

※個人資料運用告知條款(Notice on the Use of Personal Information)

中信銀基於為您於中華民國境內外處理本書件事項之目的，在本書件事項之目的存續期間、或依相關法令所定或因執行業務所必須之保存期間或依個別契約就資料之保存所定之保存年限（以孰後屆至者為準），就直接或間接蒐集之您的個人資料，將以書面、音軌及/或電子等形式處理、利用及/或國際傳輸，包括但不限於揭露予公務機關或協助處理本事項之第三人。您得要求查詢、閱覽、製給複本、補充或更正、停止蒐集、處理、利用及/或國際傳輸或刪除您的個人資料，但中信銀可能因此無法提供您所需金融商品或服務及提前終止與您之契約及相關服務，中信銀亦可能依法或基於風險管理等因素而得不依您的請求為之。

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.

股東服務通知

一. 本次股東常會恕不發紀念品。

No souvenir in this meeting.

二. 股東如欲委託代理出席，請於委託書簽名或蓋章自民國104年5月26日～民國104年6月18日止洽本公司委任之股東受託代理人中國信託商業銀行代理部(台北市中正區懷寧街70號)辦理。

The shareholder who wants to appoint a proxy to attend the meeting, please seal on the proxy statement and deliver it to the Company's transfer agent Transfer Agency Department of CTBC Bank (No. 70, Huaining St., Taipei City) from May 26, 2015 to June 18, 2015.

三. 本地區停車不便，請儘量搭乘大眾運輸交通工具。

Please take public transportation for the Bank located in the crowded parking areas.

100-08

台北市中正區重慶南路1段83號5樓  
譜瑞科技股份有限公司服務代理人  
中國信託商業銀行代理部  
https://ecorp.ctcbank.com/cts/index.jsp  
客服語音專線：(02)6636-5566(股票代號：4966)

100-08 5th Floor, NO. 83, Sec. 1, Chongqing S. Rd., Taipei, ROC  
Transfer Agency of Parade Technologies, Ltd.  
Transfer Agency Department of CTBC Bank Co., Ltd.  
https://ecorp.ctcbank.com/cts/index.jsp  
TEL No.:+886-2-6636-5566 (Stock code:4966)

602

開會通知請速詳閱  
親自出席無須寄回

(限向郵局窗口交寄)

第 1 聯 (First copy)  
國 內 郵 資 已 付  
台北郵局許可證  
台北字第 1333 號

股東 台啓  
Shareholder

Second copy: Application for Cash Dividend Remittance

1.If you have a brokerage and a bank account in Taiwan and agree to use the existing banking account registered with the Share Registrar, cash dividend will be remitted to your existing account. There will a NT\$10 processing fee which will be deducted from your dividend payment.  
2.If you have a brokerage and a bank account in Taiwan and prefer to receive a check, it will be mailed out to you as a registered mail on the day of Dividend Payment Date. A mailing & handling fee of NT\$29 will be deducted from the dividend payment. Please note that checks can only be mailed to addresses in Taiwan.  
3.If you have a brokerage and a bank account in Taiwan and prefer a different account for this particular dividend payment or make change permanently, please inform CTBC Bank of your new bank account information affixed with your personal stamp/seal on the form attached, before the 2015 Annual General Meeting of Members.

戶名 Name of shareholder	統一編號 ID No.	戶號 Shareholder No.	602
說明事項 一、採用匯款者(限本人帳號)。匯款處理費10元由股東股利款扣除。欲變更或新增記賬帳號者，請於右下方欄位由左方依次填寫後寄回。 二、未採用匯款及無匯款帳號者將於現金股利發放日以掛號郵寄支票寄發。(其中掛號郵費及處理費合計29元由股東自行負擔)	原登記匯款帳號 Existing banking account registered	現金股利不同意匯入原登記匯款帳號者請於104年股東常會前填妥新銀行帳號並加蓋印鑑寄回中國信託代理部更正，同意依原登記帳號匯款者免寄回。	
印 Chop Stamp	銀行名稱 Bank Name	銀行代號 Bank Code	銀行存款帳號(分行別、科目、帳號、檢查號碼) Bank Account
	郵局	存簿(H)	700 局號
			帳號

第 2 聯：現金股利匯撥申請書

第 3 聯：貴股東如親自出席請於此聯簽章後親至股東會會場辦理出席

Registration Page

104 出席通知書  
Attendance Notice

本股東決定親自出席本公司民國104年6月25日舉行之股東常會，請察照。

Please be informed that I/We will attend the 2015 Annual General Meeting of Members on June 25, 2015.

