THIS CIRCULAR IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to any aspect of this circular or as to the action to be taken, you should consult a stockbroker or other registered dealer in securities, bank manager, solicitor, professional accountant or other professional adviser.

If you have sold or transferred all your shares in TPV Technology Limited, you should at once hand this circular to the purchaser or to the bank or stockbroker or other agent through whom the sale or transfer was effected for transmission to the purchaser.

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TPV

TPV TECHNOLOGY LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 903)

PROPOSALS FOR GRANTING GENERAL MANDATES TO REPURCHASE SHARES AND TO ISSUE SECURITIES, RE-ELECTION OF DIRECTORS, REFRESHMENT OF THE 10% SHARE OPTION SCHEME LIMIT AND NOTICE OF ANNUAL GENERAL MEETING

A notice convening the annual general meeting (''AGM'') of TPV Technology Limited (the ''Company'') to be held at Room K-2, Pacific Place Conference Centre, Level 5, One Pacific Place, 88 Queensway, Hong Kong on Friday, 4 June 2010 at 2:00 p.m. is set out on pages 18 to 22 in this circular. Whether or not you are able to attend the AGM in person, you are requested to complete and return the accompanying form of proxy in accordance with the instructions printed thereon to the Company's principal office in Hong Kong at Suite 1023, Ocean Centre, Harbour City, Kowloon, Hong Kong or return it to the Company's share transfer office in Singapore, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, Singapore Land Tower #32-01, Singapore 048623 (as the case may be) as soon as possible but in any event not later than 48 hours before the time appointed for the holding of the AGM. Completion and delivery of the form of proxy will not preclude you from attending and voting in person at the AGM should you so wish.

26 April 2010

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In this circular, unless the context otherwise requires, the following expressions have the following meaning:

''2009 Annual Report''	the audited consolidated financial statements and the reports of the Directors and of the auditors of the Company for the year ended 31 December 2009;
''AGM''	the annual general meeting of the Company to be held at Room K-2, Pacific Place Conference Centre, Level 5, One Pacific Place, 88 Queensway, Hong Kong on 4 June 2010 at 2:00 p.m.;
''Board''	the board of Directors of the Company;
''Bye-laws''	the Bye-laws of the Company;
''Company''	TPV Technology Limited, a company incorporated in Bermuda with limited liability (Stock code: 903);
''Directors''	directors of the Company;
''Group''	the Company and its subsidiaries;
''HK$''	Hong Kong dollar, the lawful currency of Hong Kong;
''Latest Practicable Date''	22 April 2010, being the latest practicable date prior to the printing of this circular for the purpose of ascertaining certain information in this circular;
''Listing Rules''	the Rules Governing the Listing of Securities on the Stock Exchange;
''Repurchase Mandate''	a general mandate to the Directors to repurchase Shares up to a maximum of 10% of the issued share capital of the Company as at the date of the passing of the resolution granting such mandate;
''Securities Issue Mandate''	a general mandate to the Directors to allot, issue and deal with Shares not exceeding 20% of the issued share capital of the Company as at the date of the passing of the resolution granting such mandate;
''SFO''	Securities and Futures Ordinance;
''SGX''	Singapore Exchange Securities Trading Limited;
''Shareholders''	registered holders of the Shares;
''Share(s)''	ordinary share(s) of US$0.01 each in the share capital of the Company;
''Share Option Scheme''	the share option scheme adopted by the Company on 15 May 2003;

''10% Share Option Scheme Limit''	the 10% limit set on the maximum number of Shares which may be issued upon exercise of all options granted under the Share Option Scheme;
''Stock Exchange''	The Stock Exchange of Hong Kong Limited;
''Takeovers Code''	the Hong Kong Codes on Takeovers and Mergers and Share Repurchases; and
''US$''	United States dollar, the lawful currency of the United States of America.

TPV TECHNOLOGY LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 903)

Executive Director:
Dr Hsuan, Jason
(Chairman and Chief Executive Officer)

Non-executive Directors:
Mr Liu Liehong
Mr Lu Ming
Ms Wu Qun
Mr Xu Haihe
Mr Du Heping
Mr Tam Man Chi
Mr Robert Theodoor Smits
Mr Chen Yen-Sung, Eddie

Independent Non-executive Directors:
Mr Chan Boon-Teong
Dr Ku Chia-Tai
Mr Wong Chi Keung

Registered Office:
Canon's Court
22 Victoria Street
Hamilton HM 12
Bermuda

Principal Office in Hong Kong:
Suite 1023
Ocean Centre
Harbour City
Kowloon
Hong Kong

26 April 2010

To the Shareholders

Dear Sir/Madam,

PROPOSALS FOR GRANTING GENERAL MANDATES TO REPURCHASE SHARES AND TO ISSUE SECURITIES, RE-ELECTION OF DIRECTORS, REFRESHMENT OF THE 10% SHARE OPTION SCHEME LIMIT AND NOTICE OF ANNUAL GENERAL MEETING

INTRODUCTION

The purpose of this circular is to provide you with information relating to the proposals for (a) the granting of the Repurchase Mandate, the Securities Issue Mandate and the extension of the Securities Issue Mandate by the number of shares repurchased under the Repurchase Mandate, (b) the re-election of retiring Directors and (c) the refreshment of the 10% Share Option Scheme Limit, and to seek your approval of the foregoing at the AGM.

GENERAL MANDATES TO REPURCHASE SHARES AND TO ISSUE SECURITIES

The ordinary resolutions set out in the notice of the AGM will be proposed at the AGM for the purposes of granting the Directors the Repurchase Mandate and the Securities Issue Mandate which will empower the Directors of the Company to issue new Shares not exceeding 20 per cent of the aggregate nominal amount of the share capital of the Company in issue at the date of passing of the resolution (including making and granting offers, agreements and options which would or might require Shares to be issued, allotted or disposed of) during the period up to the next annual general meeting of the Company, or at the expiration of the period within which the next annual general meeting of the Company. Subject to the passing of the aforesaid ordinary resolutions for the Repurchase Mandate and the Securities Issue Mandate, an ordinary resolution will also be proposed to the Shareholders to authorise the Directors to issue Shares in an amount not exceeding the aggregate nominal amount of the Shares repurchased by the Company pursuant to the Repurchase Mandate.

