

Ton Yi Industrial Corp.

Notice of the 2019 General Shareholders' Meeting (Summary)

I. The 2019 General Shareholders' Meeting will be convened at the Company's meeting hall on 7th floor, No. 837, Zhongzhen North Road, Yongkang District, Tainan City at 10:00 a.m. on June 20, 2019 (Thursday) (Registration will be accepted at 9:30 a.m. at the location of the 2019 General Shareholder's Meeting.).

The agenda for the Meeting will be as follows:

1. Reports:

- (1) Reporting of the Company's 2018 Business Reports.
- (2) Reporting of Audit Committee's review over the Company's 2018 year-end closure.
- (3) Reporting of assigned 2018 employees' and directors' remuneration.
- (4) Reporting of the Company's 2018 Engages in derivatives trading.

2. Acknowledgments:

- (1) Acknowledgment of the Company's 2018 Business Report and Financial Statements.
- (2) Acknowledgment of the Company's 2018 Earnings Appropriation.

3. Discussions:

- (1) Amendment to the Company's Articles of Incorporation
- (2) Amendment to the Company's Operational Procedures for Acquisition and Disposal.
- (3) Amendment to the Company's Operational Procedures for Loaning of Company Funds.
- (4) Amendment to the Company's Operational Procedures for Endorsements and Guarantees.
- (5) Amendment to the Company's Procedures for Election of Directors.

4. Election:

- (1) Election of the 17th Company's directors (including independent directors).

5. Other agendas:

- (1) Adoption of the Proposal for Releasing Directors from Non-competition.

Details of the Duties Subject to Releasing the Candidates of Directors and Independent Directors from Non-competition

Name	Current position with other company
Chih-Hsien Lo (represent: Uni-Presiden Enterprises CORP.)	Chairman : Uni-President Enterprises corp. · President Chain Store Corp. · President Natural Industrial Corp. · Ton Yi Industrial Co., Ltd. · TTET Union Corp. · Prince Housing & Development Corp. · Prince Real Estate Co. · Prince Property Management Consulting Co. · Cheng-Shi Investment Holding Co. · Time Square International Co., Ltd. · Time Square International Co., Ltd. · TIMES

SQUARE INTERNATIONAL STAYS CORPORATION. ∙ Kai Yu Investment Co. ∙ President Packaging Corp. ∙ President International Development Corp. ∙ President Property Corporation ∙ Scino Pharm Taiwan Ltd. ∙ Uni-President Cold-Chain Corp. ∙ Presco Netmarketing Inc. ∙ Uni-President Dream Parks Corp. ∙ Uni-OAO Travel Service Corp. ∙ Kai Nan Investment Co. ∙ President Century Corp. ∙ Tong Ren Corp. ∙ Changjiagang President Nisshin Food Co. ∙ Uni-President (Philippines) Corp. ∙ Uni-President (Thailand) Ltd. ∙ Uni-President (Vietnam) Co., Ltd. ∙ Uni-President China Holdings Ltd. (Cayman) ∙ President Enterprises (China) Investment Co., Ltd. ∙ Woongjin Foods Co. Ltd. ∙ Daeyoung Foods Co. Ltd.

Vice Chairman :

President Nisshin Corp.

Director :

President Baseball Team Corp. ∙ Nanlien International Corp. ∙ Tone Sang Construction Corp. ∙ Retail Support International Corp. ∙ Presicarre Corp. ∙ President Fair Development Corp. ∙ President Starbucks Coffee Corp. ∙ Uni-President Organics Corp. ∙ PK Venture Capital Corp. ∙ Uni-President Glass Industrial Co. ∙ Kuang Chuan Dairy Co. ∙ Kuang Chuan Foods Co. ∙ Uni-President Development Corp. ∙ Tait Marketing & Distribution Co. ∙ Weilih Food Corp. ∙ Keng Ting Enterprises Co. ∙ Prince Property Management Consulting Co. ∙ Kao Chyuan Inv. Corp. ∙ PCS (BVI) Holdings Ltd. ∙ PCS (Labuan) Holdings Ltd. ∙ Cayman President Holdings Ltd. ∙ Kai Yu (BVI) Investment Co., Ltd. ∙ Uni-President Southeast Asia Holdings Ltd. ∙ President Packaging Holdings Ltd. ∙ President Energy Development (Cayman Islands) Ltd. ∙ Uni-President Asia Holdings Ltd. ∙ Uni-President International (HK) Co., Ltd. ∙ Hefei President Enterprises Co., Ltd. ∙ Zhenzhou President Enterprises Co., Ltd. ∙ Nanchang President Enterprises Co., Ltd. ∙ Guangzhou President Enterprises Co., Ltd. ∙ Fuzhou President Enterprises Co., Ltd. ∙ Shenyang President Enterprises Co., Ltd. ∙ Changsha President Enterprises Co., Ltd. ∙ Nanning President Enterprises Co., Ltd. ∙ Zhanjiang President Enterprises Co., Ltd. ∙ Chongqing President Enterprises Co., Ltd. ∙ Taizhou President Enterprises Co., Ltd. ∙ Changchun President Enterprises Co., Ltd. ∙ Baiyin President Enterprises Co., Ltd. ∙ Hainan President Enterprises Co., Ltd. ∙ Guiyang President Enterprises Co., Ltd. ∙ Jinan President Enterprises Co., Ltd. ∙ Hangzhou President Enterprises Co., Ltd. ∙ Xuzhou President Enterprises Co., Ltd. ∙ Henan President Enterprises Co., Ltd. ∙ Shaanxi President Enterprises Co., Ltd. ∙ Jiangsu President Enterprises Co., Ltd. ∙ Ningxia President Enterprises Co., Ltd. ∙ President Enterprises (Shanghai) Co., Ltd. ∙ Shaanxi President Enterprises Co., Ltd. ∙ Uni-President Enterprises (Tianjin) Co., Ltd. ∙ Hunan President Enterprises Co., Ltd. ∙ Harbin President Enterprises Co., Ltd. ∙ Akesu President Enterprises Co., Ltd. ∙ President Enterprises (Inner Mongolia) Co., Ltd. ∙ Shijiazhuang President Enterprises Co., Ltd. ∙ Xinjiang President Enterprises Food Co., Ltd. ∙ Wuhan President Enterprises Food Co., Ltd. ∙ Kunshan President Enterprises Food Co., Ltd. ∙ Chengdu President Enterprises Food Co., Ltd. ∙ Kunming