此 致

譜瑞科技股份有限公司  
To Parade Technologies, Ltd.

股東：  
戶號

Shareholder No.

股東：  
戶名

Name of Shareholder

親自出席簽章處  
Shareholder Signature

本簽到卡未加蓋中國信託登記章者無效，股東請勿於此欄蓋章

This column is reserved for reception desk

中國信託蓋章處  
Sealed by CTBC

譜瑞科技股份有限公司民國104年股東常會

2015 Annual General Meeting of Members of Parade Technologies, Ltd.

104 出席簽到卡  
Attendance Card

時間：民國104年6月25日上午9時整  
Time : June 25, 2015, 9:00 a.m., Taipei Local Time  
地點：台北市信義路4段236號7樓  
Location : 7F., No.236, Section 4, Xinyi Rd., Xinyi District, Taipei City 110, Taiwan.

股東戶號：

Shareholder No.

持有股數：

Shareholding

602 F-譜瑞  
Parade



委託書填表須知  
INSTRUCTIONS

- 委託書應依公開發行公司出席股東會使用委託書規則及公司法第177條規定辦理。  
The format and content of proxy shall be prepared and conducted in accordance with the Regulations Governing the Use of Proxies for Attendance at Shareholder Meeting of Public Companies (the "Regulations") and Article 177 of the Taiwan Company Act.
- 股東接受他人徵求委託書前，應請徵求人提供徵求委託書之書面及廣告內容資料，或參考公司彙總之徵求人書面及廣告資料，切實瞭解徵求人與擬支持被選舉人之背景資料及徵求人對股東會各項議案之意見。  
Please make a request for the provision of contents of proxy solicitation letters and printing materials, or reference solicitors' proxy statements and printing materials compiled by the Company before issuing your proxy in order to figure out the backgrounds of both the solicitor and the director candidate and the solicitors' opinions to the items of Meeting accurately.
- 股東應使用本公司印發之委託書用紙，委託書與親自出席通知書均簽名或蓋章者，視為親自出席；但委託書由股東交付徵求人或受託代理人者視為委託出席。  
Please use the Proxy Statement printed by the Company. In case the Company receives both signed or sealed Proxy Statement and Notice of Attendance from a shareholder, such shareholder will be deemed attended the Meeting in person unless the Proxy Statement is delivered to the solicitor or the proxy agent.
- 委託書應由委託人親自簽名或蓋章，並應由委託人親自填具徵求人或受託代理人姓名。但信託事業或服務代理機構受委託擔任徵求人，及服務代理機構受委任擔任委託書之受託代理人者，得以當場蓋章方式代之。  
The shareholder shall fill out the name of the solicitor or the proxy agent in the Proxy Statement and sign or affix seals on the proxies in person; however, in the situation where a trust enterprise or stock affairs agent acts as the solicitor and a stock affairs agent mandated to act as the proxy agent, seals be affixed on the proxies in substitution shall be permitted.
- 徵求人或受託代理人應於委託書上簽名或蓋章，並詳填戶號、姓名或名稱、身分證字號或統一編號、住址。受託代理人如非股東，請於股東戶號欄內填寫身分證字號或統一編號；徵求人如為信託事業、服務代理機構，請於股東戶號欄內填寫統一編號。  
Solicitor or proxy agent shall sign or seal in the Proxy Statement and fill out the number of the shareholder, name, identification number and address. The proxy agent who is not the shareholder of the Company shall fill the identification number or unified business number in the column of Shareholder Number; on the other hand, in the situation where a trust enterprise or stock affairs agent acts as the solicitor, the proxy agent shall fill its unified business number in the column of Shareholder Number.
- 委託書應於開會5日前送達本公司服務代理人中國信託商業銀行代理部；委託書送達公司後，股東欲親自出席股東會或欲以書面或電子方式行使表決權者，應於股東會開會2日前，以書面向公司為撤銷委託之通知；逾期撤銷者，以委託代理人出席行使之表決權為準。  
The Proxy Statement shall be deposited at the Company's stock agent, Transfer Agency Department of CTBC Bank, at least five (5) days prior to the Meeting date. In the event that any shareholder who has appointed a proxy to attend a general meeting later intends to attend the meeting in person or to exercise his voting power by way of a written ballot or through electronic transmission, he shall, at least two (2) days prior to the date of such general meeting, serve the Company with a separate written notice revoking his previous appointment of the proxy. Votes by way of proxy shall remain valid if the relevant shareholder fails to revoke his appointment of such proxy before the prescribed time.
- 本公司委任中國信託商業銀行代理部擔任本次股東會股東之受託代理人。  
The Company appoints the Transfer Agency Department of CTBC Bank as proxy agent of 2015 Annual General Meeting of Members.

