

開會通知書

Notice for the Convention of 2018 Annual General Meeting of

Nan Pao Resins Chemical Co., Ltd.

一、茲訂於民國 107 年 6 月 14 日上午 10 時整假台南市西港區南海里南海埔 12 號舉行本公司 107 年股東常會，會議召集事由：(一)報告事項：1.民國 106 年度營業狀況報告。2.審計委員會審查民國 106 年度決算表冊報告。3.員工及董事酬勞分配情形報告。4.訂定「道德行為準則」案。(二)承認事項：1.民國 106 年度營業報告書及財務報表案。2.民國 106 年度盈餘分配案。(三)討論事項：修訂本公司「股東會議事規則」案。(四)臨時動議。

The Annual General Meeting of 2018 of Nan Pao Resins Chemical Co.,Ltd. (the "meeting") will be held at No.12 Nanhaipu Nanhai Village Xi-Kang District Tainan City on June 14, 2018 at 10:00 a.m. Taiwan time. Agenda of the meeting: I. Report Items: (1) The Business Report of 2017. (2) Audit committee's Review Report on 2017 Consolidated Financial Statements. (3) The Distribution of Bonus to Employees and Directors of the Company. (4) Formulate the Code of Ethical Conduct. II. Proposed Resolutions: (1) 2017 Business Report and the Consolidated Financial Statements for the year ended December 31, 2017 of the Company. (2) 2017 Dividend Distribution Proposal. III. Discussion Items: Amendment to the Rules of Shareholders' Meeting IV. Ad Hoc Motion.

二、盈餘分配案主要內容：本公司於 107 年 3 月 9 日董事會決議每股發放現金股利 NT\$5 元，本年股東常會決議通過後，依董事會之決議授權董事長另訂配息基準日及發放日。

The main content of the Dividend Distribution Proposal: Company has resolved to issue to shareholders a dividend of NT\$5 per share. The chairman will announce the dividend record date and the distribution date of cash dividends as resolved by the board of directors and the shareholders.

三、檢奉出席通知書及委託書各 1 份，貴股東如決定親自出席者，請於「出席通知書」上簽名或蓋章後(無須寄回)，於開會當日攜往會場報到出席；如委託代理人出席時，請於「委託書」上簽名或蓋章，並親填受託代理人姓名及地址後，於開會五日前送達本公司股務代理人中國信託商業銀行代理部，以憑寄發出席簽到卡予受託代理人。

Enclosed please find the "Notice of Attendance" and "Proxy Page", please sign or seal in the "Notice of Attendance" while you want to attend the meeting in person.

Shareholder may sign or seal in the "Proxy Statement" to appoint a proxy in writing to

attend the meeting on his or her behalf by executing a power of attorney. Please send out such written "Proxy Statement" to the Company's stock agency, the Transfer Agency Department of CTBC Bank at least five (5) days prior to the meeting date for processing the "Attendance Card" to the proxy agent.

四、如有股東徵求委託書，本公司將於 107 年 5 月 14 日製作徵求人徵求資料彙總表冊揭露於證基會網站，投資人如欲查詢，可直接鍵入(<https://free.sfi.org.tw>)至

『委託書免費查詢系統』，輸入查詢條件即可。

If shareholders solicit proxies for the Annual General Meeting, the Company will compile a summary statement of proxy solicitation and disclose it in the website of Securities & Futures Institute (SFI) on May 14, 2018. Investors can access SFI's website (<https://free.sfi.org.tw>) for relevant information.

五、本次股東會得以電子方式行使表決權，行使期間為：自 107 年 5 月 15 日起至 107 年 6 月 11 日止，請逕登入臺灣集中保管結算所股份有限公司「股東會電子投票平台」

[【https://www.stockvote.com.tw】](https://www.stockvote.com.tw)，依相關說明操作之。

This (2018) Annual General Meeting will adopt electronic voting as one of the methods for shareholders to vote for resolutions. For voting on-line, the electronic voting platform of Taiwan Depository and Clearing Corporation will be available at <https://www.stockvote.com.tw> from May 15, 2018 to June 11, 2018. Please log in and vote in accordance with the instructions.

六、本次股東會委託書之統計驗證機構為「中國信託商業銀行代理部」。

The proxies of the Annual General Meeting shall be tallied and verified by the Transfer Agency Department of CTBC Bank.

七、敬請察照辦理為荷。

Please execute as above-mentioned.

此致 貴股東

To Shareholder

In order for CTBC Bank Co., Ltd. (CTBC) to handle the matters hereon for you, during the continuance period of the matters heron, the safekeeping period as stipulated by relevant laws and regulations or required for exercising business, or safekeeping period as demonstrated in each contract, whichever later shall prevail, CTBC will process, use and/or internationally transmit, in the form of writing, audio recording and/or electronic files and others, including but not limited to disclosure to government agencies or a third party assisting the said matters, your personal information which has been directly or indirectly collected by CTBC. You may

request for inquiry, review, duplicates, supplement, correction and deletion of your personal information or for cease of collection, process, use and/or international transmission of the same. Nevertheless, CTBC may therefore discontinue its financial products and services and terminate relevant services and contracts with you. In addition, CTBC may decline to follow your aforementioned request pursuant to relevant laws or factors such as risk management policy.