



Dyaco International Inc.  
Notice of 2019 Annual Shareholders' Meeting  
(Summary Translation)

I. The 2019 Annual Shareholders' Meeting (the "Meeting") will be convened at No.1, Gong 1st Rd., Hemei Township, Changhua County (Meeting Center at Dyaco's Headquarters, Chuansing Industrial Park) at 9:00 a.m. on May 30, 2019 (reception at the same venue begins at 8:30 a.m.) for the following purposes:

1. Reports :

- (1) To report the business of 2018.
- (2) To report the Audit Committee's Review Report of 2018.
- (3) To report 2018 employees' profit sharing bonus and directors' compensation.
- (4) To report for a cash offering by private placement.

2. Ratifications:

- (1) To accept 2018 Business Report and Financial Statements.
- (2) To approve the proposal for distribution of 2018 earnings.

3. Discussions:

- (1) Amendment to the "Articles of Incorporation".
- (2) Amendment to the "Operational Procedures for Acquisition or disposal of Assets".
- (3) Amendment to the "Operational Procedures for Issuing of Endorsements and Guarantees".
- (4) Amendment to the "Operational Procedures for Loaning of Company Funds".
- (5) Discussion on the Company's new share issue through capitalization of 2018 retained earnings.

4. Motions

II. The proposal for distribution of 2018 earnings adopted at the meeting of the Board of Directors is as follows :

1. Cash dividends to common shareholders: Totaling NT\$31,132,579. Each common share holder will be entitled to receive a cash dividend of NT\$0.35 per share.
2. Issue new shares through capitalization of retained earnings: It is proposed to capitalize NT\$31,132,580 from distributable earnings and issue 3,113,258 new shares in par value of NT\$10. The 35 new bonus common shares will be distributed for every 1,000 common shares.

- III. Please find the Notice of Attendance and Proxy Form enclosed with this Meeting Notice. If you plan to attend the Meeting in person, please affix your signature or personal seal to the Sign-in Card and submit it for registration on the day of the Meeting. If you wish to appoint a proxy to attend the Meeting, please fill out the name and relevant information of the proxy, affix your signature or personal seal to the Proxy Form, and have the proxy affix his or her signature or personal seal to the Proxy Form. Such Proxy Form shall be delivered to the Company's securities agent at the Register and Transfer Agency division of China Securities Investment Corp, at least five (5) days prior to the Meeting so that a sign-in card can be issued to the proxy.
- IV. If any shareholder solicits proxies, the Company will publish a summary of such solicitation on the Securities and Futures Commission website (<http://free.sfi.org.tw>) at April 29, 2019. For shareholders who wish to make inquiries, please access the "free inquiry system for published information on proxies" page on the website, click on "entrance to published information on proxies", and enter the search criteria.
- V. The period during which shareholders may cast electronic votes for this annual general meeting will be from April 30, 2019 to May 27, 2019. The shareholders may vote online for this annual general meeting by accessing the "electronic voting platform for shareholders' meeting" page on the website of Taiwan Depository and Clearing Corporation at <https://www.stockvote.com.tw>, and casting their votes based on the instructions on the website.
- VI. The institution responsible for tallying and verifying the votes for the Company is the Register and Transfer Agency division of China Securities Investment Corp.
- VII. Please refer the letter and perform accordingly.

Sincerely Yours

The Board of Directors of Dyaco International Inc.