開會通知書

Notice for the Convention of 2015 Annual General Meeting of Members of Parade Technologies, Ltd.

- 茲訂於民國104年6月25日上午9時整假台北市信義路4段236號7樓舉行本公司民國104年股東常會(受理股東報到時間:上午8:30起,報到處地點同開會地點),會議召集事由:(一)報告事項:1.西元2014年度營業報告。2.審計委員會西元2014年查核報告。3.西元2015年第1次庫藏股買回情形報告。(二)承認及討論事項:1.承認西元2014年度營業報告書案。2.承認西元2014年度合併財務報表案。3.承認西元2014年度盈餘分派案。4.核准發行西元2015年限制員工權利新股計畫案。5.核准修訂本公司章程案。(三)臨時動議。  
2015 Annual General Meeting of Members ("AGM") will be held on June 25, 2015 at 9:00 a.m. Taipei Local Time at 7F., No. 236, Section 4, Xinyi Rd., Xinyi District, Taipei City 110, Taiwan. (Shareholder registration: 8:30 a.m., and the location is the same as the above.) Meeting Agenda of 2015 AGM: I.Report Items: 1. To report the 2014 business. 2.To report the 2014 review report by the Audit Committee. 3.To report the implementation of the 2015 Share Repurchase and Incentive Plan. II.Proposals and Discussions: 1.To ratify the 2014 business report. 2.To adopt the Company's 2014 audited consolidated financial report. 3.To approve the 2014 profit distribution plan. 4.To approve 2015 Employee Restricted Stock Awards Plan. 5.To approve the amendment of the Company's Amended and Restated Articles of Association. III.Questions and Motions.
- 本公司盈餘分派議案，業經董事會擬訂，其主要內容如下：現金股利每股配發新台幣5.02元，總計新台幣378,811,143元。  
The profit distribution plan is proposed by the Board of Directors as following: Total cash dividends of NT\$378,811,143(NT\$5.02 per share).
- 發行西元2015年限制員工權利新股主要內容：  
(一)發行總額：共計400,000股，每股面額新台幣10元，共計新台幣4,000仟元。  
(二)發行條件：1.既得條件：所授予之員工權利新股於授予日起四年間每年平均既得25%。於授予日起持續在本公司任職屆滿各週年時之員工，可分批既得25%。2.被授予員工未符既得條件、離職或發生繼承等情事時之處理方式：被授予之限制員工權利新股遇有既得條件未成就者，或因故離職或發生繼承等情事時，其未既得之限制員工權利新股於被授與員工離職或發生繼承日起喪失一切權利，由本公司全數無償收回，並予以註銷。3.股份種類：本公司普通股。  
(三)員工之資格條件：以限制員工權利新股授予日前已到職之本公司或本公司之全資子公司之全職正式員工為限。  
(四)辦理本次限制員工權利新股之必要理由：本公司為吸引及留任本公司所需人才，並激勵員工及提升員工向心力，以期共同創造公司及股東之利益。  
(五)可能費用化之金額、對公司每股盈餘稀釋情形及其他對股東權益影響：1.概估4年可能費用化之金額為新台幣115,200,000元。2.每股盈餘稀釋情形約新台幣0.093元，本次預計發行股數佔公司已發行股份總數(截至西元2015年1月底為75,488,379股)比率約為0.53%。  
(六)員工獲配或認購新股後未達既得條件前受限制之權利：1.員工不得將該限制員工權利新股出售、轉讓、贈與他人、設定他項權利或負擔，或為其他方式之處分。2.本公司股東會之提案、發言、表決權及其他有關股東權益事項皆委託信託或保管機構(以孰適用者為準)代為行使之。  
(七)其他重要約定事項(含股票信託保管等):本公司發行之限制員工權利新股，被授予員工屬中華民國籍者，員工應於被授予後立即交付本公司指定之信託機構以為信託保管，且除本辦法另有規定者外，於既得條件成就前，應持續交付信託保管。未達既得條件前因持有有限員工權利新股而得之各限制配股及配息亦需一併交付信託保管。被授予員工為其他國籍者，則以委任保管銀行方式保管之。  
The 2015 Employee Restricted Stock Awards Plan (the "2015 RSA Plan"):  
I.Expected total number of the RSA issuance: 400,000 shares, with par value NT\$10 per share, total amount is NT\$4,000,000.  
II.Regulations for setting the terms and conditions of restricted stocks for employees: (1) Vesting conditions: The RSAs will be vested at the equal rate of 25% per year over four (4) years from the date the RSAs are granted. Each 25% will be vested on the anniversary of the date the RSAs are granted to the grantee employee who continuously serves the Company to each corresponding anniversary. (2) Effect in the event of any non-satisfaction of vesting conditions, early termination of the employment, or inheritance, etc.: If the vesting conditions are not fully satisfied, or in the event the employee's employment is terminated or inheritance occurs etc., all the rights attached to the unvested RSAs will be forfeited on the date when the termination of employment or inheritance takes effect, and the Company may redeem such RSAs at no consideration, and then shall cancel such RSAs. (3) The class of shares to be issued: the Company's ordinary share.
