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B1, No. 210 Chengteh Road, Sec. 3, Tatung District, Taipei City

Yuanta Futures Co., Ltd. (formerly known as Polaris Futures Co., LTD.) Agent

for stock affairs: Yuanta Securities Co., Ltd. Agent For Stock Affairs Section

Telephone: (02)-2586-5859 (Special line to tender services)

Website: <http://www.yuanta.com.tw>



Taipei Postal Office

Permit No. (Taipei)-999

Domestic mail letter

Ordinary	
Expedited	
Registered	

Contains meeting
notice, open at once

The personal information collected by the Agent For Stock Affairs Section is to be processed and utilized within the scope of stock affairs and will be duly archived within the time limit as set forth under the laws and ordinances concerned or agreements. Please feel free to contact the Agent For Stock Affairs Section whenever you intend to exercise the shareholders' equity.

Attn.: Shareholder

Securities code: 6023 (697)

Attendance record Number:

<p>※ A shareholder who signs on both the notice for the meeting and the proxy is deemed as intended to attend the meeting in person. A shareholder who hands over the proxy to the solicitor(s) or the proxy is deemed intended to participate in the meeting through his or her proxy.</p>	<p style="text-align: center;">(697)Notice to the Shareholders' Meeting</p> <p>The Undersigned shareholder will attend in person the Company's 2015 annual general meeting scheduled to be held on May 21, 2015 (Thursday).</p> <p>To Yuanta Futures Co., Ltd. (formerly known as Polaris Futures Co., LTD.)</p> <div style="border: 2px solid magenta; width: 200px; height: 60px; margin: 10px auto;"></div> <p style="text-align: right; color: magenta;">(Sign or seal)</p> <p>Shareholder's account No.:</p> <p>Shareholder's name:</p>
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104-1

Attendance record Number:

<p>This attendance notice is null and void if without being affixed with the seal of the Company's agent for stock affairs.</p>	<p>(697) The regular meeting of shareholders of Yuanta Futures Co., Ltd. (formerly known as Polaris Futures Co., LTD.), 2015</p> <p>Venue: 13F., No.27, Sec. 1, Anhe Rd., Da'an Dist., Taipei City (The Conference Room of the Futures Association, Republic of China)</p> <p>Time: 9 a.m., May 21, 2015 (Thursday)</p> <p>Attendance Card</p> <p><input type="checkbox"/> Participation in person</p> <p><input type="checkbox"/> Participation through a proxy.</p>	<p>Guidelines for balloting in electronic means:</p> <p>I. In the present meeting, voting powers shall be exercised by means of electronic balloting during the period: April 21, 2015~May 18, 2015. Please log in the website "Shareholder e-stock electronic balloting platform" of Taiwan Securities Central Depository Co., Ltd. (TSCD) and ballot as advised. [Website: www.stockvote.com.tw]</p> <p>II. A shareholder who ballots through electronic means may pick up the gift for the present meeting as per "Guidelines to pick up shareholders' meeting gifts."</p>
<p>*Please bring your identity proofs for verification*</p>		
<p>Shareholder's account No.:</p> <p>Shareholder's or proxy's name:</p> <p>Number of shares held:</p>		

(697) Yuanta Futures Co., Ltd. (formerly known as Polaris Futures Co., LTD.)

Specimen seal certificate card

		Account No.	
Name of account holder			
ID No.			
Registered address		Seal	
Contact address			
Date of birth		TEL	
Updated details	Registered address	TEL	
	Contact address	TEL	
	Others		

As required under Letter (2000)-Tai-Tsai-Cheng-(III)-54166, the specimen seal certificate card of a minor shareholder shall be affixed with registered specimen seal impressions of his or her both parents.

[Important notes for use of a specimen seal certificate card]

1. The personal information collected by the Agent For Stock Affairs Section is to be processed and utilized within the scope of stock affairs and will be duly archived within the time limit as set forth under the laws and ordinances concerned or agreements. Please feel free to contact the Agent for Stock Affairs Section whenever you intend to exercise the shareholders' equity.
2. Please present your identity certificate, photocopies for both front and reverse sides, one set, so as not to untowardly affect your shareholders' equity.
3. A specimen seal certificate card not accomplished by the identity certificate in photocopies is null and void.

(697) Yuanta Futures Co., Ltd. (formerly known as Polaris Futures Co., LTD.)