An explanatory statement to provide Shareholders with all the information reasonably necessary for them to make an informed decision in relation to the Repurchase Mandate as required by the Listing Rules is set out in Appendix I to this circular.

RE-ELECTION OF RETIRING DIRECTORS

In accordance with Bye-laws 99 and 102 (B), Dr Hsuan, Jason, Mr Chan Boon-Teong, Dr Ku Chia-Tai, Mr Liu Liehong, Ms Wu Qun, Mr Xu Haihe, Mr Du Heping and Mr Tam Man Chi will retire from the office of Director at the AGM and being eligible, the abovenamed Directors, will offer themselves for re-election at the AGM. The re-election of Directors under resolution no. 3 of the notice of the AGM will be individually voted on by Shareholders. Details of retiring Directors proposed for re-election at the AGM are set out in Appendix II to this circular.

REFRESHMENT OF 10% SHARE OPTION SCHEME LIMIT

Background

The purpose of the Share Option Scheme is to enable the Company to grant options to eligible participants, being employees, directors (including executive and non-executive directors) of the Company, or any of its holding companies and any of their respective subsidiaries and any entity in which the Company or any of its subsidiaries holds any equity interest (each ''Eligible Entity, together ''Eligible Entities'''') as incentives and rewards for their contribution to the Eligible Entities.

Proposal to refresh the 10% Share Option Scheme Limit

As at 15 May 2003, being the adoption date of the Share Option Scheme, the maximum number of Shares which may be issued upon exercise of all options to be granted under the Share Option Scheme and any other share option scheme(s) is 134,977,726 Shares, being 10% of the Shares in issue on 15 May 2003, being the adoption date of the Share Option Scheme. At the annual general meeting held on 23 April 2004, shareholders of the Company approved the refreshment of the 10% share option scheme limit. The maximum number of options that can be granted by the Company under the refreshed limit is 137,894,026 Shares. Since the refreshment of the 10% Share Option Scheme Limit on 23 April 2004 and up to the Latest

Practicable Date, there have been no further refreshment of the 10% Share Option Scheme Limit, and the Company has granted options involving 137,894,026 Shares to eligible participants, among which options involving 39,925,771 Shares were exercised, options involving 76,620,229 Shares were lapsed or cancelled, and options involving 21,348,026 Shares (representing 0.91% of the issued share capital of the Company, as at the Latest Practicable Date) remain outstanding.

Unless the 10% limit on grant of options under the Share Option Scheme is ''refreshed'', no Shares may be issued pursuant to the grant of further options under the Share Option Scheme. The Directors consider that it is in the interest of the Company and the Shareholders to ''refresh'' such 10% general limit at the AGM to permit the grant of further options under the Share Option Scheme.

It is therefore proposed that, subject to the approval of the Shareholders at the AGM and such other requirements prescribed under the Listing Rules, the limit on grant of options under the Share Option Scheme and any other share option scheme(s) of the Company will be ''refreshed'' to 10% of the Shares in issue as at the date of the approval by the Shareholders at AGM and, options previously granted under the Share Option Scheme and any share option scheme(s) of the Company (including those outstanding, cancelled, lapsed in accordance with the Share Option Scheme and such other scheme(s) or exercised options) will not be counted for the purpose of calculating the limit as refreshed.

Pursuant to the Listing Rules, the Shares which may be issued upon exercise of all outstanding options granted and yet to be exercised under the Share Option Scheme and any other share option scheme(s) of the Company at any time will not exceed 30% of the Shares in issue from time to time. No options shall be granted under any scheme(s) of the Company if this will result in the 30% limit being exceeded.

As at the Latest Practicable Date, there were 2,345,836,139 Shares in issue. Assuming that no further Shares will be issued or repurchased prior to the date of approving of the refreshed limit by Shareholders, the maximum number of options that could be granted by the Company under the refreshed limit would be 234,583,613 Shares.

Conditions

As required by the Share Option Scheme and the Listing Rules, an ordinary resolution will be proposed at the AGM to approve the refreshed limit of the Share Option Scheme and all other share option scheme(s) of the Company such that the total number of Shares which may be issued upon exercise of all options to be granted under the refreshed limit must not exceed 10% of the total number of Shares in issue as at the date of approving of the refreshed limit.

The adoption of the refreshed limit of the Share Option Scheme and any other share option scheme(s) of the Company is conditional upon:

(a) the Shareholders passing an ordinary resolution to approve the increase in the limit on grant of options under the Share Option Scheme and any other share option scheme(s) of the Company a the AGM; and

(b) the Stock Exchange and SGX granting the approval of the listing of, and permission to deal in, the Shares to be issued pursuant to the exercise of any options granted under the refreshed limit.

Application for Listing

Application will be made to the Stock Exchange and SGX for the listing of, and permission to deal in, the Shares which may fall to be issued upon the exercise of any options that may be granted under the refreshed limit.

RIGHT TO DEMAND A POLL

Pursuant to Bye-law 70, a resolution put to the vote of the general meeting shall be decided on a show of hands unless (before or on the declaration of the result of the show of hands or on the withdrawal of any other demand for a poll) a poll is duly demanded by:

(i) the chairman of the meeting; or

(ii) at least three Shareholders present in person or by a duly authorized corporate representative or by proxy for the time being entitled to vote at the meeting; or

(iii) any Shareholder or Shareholders present in person or by a duly authorized corporate representative or by proxy and representing not less than one-tenth of the total voting rights of all the Shareholders having the right to vote at the meeting; or

(iv) any Shareholder or Shareholders present in person or by a duly authorized corporate representative or by proxy and holding Shares conferring a right to vote at the meeting being Shares on which an aggregate sum has been paid up equal to not less than one-tenth of the total sum paid up on all the Shares conferring that right.

