

Notice of 2019 Annual Shareholders' Meeting

(Summary Translation)

- I. The 2019 Annual Shareholders' Meeting (the "Meeting") of Axiomtek Co., Ltd. (the "Company") will be convened at 8F., No. 55, Nanxing Road, Xizhi District, New Taipei City 221, Taiwan on May 29th, 2019 (Wednesday) at 9:00 a.m.(The registration for attendance will commence at 8:30 a.m. at the same venue)
- II. The Agenda for the Meeting is as follows:
- (I) Report Items
 - 1. 2018 Business Report.
 - 2. 2018 Consent Report of Audit Committee.
 - 3. 2018 Report of Remuneration Distribution to Employees and Directors.
 - 4. The Status of the First Domestic Unsecured Convertible Corporate Bonds Conversion.
 - (II) Proposals and Acknowledgement
 - 1. 2018 Business Report and Financial Statements.
 - 2. 2018 Profit Distribution.
 - (III) Proposal and Discussion
 - 1. Revision of partial Articles in the "Articles of Incorporation".
 - 2. Revision of partial Articles in the "Operating Procedures for Acquisition and Disposal of Assets".
 - 3. Revision of partial Articles in the "Operating Procedures for Loaning of Funds and Making of Endorsement/Guarantee".
 - 4. Release of the Prohibition on Directors from Participation in Competitive Business.
 - (IV) Extemporary Motions.
- III. The proposal for 2018 profits distribution was resolved by the Board of Directors as follows:
- (I) The dividend of the shareholders is to be distributed in the form of cash dividend totaling in TWD 298,783,684, or TWD 3.75. After the approval by the Meeting, the Chairman of the Board of Directors is authorized to set a record date of dividends distribution to the shareholders and the proposed cash dividend would be distributed by the shareholding ratio of shareholders in the register of shareholders on the designated record date of distribution.
 - (II) If there is any change in the number of common shares of the Company which consequently leads to a change in the dividend distribution ratio, it is proposed by the Meeting, the Chairman of the Board of Directors is authorized to adjust the dividend distribution ratio based on the actual shares outstanding on the record date for distribution.

- IV. Pursuant to Article 172 of the Company Act, the major contents of proposals to the Shareholders' Meeting may be found on the Market Observation Post System (<http://mops.twse.com.tw>), click the "Basic Information / Electronic Books / Annual Report and Shareholders' Information (including Depository Receipt Information), enter the stock code and year and then select "References of the Shareholders' Meetings Information") to query about.
- V. Pursuant to Article 26-1 of Securities and Exchange Act and Article 209 of the Company Act, the Meeting plans to release of the prohibition on Directors from participation in competitive business. The Directors serve as new positions in other companies please refer to the Market Observation Post System. (<http://mops.twse.com.tw>), click the "Basic Information / Electronic Books / Annual Report and Shareholders' Information (including Depository Receipt Information).
- VI. Pursuant to Article 165 of the Company Act, share transfer registration for the Company will be suspended from March 31st, 2019 to May 29th, 2019.
- VII. Please find the Notice of Attendance and Proxy Form enclosed with this Meeting Notice. If you plan to attend the Meeting in person, please affix your signature or personal seal to the Sign-in Card and submit it for registration on the day of the Meeting. If you wish to appoint a proxy to attend the Meeting, please fill out the name and relevant information of the proxy, affix your signature or personal seal to the Proxy Form, and have the proxy affix his or her signature or personal seal to the Proxy Form. Such Proxy Form shall be delivered to the Company's securities agent at the Stock Transfer Agency Department of Taishin International Bank., at least five (5) days prior to the Meeting so that a sign-in card can be issued to the proxy.
- VIII. If any shareholder solicits proxies, the Company will publish a summary of such solicitation on the Securities and Futures Commission website (<http://free.sfi.org.tw>). For shareholders who wish to make inquiries, please access the "free inquiry system for published information on proxies" page on the website, click on "entrance to published information on proxies", and enter the search criteria.
- IX. This Meeting will adopt electronic voting as one of the methods to act the right of vote. The voting period will be from April 27th, 2019 to May 26th, 2019. The shareholders may vote online for the Meeting by accessing the "electronic voting platform for Shareholders' Meeting" page on the website of Taiwan Depository and Clearing Corporation at <https://www.stockvote.com.tw>, and casting their votes based on the instructions on the website.
- X. The statistic verification of the Power of Attorney of this Meeting will be the Stock Transfer Agency Department of Taishin International Bank.
- XI. Please bring your identity document for inspection when attending the Meeting.



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XII. No souvenir will be offered in the Meeting.

XIII. Please kindly follow the related information and regulations above.

Board of Directors

Axiomtek Co., Ltd.