



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

The 2013 Annual General Shareholders' Meeting (the "Meeting") of HTC Corporation (the "Company") will convene at 9:00 a.m. on Friday, June 21, 2013 at the Chuto Hotel, Jin Long Room, No. 398, Taoying Road, Taoyuan City, Taiwan.

1. The agenda for the Meeting is as follows:

(1) Matters to Report:

1. Fiscal 2012 Business Report
2. Supervisor Audit Report
3. Report on the amendments to the Company's Rules of Procedure for Board of Directors Meetings

(2) Adoption, Discussion and Election Matters:

1. Adoption of the Fiscal 2012 Business Report and Financial Statements
2. Adoption of the Fiscal 2012 Earnings Distribution Proposal
3. Discussion on the proposal to amend the Articles of Incorporation
4. Discussion on the proposal to amend the Company's Operational Procedures for Lending Funds to Others
5. Discussion on the proposal to amend the Company's Rules for Endorsements and Guarantees
6. Proposal for the Company's re-election of Directors and Supervisors
7. Proposal to release the newly-elected Directors from non-competition restrictions

(3) Extraordinary Motions

2. One major item of the fiscal 2012 earnings distribution adopted at the meeting of the Board of Directors is as follows:

The Board of Directors has proposed to distribute cash dividends of NT\$ 2 per share. If changes to the capital stock affects the total shares outstanding and results in changes to the actual earnings distribution ratio, a correction is then needed. It is proposed that shareholders authorize the Board of Directors to make the appropriate adjustment to the extent necessary.

3. It is hereby proposed in this Annual General Shareholders' Meeting to release the Company's directors from the non-competition restrictions under Article 209 of the Company Act. The details of the overlapping duties of the newly elected directors will be provided when the proposal is submitted for resolution before the Annual General Shareholders' Meeting.



4. (Omitted – not applicable to GDR holders)
5. (Omitted – not applicable to GDR holders)
6. (Omitted – not applicable to GDR holders)

Board of Directors

HTC CORPORATION