Pursuant to Bye-law 76(1), at any general meeting on a show of hands every Shareholder who is present in person or by a duly authorized corporate representative shall have one vote and on a poll every Shareholder present in person or by a duly authorized corporate representative or by proxy shall have one vote for every Share held by him. On a poll a Shareholder entitled to more than one vote need not use all his votes or cast his votes in the same way.

Pursuant to Listing Rule 13.39(4), any vote of shareholders at a general meeting must be taken by poll. Therefore all resolutions proposed at the AGM shall be voted by poll.

ANNUAL GENERAL MEETING

A notice convening the AGM is set out in Appendix III of this circular and a form of proxy for use at the AGM is therein enclosed. Whether or not you intend to attend the AGM, you are requested to complete the form of proxy and return it to the Company's principal office in Hong Kong at Suite 1023, Ocean Centre, Harbour City, Kowloon, Hong Kong or return it to the Company's share transfer office in Singapore, Boardroom Corporate & Advisory Services Pte. Ltd., at 50 Raffles Place, Singapore Land Tower #32-01, Singapore 048623 (as the case may be) as soon as possible but in any event not less than 48 hours before the time appointed for the holding of the AGM.

Completion and delivery of the form of proxy will not preclude you from attending and voting in person at the AGM should you so wish.

RESPONSIBILITY STATEMENT

This circular includes particulars given in compliance with the Listing Rules for the purpose of giving information with regard to the Company. The Directors collectively and individually accept full responsibility for the accuracy of the information contained in this circular and confirm, having made all reasonable enquiries, that to the best of their knowledge and belief there are no other facts the omission of which would make any statement herein misleading.

RECOMMENDATION

The Directors are of the opinion that (a) the granting of the Repurchase Mandate, the Securities Issue Mandate and the extension of the Securities Issue Mandate by the number of Shares repurchased under the Repurchase Mandate, (b) the re-election of retiring Directors and (c) the refreshment of the 10% Share Option Scheme Limit as proposed herein are in the best interests of the Company and the Shareholders and accordingly recommend all Shareholders to vote in favour of the relevant resolutions at the AGM.

Yours faithfully,
Dr Hsuan, Jason
Chairman and Chief Executive Officer

This appendix serves as an explanatory statement, as required by the Listing Rules, to provide requisite information in relation to the Repurchase Mandate for your consideration. This appendix also constitutes the Memorandum required under section 49BA of the Companies Ordinance.

1. REASONS FOR REPURCHASE

The Directors have no present intention to repurchase any Shares but believe that the Repurchase Mandate is in the best interests of the Company and its Shareholders and will provide the Directors the flexibility to repurchase Shares in the market when appropriate and beneficial to the Company. Such repurchases may, depending on market conditions and funding arrangements at the time, lead to an enhancement of the net assets value of the Company and/or earnings per Share and will only be made when the Directors of the Company believe that such repurchases will benefit the Company and its Shareholders.

2. SHARE CAPITAL

As at the Latest Practicable Date, the issued share capital of the Company comprised 2,345,836,139 Shares.

Exercise in full of the Repurchase Mandate on the basis that no further Shares are issued or repurchased prior to the date of the AGM could accordingly result in up to 234,583,613 Shares, being repurchased by the Company, representing 10% of the issued share capital.

3. FUNDING OF REPURCHASES

In repurchasing Shares, the Company may only apply funds legally available for such purpose in accordance with its Memorandum of Association and Bye-laws and the applicable laws in Bermuda.

The Directors consider that there might be a material adverse impact on the working capital or gearing position of the Company in the event that the Repurchase Mandate was to be carried out in full during the proposed repurchase period. No repurchase would be made in circumstances that would have a material adverse impact on the working capital or gearing ratio of the Company which in the opinion of the Directors are from time to time appropriate for the Company.

4. DIRECTORS' DEALINGS AND CONNECTED PERSONS

None of the Directors nor, to the best of their knowledge having made all reasonable inquiries, their associates (as defined in the Listing Rules) have any present intention to sell any Shares to the Company under the Repurchase Mandate if such is approved by the Shareholders of the Company.

No connected persons (as defined in the Listing Rules) have notified the Company that they have a present intention to sell Shares to the Company nor have they undertaken not to do so in the event that the Repurchase Mandate is approved by the Shareholders of the Company.

5. SHARE PRICES

The highest and lowest market prices at which the Shares have traded on the Stock Exchange during each of the previous twelve months preceding the Latest Practicable Date were as follows:

	Per Share	
	Highest Price	**Lowest Price**
	HK$	*HK$*
2009:		
April	2.81	2.21
May	3.48	2.55
June	3.88	3.00
July	4.63	3.33
August	4.72	3.75
September	4.94	4.02
October	5.50	4.60
November	5.98	4.13
December	4.90	4.26
2010:		
January	5.65	4.66
February	5.30	5.12
March	5.25	5.11
April (up to and including 22 April 2010)	6.29	5.23

6. SHARE REPURCHASES MADE BY THE COMPANY

The Company had not repurchased any of the Shares (whether on the Stock Exchange or otherwise) in the six months preceding the Latest Practicable Date.

7. UNDERTAKING OF THE DIRECTORS

The Directors have undertaken to the Stock Exchange to exercise the powers of the Company to make repurchases under the Repurchase Mandate in accordance with the Listing Rules and the applicable laws of Bermuda and in accordance with the Memorandum of Association and Bye-laws of the Company.

