

2024 Annual General Shareholders' Meeting (AGM) (Translation)

Meeting type:	A hybrid shareholders' meeting (Physical shareholders' meeting with the assistance of video conference)
Time:	9:00 a.m., Thursday, June 27, 2024 (Taipei time)
Place:	Auditorium in the Taipei Hero House, No. 20, Changsha Street, Section 1, Taipei, Taiwan
E-meeting platform:	Taiwan Depository & Clearing Corporation (TDCC) / TDCC Stockservices (https://stockservices.tdcc.com.tw/)
Company's agent:	Stock Transfer Agent Department of Oriental Securities 13F, No. 16, Xinzhan Rd., Banqiao Dist., New Taipei City, Taiwan, R.O.C. Tel: 886-2-77531699 Website: http://www.osc.com.tw



1. Meeting Agenda

- **Reporting items:**

1. 2023 business operations
2. 2023 financial statements
3. The Audit Committee's review report of 2023 business operations and financial statements
4. 2023 employees' compensation and Directors' remuneration
5. Information of the corporate bonds issued in 2023

- **Approval items:**

1. To accept 2023 business report and financial statements
2. To approve the proposal for distribution of 2023 profits

- **Proposed resolutions and elections of Directors:**

1. To elect Directors (including Independent Directors) of Far Eastern New Century Corporation
2. To approve the release of the relevant Directors from the non-competition restriction under Article 209 of the Company Act

- **Extemporary motion**

2. The Board of Directors' proposal for distribution of 2023 profits is cash dividend of NT\$1.35 per share
3. After being approved at the Annual General Shareholders' Meeting, the cash dividends to common shareholders will be distributed on a record date to be determined by the Chairman granted full authority from the Board of Directors. Should FENC subsequently repurchase its common shares or issue new common shares according to the relevant regulations, the total number of common shares outstanding may change, and the ultimate cash to be distributed to

each common share may need to be adjusted accordingly. It is proposed that the Board of Directors of FENC be authorized to adjust the cash to be distributed to each common share based on the total amount of profits resolved to be distributed and the number of actual common shares outstanding on the record date for distribution.

4. To elect fifteen (15) Directors, including five (5) Independent Directors, in accordance with the candidate nomination system. The list of “Director” candidates includes Douglas Tong Hsu, Johnny Hsi (Asia Cement Corp.), Peter Hsu (Asia Cement Corp.), Shaw Y. Wang (Asia Cement Corp.), Jeff Hsu (Asia Cement Corp.), Richard Yang (Far Eastern Department Stores Ltd.), Tonia Katherine Hsu (Far Eastern Department Stores Ltd.), Alice Hsu (U-Ming Marine Transport Corp.), Kwan-Tao Li (U-Ming Marine Transport Corp.), Champion Lee (Yue Ding Investment Co., Ltd.). The “Independent Director” candidates are Shu-Chieh Huang, Raymond R.M. Tai, Way Kuo, Chung-Shu Wu, Sy-Ming Guu. For relevant information on Directors’ education and experience, please refer to the Market Observation Post System (MOPS) website (<http://mops.twse.com.tw>).
5. It is proposed to approve the release of the newly elected Directors and their representatives from the non-competition restriction under Article 209 of the Company Act. For further information, please refer to the Company’s 2024 Annual General Shareholders’ Meeting Handbook.
6. An attendance card and a proxy card are enclosed in the Chinese Annual General Shareholders’ Meeting Notice. To attend in person, an individual shareholder shall sign or stamp the attendance card and register at the reception desk on the day of the meeting. For a juristic person shareholder, an appointed representative shall attend with a proxy form issued by the juristic person. Shareholders or representatives shall bring identification documents for verification while attending the meeting.
7. To attend by proxy, a shareholder shall submit the proxy card to the Company’s agent (Stock Transfer Agent Department of Oriental Securities) at least 5 days prior to the meeting. After verification, the agent will issue and send an attendance certificate to the proxy for attending to the meeting.
8. If any shareholder solicits proxies from the public, the Company shall submit a summary statement of the Solicitor Solicitation Information to the Securities and Futures Institute (SFI) 30 days (May 27, 2024) prior to the meeting. Shareholders can check the relevant information from the SFI website at <https://free.sfi.org.tw>.
9. Shareholders can vote via the Shareholder E-Voting system of Taiwan Depository & Clearing Corporation (TDCC) at <https://stockservices.tdcc.com.tw/> from May 28, 2024 to June 24, 2024.
10. The Stock Transfer Agent Department of Oriental Securities is acting as the Company's shareholder services agent for tallying and verifying the proxies.
11. In accordance with Article 172 of the Company Act, the relevant information of 2024 Annual Shareholders’ Meeting please refer to the Market Observation Post System (MOPS) website (<http://mops.twse.com.tw>).

Supplement Information for A Hybrid Shareholders' Meeting

1. Shareholders who attend the virtual meeting may cast their votes on various proposals and elections via the virtual meeting platform after the chairman declares the meeting has convened and shall complete the casting prior to the moment when the chairman declares the closing of the voting session or otherwise shall be deemed to abstain from voting. Shareholders may also raise their questions in text form on the virtual meeting platform. No more than two questions for the same proposal may be raised and each question shall contain no more than 200 words. Please check the TDCC website.
2. Shareholders who intend to attend the virtual meeting must register on the TDCC Stockservices Platform (To whom with mobile device can scan the QR Code on Page 1) between May 28, 2024 to June 24, 2024, and sign in the Platform 30 minutes prior to the start of the meeting. Shareholders who complete the registration process will be deemed to attend the shareholders' meeting in person. Proxy agents who wish to attend the virtual meeting should complete the "Proxy Agent Registration Form for Participation in Annual General Shareholders' Meeting via Virtual Meeting" and submit it to the Company's Stock Transfer Agent Department of Oriental Securities by 4:00 PM on June 24, 2024, for registration and record purposes.
3. For more questions regarding registration or connection of the virtual meeting, please contact 02-7753-1699 (the Company's agent Oriental Securities) or 02-2514-1288 (TDCC). The Company cannot be responsible for poor internet connection, delays, failure to connect to live broadcasts, raise questions or cast votes on the day of the shareholders' meeting due to issues on the internet or related equipment used by the shareholder. Shareholders who have doubts are advised to cast their votes electronically in advance, or attend the shareholders' meeting in person.
4. To postpone or resume a shareholders' meeting:
 - (1) Shareholders who do not register to attend the original virtual shareholders' meeting may not attend the postponed or resumed meeting.
 - (2) If there are factors as to natural disasters, accidents or other force majeure events which have led the operation of the virtual meeting platform or the participation via virtual meetings to be obstructed for more than 30 minutes, the Company will proceed the shareholders' meeting rather than postpone to another date when the total shares owned by the shareholders who present (after deducting the shares of shareholders that attend via virtual meeting platform) reach the legal quorum. Shareholders, solicitors, and proxies participating via virtual meeting will be counted towards the total number of shareholders present but will be deemed to have abstained from voting on the proposals for this meeting. In such a situation, shareholders may contact the Company's agent, Oriental Securities for assistance (Tel: 02-7753-1699).
 - (3) If the voting results of all proposals are already announced while as the abovementioned situation occurs, as long as there are no Extempore motions, the Chairperson may announce the meeting adjournment.

The English version is the translation of the Chinese version and if there is any discrepancy between this English translation and the Chinese text of this document, the Chinese text shall prevail.

The meeting handbook is available at <https://investor.fenc.com/report.aspx?lang=en&id=81> .

If you would like to obtain a hard copy of the meeting handbook, please email to ir@fenc.com , or write to

Attn: IR team

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