Application for Remittance of Dividend, Year 2015

Shareholders' Account No.		Name of account holder	
A/C# for remittance previously registered			
Bank name	Bank code	Bank ID To register a remittance account (only in the name of the shareholder), please write down the account number from left to right ***The \$10 remittance charge can be Waive if the shareholder's bank account is opened under "Yuanta Bank"***	
Post Office (700)	Post office code (7 digits)		A/C# (7 digits)
			Previously left registered specimen seal impression

- I. A shareholder who intends to change and renew his or her account number shall fill up his or her account numbers and affix thereon previously archived registered specimen seal impression and mail back to the Company not later than May 21, 2015.
- II. In the event that the aforementioned account number was registered with a shareholder's reply letter, it needs not to be mailed back. An account provided by the Taiwan Stock Centralized Depository Corporation is for reference only. For account for remittance, the account number mailed back by the shareholder shall be preferentially adopted.
- III. In case of a shareholder who does not mail back account number, the principal account provided by the Taiwan Stock Centralized Depository Corporation as of the ex-dividend record (base) date (the latest update, including transaction, fundamental particulars...) shall be taken as the ground for remittance.
- IV. If dividend is remitted, the dividend shall be remitted into only the shareholders' own account numbers. Besides, NT\$10 handling fee shall be deducted on the date of payment.
- V. Where dividend is not paid through remittance, the Company will deduct the handling fee and mail the balance through the addresses archived by shareholders with a non-endorsable & non-negotiable cross-line check.
- VI. For cash dividend of the current year, the dividend base (reference) date shall be separately fixed.

Guidelines for Shareholders to Receive Gifts

1. Content of gifts: Sui Beauty Rice Box (1kg) (with substitute of equivalent value in case of inadequacy of gifts).
2. A shareholder who participates in the shareholders' meeting in person shall present the notice to the shareholders' meeting (duly sign, affix seal thereon) or the participation card to participate in the shareholders' meeting and pick up the gift in person.
3. A shareholder who does not intend to participate in the shareholders' meeting or who intends to exercise the balloting in electronic means may present the notice to the shareholders' meeting to the Agent For Stock Affairs Section of Yuanta Securities Co., Ltd. to pick up gifts during **May 19, 2015~May 21, 2015, 9:00 a.m. ~ 4:00 p.m. (Closed on National Holiday)**. No gift will be given beyond such time limit.
4. The gifts will not be presented by mail and only within the specified time limit. No gift may be picked up after the shareholders' meeting is over.
5. Date of distributing souvenirs to shareholders who do not attend the shareholders' meeting: **May 13, 2015~May 20, 2015, 9:00 a.m. ~ 4:00 p.m. (Closed on National Holiday)**. Locations to pick up gifts:

Company name	Telephone	Address
Agent For Stock Affairs Section of Yuanta Securities Co., Ltd.	(02)2586-5859	B2F., No.210, Sec. 3, Chengde Rd., Datong Dist., Taipei City
Yuanta Futures Co. Ltd., Head Office	(02)2717-6000	11F., No.225, Sec. 3, Nanjing E. Rd., Zhongshan Dist., Taipei City
Yuanta Futures Co. Ltd., Hsinchu Branch	(03)666-2558	B1-1F., No.373, Sec. 1, Guangfu Rd., East Dist., Hsinchu City
Yuanta Futures Co. Ltd., Taichung Branch	(04)2259-8383	8F.-1 -2 -3, No.179, Fuhuiyuandao, Xitun Dist., Taichung City
Yuanta Futures Co. Ltd., Tainan Branch	(06)235-5999	4F., No.147, Kaiyuan Rd., North Dist., Tainan City
Yuanta Futures Co. Ltd., Kaohsiung Branch	(07)215-7777	7F.-1, No.143, Zhongzheng 4th Rd., Qianjin Dist., Kaohsiung City

(697) Yuanta Futures Co., Ltd. (formerly known as Polaris Futures Co., LTD.) Regular Meeting of Shareholders Year 2015

