If you decide to attend in person, please sign or affix your seal on the attendance notice and report for registration on the day of the meeting (Please note that attendees who will be present in person are not required to return the notice.) If you choose to assign a proxy to attend on your behalf, please sign or affix your seal on the proxy form, fill in the name, address, and signature of the proxy, and send (mail) it to the Stock Affairs Department of Fubon Securities Co., Ltd. (11F, No. 17, Xu Chang St., Zhongzheng Dist., Taipei City), no later than 5 days before the meeting (by May 23, 2024).

6. If proxies are solicited for the annual general meeting of shareholders, the Company will upload the relevant information on the Securities and Futures Institute website (<https://free.sfi.org.tw>) on April 26, 2023, as per regulations. To access this information, investors can directly utilize the "Free Inquiry for Authorization Announcement Information" feature on the Securities and Futures Institute website by entering the query conditions. (Stock Code: 8937)

7. As per Article 26-2 of the Securities and Exchange Act, if a company has issued shares in accordance with this Act, the notice of convening the general meeting of shareholders may be given by public announcement 30 days prior to the meeting for shareholders holding less than 1,000 registered shares.

8. For this Shareholders' Meeting, shareholders have the option to exercise their voting rights electronically during the period from April 27, 2024, to May 26, 2024.

To do so, shareholders are required to log in to the "Shareholder e-Service" of the Taiwan Depository & Clearing Corporation (URL: <https://stockservices.tdcc.com.tw/>) with a CA certificate (Natural Person Certificate, Securities Firm Internet Trading Certificate, Internet Banking Certificate, Business Certificate, Securities and Futures Certificate, or Government Certificate), and follow the relevant instructions to cast their votes.

When exercising voting rights through electronic means in accordance with the Company Act, it is deemed as their presence at the shareholders' meeting in person. However, When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend the Shareholders' Meeting, the voting rights exercised by the proxy in the meeting shall prevail.

9. As per Article 172 of the Company Act, Articles 26-1 and 43-6 of the Securities and Exchange Act, and other relevant laws and regulations, the detailed information regarding the Shareholders' Meeting agenda can be accessed on the Public Information Observation Station's website (<https://mops.twse.com.tw>) by clicking on "Electronic Books/Annual Reports and Shareholders' Meeting Related Materials" or "Basic Information/Company Basic Information/Company Website" to access the Company website.

10. Please note that no souvenirs will be distributed at this annual Shareholders' Meeting.

Sincerely,

Board of Directors

Ta-Yuan Cogen Co., Ltd.