

Pou Chen Corporation
Meeting Notice of
Annual General Shareholders' Meeting
(Excerpt Translation)

The 2016 Annual General Shareholders' Meeting (the "Meeting") of Pou Chen Corporation (the "Company") will be convened at 9:30 a.m., Wednesday, June 15, 2016 at the Company's conference room on the 3rd floor of its office building in the Fuxing Industrial Park located at No. 2, Fu-Kong Rd., Fu Hsin Hsian, Chang Hwa, Taiwan

I. Agenda for the Meeting:

A. Discussion

Discussion on the amendments to the Company's "Articles of Incorporation".

B. Reports

- (1) 2015 Business and Financial Reports.
- (2) Supervisors' Review Report on the 2015 Financial Statements.
- (3) Report on the 2015 Distribution of Employees' Compensation, and Directors' and Supervisors' Remuneration.

C. Ratifications

- (1) Ratification of the 2015 Business Report and Financial Statements.
- (2) Ratification of the proposed 2015 profit distribution plan.

D. Discussion

- (1) Discussion on the amendments to the Company's "Rules for Election of Directors and Supervisors".
- (2) Discussion on the amendments to the Company's "Procedures for Acquisition and Disposal of Assets".
- (3) Discussion on the amendments to the Company's "Rules and Procedures of Shareholder Meetings".
- (4) Discussion on the amendments to the Company's "Operational Procedures for Loaning of Company Funds".
- (5) Discussion on the amendments to the Company's "Operational Procedures for Making Endorsements and Guarantees".

- E. Election Matters
Election of all Directors, including three independent Directors, of the Company.
 - F. Other Matters
Proposal to release Directors of the Company from non-competition restrictions.
 - G. Extraordinary Motions
- II. The proposal for 2015 profit distribution plan adopted at the meeting of the Board of Directors is as follows:
- Cash dividends to shareholders of common stock totals NT\$4,420,180,819. Each common stock will be entitled to a cash dividend of NT\$1.50. The Chairman is authorized to set the record date, issuance date and other matters after such proposal is approved at the Meeting.
- III. Pursuant to Article 165 of the Company Act of the Republic of China, the shareholder register will be closed from April 17 to June 15, 2016.
- IV. 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 14 to June 12, 2016.
- V. In addition to this announcement, a meeting notice will be posted to each shareholder 30 days prior to the date of the Meeting. Any shareholder who does not receive the meeting notice may contact the Registrar Transfer Department of Grand Fortune Securities Co., Ltd. (TEL : 886-2-2371-1658)
- VI. The verification organization of the Meeting is Registrar Transfer Department of Grand Fortune Securities Co., Ltd.