



**Meeting Notice
of
2019 Annual General Shareholders Meeting
(Summary Translation)**

The 2019 Annual General Shareholders Meeting (the "Meeting") of HTC Corporation (the "Company") will be convened at Chuto Hotel, Jin Long Room (Address: No. 398, Taoying Road, Taoyuan City, Taiwan) at 9:00 a.m., Friday, June 21, 2019.

A. The agenda for the Meeting are as follows:

(1) Reporting Items:

1. Fiscal 2018 Business Report
2. Supervisors' Audit Report
3. The 2018 Employees, Directors and Supervisors compensation
4. Amendment of the Company's "Rules of Procedure for Board of Directors Meetings"

(2) Matters for Ratification:

1. Adoption of the Fiscal 2018 Business Report and Financial Statements
2. Adoption of the Fiscal 2018 retained earnings distribution

(3) Matters for Discussion:

1. Discussion on the proposal to amend the Articles of Incorporation
2. Discussion on the proposal to amend the Bylaws for the Election of Directors and Supervisors"
3. Discussion on the proposal to amend the "Procedures for the Acquisition or Disposal of Assets"
4. Discussion on the proposal to amend the "Operational Procedures for Lending Funds to Others"
5. Discussion on the proposal to amend the "Procedures for the Handling of Derivatives Trading"

(4) Elections:

Proposal for the Company's re-election of Directors (include Independent Director)

(5) Other Proposals:

Proposal to release the newly-elected Directors (include Independent Director) from non-competition restrictions

(6) Extraordinary Motions



- B. Each attending notification and proxy form will be attached in the meeting notice. If the shareholder(s) is attending the meeting in person, please sign or stamp on the attending notification and carry it to the check-in desk on the day of the meeting. However, in the case that an agent(s) is entrusted to attend the meeting, the shareholder(s) shall sign or stamp on the proxy and after the shareholder(s) personally fills out the name and address of the agent, the proxy shall be delivered to the Transfer Agency Department of CTBC Bank Co., Ltd. at least 5 days prior to the day of the meeting. The signed proxy will serve as the sign-in card for agent(s) to represent your vote at the meeting.
- C. If a proxy is solicited by the shareholder(s), HTC is required to compile details on the proxy solicitation parties and disclose such information on the Securities & Futures Institute (SFI) website no later May 21, 2019. Shareholder(s) can obtain information on proxy solicitation firms from the "Free proxy disclosure & related information system" (<http://free.sfib.org.tw>), via the "proxy disclosure and meeting notices" search page.
- D. Shareholders may exercise their voting rights through the STOCKVOTE platform of Taiwan Depository & Clearing Corporation (<http://www.stockvote.com.tw>) during the period from May 22, 2019 to June 18, 2019.
- E. The Transfer Agency Department of CTBC Bank Co., Ltd. is the proxy tallying and verification institution for this annual general meeting.
- F. Please observe and abide by these regulations.

Sincerely,

Board of Directors
HTC CORPORATION