8. TAKEOVERS CODE CONSEQUENCES

Repurchase of Shares may result in an increase in the proportionate interests of a Shareholder of the Company in the voting rights of the Company and such increase will be treated as an acquisition of voting rights for the purposes of Rule 32 of the Takeovers Code. As a result, a Shareholder or group of Shareholders acting in concert, depending on the level of increase of the Shareholders' interest, could obtain or consolidate control of the Company and become obliged to make a mandatory offer in accordance with Rule 26 of the Takeovers Code. As at the Latest Practicable Date, the controlling shareholder of the Company is China Electronics Corporation (''CEC''). CEC was recorded in the register required to be kept by the Company under Part XV of the SFO as having an interest in 822,408,647 Shares, representing approximately 35.06% of the issued share capital of the Company as at the Latest Practicable Date. In the event that the Repurchase Mandate is exercised in full and assuming that there is no change in the number of Shares held by CEC, the shareholding of CEC will be increased to approximately 38.95% of the reduced issued share capital of the Company. Accordingly CEC may be obliged to make a mandatory general offer for all of the issued Shares of the Company not owned by it. However, the Directors have no current intention to exercise the Repurchase Mandate in such a way (if it were to be exercised at all) that would trigger any such mandatory general offer obligation. Mitsui & Co., Ltd. (''Mitsui''), a substantial shareholder of the Company, was recorded in the register required to be kept by the Company under part XV of the SFO as having a beneficial interest in 353,008,590 Shares, representing approximately 15.05% of the issued share capital of the Company as at the Latest Practicable Date. In the event that the Repurchase Mandate is exercised in full and assuming that there is no change in the number of Shares held by Mitsui, the shareholding of Mitsui will be increased to approximately 16.72% of the reduced issued share capital of the Company. CEC and Mitsui are acting in concert with each other in respect of their aggregate 50.11% shareholding in the Company as at the Latest Practicable Date pursuant to the Takeovers Code. Therefore, as the aggregate shareholding in the Company held by CEC and Mitsui, being persons acting in concert, exceeds 50%, the exercise of the Repurchase Mandate should, subject to the specific circumstances in the particular case at the time of any repurchase, not result in a mandatory offer obligation upon CEC and Mitsui under Rule 26 of the Takeovers Code. Furthermore, if the Repurchase Mandate is exercised in full, the percentage of the reduced share capital of the Company in public hands will not fall below the minimum percentage of public float. Save as disclosed above, the Directors are not aware of any other consequences that may arise under the Takeovers Code as a result of a repurchase of the Shares.

As at the Latest Practicable Date and insofar substantial shareholders of the Company are aware of, persons having interest in 5% or more of the issued share capital of the Company are as follows:

Name of Shareholder	Number of Shares held (long position)	Maximum number of Shares that may be converted under the Convertible Bonds (long position)	% of shareholding	
			Current	Assuming the Repurchase proposal is exercised in full
China Electronics Corporation	1,175,417,237 *(Note 1)* */(Note 2)*	N/A	50.11%	55.67%
China Great Wall Computer Group Company	570,450,000 *(Note 1)*	N/A	24.32%	27.02%
Great Wall Technology Company Limited	570,450,000 *(Note 1)*	N/A	24.32%	27.02%
China Great Wall Computer (Shenzhen) Company Limited	570,450,000 *(Note 1)*	N/A	24.32%	27.02%
China Great Wall Computer (H.K.) Holding Limited	370,450,000 *(Note 1)*	N/A	15.79%	17.55%
China National Electronics Imp. & Exp. Corporation	251,958,647 *(Note 1)*	N/A	10.74%	11.93%
CEIEC (H.K.) Limited	251,958,647 *(Note 1)*	N/A	10.74%	11.93%
Mitsui & Co., Ltd.	1,175,417,237 *(Note 2)*	N/A	50.11%	55.67%
Koninklijke Philips Electronics N.V.	63,176,463 *(Note 3)*	313,300,433	16.05%	17.83%
Philips Electronics China B.V.	63,176,463 *(Note 3)*	313,300,433	16.05%	17.83%
Philips Electronics Hong Kong Limited	63,176,463 *(Note 3)*	313,300,433	16.05%	17.83%
Chi Mei Corporation	150,500,000 *(Note 4)*	N/A	6.42%	7.13%
Chi Mei Optoelectronics Corporation	150,500,000 *(Note 4)*	N/A	6.42%	7.13%

Notes:

(1) China Great Wall Computer (H.K.) Holding Limited (''CGCHK''), China Great Wall Computer (Shenzhen) Company Limited (''CGCSZ'') and CEIEC (H.K.) Limited (''CEIEC HK'') are the registered holders of the aggregate of 822,408,647 Shares held within the CEC Group, of which 370,450,000 Shares are held by CGCHK, 200,000,000 Shares are held by CGCSZ, and 251,958,647 Shares are held by CEIEC HK. CGCHK is a wholly-owned subsidiary of CGCSZ. CGCSZ is owned as to 47.82% by Great Wall Technology Company Limited (''GWT''). GWT is a company owned as to 62.11% by China Great Wall Computer Group Company, which is a wholly-owned subsidiary of China Electronics Corporation (''CEC''). CEIEC HK is an indirectly wholly-owned subsidiary of CEC.

(2) CEC, CEIEC (H.K.) Limited and Mitsui & Co., Ltd. are parties to a consortium agreement dated 28 January 2010 (the ''Consortium Agreement'') and to a shareholders' agreement dated 28 January 2010 (the ''Shareholders' Agreement''). The Consortium Agreement and the Shareholders' Agreement are agreements to which S.317(a) of the SFO applies.

Among the 1,175,417,237 Shares, 353,008,590 Shares are held by Mitsui & Co., Ltd. and 822,408,647 Shares are held by corporations controlled by CEC as detailed is Note(1) above.

