

**Uni-President Enterprises Corp.**  
**Notice of the 2013 General Shareholders Meeting (Summary)**

- I. The 2013 General Shareholders' Meeting of Uni-President Enterprises Corp. will be held at 1F of Training Center, No. 301, Chung Cheng Road, Yen Ching Li, Yung Kang District, Tainan City, Taiwan, R.O.C., at 9:00 a.m., June 25, 2013 (Tuesday). The shareholders' registration will begin at 8:30 a.m. and the place of registration is the same as the meeting location.

The agenda for the Meeting will be as follows:

1. Reports:

- (1) 2012 Business Report.
- (2) Supervisors' Review Report on the 2012 Financial Statements.
- (3) Adjustments to the Company's unappropriated retained earnings and provision of special reserves in conformity with first time adoption of International Financial Reporting Standards (IFRSs).
- (4) Total endorsements/guarantees provided by the Company to investees.
- (5) Update on the Issue of Company's Corporate Bonds.
- (6) Amendment of the Rules of Procedure for Board of Directors' Meeting.

2. Approvals:

- (1) Financial Statements 2012.
- (2) Proposal for Distribution of 2012 Profits.

3. Discussions:

- (1) Issue of new shares for capital increase.
- (2) To increase working capital, repay bank loan or fulfill future fund demands, the Company proposes to raise capital in cash through issuance of common stock and participation in DR, or by capital increase in cash domestically based on market condition and the Company's operating performance.
- (3) Amendment to the Company's Corporate Charter (Articles of Incorporation)
- (4) Amendment to the Rules for Director and Supervisor Elections.
- (5) Amendment to the Rules of Procedure for Shareholders' Meeting.
- (6) Amendment to the Operational Procedures for Acquisition and Disposal of Assets.
- (7) Amendment to the Operational Procedures for Loaning of Company Funds.
- (8) Amendment to the Operational Procedures for Endorsements and Guarantees.

4. Election Matters: Reelection of the Company's directors and election of the Company's independent directors.

5. Other Matters: Deletion of the non-competition promise ban imposed upon the Company's directors according to Article 209, Company Law.

6. Occasional motions

- II. Proposal for distribution of 2012 profits has been resolved by the Board of Directors as follows:

1. Cash dividends: Totaling NT\$6,807,464,322 the proposed dividend is NT\$ 1.4 per share. Upon the approval of Annual Meeting of Shareholders, it is proposed that the Board of Directors be authorized to resolve the ex-dividend date.
2. Stock dividends: Totaling 291,748,471 shares, and allocate 60 shares per 1,000 shares. Upon the approval of the Annual Meeting of Shareholders and the competent authority, it is proposed that the Board of Directors be authorized to resolve the ex-right date.

- III. Deletion of the non-competition promise ban imposed upon the Company's directors according to Article 209, Company Law.

- IV. Pursuant to Article 165 of the Company Act, the Company hereby closes the share transfer registration from April 27, 2013 to June 25, 2013.

V. If any shareholder intends to solicit for the Proxy Form, the Solicitor’s Solicitation Information List compiled by the Company dated May 24, 2013 will be available on the website of the Securities and Futures Institute (<http://free.sfib.org.tw>). For inquiries, please log-on to the website and click “Free Inquiry System for Information Related to the Public Announcement of Proxy Form”; then click “Enter for Inquiring Proxy Form, Public Announcement and Meeting Information” on the right hand side and input the conditions of inquiry accordingly.

VI. The institution for tallying and verifying proxy forms of 2013 general shareholders’ meeting is Stock Registration Department, President Securities Corporation.

VII. Consolidated list of solicitors for the proxy forms of the 2013 Uni-President Enterprise Corporation General Shareholders’ Meeting

Date of the General Shareholders’ Meeting: June 25, 2013

Serial Number	Solicitor	Candidates of directors and	Management philosophy of the directors’ candidates (limited to 200 words)	Stock affair agency for solicitation of proxy forms
1	Hwatai Bank Trust Department	Candidates for directors: 1.Kao Chyuan Inv. Co., Ltd Representative: Chin-Yen Kao 2. Kao Chyuan Inv. Co., Ltd Representative: Hsiu-Ling Kao 3. Kao Chyuan Inv. Co., Ltd Representative: Chih-Hsien Lo 4. Po-Ming Hou 5. Po-Yu Hou 6. Young Yun Inv. Co., Ltd Representative: Chung-Ho Wu 7. Taipo Investment Corp. Representative: Ping-Chih Wu 8. Chang-Sheng Lin 9. Hsiu-Jen Liu 10.Joyful Holding Company Representative: Kao-Huei Cheng	1.Apply strategy of “Brand Management and Brand Development” to penetrate in Asian region. 2.Enforce the disciple of “Concentrated and Simple Operation” to focus on high value-added businesses where we have relative advantage, and to ensure the company’s healthy growth and stable development. 3.Hold high integrity standard, maintain disciplined work habit, and emphasis on creativity and continuous learning to build and sustain a long-term foundation. 4.Fulfill social expectation and optimize corporate value and benefits for all interested parties	11F, No.246, Chang-An E. Rd.,Sec. 2, Taipei, Taiwan, R.O.C. (02)2752-5252  <b>【Limited to owners of more than 1,000 shares(inclusive)】</b> There’s no distribution of souvenirs in the General Shareholders Meeting.

Note: The above figures are consolidated data. Shareholders may obtain detailed information from the public announcements addressed in this general shareholders’ meeting notice, or from the website of the Securities and Futures Institute (<http://free.sfib.org.tw>).

VIII. During this regular session, the shareholders can exercise their voting rights by electronic means. The period is from May 23, 2013 to June 22, 2013. Please log in the “Stockvote” (<https://www.stockvote.com.tw/evote/login/shareholder.html>) of Taiwan Depository & Clearing Corporation (TDCC) and vote in accordance with relevant instructions.

The Board of Directors of Uni-President Enterprises Corp.