

## Ton Yi Industrial Corp.

### Notice of the 2015 General Shareholders' Meeting ( Summary )

- I. The 2015 General Shareholders' Meeting will be convened at the Company's meeting hall on 7<sup>th</sup> floor, No. 837, Zhongzhen North Road, Yongkang District, Tainan City at 9:00 a.m. on June 30, 2015 (Tuesday) (Registration will be accepted at 8:30 a.m. at the location of the 2015 General Shareholder's Meeting.). The agenda for the Meeting is as follows:
1. Reports (Management Presentation):
    - (1) 2014 Business Report.
    - (2) Audit Committee's Review Report on 2014 Financial Statements.
    - (3) Status of Overall Endorsement and Guarantees.
    - (4) Status Report on Overall Loan to Others.
    - (5) Status Report on Overall Financial Instruments Undertaken.
    - (6) Status Report on Indirect Investments in Mainland China.
    - (7) Report on Motion for Amendments to the Company's "Ethical Corporate Management Best-Practice Principles"
  2. Acknowledgments:
    - (1) Adoption of the 2014 Financial Statements.
    - (2) Adoption of the proposal for Distribution of 2014 Profits.
  3. Discussions:
    - (1) The proposal for removing the non-competition clause for directors is presented for discussion.
    - (2) The company's draft of the "Director appointment procedure" proposal is presented for discussion.
  4. Motions
- II. The proposed profit distribution plan for 2014 is to allocate the amount of NTD 710,615,404 from distributable profits to be disbursed through cash dividends (NTD450 per 1,000 shares).
- III. Pursuant to Article 209 of Company Act, our company removes the restrictions on competition during the term of directors of our company.
- IV. Pursuant to Article 165 of the Company Act, the Company has closed the share transferregistration from May 2, 2015 to June 30, 2015.
- V. In addition to the public announcement of the 2015 General Shareholders' Meeting, a notice of the 2015 General Shareholders' Meeting and a proxy form are also enclosed in the hope that you may attend the 2015 General Shareholders' Meeting. If you plan to attend in person, please fill in the notice of personal attendance on the first page, together with the attendance registration card on the second page and then bring them with you for registration on the day of the meeting. If you plan to attend by proxy, please fill in the proxy form on the fifth page, together

with the attendance registration card on the second page and then send the form and the card on the day of the meeting folded, to the Stock Registration Department, President Securities Corporation five days prior to the 2015 General Shareholders' Meeting. After your signature or seal has been reviewed and confirmed, the attendance registration card will be stamped with a registration seal and sent back to you or your proxy and then you or your proxy may use the card to attend the 2015 General Shareholders' Meeting.

- VI. If any shareholder solicits for a proxy, the Company will disclose the summarization of the solicitation prepared by the Company on the website of the Securities and Futures Commission (<http://free.sfi.org.tw>) on May 29, 2015. If any investor wishes to make inquiries, please log into the "free inquiry system for published information of proxy" on the website, and click the right side "entrance to published information of proxy" and input the key words for the inquiry.
- VII. The institution for tallying and verifying proxy forms of the 2015 General Shareholders' Meeting is the Stock Registration Department, President Securities Corporation.
- VIII. During this regular session, you may exercise your voting right by electronic means. The period is from May 30, 2015 to June 27, 2015. Please log into the "Stockvote" site (<https://www.stockvote.com.tw>) of the Taiwan Depository & Clearing Corporation (TDCC) and vote in accordance with relevant instructions.
- Sincerely Yours  
The Board of Directors of Ton Yi Industrial Corp

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