

# UPC Technology Corporation

## Meeting Notice of 2018 Annual General Shareholder' Meeting

(Summary Translation)

The 2018 Annual General Shareholders' Meeting (the "Meeting") of UPC Technology Corporation will be convened at 10:00 a.m., Friday, June 8, 2018 at Po Shou Hall of The Grand Hotel Kaohsiung (located at 5F, No.2, Yuanshan Rd., Niasong Dist., Kaohsiung City, Taiwan)

### 1. Meeting Agenda

#### I. Report Items

(1) 2017 Business Report

(2) Audit Committee's Review Report

(3) 2017 employees' compensation and directors' compensation distribution Report

#### II. Adoption Items

(1) Adoption of the 2017 Business Report and Financial Statements

(2) Adoption of the 2017 Profits Distribution Proposal

#### III. Discussion Items

(1) Proposal for a new share issue through capitalization of earnings

(2) Proposal for an Amendment of the Articles of Incorporation

(3) Proposal for an Amendment to the Operational Procedures for Loaning Funds to Others

#### IV. Election

(1) Election of Directors

Candidates

Director: Matthew Feng-Chiang Miao, Y. S. KO, John Miao, Chang-Wei Hsueh,  
Chun Chen (Lien Hwa Industrial Corp. Representative)

Independent Director: Paul P. Wang, Wenent P. PAN, Jung-Chiou Hwang

V. Other Item

(1)Release of directors from Non-competition Restrictions

VI. Questions and Motions

VII. Adjournment

2. The major items of proposal for Distribution of 2017 profits adopted at Board of Directors meeting are as follows:

Earnings distribution:

Cash dividends of NT\$1.00 per common share, totaling NT\$1,179,557,064;

Stock dividends of NT\$0.80 per common share, totaling NT\$943,645,650.

Before the dividend distribution record date, if the Company's number of outstanding shares is affected by any share repurchase or any transfer, or cancellation of Treasury shares and if the dividend distribution ratio is changed accordingly, the Chairman of Board of Directors is authorized by Shareholder' Meeting to make necessary adjustments and has the full discretion to handle relevant matters.

3. Share transfer registration suspension period: 2018/4/10~2018/6/8
4. Shareholders may exercise their voting rights through the STOCK VOTE Platform of Taiwan Securities Central Depository Co., Ltd. (<https://www.stockvote.com.tw>) during the period from May 9, 2018 to June 5, 2018.