

Otsuka Information Technology Corp.
Notice of Annual Regular Shareholders' Meeting 2019

I 、 The Company's 2019 Annual Regular Shareholders' Meeting will be held on June 24th, 2019 (Monday) at 9:00 a.m. at the Company's training room at 6F., No. 68, Sec. 2, Xianmin Blvd., Banqiao Dist., New Taipei City. Matters relating to the Annual Regular Shareholders' Meeting are listed as below:

II 、 Meeting Agenda

1. Report Items:

- (1) 2018 Business Report
- (2) 2018 Supervisor's Review Report
- (3) 2018 Contribution Plans of Employee bonus stock and Directors' compensation

2. Matters for Ratification:

- (1) Recognition of the Company's business report and financial statements for fiscal year 2018.
- (2) Proposal of profit distribution for fiscal year 2018.

3. Matters for Discussion and Election:

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

4. Matters for Election:

- (1) The election of Directors and Supervisors

5. Other Matters:

- (1) To release the prohibition on new directors from participation in competitive business

6. Extempore Motion:

III 、 The Company's proposal for the profit distribution for fiscal year 2018 and the resolution of the Board of Directors are listed below:

Cash Dividend: NTD\$51,291,000 – the total amount which will be distributed as dividends, approximately NTD\$3.0 per share. After the approval of the Annual Meeting of Shareholders, the new shares will be distributed on a date determined by the Board of Directors.

IV 、 In accordance with Article 165 of the Company Act, book closure period will be from April 26, 2019 to June 24, 2019.

V 、 Shareholders, proxies and agents shall provide proof of identity at the meeting.

VI 、 Shareholders who wish to solicit a Shareholder Proxy Form, or solicit proxies for the Meeting, the Company will compile a summary statement of proxy

solicitation and disclose the content on the Securities & Futures Institute (SFI) website (<http://free.sfi.org.tw>) before May 24, 2019. Shareholders may access this information by visiting SFI's website <http://free.sfi.org.tw>, obtain information on the firms that are soliciting proxies from the "Free Proxy Disclosure & Related Information System", then entering the security code.

VII、Shareholders may exercise their voting rights by electronic voting through the STOCKVOTE platform of Taiwan Depository & Clearing Corporation. Please log onto the website "TDCC Stockvote" at <http://www.stcokvote.com.tw> and follow its instructions to vote. The voting period will be valid from May 25, 2019 to June 21, 2019.

VIII、The Transfer Agency Department of SinoPac Securities Corporation is responsible for calculating and verifying the proxy for the Company.

Best Regards,
Board of Directors of Otsuka Information Technology Corp.