



Meeting Notice of Annual General Shareholders' Meeting (Summary Translation)

- A. The 2019 Annual General Shareholders' Meeting (the "Meeting") of Andes Technology Corporation will be convened at Si-Soft Business Center Administration Building B1 Training Room (B1 Training Room, No. 1, Li-Hsin First Road, Hsinchu Science Park, Hsinchu City, Taiwan) at 10:00 a.m. on June 18st, 2019.

The agenda for the Meeting is as follows:

I. Report items:

- (1) 2018 Business Report
- (2) Supervisor's Review Report on the 2018 Financial Statements
- (3) Report on 2018 Employees' Compensation and Remuneration to Directors and Supervisors

II. Acknowledgements

- (1) Adoption of the 2018 Business Report and Financial Statements
- (2) Adoption of the Proposal for Distribution of 2018 Earnings

III. Proposed Resolutions

- (1) Amendment to the Company's "Articles of Incorporation"
- (2) Amendment to the Company's "Operational procedures for Acquisition and Disposal of Assets"
- (3) Amendment to the Company's "Operational Procedures for Loaning of Company Funds"
- (4) Amendment to the Company's "Operational Procedures for Endorsements and Guarantees"

IV. Extemporaneous Motions

- B. The main content of the proposal for distribution of 2018 Earnings adopted at the meeting of the Board of Directors is as follows:

Cash dividends to common shareholders: Totaling NT\$29,731,378.

Each common share holder will be entitled to receive a cash dividend of NT\$0.69708658 per share. Cash dividends will be distributed pro rata and be rounded down to the nearest whole number. The fractional balance of dividends less than NT\$1 shall be summed up and recognized as other income of the Company.

After obtaining shareholders' approval, the record date will be decided by the Chairman as authorized by the Board of Directors. In the event of any change in the number of outstanding shares resulting from the repurchase of the Company common stock, transfer, conversation or cancellation of the treasury stock, the dividend ratio must be adjusted. The Chairman of the Board is authorized to make any adjustment of the dividend ratio and to proceed on the relevant matters.

- C. Comparison table for amendment to the Company's "Articles of Incorporation", please refer to TWSE's Market Observation Post System website (<http://mops.twse.com.tw>), and key-in Security Code: 6533 for searching electronic books, including Annual Report and relevant materials illustrated major items proposed in the Meeting.
- D. According to Article 165 of the Company Act, the book closure period for ordinary shares starts from April 20th, 2019 to June 18th, 2019.
- E. Shareholders may exercise their voting rights through the STOCKVOTE platform of Taiwan Depository & Clearing Corporation (<http://www.stockvote.com.tw>) during the period from May 19th, 2019 to June 15th, 2019.
- F. Each attendance notification and proxy form will be attached in this meeting notice. If the shareholder(s) is attending the meeting in person, please sign or stamp on the attendance notification from and carry it to the check-in desk on the day of the meeting. In the case that an agent(s) is entrusted to attend the meeting, the shareholder(s) shall sign or stamp on the proxy form and personally fill out the name and address of the agent, then deliver the proxy form to the Transfer Agency Department of Capital Securities Corp. at least 5 days prior to the day of the meeting. The signed proxy form will serve as the sign-in card for agent(s) to represent your vote at the meeting.
- G. If a proxy is solicited by the shareholder(s), Andes is required to compile details on the proxy solicitation parties and disclose such information on the Securities & Futures Institute (SFI) website no later May 17th, 2019. Shareholder(s) can obtain information on proxy solicitation firms from the "Free proxy disclosure & related information system" (<http://free.sfi.org.tw>), via the "proxy disclosure and meeting notices" search page.
- H. The Transfer Agency Department of Horizon Securities is the proxy tallying and verification institution for this annual general meeting.
- I. These regulations should be abided and applied.

Sincerely,

Board of Directors

Andes Technology Corporation