

Comparison Table of Amendments to
The Amended and Restated Articles of Association

修訂及重述之章程
修訂條文對照表

Proposed Amendments 擬修訂條文	Current Provisions 現行條文	Reason of Amendment 修正理由
Amended and Restated Articles of Association 修訂及重述之章程		
24-1. Notwithstanding otherwise provided in these Articles, unless otherwise provided by the Applicable Laws, in case the Company will be dissolved upon the consummation of a merger/consolidation to which the Company is a party or the Company will be delisted from the Taipei Exchange due to the general transfer/assignment of all rights and obligations the Company, the general transfer/assignment of business or assets of the Company, any share swap arrangement or any spin-off to which the Company is a party while the surviving company, the transferee, the acquirer, whether being an existing or a newly incorporated company, is not a listed company (including TWSE/ Taipei Exchange listed company), any transaction aforementioned shall be subject to the approval adopted by the affirmative vote of Members holding at least two-thirds (2/3) of the total issued Shares of the Company.	(Newly added) 本條新增	Amendment is made in response to the amendment of Checklist for Protecting Shareholders of Foreign Issuer and the requirement of Taipei Exchange. 因應中華民國「財團法人中華民國證券櫃檯買賣中心外國發行人註冊地股東權益保護事項檢查表」修正以及櫃買中心要求而增訂本條。
<p>公司上櫃掛牌後，若參與合併後消滅、概括讓與、股份轉換或分割而致終止上櫃，且存續、受讓、既存或新設之公司為非上市(櫃)公司者，應經公司已發行股份總數三分之二以上股東之同意行之。</p>		

股東服務通知

一. 本次股東常會恕不發放紀念品。
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107年5月22日~民國107年6月15日止(例假日除外)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 22, 2018 to June 15, 2018 (holiday excluded).

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.ctbcbank.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.ctbcbank.com/cts/index.jsp
TEL No.:+886-2-6636-5566 (Stock code:4966)



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)

股東 台啓
Shareholder

集保結算所「集保e存摺」電子投票抽獎
www.stockvote.com.tw

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 be 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\$31 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 stamps/seal on the form attached, before the 2018 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，欲變更或新增匯款帳號者，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請於現金股利發放日以掛號郵寄方式寄發。(其中掛號郵費及承運運費合計31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107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。	譜瑞-KY Parade
印 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

現金股利匯款申請書
Application for Cash Dividend Remittance

※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.

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
(Third copy)
Registration Page

107 出席通知書
Attendance Notice

本股東決定親自出席本公司民國107年6月21日舉行之股東常會，請察照。

Please be informed that I/We will attend the 2018 Annual General Meeting of Members on June 21, 2018

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

譜瑞科技股份有限公司民國107年股東常會
2018 Annual General Meeting of Members of Parade Technologies, Ltd.

中國信託蓋章處
Sealed by CTBC

107 出席簽到卡
Attendance Card

時間：民國107年6月21日上午9時整
Time: June 21, 2018, 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 譜瑞-KY
Parade

委託書填表須知 INSTRUCTIONS

開會通知書

Notice for the Convention of 2018 Annual General Meeting of Members of Parade Technologies, Ltd.

- 一、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一百七十七條規定辦理。
二、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...
三、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...
四、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...
五、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...
六、委託書應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...
七、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。

- 一、茲訂於民國107年6月21日上午9時假台北市信義路4段236號7樓舉行本公司民國107年股東常會...
二、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12.32元...
三、發行西元2018年限制員工權利新股計畫主要內容：
(一)發行總額：共計600,000股，每股面額新台幣10元...
(二)發行價格：每股無償發行。
(三)發行條件：1.既得條件：(1)非經營團隊之員工...
(四)員工資格條件及得獲配或認購之股數：以限制員工權利新股發行日前已到職之本公司或本公司之全資子公司...

- The 2018 Employee Restricted Stock Awards Plan (the "2018 RSA Plan"):
I.Expected total number of the RSA issuance: 600,000 shares, with par value NT\$10 per share, total amount is NT\$6,000,000.
II.Issue price: Each RSA will be issued without consideration.
III.Regulations for setting the terms and conditions of restricted stocks for employees:
IV.Qualifications and conditions for employees and the numbers of shares distributable or subscribable...
V.The reason why it is necessary to issue restricted stocks for employees...
VI.Calculated expense amount and the dilution of the company's earnings per share...
VII.Employee's restricted rights before reaching the vesting conditions...
VIII.Other important stipulations: In the case that the grantee employee is an ROC citizen...
四、核准修訂本公司章程案之主要內容：請參閱附件。
五、檢奉出席通知書及委託書各一份，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...
六、如有股東徵求委託書，本公司將於民國107年5月21日製作徵求人徵求資料彙總表...
七、本次股東會得以電子方式行使表決權，行使期間為：自民國107年5月22日起至民國107年6月18日止...
八、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」。
九、敬請察照辦理為荷。
此致 貴股東
To Shareholder

委託書 Proxy Statement form with fields for shareholder information, proxy agent details, and voting instructions. Includes a table for '徵求人' (Solicitor) and '受託代理人' (Proxy Agent) with columns for name, ID, and signature/stamp.

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