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TPV

TPV TECHNOLOGY LIMITED

(Incorporated in Bermuda with limited liability)

(Stock Code : 903)

NOTICE OF SPECIAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that a special general meeting of shareholders (the “SGM”) of TPV Technology Limited (the “**Company**”) will be held at K-2 Room, Pacific Place Conference Centre, Level 5, One Pacific Place, 88 Queensway, Hong Kong at 10:00 a.m. on 21 April 2010 for the purpose of considering and, if thought fit, passing the following resolution as an ordinary resolution:

ORDINARY RESOLUTION

“THAT:

- (a) the Component Sourcing Agreement entered into between the Company and Mitsui (details of which are contained on pages 5 to 7 of the circular issued by the Company dated 31 March 2010, a copy of which has been produced to this SGM marked “A” and signed by the chairman of the SGM for the purpose of identification (the “Circular”) be and is hereby approved, ratified and confirmed AND the fixing of the respective Component Sourcing Caps for each of the financial years ending 31 December 2010, 31 December 2011 and 31 December 2012 (details of which are contained on page 7 of the Circular) be and are hereby ratified, approved and confirmed AND the Directors of the Company acting together or by committee, or any Director acting individually, be and is/are hereby authorised to do on behalf of the Company whatever he or they may, in his/their absolute discretion, consider necessary, desirable or expedient for the purposes of, or in connection with, the performance and implementation by the Company of the Component Sourcing Agreement and any other documents relating thereto or contemplated thereby (in each case amended if necessary) and to make or agree such alterations, amendments and additions thereto as the Director(s) may, in his/their absolute discretion, consider necessary, desirable or expedient in the interests of the Company; and

- (b) the Supply Agreement entered into between the Company and Mitsui (details of which are contained on pages 7 to 9 of the Circular) be and is hereby approved, ratified and confirmed AND the fixing of the respective Supply Caps for each of the financial years ending 31 December 2010, 31 December 2011 and 31 December 2012 (details of which are contained on page 9 of the Circular) be and are hereby ratified, approved and confirmed AND the Directors of the Company acting together or by committee, or any Director acting individually, be and is/are hereby authorised to do on behalf of the Company whatever he or they may, in his/their absolute discretion, consider necessary, desirable or expedient for the purposes of, or in connection with, the performance and implementation by the Company of the Supply Agreement and any other documents relating thereto or contemplated thereby (in each case amended if necessary) and to make or agree such alterations, amendments and additions thereto as the Director(s) may, in his/their absolute discretion, consider necessary, desirable or expedient in the interests of the Company.”

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

Hong Kong, 31 March 2010

Principal office 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. If you are a shareholder whose name appears on the register of members keeping at Computershare Hong Kong Investor Services Limited, you should deposit the enclosed proxy form, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof at (i) Computershare Hong Kong Investor Services Limited at Rooms 1712-1716, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong, or (ii) the Company's principal office in Hong Kong at Suite 1023, Ocean Centre, Harbour City, Kowloon, Hong Kong. To be valid, this should be done not less than 48 hours before the time appointed for holding the meeting or adjourned meeting or poll (as the case may be).
4. If you are a shareholder whose name appears on the Company's records of members keeping at Boardroom Corporate & Advisory Services Pte. Ltd., you should deposit the enclosed proxy form, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof at (i) Boardroom Corporate & Advisory Services Pte. Ltd. at 50 Raffles Place, Singapore Land Tower #32-01, Singapore 048623, or (ii) the Company's principal office in Hong Kong at Suite 1023, Ocean Centre, Harbour City, Kowloon, Hong Kong. To be valid, this should be done not less than 48 hours before the time appointed for holding the meeting or adjourned meeting or poll (as the case may be).

5. 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.
6. The votes for approving the above Resolution will be taken by poll.
7. Capitalised terms used in this notice have the same meanings as is set out in the section entitled "Definitions" on pages 1 to 3 of this Circular.

As at the date of this notice, the Board of the Company comprises an executive director, namely Dr. Hsuan, Jason; and nine non-executive directors, namely Mr. Liu Liehong, Mr. Lu Ming, Ms. Wu Qun, Mr. Xu Haihe, Mr. Du Heping, Mr. Tam Man Chi, Mr. Maarten Jan de Vries, Mr. Robert Theodoor Smits and Mr. Chen Yen-Sung, Eddie; and three independent non-executive directors, namely Mr. Chan Boon-Teong, Dr. Ku Chia-Tai and Mr. Wong Chi Keung.