

USI Corporation
Year 2019
Agenda of Annual General Meeting of Shareholders

Date : Jun.12, 2019 (Wednesday) AM 09:00

Location: 9F, No. 189, Shishang Rd., Shilin Dist., Taipei City

The National Taiwan Science Education Center (NTSEC) International
Conference Hall

1. Report Items:

- (1) To report 2018 operating results.
- (2) To report Audit Committee's Review Reports of 2018 Financial Statement.
- (3) To report 2018 remuneration of directors and employees.
- (4) To report the amendment to Parliamentary Rules for Directors' Meetings.

2. Matters for Ratification and Discussion:

- (1) To ratify 2018 Business Report and Financial Statements.
- (2) To ratify 2018 earnings distribution.
- (3) To approve the amendment to the Articles of Incorporation.
- (4) To approve the amendment to the Parliamentary Rules for Shareholders' Meetings.
- (5) To approve the amendment to the Rules for Election of Directors.
- (6) To approve the amendment to the Operating Procedure for Acquisition or Disposition of Assets.
- (7) To approve the permission of a director for competitive actions.

3. Elections:

By-election of one independent director.

4. Matter Discussion (II)

To approve the permission of new independent director for competitive actions.

5. Extemporary Motions:

6. Adjournment