Proxy Attendance Form		Proxy (shareholder)			Serial #	
<p>I. I hereby appoint _____ (the name must be written personally by the Principal, and cannot use stamps) as proxy to attend the company's annual general meeting held on May 21, 2015. The proxy shall exercise my rights as a shareholder to the following motions in the specified manner.</p> <p><input type="checkbox"/> (1) Exercise shareholder's equity matters on my behalf according to the agenda of the shareholders' meeting (Discretionary).</p> <p><input type="checkbox"/> (2) Exercise the rights and proxy opinions on my behalf on the following motions. The following motions without any box (<input type="checkbox"/>) ticked will be deemed as an admission or consent indicated.</p> <p>1. The company's 2014 business reports and financial statements. <input type="checkbox"/>1. Acknowledge <input type="checkbox"/>2. Object <input type="checkbox"/>3. Waive</p> <p>2. The company's 2014 earnings appropriation <input type="checkbox"/>1. Acknowledge <input type="checkbox"/>2. Object <input type="checkbox"/>3. Waive</p> <p>3. Proposal for the distribution of cash dividend from additional paid-in capital <input type="checkbox"/>1. Acknowledge <input type="checkbox"/>2. Object <input type="checkbox"/>3. Waive</p> <p>4. Partial amendments to the company's Memorandum of Association <input type="checkbox"/>1. Acknowledge <input type="checkbox"/>2. Object <input type="checkbox"/>3. Waive</p> <p>5. Partial amendments to the Company's "Rules Governing the Conduct of Shareholders Meetings" <input type="checkbox"/>1. Acknowledge <input type="checkbox"/>2. Object <input type="checkbox"/>3. Waive</p> <p>6. Partial amendments to the Company's "Regulations Governing the Election of Directors" <input type="checkbox"/>1. Acknowledge <input type="checkbox"/>2. Object <input type="checkbox"/>3. Waive</p> <p>7. Proposal for the election of the Company's directors (including independent directors) for the 9th term <input type="checkbox"/>1. Acknowledge <input type="checkbox"/>2. Object <input type="checkbox"/>3. Waive</p> <p>8. Proposal for freeing the Company's newly elected directors from the requirement of the "director non-compete clause" in Article 209 of the Company Law <input type="checkbox"/>1. Acknowledge <input type="checkbox"/>2. Object <input type="checkbox"/>3. Waive</p> <p>II. If the shareholders have not ticked any of the boxes (<input type="checkbox"/>) referred to above to indicate the scope of proxy or have more than one box (<input type="checkbox"/>) ticked, it shall be deemed as a discretionary proxy. The Agent for Stock Affairs Section commissioned may not be a discretionary proxy. The agents should exercise the rights of the shareholders in accordance with the scope of proxy referred to above (2).</p> <p>III. The shareholder's proxy may respond to any special motions raised during the meeting at the proxy's sole discretion.</p> <p>IV. Please mail your attendance pass to the proxy (or include the proxy in your attendance record). This Proxy Attendance Form stays valid even if the meeting is postponed (but limited to this session only).</p> <p>Best regards To: Yuanta Futures Co., Ltd. (formerly known as Polaris Futures Co., LTD.) Date of authorization:</p>	<p>1. Prohibit the purchase of the proxy with cash paid or other benefits delivered.</p> <p>2. For any illegal acquisition or use of the proxy identified, please report it to Taiwan Depository & Clearing Corp. with the specific supporting documents enclosed and a reward of NT\$50,000 will be awarded once the offense is verified.</p> <p>Reporting hotline: (02) 25473733</p>	Shareholder's account No.	Shares held		Sign/seal	
		Name & title				
		Solicitor				Sign/seal
		Account number				
		Name & title				
		Agent				Sign/seal
		Account number				
		Name				
		ID/unified business number				
		Address				

Signatures at places and people:

