

## **Megawin Technology Co., Ltd. 2019 Annual Shareholders' Meeting Notice**

- I. The 2019 Annual Shareholders' Meeting shall convene at 9:00 a.m. on Monday, May 27, 2019, at 2F, No. 3, Taiyuan 1st Street, Jhubei City, Hsinchu County (Tai Yuen Hi-Tech Industrial Park Phase 3, Multi-functional Conference Room). Registration of the shareholders will start at 8:30 a.m. at the same address specified for the meeting. Meeting Agenda: 1. Company Reports: (1) 2018 Business Report. (2) 2018 Supervisor's Review Report. 2. Proposals Matters: (1) 2018 Business Report and Financial Statements. (2) 2018 Deficit Compensation. 3. Discussion Matters: (1) Amendments to the Company's Articles of Incorporation. (2) Amendments to the Company's Procedures for Acquisition and Disposal of Assets. (3) Amendments to the Company's Procedures for Endorsements and Guarantees. (4) Amendments to the Company's Procedures for Loaning of Company Funds. (5) 2019 Private Placement of Common Stock or Domestic Unsecured Convertible Bonds. 4. Questions and Motions
- II. For more information on the essential contents of proposals that shall be itemized in the meeting agenda in accordance with Article 172 of the Company Act, please visit the MOPS (<http://mops.twse.com.tw>) and go to Electronic Books\Shareholders' Meetings and enter the year to look up "Agenda References" or "Meeting Handbook and Additional Materials."
- III. For more information on 2019 private placement of common stock or domestic unsecured convertible bonds, please refer to Sections 5 and 6.
- IV. According to the provisions of Article 165 of the Company Act, share transfer registrations shall not be available from March 29, 2019, to May 27, 2019.
- V. In addition to the meeting announcement, we hereby attach a copy of the shareholder registration card and the proxy form, respectively. Your presence is cordially requested. Please sign or seal on Section 2 of the shareholder registration card and bring the form with you on the day of meeting for registration. Return of the form by post is not required. If a proxy has been appointed to attend the shareholders' meeting, please sign or seal on Section 2 of the proxy form and post it to the Capital Securities' Registrar Agency Department, the stock agent of the Company, at least 5 days before the meeting. The stock agent will produce a shareholder registration card accordingly and send it to the proxy so that the proxy may bring it to the shareholders' meeting.
- VI. If any shareholder requires solicitation of proxies for attendance, the Company shall compile a summary statement of the solicitor and solicitation information for disclosure via the Securities and Futures Institute (SFI) website before April 26, 2019. Investors may refer to "Free Inquiry of Solicitors" on the website (<http://free.sfi.org.tw>) for inquiry details.
- VII. The Company has appointed the Capital Securities' Registrar Agency Department for the statistical verification of this shareholders' meeting.
- VIII. Shareholders may exercise their voting rights through the stock vote platform of Taiwan Depository & Clearing Corporation (<http://www.stockvote.com.tw>) during the period from April 27, 2019, to May 24, 2019.

To

Esteemed Shareholder

**Board of Directors of Megawin Technology Co., Ltd.**

The main language of this Annual Shareholders' Meeting Notice is Chinese, and English is auxiliary for reference. If the language of English and Chinese are mutually exclusive, Chinese shall prevail.