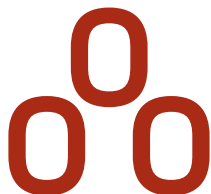


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TCC INTERNATIONAL HOLDINGS LIMITED

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1136)

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an extraordinary general meeting (the “**EGM**”) of TCC International Holdings Limited (the “**Company**”) will be held at Alexandra Room, 2/F Mandarin Oriental Hotel, 5 Connaught Road, Central, Hong Kong at 9:30 a.m. on Monday, September 18, 2017 for the following purposes:

SPECIAL RESOLUTION

To consider and, if thought fit, passing with or without amendments, the following resolution as a special resolution of the Company:

- (1) **THAT:**
 - (a) pursuant to the scheme of arrangement dated August 24, 2017 (the “**Scheme**”) between the Company and the Scheme Shareholders (as defined in the Scheme) in the form of the print thereof, which has been produced to this meeting and for the purposes of identification signed by the chairman of this meeting, or in such other form and on such terms and conditions as may be approved or imposed by the Grand Court of the Cayman Islands, on the Effective Date (as defined in the Scheme), the issued share capital of the Company shall be reduced by the cancellation and extinguishment of the Scheme Shares (as defined in the Scheme); and

- (b) the directors of the Company be and are hereby authorised to do all acts and things considered by them to be necessary or desirable in connection with the implementation of the Scheme and the reduction of capital pursuant to the Scheme, including without limitation, giving consent to any modification of, or addition to, the Scheme or the reduction of capital which the Grand Court of the Cayman Islands may see fit to impose.

ORDINARY RESOLUTION

To consider and, if thought fit, passing with or without amendments, the following resolution as an ordinary resolution of the Company:

(2) THAT:

- (a) subject to and simultaneously with the cancellation and extinguishment of the Scheme Shares referred to in resolution (1)(a) taking effect, the issued share capital of the Company be restored to its former amount prior to the reduction of capital by allotting and issuing to Taiwan Cement Corporation and TCC International Limited (as the case may be), credited as fully paid at par, the same number of new Shares (as defined in the Scheme) of the Company as the number of Scheme Shares cancelled and extinguished;
- (b) the credit arising in the books of account of the Company consequent upon the reduction of its issued share capital resulting from the cancellation and extinguishment of the Scheme Shares referred to in resolution (1)(a) shall be applied to pay up in full at par the Shares (as defined in the Scheme) allotted and issued to Taiwan Cement Corporation and TCC International Limited (as the case may be) pursuant to resolution 2(a) above;
- (c) any one of the directors of the Company be and is hereby authorised to do all acts and things considered by him/her to be necessary or desirable in connection with the implementation of the Scheme, including without limitation the giving of consent to any modification of, or addition to, the Scheme, which the Grand Court of the Cayman Islands may see fit to impose; and

- (d) any one of the directors of the Company be and is hereby authorised to apply to The Stock Exchange of Hong Kong Limited for the withdrawal of the listing of the Ordinary Shares (as defined in the Scheme) of the Company.

By Order of the Board of
TCC International Holdings Limited
Chang, An-Ping, Nelson
Chairman

Hong Kong, August 24, 2017

Notes:

1. In order to determine the entitlement of Shareholders to attend and vote at the EGM, the register of members of the Company will be closed from Tuesday, September 12, 2017 to Monday, September 18, 2017, both days inclusive, during which period no transfer of Shares will be effected. In order to be eligible to attend and vote at the EGM, all share transfer documents in connection with the Shares accompanied by the relevant share certificates must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at Shops 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong for registration not later than 4:30 p.m. on Monday, September 11, 2017.
2. A Shareholder entitled to attend and vote at the above meeting is entitled to appoint one or more proxies to attend and vote in his stead. A proxy need not be a member of the Company. Completion and return of the form of proxy shall not preclude a Shareholder from attending the meeting and vote in person. In such event, the instrument appointing a proxy shall be deemed to be revoked.
3. In order to be valid, the form of proxy together with the power of attorney or other authority, if any, under which it is signed, or a notarially certified copy of such power of attorney or authority, must be lodged with the Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, at 17M Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong not less than 48 hours before the time fixed for holding the meeting (i.e. not later than 9:30 a.m.. on Saturday, September 16, 2017) or any adjournment thereof.
4. The votes of the Shareholders on the special and ordinary resolutions as set out above will be taken by poll.
5. Reference to time and dates in this notice are to Hong Kong time and dates.
6. As at the date of this notice, the board of directors of the Company comprises Mr. Chang, An-Ping, Nelson as the Chairman and an executive Director; Mr. Koo, Jason Kung Yi as the Managing Director and an executive Director; Dr. Shan Weijian, Mr. Chang, Kang-Lung, Jason, Ms. Wang, Lishin, Elizabeth and Ms. Wang, Chi-May as non-executive Directors; and Dr. Liao Poon Huai, Donald, Dr. Chih Ching Kang, Kenneth and Mr. Shieh, Jen-Chung, Roger as independent non-executive Directors.