



**Sinyi Realty Inc.**

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

- Meeting Time: 9:30 a.m., May, 24, 2019
- Meeting Venue: NTUH International Convention Center (No.2 XuZhou Rd. Taipei, Taiwan)
- Meeting Agenda:
  1. Reports Items:
    - (1) Report on the 1<sup>st</sup> and 2<sup>nd</sup> insurance of unsecured straight bonds in 2018.
    - (2) Report on the Business of 2018.
    - (3) Report on the Profit Sharing to the Company's Employees and Directors' Compensation of 2018.
    - (4) Report on Audit Committee's Review of the Business Report, Financial Statements and Earnings Distribution Proposal of 2018.
  2. Ratification Items:
    - (1) Ratification of 2018 Business Report and Financial Statements.
    - (2) Ratification of Earning Distribution Proposal of 2018.
  3. Discussion Items:
    - (1) Discussion and approval on the Amendments to the Company's Articles of Incorporation.
    - (2) Discussion and approval on the Amendments to the Company's "Procedures for Loaning Funds to Other Parties".
    - (3) Discussion and approval on the Amendments to the Company's "Procedures for Endorsements and Guarantees".
    - (4) Discussion and approval on the Amendments to the Company's "Procedures for Acquisition or Disposal of Assets".
    - (5) Discussion and approval on the Amendments to the Company's "Policies and Procedures for Financial Derivative Transactions".
  4. Election Item:
    - (1) Election of the Company's Directors.
  5. Other Item:
    - (1) Proposal of Releasing the Restriction on Directors of the 13<sup>th</sup> Term Board of Directors (Including Its Representatives) from Participating in Competitive Business.
- The major items of the earnings distribution proposal of 2018 resolved at the meeting of the Board of Directors are as follows:
  1. Cash dividends to common shareholders: The amount of cash dividends will be NT\$957,900,450. As calculated by actual outstanding share number of 736,846,500 shares of the Company as of February 25, 2019, each share will be distributed for a cash dividend of NT\$1.3 (the amount which each shareholder receive will be rounded to dollar; remaining

amount for fractional shares is recorded as other income of the Company).

2. Upon ratification of this proposal at the annual meeting of shareholders, it is proposed to authorize the board of directors to determine ex-dividend date, distribution date and other relevant affairs. If subsequently the number of outstanding shares is affected by buyback of shares of the Company or transfer, conversion or cancellation of treasury shares, resulting in change in the ratio of distribution of cash dividend to shareholders from earnings, it is proposed to authorize the board of directors to adjust the ratio of distribution of dividend.

● Election of the Company's Directors:

There will be 7 Directors (including 4 independent directors) elected at the Meeting. Related information is as follows:

**I. Candidates of Directors:**

- (1) Mr. Chou Chun-Chi
- (2) Mr. Chueh Chien-Ping (Representative of Sinyi Co., Ltd.)
- (3) Ms. Chou Wang Mei-Wen (Representative of Sinyi Co., Ltd.)

**II. Candidates of Independent Directors:**

- (4) Mr. Hong San-Xiong
- (5) Mr. Jan Hong-Tze
- (6) Mr. Yen Lou-Yu
- (7) Ms. Lee Yi-Li

Education and experience of the candidates: please refer to the List of Detailed Background of the Nominated Candidates of Director in the meeting handbook.

- Pursuant to Article 165 of the Company Act, the shareholder register will be closed from March 26, 2019 to May 24, 2019.
- Shareholders may exercise their voting rights through the STOCKVOTE platform of Taiwan Securities Central Depository Co., Ltd. (<http://www.stockvote.com.tw>) during the period from April 24, 2019 to May 21, 2019.

Your continued support will be greatly appreciated. Warm wishes to you and your family.

Sincerely yours,

Board of Directors  
Sinyi Realty Inc.