(3) These Shares are held by Philips Electronics Hong Kong Limited (''Philips HK''), which is owned as to 42% by Koninklijke Philips Electronics N.V. (''Philips'') and as to 58% by Philips Electronics China B.V. (''PEC''). PEC is a wholly-owned subsidiary of Philips.

Pursuant to the terms of the Convertible Bonds, Philips HK may exercise the conversion rights attaching thereto and the Company may issue a maximum of 313,300,433 Shares to Philips HK upon conversion of the Convertible Bonds by Philips HK.

(4) These Shares are held by Chi Mei Optoelectronics Corporation (''CMO''). CMO is owned as to 28.21% by Chi Mei Corporation (''CMC''), and as to 7.42% by Linklinear Development Co. Ltd., which in turn is owned as to 54.22% by CMC.

DIRECTORS TO BE RETIRED AT THE AGM PURSUANT TO BYE-LAW 99:

1. **Dr Hsuan, Jason** *(Chairman and Chief Executive Officer)*

Dr Hsuan, aged 66, joined the Group in November 1990. Dr Hsuan is responsible for the Group's overall corporate policies and business development. Before joining the Group, he had over 19 years of managerial experience in well-known multi-national enterprises which include General Electric and PepsiCo. Dr Husan graduated from Department of Electrical Engineering of National Cheng Kung University, Taiwan in 1968, and holds a doctorate degree of philosophy in systems engineering from the Polytechnic Institute of Brooklyn and a master's degree in systems engineering from Boston University. Dr Hsuan was appointed as a non-executive director of Nanjing Panda Electronics Company Limited, a company listed in Hong Kong and Shanghai Stock Exchange in December 2009. Dr. Hsuan is the brother-in-law of Dr. Chen Nai Yung, Vice President and Chief Information Officer of the Group.

He is also a director of Top Victory Investments Limited and a number of other members of the Group. There is no service contract between Dr Hsuan and the Company. Dr Hsuan has no fixed term of service with the Company but will be subject to the rotational retirement and re-election requirements at annual general meeting in accordance with the Bye-laws of the Company. Dr Hsuan's annual remuneration is approximately HK$6,528,117 (US$836,938) in respect of the year ended 31 December 2009 which is reviewed annually by the Board and the Remuneration Committee with reference to his duties and responsibilities with the Company, the Company's performance and the prevailing market situation.

Saved as disclosed above, in the past three years and as at the Latest Practicable Date, Dr Hsuan was not connected with any Directors, senior management or substantial Shareholders of the Company and he was beneficially interested in 24,754,803 Shares as at the Latest Practicable Date.

2. **Mr Chan Boon-Teong** *(Independent Non-executive Director)*

Mr Chan, aged 67, graduated from Imperial College of the University of London with a bachelor's degree in electrical engineering. Mr Chan also holds both a master's degree in electrical engineering and operational research from the Polytechnic University of New York City. He has over 39 years of experience in the financial, commercial, industrial and real estate business in the Southeast Asia region. He was a director of the former Kowloon Stock Exchange. He is currently the Chairman of Coastal Greenland Limited, a listed company in Hong Kong, and also a director of Cathay United Bank Co. Ltd., a subsidiary of a listed company in Taiwan. Mr Chan is a member of the National Chinese People's Political Consultative Conference. He is also a member of the Standing Committee of the All-China Federation of Returned Overseas Chinese.

Mr Chan was appointed as an independent non-executive Director of the Company in May 1998 and he does not hold any position with the Company or other members of the Group. There is no service contract between Mr Chan and the Company. Mr Chan has no fixed term of service with the Company but will subject to the rotational retirement and re-election requirements at annual general meeting pursuant to the Bye-laws of the Company. Mr Chan received a remuneration of HK$320,000 in respect of the year ended 31 December 2009. The remuneration of all Independent Non-executive Directors of the Company will be

reviewed annually by the Board and the Remuneration Committee with reference to their duties and responsibilities with the Company, the Company's performance and the prevailing market situation.

As at the Latest Practicable Date, Mr Chan was not connected with any Directors, senior management or substantial Shareholders of the Company and he did not have any interests in Shares. He has subscribed for 400,000 options of the Company.

3. Dr Ku Chia-Tai *(Independent Non-executive Director)*

Dr Ku, aged 67, holds a bachelor's degree in electrical engineering from National Cheng Kung University, Taiwan, a master's degree in electrical engineering from Rutgers University of New Jersey and a doctorate degree in electrical engineering from the University of Pittsburgh, Pennsylvania. Dr Ku has over 30 years of managerial experience in both computer and telecommunications industries. He was General Manager of Wang Computer (Taiwan) Limited, President of GTE Taiwan, President of Siemens Telecom Systems Limited and President of Beijing Switching International Co.. Dr Ku did not hold any directorship in other listed public companies for the past 3 years.

Dr Ku was appointed as an Independent Non-executive Director of the Company in May 1998 and he does not hold any position with the Company or other members of the Group. There is currently no service contract between Dr Ku and the Company and he has no fixed term of service with the Company but will subject to the rotational retirement and re-election requirements at annual general meeting pursuant to the Bye-laws of the Company. Dr Ku received a remuneration of HK$240,000 in respect of the year ended 31 December 2009. The remuneration of all Independent Non-executive Directors of the Company will be reviewed annually by the Board and the Remuneration Committee with reference to their duties and responsibilities with the Company, the Company's performance and the prevailing market situation.

As at the Latest Practicable Date, Dr Ku was not connected with any Directors, senior management or substantial Shareholders of the Company and he did not have any interests in Shares. He has subscribed for 300,000 options of the Company.

