



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

- A. The 2021 Annual General Shareholders' Meeting (the "Meeting") of Andes Technology Corporation will be convened at Meeting Room Darwin, 2F, No.1, Gongye E. 2nd Rd., Hsinchu Science Park, Hsinchu, Taiwan at 10:00 a.m. on May 25th, 2021.

The agenda for the Meeting is as follows:

I. Report items:

- (1) 2020 business report
- (2) Audit Committee's review report on the 2020 financial statements
- (3) Report on 2020 employees' compensation and remuneration to directors
- (4) Report on the 2020 cash dividend distribution

II. Acknowledgements

- (1) Adoption of the 2020 business report and financial statements
- (2) Adoption of the proposal for distribution of 2020 profits

III. Elections

- (1) Election of seven directors (including three independent directors) of the 7th session

IV. Proposed Resolutions

- (1) Proposal for releasing the non-compete restriction on the Company's 7th newly elected Directors
- (2) Proposal for issuing common shares or/and issuing common shares for sponsor of the issuance of Global Depositary Receipts (GDR)
- (3) Proposal for the issuance of Restricted Stock Awards (RSA)

V. Extemporaneous Motions

- B. The list of nominated candidates for the election of Board of Directors is as follows:

- (1) Four Director Candidates: Andrew Chang (Representative of MediaTek Capital Corp.); Herming Chiueh (Representative of National Development Fund, Executive Yuan); Jyh-Ming Lin; Hong-Men Su.
- (2) Three Independent Director Candidates: Chien-Kuo Yang; Tien-Fu Chen; Jiun-Hao Lai.
- (3) For other relevant information relating to the candidates, please refer to the website (<http://mops.twse.com.tw>).

- C. The main content of the proposal for suspension of the non-competition restriction on the company's directors is as follows: The company's director election shall be by the nomination system. Pursuant to Article 209 of the Company Act, suspension is requested for the non-competition restriction after candidate being elected. The

position and company name of the candidate for the Directors, please refer to the handbook for the 2021 annual meeting of shareholders.

- D. The main content of the proposal for distribution of 2020 profits adopted at the meeting of the Board of Directors is as follows:
Shareholders will be entitled to receive a cash dividend of NT\$0.741546 per share. After obtaining shareholders' approval, the record date and the distribution date will be decided by the Chairman as authorized by the Board of Directors. In the event that the number of the Company's issued and outstanding shares changes, the Chairman will adjust the dividend amount per share as authorized by the Board of Directors.
- E. 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 form 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.
- F. 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 April 23rd, 2021. 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.
- G. Shareholders may exercise their voting rights through the STOCKVOTE platform of Taiwan Depository & Clearing Corporation (<http://www.stockvote.com.tw>) during the period from April 25th, 2021 to May 22nd, 2021.**
- H. The Transfer Agency Department of Capital Securities Corp. 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