<p>Yuanta Futures Co., Ltd. (formerly known as Polaris Futures Co., LTD.)</p> <p>Notice to regular meeting of shareholders 2015</p> <p>I. The company has scheduled to convene its regular meeting of shareholders 2015 at The Conference Room of the Futures Association, Republic of China (13F., No.27, Sec. 1, Anhe Rd., Da'an Dist., Taipei City)(The shareholders' meeting admission time will be started at 08:30 a.m. at the meeting venue) at 9 a.m., May 21, 2015 (Tuesday). The following is a summary of meeting agendas: (I) Reports: 1. The Company's 2014 Business Report; 2. The Auditor Committee's Review over the Company's 2014 Business Report, Financial Statements and Allocation of Earnings; (II) Acknowledgements: 1. The company's 2014 business reports and financial statements.; 2. The company's 2014 earnings appropriation. (III) Discussions: 1. Proposal for the distribution of cash dividend from additional paid-in capital, 2. Partial amendments to the Company's "Articles of Incorporation," 3. Partial amendments to the Company's "Rules Governing the Conduct of Shareholders Meetings," 4. Partial amendments to the Company's "Regulations Governing the Election of Directors," (IV) Election matter: Proposal for the election of the Company's directors (including independent directors) for the 9th term, (V) Other matters: Proposal for releasing the Company's newly elected directors from the requirement of the "director non-compete clause" in Article 209 of the Company Law, (VI) Motions</p> <p>II. For allocation of earnings, 2014, the Company's board of directors has proposed to distribute cash dividend at NT\$2.64 per share, additional paid-in capital NT\$4.305 per share in cash, NT\$1,613,209,400 in total. After the proposal is passed during the current meeting, the board of directors shall be authorized to set the dividend base date.</p> <p>III. The non-compete clause against the Company's directors Mr. Ho, Ming-Hong , Ms. Sung, Shiao-Chin , Mr. Kung, Shao-Hsing , and Mr. Lay, Kuen-Horn is proposed to be lifted in accordance with Article 209 of the Company Law (please refer to the shareholders' meeting handbook for the director's assuming additional job responsibility).</p>	<p>Notes to the Proxy Attendance Form</p> <p>I. Shareholders who decide to attend the meeting in person can not delegate part of their shares to others as their proxies. If both the Notice to the Shareholders' Meeting and the Proxy Attendance Form are signed/stamped, that shareholder is considered to attend the meeting in person. If the Proxy Attendance Form is handed over to an acquirer or an agent, the shareholder is considered to have delegated a proxy to attend the meeting on behalf.</p> <p>II. The principal or delegated proxy shall comply with Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies and Article 177 of The Company Act.</p> <p>III. The shareholder must use the Proxy Attendance Form provided by the Company. Each shareholder is entitled to one Proxy Attendance Form and may delegate one proxy only.</p> <p>IV. Before surrendering the Proxy Attendance Form to those who acquire, the shareholder should ask the acquirer to produce written documents or advertisements relating to the acquisition, or read through the acquirers' information which the Company has consolidated; therefore establishing a thorough understanding towards the acquirer, the candidates, and the acquirer's opinions with regard to the various motions raised during the meeting.</p> <p>V. If a proxy is not a shareholder, please provide the identity certificate number or unified business number instead in the</p>
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<p>IV. Please find enclosed herewith the Notice to the Shareholders' Meeting and Power of Attorney for Proxy. For those who wish to attend the present Shareholders' Meeting in person, please sign/affix seal on the "Notice to the Shareholders' Meeting" and submit it to the Shareholders' Meeting. For those who wish to arrange a proxy to participate in the Shareholders' Meeting, please sign/seal on the Proxy Attendance Form and <u>write down in person</u> the name and address of the proxy attendee, and mail/deliver to the company's share administration agent, i.e., Share Administration Department of Yuanta Securities Co., Ltd. (B1F., No.210, Sec. 3, Chengde Rd., Datong Dist., Taipei City 10366) at least five (5) days before the date scheduled for the meeting. An attendance pass (or an attendance list) will then be issued for the proxy. In the event that the shareholder decides to attend the meeting in person or to exercise voting power by means of electronic balloting after delivering the Proxy Attendance Form, he or she shall issue a written notice to the Company to withdraw the proxy arrangement at least two (2) days before the meeting. If the withdrawal is not made within the specified timeframe, the proxy attendee's voting decisions shall prevail.</p> <p>V. The proxies shall be checked and verified by Share Administration Department of Yuanta Securities Co., Ltd.</p> <p>VI. For any shareholders who openly acquire Proxy Attendance Forms, the Company will consolidate the acquires' information and disclose them on the Securities & Futures Institution website on April 20, 2015. An investor to inquire, please enter the address: http://free.sfi.org.tw, "Proxy Form Acquisition Related Inquiry System", click "Enter the Information of Public Announcement for Proxy Forms here" and input the terms of inquiry.</p> <p>Best regards Attn.: All shareholders The Board of Directors of Yuanta Futures Co., Ltd. (formerly known as Polaris Futures Co., LTD.)</p>	<p>"Shareholder's Account No." boxes.</p> <p>VI. If the acquirer is a trust or a share administration agency, please provide the unified business number in the "Shareholders' account No." box.</p> <p>VII. <u>In the event that a shareholder decides to attend the shareholders' meeting in person after delivering the Proxy Attendance Form, the he or she shall issue a written notice to the Company to withdraw the proxy assignment at least two (2) days before the meeting. If the withdrawal is not made within the given timeframe, the proxy attendee's voting decisions shall prevail.</u></p> <p>VIII. The format of the Proxy Attendance Form is shown above.</p>
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