- III.Qualification requirements for employees that can grant or subscribe restricted stocks: The eligible employees are limited to the employees of the Company or of the subsidiary wholly owned by the Company who serve as the full-time employees before the RSA are granted.
- IV.The reason why it is necessary to issue restricted stocks for employees: To attract and retain professional personnel needed by the Company, to motivate employees and enhance their centripetal force so as to jointly create the Company's and shareholders' interests.
- V.Calculated expense amount and the dilution of the company's earnings per share and other factors affecting shareholder's equity: (1) Approximately NT\$115,200,000 over four years. (2) The dilution effect on the Company's earnings per share and any other impact on shareholders' equity: the dilution effect on the Company's earnings per share is approximately NT\$0.093. The total numbers to be issued under this plan is approximately 0.53% of the Company's total issued and outstanding shares of 75,488,379 (as of January 31, 2015).
- VI.Employee's restricted rights before reaching the vesting conditions: (1) The grantee employee shall not sell, transfer, make gift of, create other rights or encumbrances on the RSAs, or otherwise dispose of the RSAs in any other manner. (2) All the proposal rights, motion rights, speech rights, voting rights and any other shareholder rights shall be exercised by the trustee or the custodian (as applicable).
- VII.Other important stipulations: In the case that the grantee employee is an ROC citizen, such employee shall, immediately after the Company issues the RSAs to such employee, trust such RSAs to the trustee designated by the Company in accordance with the Company's instruction and, unless otherwise provided hereunder, shall be continuously trusted till the full satisfaction of the vesting conditions. Any and all the Restricted Share and Cash Distribution derived from the unvested RSAs shall also be put in the trust. In the case that the grantee employee is non-ROC citizen, such employee shall put the RSA with a custodian bank for custody.
- 四、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服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 agent the Transfer Agency Department of CTBC Bank no later than fifth (5)th day prior to the meeting date for processing the "Attendance Card" to the proxy recipient.
- ※五、如有股東徵求委託書，本公司將於民國104年5月25日製作徵求人徵求資料彙總表冊揭露於證基會網站，股東如欲查詢，可直接鍵入(<http://free.sfi.org.tw>)至「委託書公告相關資料免費查詢系統」，點選「查詢委託書公告開會資料由此進入」後，輸入查詢條件即可。  
The company will compile a summary statement of the relevant information solicited by shareholders through solicitation for the proxy and disclose the content in the website of Securities & Futures Institute(SFI) on May 25, 2015. Shareholders can link with SFI's web address (<http://free.sfi.org.tw>) of relevant information.
- 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 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