DIRECTORS TO BE RETIRED AT THE AGM PURSUANT TO BYE-LAW 102(B):

4. Mr Liu Liehong *(Non-executive Director)*

Mr Liu, aged 41, graduated from Xi An Transport University with a master's degree in business administration and received titles of senior engineer and researcher. Currently, he is the General Manager of China Electronics Corporation and the Chairman of the board of China Electronics Industry Corporation and CEC Corecast Company Limited (a company listed on Shanghai Stock Exchange). He was the President of China Center for Industry Development, Deputy General Manager of China Electronics Technology Corporation, the Director of No.2 Research Institution and Vice-Director of No.29 Research Institution and a non-executive director of CCID Consulting Company Limited, a company listed on Hong Kong Stock Exchange (resigned on 7 August 2009). He has got a series of awards, including ''Outstanding young scientist of Shan Xi province'', ''Outstanding Young Entrepreneurs of Shan Xi province'' and ''Outstanding personal award of Shan Xi province''. He is very experienced in managing large enterprises.

Mr Liu was appointed as a non-executive director of the Company in October 2009 and he does not hold any position with the Company or other members of the Group. There is no service contract between Mr Liu and the Company and he is not entitled to receive any payment from the Company. Mr Liu has no fixed term of service with the Company but will subject to the rotational retirement and re-election requirements at annual general meeting in accordance with the Bye-laws of the Company.

As at the Latest Practicable Date, Mr Liu was not connected with any Directors, senior management or substantial Shareholders of the Company and he did not have any interests in Shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

5. Ms Wu Qun *(Non-executive Director)*

Ms Wu, aged 50, graduated from the Research Institute of China Finance Ministry with a Doctor Degree in Accounting and received title of vice-researcher. Currently, she is the General Manager of China Electronics Corporation's asset management department, the Chairman of the broad of CEC Huahong International Company Limited, the Director of Huahong Group and China Integrated Circuit Design (Group) Corporation Limited and Supervisor of Great Wall Information Industry Company Limited (a company listed on Shenzhen Stock Exchange). She was previously appointed as the Deputy General Manager of CEC Asset Management Department, the General Manager of China Electronics Industry Corporation finance department, the Director of Management and Consulting Department of Deloitte Touché Tohmatsu CPA Limited, the Director of Deloitte Beijing Substation Department of Risk Management, Chief of China Finance Ministry research center. She has great experience in capital and asset management.

Ms Wu was appointed as a non-executive director of the Company in October 2009 and she does not hold any position with the Company or other members of the Group. There is no service contract between Ms Wu and the Company and she is not entitled to receive any payment from the Company. Ms Wu has no fixed term of service with the Company but will subject to the rotational retirement and re-election requirements at annual general meeting in accordance with the Bye-laws of the Company.

As at the Latest Practicable Date, Ms Wu was not connected with any Directors, senior management or substantial Shareholders of the Company and he did not have any interests in Shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

6. Mr Xu Haihe *(Non-executive Director)*

Mr Xu, aged 55, graduated from China Central Finance and Economics College with a major in accounting and received a title of senior accountant. He is the General Manager of Finance Department of China Electronics Corporation, the Director of Shenzhen SED Electronics (Group) Company Limited, China National Software and Service Company Limited (a company listed on Shanghai Stock Exchange) and CEC Corecast Company Limited (a company listed on Shanghai Stock Exchange). He was the General Manager of China National Electronics Materials Corporation. Mr Xu has extensive experience in enterprise managing and financial managing.

Mr Xu was appointed as a non-executive director of the Company in October 2009 and he does not hold any position with the Company or other members of the Group. There is no service contract between Mr Xu and the Company and he is not entitled to receive any payment from the Company. Mr Xu has no fixed term of service with the Company but will subject to the rotational retirement and re-election requirements at annual general meeting in accordance with the Bye-laws of the Company.

As at the Latest Practicable Date, Mr Xu was not connected with any Directors, senior management or substantial Shareholders of the Company and he did not have any interests in Shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

7. Mr Du Heping *(Non-executive Director)*

Mr Du, aged 55, the Chairman of China Great Wall Computer Shenzhen Company Limited (a company listed on Shenzhen Stock Exchange). He is an in-service postgraduate from the economics management specialty of Central Party School, and is also a Senior Business Operator. He is the President in Great Wall Technology Company Limited (a company listed on Hong Kong Stock Exchange) and is also a director of Shenzhen Kaifa Technology Company Limited (a company listed on Shenzhen Stock Exchange) and Guilin Changhai Technology Company Limited, a member of the 4th Shenzhen Municipal People's Congress, the Chairman of Shenzhen Computer Industry Association, the Vice Chairman of the China Quality Management Association for electronic industry, the Vice Chairman of Shenzhen Municipal Science and Technology Association, the Vice Chairman of Shenzhen Computer Society, and the Chairman of the Association of Volunteers for Science Popularization in Shenzhen. He has been the Vice President and the Secretary to the board of directors of China Great Wall Computer Shenzhen Company Limited, the Deputy General Manager of China Great Wall Computer Shenzhen Company, the Organizing Officer in charge and Factory Manager of Great Wall Power Supplies Factor. Mr Du has been awarded the title of ''Outstanding Persons on the Nation's Frontier'', and has also received the title of model worker in Shanxi Province. Mr Du has received Science Technology Advance Award from the Ministry of Machinery and Electronics Industry and Science Technology Advance Award in Shenzhen several times. He has extensive experiences in science and technology development, production management and quality management.

Mr Du was appointed as a non-executive director of the Company in October 2009 and he does not hold any position with the Company or other members of the Group. There is no service contract between Mr Du and the Company and he is not entitled to receive any payment from the Company. Mr Du has no fixed term of service with the Company but will subject to the rotational retirement and re-election requirements at annual general meeting in accordance with the Bye-laws of the Company.

