

Taiwan Sakura Corporation
Notice of Annual General Shareholders' Meeting, 2025

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

The 2025 Annual General Shareholders' meeting of Taiwan Sakura Corporation will be convened at 9:00 am on 19 June 2025, at No. 436, Sec. 4, Yatan Rd., Daya Dist., Taichung City, Taiwan, R.O.C. (Daya Plant).

Live broadcast of the general meeting of shareholders is available from 9:00 a.m. on the same day of the meeting. Please scan the QR Code on the right side to watch, or go to the website:

<https://www.youtube.com/watch?v=1aE-HbuMy8c&pp=0gcJCdgAo7VqN5tD>



I. The meeting agenda is as follows:

(I) Matters for Report:

1. 2024 Business Report
2. 2024 Audit Committee's Review Report
3. 2024 Employee and Director Compensation Distribution Report
4. 2024 Cash Dividends Distribution Report

(II) Matters for Ratification:

1. To Approve 2024 Business Report and Financial Statements
2. To Approve 2024 Earnings Appropriation Proposal

(III) Discussions:

1. Amendment to the Company's "Articles of Incorporation"
2. Issuance of Employee Restricted Stock Awards

(IV) Elections:

Proposal for the Election of the 14th Board of Directors (Including Independent Directors)

(V) Other Motion:

Proposal for the Release of Non-Competition Restrictions on Newly Elected Directors and Their Representatives

(VI) Extempore Motion

II. Main content of earnings appropriation proposal:

The Company's 2024 dividends amounted to NT\$1,039,269,584, NT\$4.7 per share and it is proposed to be fully distributed in cash.

III. Please refer to the Attachment for details on the Company's issuance of Employee Restricted Stock Awards.

IV.

- (1) Number of directors to be elected at this shareholders' meeting:
A total of 9 directors(including 3 independent directors).
- (2) List of nominees under the nomination system:
Directors:
Representative of UNJ Holding Corp:
Yung-Chieh, Chang/ Gen-Cheng, Wu
Representative of SVAGO International Corporation:
Hui-Hsun, Lee/ Yih-Yuan, Hsu
Representative of Ko Li Te Investment Co., Ltd.:
Yuo-Tu, Lin/ Ching-Wen, Chang

Independent directors:
Ming-Yuan Cheng
Chi-Wei Lin
Chin-Shan Huang
- (3) The website for inquiring about the educational background and other relevant information of each candidate: (<https://mops.twse.com.tw>).

V. According to Article 172 of the Company Act, the main content shall be disclosed on the Market Observation Post System. (<https://mops.twse.com.tw>)

VI. If you intend to attend the meeting in person, please sign or affix your seal in the “Registration Card” column and bring it to the venue for registration and submission it to attend the shareholders' meeting. If you will have a proxy attend the meeting, you may sign or affix your seal in the “Proxy Form” to appoint a proxy to attend the meeting on your behalf with addresses and names of the proxy stated in the form. The “Proxy Form” shall be delivered to the Company’s securities agency, Transfer Agency Department, CTBC Bank Co., Ltd., at least five days before the meeting. This will serve as proof to issue an attendance card to the appointed proxy.

VII. If there is any shareholder who intends to solicit for the Proxy Form, the Solicitor’s Solicitation Information List compiled by the Company will be available on 19 May 2025 on the website of the Securities and Futures Institute (<http://free.sfib.org.tw>). For inquiries, please visit the website and click “Free Inquiry System for Information Related to the Public Announcement of Proxy Form”; then input the conditions of inquiry accordingly.

VIII. The shareholders’ voting right can be exercised through the Internet during the period from 20 May 2025 to 16 June 2025. Please login to the TDCC (Taiwan Depository & Clearing Corporation) website (<http://stockservices.tdcc.com.tw>) to exercise voting rights in accordance with the online instruction.

IX. New shareholders who intend to submit their specimen chop card can download the card for use from the website of the Company's shareholder services agent, CTBC Trust Online Banking.

X. The " Transfer Agency Department, CTBC Bank Co., Ltd. " is the proxy tallying and verification agency for this shareholders’ meeting.

Sincerely,

Board of Directors

Taiwan Sakura Corporation

Attachment

The information on the issuance of Employee Restricted Stock Awards is as follows:

1. The Company intends to issue the “2025 Employee Restricted Stock Awards” in accordance with Article 267 of the Company Act and the “Regulations Governing the Offering and Issuance of Securities by Securities Issuers” issued by the Financial Supervisory Commission and other relevant regulations.
2. Total issuance:
The total issuance amount is NT\$15,000,000, with a par value of NT\$10 per share, for a total of 1,500,000 common shares to be issued.
3. Terms and conditions:
 - (1) Issue price: free of charge.
 - (2) Vesting conditions:
The employee must meet the individual performance, company performance, and service conditions specified in the Company’s “2025 Employee Restricted Stock Awards Rules”, and shall not have violated any labor contract, work rules, non-compete agreements, confidentiality agreements, or any other contractual agreements with the Company or its subsidiaries during the vesting period.
 - (3) Measures to be taken when employees fail to meet the vesting conditions or in the event of inheritance:
If an employee fails to meet the vesting conditions, the Company shall reclaim the allocated shares without charge and cancel such shares. In the event case of any exceptions (including but not limited to inheritance), the “2025 Employee Restricted Stock Awards Rules” shall prevail.
4. Qualifications of employees and the number of shares they are eligible for:
 - (1) The employee restricted stock awards shall be allocated only to the Company’s full-time managers or key personnel of the Company and its subsidiaries who are employed on the grant date and have achieved certain performance goals. The qualifications are as follows:
 - A. Employees who have a significant influence on the Company’s or the Company’s subsidiaries’ operational decisions.
 - B. Employees whose roles are highly relevant to the future strategies and developments of the Company or its subsidiaries.
 - (2) The number of employee restricted stock awards allocated to eligible employees will be determined based on factors such as the Company’s operational performance, years of service, position, performance evaluations, overall contribution, special achievements, annual duty adjustments, and other management considerations. The allocation principles will be formulated by the chairman and CEO and submitted to the board of directors for approval. Prior to submission, if the employee is a manager or a director serving concurrently as an employee, approval must be obtained from the Remuneration Committee. If the employee is not a manager, approval must be obtained from the Audit Committee.
5. The necessary reason for the issuance of employee restricted stock awards:
The issuance is aimed at attracting and retaining senior executives and key talent within the Company, while tying their remuneration to shareholder interests and the Company’s governance outcomes.
6. Estimated expenses, dilution of the Company’s EPS, and other matters affecting shareholder’s equity:
If all vesting conditions are met, the total estimated expense amounts to approximately NT\$126,000 thousand. The expense for 2026 to 2028 amounts to approximately NT\$36,698 thousand, NT\$36,698 thousand, and NT\$52,604 thousand, respectively.
Based on the Company’s current outstanding shares of 218,808,256 shares, the estimated potential decrease in EPS for 2026 to 2028 is NT\$0.17, NT\$ 0.17, and NT\$0.24, respectively. The potential dilution of the Company’s EPS is expected to be limited, and therefore, there is no significant impact on shareholder’s equity.