

Tongtai Machine & Tool Co., Ltd.  
Meeting Notice for  
Annual Shareholders' Meeting

The 2020 Annual Shareholders' Meeting (the "Meeting") of Tongtai Machine & Tool Co., Ltd. (the "Company") will be convened at 9:00 a.m., Tuesday, June 9, 2020 at the Company's Headquarters at Room A16888 (located at No.3, Luke 3rd. Rd., Luzhu District, Kaohsiung city, 82151, Taiwan).

1. The agenda for the Meeting is as follows:

I. Report Items

- (1) To report the business of 2019.
- (2) Audit Committee's review report of 2019.
- (3) To report 2019 employees' profit sharing bonus and directors' compensation.

II. Election Items

- (1) Election of all directors.

III. Proposals Items and Discussion Items

- (1) To approve 2019 Business Report and Financial Statements.
- (2) To approve the proposal for distribution of 2019 earnings.
- (3) To revise the Rules and Procedures of Shareholders Meeting.
- (4) Release of the new directors from non-compete restrictions.

IV. Extempore Motions

2. The proposal for distribution of 2019 earnings adopted at the meeting of the Board of Directors is as follows :

Cash dividends to common shareholders: Totaling NT\$50,965,292.

Each common share holder will be entitled to receive a cash dividend of NT\$0.2 per share. The record date will be decided by the President of the Company.

3. The Company shall elect thirteen directors (including three independent directors), list of Director Candidates is as follows :

I. Directors

- (1) Jui-Hsiung Yen
- (2) Representative of U-yuan Investment Ltd. : Eu-Gene Chuang
- (3) Representative of Hong Mai Co., Ltd. : Jun-Liang Kuo
- (4) Yang-Kuang Tung
- (5) Representative of San Shin Co., Ltd. : Hwa-Chou Yen
- (6) Representative of San Shin Co., Ltd. : Cheng Yen
- (7) Representative of Tsan Ying Investment Co., Ltd. : Lu Yen
- (8) Hui-Jen Yen
- (9) Representative of Jui Hsiu Investment Co., Ltd. : Tsan-Jen Chen
- (10) Representative of Dong Ying Investment Co., Ltd. : Feng-Hui Chiou

II. Independent Directors

- (1) Thomas Fann (Shin Fann)
- (2) Po-Han Wang
- (3) Ming-To Yu

III. Education and experience of the candidate: please refer to the List of Director Candidates on the Meeting Agenda.

4. In compliance with Article 209 of the Company Act, it is proposed to release the new directors and their representatives from the non-compete restrictions. Please refer to Meeting Agenda for the Concurrent Positions Held by Director Candidates.

5. Period of suspension of share registration: 2020/4/11~2020/6/9.
  
6. Shareholders may exercise their voting rights through the STOCKVOTE platform of Taiwan Securities Central Depository Co., Ltd. (<http://www.stockvote.com.tw>) during the period from May 9, 2020 to June 6, 2020.