譜瑞科技股份有限公司 董事會 敬啟  
Parade Technologies, Ltd.



委託書 Proxy Statement		委託人(股東) Proxy by (shareholder)		編號No. 602	F-譜瑞 Parade
1. 茲委託 君(須由委託人親自填寫，不得以蓋章方式代替)為本股東代理人，出席本公司民國104年6月25日舉行之股東常會，代理人並依下列授權行使股東權利： I hereby appoint _____ (please fill out) as my proxy agent, with authorization to vote and act on my behalf at the 2015 Annual General Meeting of the Members of Parade Technologies, Ltd. on June 25, 2015 pursuant to authorization scope described below: □(1)代理本股東就各項議案行使股東權利。(全權委託) With full authorization to vote and act on my behalf at the Meeting and may also have the authorization to act for extemporary motions during the Meeting. (Authorization granted in full scope) □(2)代理本股東就下列各項議案行使本股東所委託表示之權利與意見，下列議案未勾選者，視為對各該議案表示承認或贊成。 With authorization to vote and act on my behalf at the Meeting pursuant to authorization methods of exercise described below: (If neither box is ticked, it will be deemed as "vote-for".) 1. 承認西元2014年度營業報告書案： To ratify the 2014 business report. (1) <input type="checkbox"/> 承認(2) <input type="checkbox"/> 反對(3) <input type="checkbox"/> 棄權 (1) <input type="checkbox"/> For (2) <input type="checkbox"/> Against (3) <input type="checkbox"/> Abstain 2. 承認西元2014年度合併財務報表案： To adopt the Company's 2014 audited consolidated financial report. (1) <input type="checkbox"/> 承認(2) <input type="checkbox"/> 反對(3) <input type="checkbox"/> 棄權 (1) <input type="checkbox"/> For (2) <input type="checkbox"/> Against (3) <input type="checkbox"/> Abstain 3. 承認西元2014年度盈餘分派案： To approve the 2014 profit distribution plan. (1) <input type="checkbox"/> 承認(2) <input type="checkbox"/> 反對(3) <input type="checkbox"/> 棄權 (1) <input type="checkbox"/> For (2) <input type="checkbox"/> Against (3) <input type="checkbox"/> Abstain 4. 核准發行西元2015年限制員工權利新股計畫案： To approve 2015 Employee Restricted Stock Awards Plan. (1) <input type="checkbox"/> 贊成(2) <input type="checkbox"/> 反對(3) <input type="checkbox"/> 棄權 (1) <input type="checkbox"/> For (2) <input type="checkbox"/> Against (3) <input type="checkbox"/> Abstain 5. 核准修訂本公司章程案： To approve the amendment of the Company's Amended and Restated Articles of Association. (1) <input type="checkbox"/> 贊成(2) <input type="checkbox"/> 反對(3) <input type="checkbox"/> 棄權 (1) <input type="checkbox"/> For (2) <input type="checkbox"/> Against (3) <input type="checkbox"/> Abstain 6. 臨時動議。 Questions and Motions. 2. 本股東未於前項□內勾選授權範圍或同時勾選者，視為全權委託，但服務代理機構擔任受託代理人者，不得接受全權委託，代理人應依前項(2)之授權內容行使股東權利。 If neither authorization scope box is ticked in the former item, it will be deemed as "authorization granted in full scope". However, whenever a stock affairs agent mandated to act as the proxy agent, no authorization granted in full scope shall be permitted. The proxy agent shall vote and act on behalf of the Member pursuant to authorization methods of exercise described as item (2). 3. 本股東代理人得對會議臨時事宜全權處理之。 The proxy agent may have the authorization to act on the Member's behalf for extemporary motions during the Meeting. 4. 請將出席證(或出席簽到卡)寄交代理人收執，如因故改期開會，本委託書仍屬有效(限此一會期)。 Please deliver the Attendance Card to proxy agent. This Proxy Card will remain effective at any adjournment or postponement of the Meeting. 此致 譜瑞科技股份有限公司 授權日期 年 月 日 To Parade Technologies, Ltd. Date of Authorization:	一、禁止交付現金或其他利益之價額委託書行為。 Offering cash or non-cash consideration in exchange for proxies is prohibited during proxy solicitation. 二、發現違法取得及使用委託書，可檢附具體事證向集保結算所檢舉，最高給予檢舉獎金五萬元，檢舉電話：(02)二五四七三三三。 Please report to Taiwan Depository & Clearing Corp (TDCC) supplementing with specific information when discovering any suspicious illegal obtaining or use of proxies. Once verified by TDCC, the person making the report will be granted a reward up to NTD 50,000. Report phone number: +886 2 25473733		股東號 No.	簽名或蓋章 Sign or Seal	
	姓名或名稱 Name	徵求人 Solicitor	簽名或蓋章 Sign or Seal		
	持有股數 Shareholding	戶號 No.	受託代理人 Proxy Agent		簽名或蓋章 Sign or Seal
	姓名或名稱 Name	姓名或名稱 Name	姓名或名稱 Name		姓名或名稱 Name
身分證字號 ID No.	戶號 No.	姓名或名稱 Name	姓名或名稱 Name	姓名或名稱 Name	姓名或名稱 Name
住址 Address	姓名或名稱 Name	姓名或名稱 Name	姓名或名稱 Name	姓名或名稱 Name	姓名或名稱 Name

徵求場所及人員簽章處：  
Signature by the place of solicitation and personnel.