

# **MiTAC Holdings Corporation**

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

The 2016 Annual Shareholders' Meeting (the "Meeting") of MiTAC Holdings Corporation will be convened at 9:00 a.m., Tuesday, June 21, 2016 at 101 meeting room , 1F., No.2, Zhanye 1st Rd., East Dist., Hsinchu City.

1. The agenda for the Meeting is as follows:

I. Matters for Discussion

(1) Revision of the Articles of Incorporation

II. Matters to Report

(1) 2015 Business Report

(2) Supervisor's Review Reports

(3) Status reports of 2015 employees, directors, and supervisors compensation distribution

(4) Status reports of share repurchase

(5) Report on establishment of the Company's Codes of Ethical Conduct

III. Matters for Adoption

(1) Adoption of the 2015 Business Report and Financial Statements

(2) Adoption of the Proposal for Distribution of 2015 Profits

IV. Matters for Discussion

(2) Proposal for a new share issue through capitalization of earnings

(3) Proposal for amendments to the "Operational Procedures for Loaning Funds to Others", " Procedures for Endorsement and Guarantee", "Procedures for Acquisition or Disposal of Assets" and "Procedures for Derivatives Trading"

V. Matters for Election

(1) Election of Directors and Supervisors

VI. Matters for Discussion

(4) Release of directors from Non-competition Restrictions

VII. Questions and Motions

2. The major items of the proposal for distribution of 2015 profits adopted at Board of Directors meeting are as follows:

Earnings distribution:

(I) Cash dividends of NT\$1.6 per share, totaling NT\$1,231,737,505;

(II) Stock dividends of NT\$0.4 per share, totaling NT\$307,934,370.

Should later the allotment schedule of shares or dividends need to be changed due to the exercises of the employee stock option, share repurchase, or treasury stock for employee incentive program affect the number of shares qualified to the allotment, the board of directors is so proposed to be authorized with full rights and authority to management of the consequence accordingly.

3. Shareholders may exercise their voting rights through the STOCK VOTE platform of Taiwan Securities Central Depository Co., Ltd.'s (<http://www.stockvote.com.tw>) during the period from May 21, 2016 to June 18, 2016.

Board of Directors

MiTAC Holdings Corporation