

Meeting Notice for
Annual Shareholders' Meeting
(Summary Translation)

The 2015 Annual Shareholders' Meeting (the "Meeting") of Acter Co., Ltd. (the "Company") will be convened at 9:00 a.m., Thursday, May 28, 2015 at Acter's office meeting room, (33F, No.787, Jhongming S. Rd., Taichung, Taiwan)

1. The agenda for the Meeting is as follows:

I. Report Items

- (1) 2014 Business Report.
- (2) Supervisor's Review Report of the 2014 Financial Statements.

II. Proposals

- (1) Adoption of the 2014 Business Report and Financial Statements.
- (2) Adoption of the Proposal for Distribution of 2014 Profits.
- (3) Adoption of waiving the right to subscription in 2014 capital increase by cash of Nova Technology Corp.

III. Discussion and Elections

- (1) Discussion on the proposal to amend "Articles of Incorporation".
- (2) Discussion on the proposal to amend "Rules of Procedure for Shareholder Meetings".
- (3) Discussion on the proposal to amend "Procedure for Acquisition or Disposal of Assets", "Endorsement and Guarantee Procedure" and "Procedures for Loaning of Company Funds".
- (4) Discussion on the proposal to amend "Procedures for Election of Directors and Supervisors".
- (5) Concerning about establishing presence overseas and human resources benefits, the company proposes to offer to buy within 15% shares of directly or indirectly reinvestment companies by high-performance employees.
- (6) Discussion of the listing plan of the company's subsidiary Nova Technology Corp. In order to meet the requirements of applicable laws and regulations, we intend to have the shareholders authorize through the meeting that the Board of Directors may handle related capital increase by cash and release of shares within one year for the subsidiary.
- (7) To elect the members of the 10th Board of Directors.

- (8) To release the directors and independent directors from non-competition restrictions.
2. The major items of the proposal for distribution of 2014 profits adopted at board of directors meeting are as follows:
- (1) Cash dividends to common share holders: Totaling NT\$93,231,638. Each common share holder will be entitled to receive a cash dividend of NT\$2 per share (based on the total outstanding shares as of Mar. 30, 2015). The record date will be decided by the Chairman as authorized by the Board of Directors.
 - (2) Employees' cash profit sharing: Totaling NT\$3,457,308.
 - (3) Directors' compensation: Totaling NT\$1,707,313.
3. In accordance with Article 209 of Company Law, it is hereby proposed to request the General Shareholders' Meeting to release the restriction on competitive activities for newly-elected directors and independent directors, who participate in the operations of other company that engages in the same or similar business as the Company.

Board of Directors

Acter Co., Ltd.