

Cheng Shin Rubber Ind. Co., LTD.
Notice of 2017 Annual General Meeting

- I. Cheng Shin Rubber Ind. Co., LTD. (the “Company”) has scheduled to convene its 2017 Annual General Meeting at the Conference Room of Cheng Shin Rubber New Office Building (B2, No. 215, Meigang Rd., Huangcuo Village, Dacun Township, Changhua County) at 09:30 a.m. on June 15, 2017 (Thursday) (registration will begin at 08:30 a.m. at the meeting venue). The following is the agenda for the meeting:

1. Reports:

- (1) 2016 Business Report;
- (2) Supervisors’ report on the review of the 2016 Financial Statements;
- (3) Report of the Company’s distribution of dividends to its Directors, Supervisors and employees in 2016;
- (4) Reports of endorsements and guarantees of obligations provided to third parties by the Company;
- (5) Reports of issuance of unsecured ordinary corporate bonds by the Company in 2016.
- (6) Reports of enactment of the Company’s “Corporate Governance Best Practice Principles”, “Ethical Corporate Management Best Practice Principles” and “Corporate Social Responsibility Best Practice Principles”.

2. Ratifications:

- (1) To ratify the Company’s 2016 Business Report and Financial Statements;
- (2) To ratify the Company’s 2016 profit distribution.

3. Discussions:

- (1) Proposal to amend the Company’s “Articles of Incorporation”.
- (2) Proposal to amend the Company’s “Procedures for Acquisition or Disposal of Assets”.
- (3) Proposal to amend the Company’s “Procedures for Making Endorsements or Guarantees and Loaning of Funds”.
- (4) Proposal to amend the Company’s “Rules for Election of Directors and Supervisors”.

4. Elections:

- Re-election of the Company’s Directors (including Independent Directors).

5. Other Proposals:

Proposal to release the new Directors of the Company from non-compete restrictions.

6. Motions.

- II.** As was the profit distribution of the Company for 2016, the Company's Board of Directors has proposed to distribute cash dividend at NT\$3 per share, NT\$9,724,246,608 in total. After the proposal is approved at this meeting, the Board of Directors shall be authorized to set the ex-dividend date and make the distributions accordingly.
- III.** The 2017 Annual General Meeting shall elect 11 Directors (including 3 Independent Directors).
- IV.** The list of Independent Director candidates:
1. Hsu, En-De 2. Too, Jui-Rze 3. Chen, Shuei-Jin
- To inquire more relevant information of the candidates' education and work experience, please access to the public announcement on the "Market Observation Post System" (website: <http://mops.twse.com.tw/mops/web/index>) for enquiry.
- V.** It is proposed to release the new Directors of the Company from non-compete restrictions pursuant to Article 209 of the Company Act.
- VI.** Please find enclosed herewith the Notice of Attendance and the Proxy Form. For those who wish to attend this meeting in person, please sign/affix your personal seal on the "Notice of Attendance" and submit it for registration on the day of the Annual General Meeting. For those who wish to appoint a proxy to participate in the Annual General Meeting, please sign/affix your personal seal on the Proxy Form, write down in person the name and address of the proxy, and mail/deliver it to the Company's shareholder services agent, i.e., the Share Registrar Department of Yuanta Securities Co., Ltd. (B1, No. 210, Sec. 3, Chengde Rd., Datong Dist., Taipei City 10366) at least five (5) days before the date scheduled for the meeting. An attendance card (or a sign-in card) will then be issued for the proxy. In the event that the shareholder decides to attend the meeting in person, or to exercise the voting right in writing or by means of electronic balloting after the Proxy Form is served to the Company, he or she shall issue a written notice to the Company to withdraw the proxy arrangement at least two (2) days before the meeting. If the withdrawal is not made within the specified timeframe, the vote cast by the proxy at the meeting shall prevail.
- VII.** Shareholders' voting rights may be exercised through the Internet from May 16, 2017 to June 12, 2017. Please log onto the TDCC (Taiwan Depository &

Clearing Corporation) website to exercise voting rights in accordance with the online instructions (website: <http://www.stockvote.com.tw>).

VIII. The Proxy Forms for this meeting shall be compiled and verified by the Share Registrar Department of Yuanta Securities Co., Ltd.

IX. For any shareholders who wish to solicit Proxies, the Company will consolidate the soliciting shareholders' information and disclose such information on the Securities and Futures Institute website on May 15, 2017. To make enquiries, investors may visit the "Proxy Solicitation Inquiry System" at <http://free.sfi.org.tw>, click on "Enter the Information of Public Announcement for Proxy Forms here" and input the terms of enquiry.

Best regards

Attn.: All shareholders

The Board of Directors of Cheng Shin Rubber Ind. Co., LTD.