	<p>President Enterprises Food Co., Ltd. ∙ Beijing President Enterprises Drinks Co., Ltd. ∙ Uni-President Enterprises (Shanghai) Drink & Food Co., Ltd. ∙ Uni-President Enterprises (Kunshan) Food Technology Co., Ltd. ∙ Uni-President Trading (Hubei) Co., Ltd. ∙ President (Kunshan) Trading Co.,Ltd. ∙ President (Shanghai) Trading Co., Ltd. ∙ Yantai Tongli Beverage Industries Co., Ltd. ∙ Bama President Mineral Water Co. ∙ Wuyuan President Enterprises Mineral Water Co., Ltd. ∙ Changbaishan Mountain President Enterprises (Jilin) Mineral Water Co., Ltd. ∙ Champ Green Capital Limited ∙ Champ Green (Shanghai) Consulting Co. Ltd. ∙ Uni-President (Shanghai) Pearly Century Co., Ltd. ∙ Uni-President Enterprise (Hutubi) Tomato Products Technology Co.</p> <p>President Presco Netmarketing Inc.</p>
<p>Xiu -Ling Kao (represent: Kao Chyuan Inv. Co.Ltd.)</p>	<p>Chairman : Kao Chyuan Inv. Corp. ∙ President Being Corp. ∙ President Fair Development Corp. ∙ Uni-President Department Store Corp. ∙ President Pharmaceutical Corp. ∙ President Drugstore Business Corp.</p> <p>Director : Uni-President Enterprises Corp. ∙ President Chain Store Corp. ∙ Scino Pharm Taiwan Ltd. President International Development Corp. ∙ Uni-President Development Corp. ∙ Prince Housing &Development Corp. ∙ Time Square International Co. Ltd. ∙ TIMES SQUARE INTERNATIONAL HOLDING COMPANY. ∙ President (Sanghai) Health Product Trading Company Ltd. ∙ President Starbucks Coffee Corp ∙ President Century Corp. ∙ Beauty Wonder (Zhejiang) Trading Co., Ltd.</p> <p>President : Kao Chyuan Inv. Co. Ltd.</p>
<p>Chao -Kai Huang (represent: Uni-Presiden Enterprises CORP.)</p>	<p>Chairman : Uni-President Vender corp. ∙ Tung Ang Enterprises Corp</p> <p>Director : President Chain Store Corp. ∙ Mech-President Corp ∙ Uni-President Cold-Chain Corp. ∙ President Pharmaceutical Corp. ∙ Uni-president Marketing Co., Ltd. ∙ Uni-President (Vietnam) Co., Ltd. ∙ Woongjin Foods Co. Ltd. ∙ Daeyoung Foods Co. Ltd.</p>
<p>Jui-Sheng Wang (represent: Uni-Presiden Enterprises CORP.)</p>	<p>Chairman : President Global Corp. ∙ Tung-You International Corp., ∙ Tung-Xiang Corp</p> <p>Vice Chairman : President Kikkoman Inc. ∙ Kunshan President Kikkoman Biotechnology Co., Ltd. ∙ President Kikkoman Zhenji Foods Co., Ltd.</p>

