

一、 The 2018 Annual General Shareholders' Meeting (the "Meeting") of Sunplus Technology Co., Ltd. will be convened at Hsinchu Science Industrial Park Industrial East Road, No. 1 Newton Hall (Hsinchu Science Industrial Park Science and Technology Living Hall) at 9:00 a.m. on June 11, 2018. The agenda for the meeting is as follows:

I. Report items: 1. 2017 Business Report. 2. Audit Committee's Review Report on the Financial Statements. 3. Report on 2017 remuneration to directors and employees' compensation.

II. Proposals: (1) Adoption of the 2017 Business Report and Financial Statements. (2) Adoption of the Proposal for Distribution of 2017 Profits.

III. Discussion & election items: (1) Adoption of Additional Paid in Capital for Cash dividend distribution. (2) The eleventh event of the company (proposed postal service) revision plan. (3) The lifting of the new director of Business strife limitation.

IV. Questions and Motions.

二、 The major items of the proposal for distribution of 2017 profits adopted at the meeting of the Board of Directors are as follow:

The proposed distribution of 2017 profits to shareholders resolved by the board of directors is totaled NT\$327,550,789 and each shareholder will be entitled to receive a cash dividend of NT\$0.5533 per share.

三、 Capital surplus cash payments to the main content: The Company intends to comply with Article 241 of the Company Law, The capital reserve of the Company is NT\$86,845,655 in excess of the amount of the issued shares, Shareholding of the shareholders of the Company on the basis of capital reserve, each shareholder will be entitled to receive a cash dividend of NT\$0.1467 per share.

四、 1. Directors of the shareholders' meeting should be elected: 7 directors (including 3 independent directors).

2. A list of candidates for nomination: (Directors: Huang Zhoujie, Zhan Wenxiong, Lin Weimin, Global View Technology Co. Ltd.) 、 (Independent director: Wei Zhehe, Huang Zeren, Xu Jiaqing).

3. Queries URLs of relevant information for candidates' academic experiences: (<http://mops.twse.com.tw>).

五、 According to Article 209 of the Company Law, proposed resolution of the shareholders' meeting to release the company's newly elected director's non-competition case, about the new director concurrently, to be supplemented when the shareholders' meeting resolves the case.

- 六、 Please find enclosed the "Notice of Attendance" and "Proxy Statement". Please sign or apply your seal to the "Notice of Attendance" if you plan to attend the Meeting in person on the Meeting date (Do NOT return this by mail). Members may appoint a proxy to attend the Meeting on his or her behalf by signing or applying their seal to this "Proxy Statement". Please send out such signed or sealed "Proxy Statement" to the Company's stock agency, the Transfer Agency Department of CTBC Bank, five (5) days prior to the Meeting date to allow the stock agency to deliver the "Attendance Card" to your proxy.
- 七、 If members solicit proxies to attend the Meeting in their place, the Company will compile a proxy solicitation summary statement and disclose its contents on the Securities & Futures Institute (SFI)'s website on May 11, 2018. Members can access the website through SFI's web address (<http://free.sfi.org.tw>) for relevant information.
- 八、 Members may attend the Annual General Meeting to exercise your voting rights by way of electronic transmission during the period of 12 May, 2018 to 08 June, 2018. Please login the website of Taiwan Depository & Clearing Corporation at **【<https://www.stockvote.com.tw>】** and follow the instruction to complete the process.
- 九、 The proxies shall be tallied and verified by the Transfer Agency Department of CTBC Bank.
- 十、 Please fill out the documents as described in the information contained herein.