As at the Latest Practicable Date, Mr Du was not connected with any Directors, senior management or substantial Shareholders of the Company and he did not have any interests in Shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

8. Mr Tam Man Chi *(Non-executive Director)*

Mr Tam, aged 62, is an Executive Director of Great Wall Technology Company Limited (a company listed on Hong Kong Stock Exchange), the Director of China Great Wall Computer Shenzhen Company Limited (a company listed on Shenzhen Stock Exchange), the Chairman and Managing Director of Shenzhen Kaifa Technology Co., Limited (a company listed on Shenzhen Stock Exchange), the Director and President of Shenzhen Kaifa Magnetic Recording Company Limited, the Director of Kaifa Technology (H.K.) Limited, O-Net Communications Limited, ExcelStor Group Limited and Shenzhen ExcelStor Technology Limited, the Chairman of the board of O-Net Communications (Shenzhen) Company Limited and Shenzhen Hailiang Storage Products Co., Ltd., the Vice-Chairman of the board of Shenzhen Donghong Kaifa Magnetic Disk Company Limited. Mr Tam was awarded Shenzhen Honor Citizen in 1994, won the National Friendship Award in 1995 and the Excellent Worker title of Guangdong Province in 2006. He has extensive experience in research and development and business administration. Mr Tam was appointed as a non-executive director of the Company in October 2009.

Mr Tam was appointed as a non-executive director of the Company in October 2009 and he does not hold any position with the Company or other members of the Group. There is no service contract between Mr Tam and the Company and he is not entitled to receive any payment from the Company. Mr Tam has no fixed term of service with the Company but will subject to the rotational retirement and re-election requirements at annual general meeting in accordance with the Bye-laws of the Company.

As at the Latest Practicable Date, Mr Tam was not connected with any Directors, senior management or substantial Shareholders of the Company and he did not have any interests in Shares of the Company within the meaning of Part XV of the Securities and Futures Ordinance.

Save as disclosed above, there are no matters concerning the directors to be re-elected that are required to be disclosed pursuant to paragraphs (h) to (v) of Listing Rule 13.51(2), nor any other matters need to be brought to the attention of the Shareholders.

TPV

TPV TECHNOLOGY LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code: 903)

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the annual general meeting of shareholders of TPV Technology Limited (the ''Company'') will be held at Room K-2, Pacific Place Conference Centre, Level 5, One Pacific Place, 88 Queensway, Hong Kong on Friday, 4 June 2010 at 2:00 p.m. for the following purposes:

As ordinary business:

1. To receive and consider the audited accounts and the reports of the directors and of the auditor for the year ended 31 December 2009.

2. To approve the payment of a final dividend.

3. To re-elect retiring directors and to authorize the board of directors to fix the remuneration of directors.

4. To re-appoint PricewaterhouseCoopers as auditor of the Company and to authorize the board of directors to fix the remuneration of auditor.

As special business:

5. Repurchase Mandate

   As regards a general and unconditional mandate to the board of directors to repurchase the Company's own shares (the ''Repurchase Mandate''), to consider and, if thought fit, to pass, with or without amendments, the following resolution as Ordinary Resolution No. I:

   ''**THAT**

   (a) subject to paragraph (b) of this Resolution, the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to repurchase its issued shares of US$0.01 each in the capital of the Company on The Stock Exchange of Hong Kong Limited (the ''Stock Exchange''), Singapore Exchange Securities Trading Limited (the ''Singapore Exchange'') or on any other stock exchange on which the shares of the Company may be listed and recognized by the Securities and Futures Commission and the Stock Exchange for this purpose, subject to and in accordance with all applicable laws and requirements of the Rules Governing

the Listing of Securities on the Stock Exchange, the Listing Manual of the Singapore Exchange or rules of any other stock exchange as amended from time to time, be and is hereby generally and unconditionally approved;

(b) the aggregate nominal amount of the shares of the Company to be repurchased by the Company pursuant to the approval in paragraph (a) of this Resolution shall not exceed 10% of the aggregate nominal amount of the share capital of the Company in issue as at the date of the passing of this Resolution and the said approval shall be limited accordingly; and

(c) for the purpose of this Resolution:

''Relevant Period'' means the period from the passing of this Resolution until whichever is the earlier of:

(i) the conclusion of the next annual general meeting of the Company;

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the Bye-laws of the Company or any applicable laws of Bermuda to be held; and

(iii) the revocation or variation of the authority given under this Resolution by an ordinary resolution of the shareholders of the Company in general meeting.''

6. Securities Issue Mandate

As regards a general and unconditional mandate to the board of directors to allot shares (the ''Securities Issue Mandate''), to consider and, if thought fit, to pass, with or without amendments, the following resolution as Ordinary Resolution No. II:

''**THAT**

(a) subject to paragraph (c) of this Resolution, the exercise by the directors of the Company during the Relevant Period (as hereinafter defined) of all the powers of the Company to allot, issue and deal with additional shares of US$0.01 each in the capital of the Company or securities convertible into such shares or options, warrants or similar rights to subscribe for any shares or convertible securities and to make or grant offers, agreements and options which might require the exercise of such powers be and is hereby generally and unconditionally approved;

(b) the approval in paragraph (a) of this Resolution shall authorize the directors of the Company during the Relevant Period to make or grant offers, agreements and options which might require the exercise of such power after the end of the Relevant Period;

(c) the aggregate nominal amount of share capital allotted or agreed conditionally or unconditionally to be allotted (whether pursuant to an option or otherwise) and issued by the Company pursuant to the approval in paragraph (a) of this

Resolution, otherwise than pursuant to (i) a Rights Issue (as hereinafter defined); (ii) any issue of shares in the Company under any option scheme or similar arrangement for the time being adopted for the grant or issue to officers and/or employees of the Company and/or any of its subsidiaries of options to subscribe for, or rights to acquire, shares of the Company; (iii) any issue of shares in the Company as scrip dividend or any similar arrangement providing for the allotment of shares in the Company in lieu of the whole or part of a dividend pursuant to the Bye-laws of the Company from time to time; or (iv) any issue of shares in the Company upon the exercise of rights of subscription or conversion under the terms of any warrants issued by the Company or any securities which are convertible into shares of the Company, shall not in aggregate exceed 20% of the aggregate nominal amount of the issued share capital of the Company as at the date of the passing of this Resolution and the said approval shall be limited accordingly; and

(d) for the purpose of this Resolution:

''Relevant Period'' means the period from the passing of this Resolution until whichever is the earlier of:

(i) the conclusion of the next annual general meeting of the Company;

(ii) the expiration of the period within which the next annual general meeting of the Company is required by the Bye-laws of the Company or any applicable laws of Bermuda to be held; and

(iii) the revocation or variation of the authority given under this Resolution by an ordinary resolution of the shareholders of the Company in general meeting.