<p>Feng-Fu Chen (represent: Uni-Presiden Enterprises CORP.)</p>	<p>Chairman : Cayman Ton Yi Industrial Holdings Ltd. 、 Cayman Ton Yi (China) Holdings Limited 、 Ton Yi (China) Investment Co., Ltd. 、 Taizhou Ton Yi Industrial Co., Ltd. 、 Zhangzhou Packing Co., Ltd. Chengdu Ton Yi Industrial Co., Ltd. 、 Huizhou Ton Yi Industrial Co., Ltd. Beijing Ton Yi Industrial Co., Ltd. 、 Kunshan Ton Yi Industrial Co., Ltd. 、 Sichuan Ton Yi Industrial Co., Ltd. 、 Zhanjiang Ton Yi Industrial Co., Ltd. 、 TIANJIN TON YI INDUSTRIAL CO., LTD. Director : Wuxi Ton Yi Industrial Packing Co., Ltd. 、 Chengdu Ton Yi Industrial Packing Co., Ltd. 、 Changsha Ton Yi Industrial Co., Ltd. President : Ton Yi Industrial Co., Ltd. Supervisor: Jiangsu Ton Yi Tinplate Co., Ltd. 、 Fujian Ton Yi Tinplate Co., Ltd.</p>
<p>Shing-Chi Liang</p>	<p>Chairman : Tovecan Corporation Ltd.、 Wuxi Ton Yi Industrial Packaging Co., Ltd.、 Chengdu Ton Yi Industrial Packing Co., Ltd. 、 Changsha Ton Yi Industrial Packing Co., Ltd. 、 Jiangsu Ton Yi Tinplate Co., Ltd. 、 Fujian Ton Yi Tinplate Co., Ltd. 、 WUXI TONYI DAIWA INDUSTRIAL CO., LTD. Director : Cayman Ton Yi Industrial Holdings Ltd. 、 Cayman Fujian Ton Yi Holdings Ltd. 、 Cayman Jiangsu Ton Yi Holdings Ltd.</p>
<p>Ming-Long Wang</p>	<p>Director : Catcher Technology CORP. 、 Tang Rong Iron Works Co. , Ltd. Independent directors : Guimeng Internatinal Co. , Ltd. 、 Hanping Electronics Co. , Ltd. Supervisor: China NET Dragon Co. , Ltd.</p>
<p>Chin-Chen Chien</p>	<p>Independent directors : Ronggang Materials Technology Co. , Ltd. 、 Jingsteel Precision Technology Co. , Ltd. Taiwan Styrene Industry Co. Supervisor: China NET Dragon Co. , Ltd. 、 Zhiguan Technology Co. , Ltd.</p>

- II. The proposed profit distribution plan for 2018 is to allocate the amount of NTD 742,198,311 from distributable profits to be disbursed through cash dividends (NTD470 per 1,000 shares).
- III. The Company's Articles shall establish by seven to ten Directors, this time should be elected ten Directors (including independent Directors).
- IV. The list of candidates for the nomination system for the directors and independent directors : The directors are : Uni-Presiden Enterprises CORP. Representative: Chih-Hsien Lo, Chao-Kai Huang, Jui-Sheng Wang, Feng-Fu Chen ; Kao Chyuan Inv. Co., Ltd. Representative: Xiu-Ling Kao ; Shing-Chi Liang ; Kuo-Keng Chen. The independent directors are : Ming-Long Wang, Chin-Chen

Chien, Bing-Eng Wu

- V. Pursuant to Article 209 of the Company Act, "Directors may obtain permission for engaging in business activities that coincide with those of the company's for directors' own benefits, or for the benefits of others, by disclosing material details during shareholder meeting."
- VI Pursuant to Article 165 of the Company Act, the Company has closed the share transfer registration from April 22, 2019 to June 20, 2019.
- VII. In addition to the public announcement of the General Shareholders' Meeting, a notice of the General Shareholders' Meeting and a proxy form are also enclosed in the hope that you may attend the General Shareholders' Meeting. To attend in person, please fill in the one page for registration on the meeting day. If entrusting others to participate in, please fill in the second and one page. And, send back the required documents to our stock administration office 5 days before the meeting day. After that, you will receive voucher to attend the meeting.
- VIII. If there is any shareholder intends to solicit for the Proxy Form, the Solicitor's Solicitation Information List compiled by the Company will be available on May 20, 2019 on the website of the Securities and Futures Institute (<http://free.sfib.org.tw>). For inquiries, please log-on to the website and click "Free Inquiry System for Information Related to the Public Announcement of Proxy Form"; then click "Enter for Inquiring Proxy Form, Public Announcement and Meeting Information" on the right hand side and input the conditions of inquiry accordingly.
- IX. During this regular session, the shareholders can exercise their voting rights by electronic means. Which starts from May 21, 2019 to June 17, 2019. Please log in the "Stockvote" (<https://www.stockvote.com.tw>) of Taiwan Depository & Clearing Corporation (TDCC) and vote in accordance with relevant instructions.
- X. The institution for tallying and verifying proxy forms of 2019 general shareholders' meeting is Stock Registration Department, President Securities Corporation.
- XI. Where it is necessary to enumerate and explain the essential contents in the clauses of the meeting in accordance with Article 172 of the Company Act, please go to the MOPS (at <http://mops.twse.com.tw>): Click on the basic information/e-book/annual report and shareholders' meeting and enter the Stock Code "9907" and Year "2019," and then select the "reference about motions submitted to shareholders' meetings."

The Board of Directors of Ton Yi Industrial Corp.