

Notice of 2017 Annual General Shareholders' Meeting

Chenbro Micom Co., Ltd.

To: all shareholders

- I. The regular session of the 2017 Annual General Shareholders' Meeting is scheduled to be held at Far Eastern Century Plaza in the 1st Management Committee Service Center, 2nd Underground floor, Building A, No. 726, Zhongzheng Road, Zhonghe District, New Taipei City, at 9:00 am on June 20 2017 (Tuesday). Registration for the meeting starts from 8:30 am at the same venue as the meeting. The agenda of the meeting: (I) Report Items: 1. 2016 business report; 2. Supervisors' review report on the 2016 financial statements; 3. The 2016 remuneration to employees and remuneration to directors and supervisors report; 4. The reasons why shareholders' proposal excluded in the general shareholders' meeting for discussion; 5. Investment in Mainland China report; 6. Endorsement/guarantee and loan lending implementation report; 7. Treasury stock implementation report; 8. The amendments of the Company's "Corporate Governance Best Practice Principles"; 9. The amendments of the Company's "Corporate Social Responsibility Best Practice Principles"; (II) Acknowledgements: 1. The acknowledgement of the 2016 business report and financial reports; 2. The acknowledgement of the 2016 statement of earnings distribution; (III) Discussion: 1. The amendment of the Company's "Procedure for Financing and Endorsement"; 2. The amendment of the Company's "Articles of Incorporation"; 3. The amendment of the Company's "Regulation Governing the Election of Directors and Supervisors"; 4. The amendment of the Company's "Rules of Procedure for Shareholders' Meeting"; 5. The amendment of the Company's "Criteria for the Acquisition and Disposition of Assets"; (IV) Election: To elect new Directors and Supervisors; (V) Other Proposals: To approve the proposal of releasing the prohibition on directors from participation in competitive business; (VI) X.Special Motion.
- II. Cash dividends for distribution are proposed as follows: (I) Cash dividends: 1. Cash dividends for shareholders amounting to NT\$359,177,850 are proposed; 2. Cash dividends shall be distributed proportionally to the shareholding of the shareholders listed in the shareholder registry on the ex-dividend date at NT\$3.0 per share; 3. The distribution of cash dividends shall be subject to the approval of the General Shareholders' Meeting and shall be executed by the Board under authorization of the General Shareholders' Meeting with the setting of the ex-dividend day and related matters; (II) In the event of amendment to applicable laws or at the approval of the competent authority, change in the subjective and/or objective environment, or for necessity, the repurchase of shares by The Company, assignment or cancellation of treasury stocks, conversion of convertible corporate bonds, or the exercise of employee stock options, to the extent that the quantity of outstanding shares is affected, the General Shareholders' Meeting is asked to authorize the Board to use the total amount allocated as the dividend for common shares as resolved in the meeting to adjust the amount of earnings attributable to the shareholders by the total outstanding

quantity of common shares as of the ex-dividend day.

- III. To approve the proposal of releasing the prohibition on directors from participation in competitive business: Pursuant to Article 209 of the Company Act, it is proposed that the new directors be released from non-competitive restrictions.
- IV. No transaction of common shares of The Company may take place from April 22 2017 to June 20 2017 pursuant to Article 165 of the Company Act.
- V. Enclosed therein please find a copy of the notice of the General Shareholders' Meeting and a power of attorney document. Should you elect to attend the meeting in person, please affix your signature and seal to the "notice of the General Shareholders' Meeting" and register for attendance on the day of the meeting with the document. Should you elect to appoint a proxy to attend the meeting, please affix your signature or seal to the power of attorney document and write down the name and the address of the proxy, and send back the document by messenger (mail) 5 days prior to the day of meeting (by June 14 2017) to the share registration and transfer agent of The Company, Share Registrar Department, Fubon Financial. (2F, No. 17, Xuchang Street, Zhongzheng District, Taipei).
- VI. For open request of a power of attorney document for this regular session of the General Shareholders' Meeting, investors may visit the website of the Securities and Futures Institute at <http://efile.sfi.org.tw> for information, which will be uploaded by The Company as required on May 19 2017. Investors may click to select the "Free Inquiry System for Power of Attorney Document and Related Information" at <http://free.sfi.org.tw>, and select "enter the search for information on power of attorney document", and just enter the search criteria (Stock Code: 8210).
- VII. The Company's Articles of Incorporation adopt a non-fixed amount system for the number of directors and supervisors. 7 director seats (3 seats of independent directors included) and 3 supervisor seats are to be elected.
- VIII. The slate of candidates conducted by the candidate nomination system for this election: Independent Directors Tsao An-Pang, Huang Wen-Cheng, Hsu Kuei-Ying. For queries on the education, experience and other related information of respective candidates, Please refer to Market Observation Post System (<https://mops.twse.com.tw>).
- IX. Voting for the General Shareholders' Meeting in this session may be made electronically. The duration for exercise of voting right: May 20 2017 to June 17 2017. Log into the "Shareholders Electronic Voting Platform" platform of Taiwan Depository and Clearing Corporation (<http://www.stockvote.com.tw>) with a CA certificate (including any of the following certificates: Citizen Digital Certificate, certificate for brokerage's internet order, online banking certificate, business registration certificate, joint certificate for securities and futures brokerage, certificate for Market Observation Post System, or other Government certificate) and vote in accordance to relevant instructions. Pursuant to the Company Act which stipulates voting rights exercised through electronic transmission shall be deemed as to have attended the shareholder's meeting in person. Shareholders who have exercised voting rights by way of electronic transmission and has also authorized a proxy to attend the

shareholder's meeting on behalf of said shareholder, the voting rights exercised by the authorized proxy shall prevail.

- X. Pursuant to Article 26-2 of the Securities and Exchange Act, "Stock issuers under this law may inform the holders of less than 1,000 registered shares of the General Meeting by public announcement 30 days in advance".
- XI. No souvenir will be released in this meeting.

The Board of Directors,
Chenbro Micom Co., Ltd.