''Rights Issue'' means an offer of shares open for a period fixed by the directors of the Company to holders of shares of the Company or any class thereof whose names appear on the registers of members of the Company on a fixed record date in proportion to their then holdings of such shares or class thereof (subject to such exclusions or other arrangements as the directors of the Company may deem necessary or expedient in relation to fractional entitlements or having regard to any restrictions or obligations under the laws of, or the requirements of any recognized regulatory body in Bermuda, Hong Kong and Singapore).''

7. Extension of the Securities Issue Mandate

As regards the extension of shares repurchased under the Repurchase Mandate, to consider and, if thought fit, to pass, with or without amendments, the following resolution as Ordinary Resolution No. III:

''**THAT** subject to the passing of Ordinary Resolutions Nos. I and II, the general mandate granted to the directors of the Company to allot, issue and deal with additional securities in the capital of the Company pursuant to Ordinary Resolution No. II be and is hereby extended by the addition thereto of an amount representing the aggregate nominal amount of the shares repurchased by the Company under the authority granted pursuant to Ordinary Resolution No. I, provided that such amount shall not exceed 10% of the aggregate nominal amount of the share capital of the Company in issue as at the date of the passing of this Resolution.''

8. Refreshment of the 10% limit of the share option scheme

As regards a refreshment of 10% limit on grant of options under the share option scheme adopted by the Company on 15 May 2003 (the ''Share Option Scheme''), to consider and, if thought fit, to pass, with or without amendments, the following resolution as Ordinary Resolution No. IV:

''**THAT** the 10% limit of the Share Option Scheme be and is hereby refreshed in the following manner:

(a) subject to the rules of the Share Option Scheme, the 10% limit (the ''10% Limit'') in respect of the granting of share options under the Share Option Scheme be refreshed **PROVIDED THAT** the total number of shares of US$0.01 each in the capital of the Company (each a ''Share'') which may be issued upon the exercise of all options to be granted under the Share Option Scheme and any other share option scheme of the Company shall not exceed 10% of the Shares in issue as at the date of approval of the refreshed 10% Limit; and

(b) Options previously granted under the Share Option Scheme and any other share option scheme (including those outstanding, cancelled, lapsed in accordance with the terms of the relevant scheme, or exercised options) will not be counted for the purpose of calculating the 10% Limit as ''refreshed''.''

On behalf of the Board
Dr Hsuan, Jason
Chairman and Chief Executive Officer

Hong Kong, 26 April 2010

Principal place of business in Hong Kong:
Suite 1023, Ocean Centre, Harbour City
Kowloon, Hong Kong

Notes:

1. Any shareholder of the Company entitled to attend and vote at the meetings of the Company or a meeting of the holders of any class of shares in the Company shall be entitled to appoint another person as his proxy to attend and vote instead of him. A proxy need not be a member of the Company.

2. A form of proxy for use at the meeting is enclosed. Completion and return of the form of proxy will not preclude you from attending and voting at the meeting or any adjournment thereof.

3. To be valid, the instrument appointing a proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, shall be deposited, by a shareholder whose name appearing on the record of shareholders keeping at Boardroom Corporate & Advisory Services Pte. Ltd. on 26 May 2010, at 50 Raffles Place, Singapore Land Tower #32-01, Singapore 048623, or at the Company's principal place of business in Hong Kong at Suite 1023, Ocean Centre, Harbour City, Kowloon, Hong Kong, not less than 48 hours before the time for holding the meeting or adjourned meeting or poll (as the case may be).

4. To be valid, the instrument appointing a proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, shall be deposited, by a shareholder whose name appearing on the register of members keeping at Computershare Hong Kong Investor Services Limited on 26 May 2010, at the Company's principal place of business in Hong Kong at Suite 1023, Ocean Centre, Harbour City, Kowloon, Hong Kong, not less than 48 hours before the time for holding the meeting or adjourned meeting or poll (as the case may be).

5. The registers of members and record of members of the Company will be closed from Wednesday, 26 May 2010 to Friday, 28 May 2010, both dates inclusive, during which period no transfer of shares will be registered. In order to qualify for the proposed final dividend and to attend the annual general meeting, all transfer forms accompanied by the relevant share certificates must be lodged for registration with the Company's branch share registrar, Computershare Hong Kong Investor Services Limited, at Rooms 1806–1807, 18th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, not later than 4:30 p.m. on Tuesday, 25 May 2010 or the Company's share transfer office in Singapore, Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, Singapore Land Tower #32-01, Singapore 048623, not later than 5:00 p.m. on Tuesday, 25 May 2010 (as the case may be).

6. Where there are joint registered holders of any share, any one of such persons may vote at the meeting, either personally or by proxy, in respect of such share as if he were solely entitled thereto; but if more than one of such joint registered holders be present at the meeting personally or by proxy, then the registered holder so present whose name stands first on the Company's register of members in respect of such share will alone be entitled to vote in respect thereof.

7. Pursuant to Listing Rule 13.39(4), all resolutions set out in this notice will be voted by poll.