



Meeting Notice of Annual General Shareholders' Meeting

1. Subject & Agenda

The 2019 Annual General Shareholders' Meeting (the "Meeting") of GlobalWafers Co., Ltd. (the "Company") will be held at Science Park Life Hub/ Darwin Hall (2F, No. 1, Industrial East Rd. 2, Hsinchu Science Park, Hsinchu, Taiwan, R.O.C) at 9:00 a.m., Tuesday, June 25, 2019.

The agenda for the Meeting is as follows:

I. Report Items

- (1) 2018 Business report
- (2) Audit Committee's report on 2018 annual final accounting books and statements
- (3) 2018 remuneration distribution of employees & directors
- (4) First share repurchase implementation
- (5) Amendment to "Codes of Ethical Conduct"

II. Approval Items

- (1) 2018 Business report and financial statements
- (2) 2018 Profit distribution

III. Discussion items

- (1) Amendment to the "Articles of Incorporation"
- (2) Amendment to the "Rules for Election of Directors"
- (3) Amendment to the "Acquisition or Disposal of Assets Procedure"
- (4) Amendment to the "Policies and Procedures for Financial Derivatives Transactions"
- (5) Amendment to the "Procedures for Lending Funds to Other Parties"
- (6) Amendment to the "Procedures for Endorsement and Guarantee"

IV. Elections

- (1) Election to fulfill independent director vacancy

V. Other Proposals

- (1) Release the prohibition on new director from participation in competitive business

IV. Extemporaneous Motion

2. Profit Distribution Proposal

The Company proposes to distribute cash dividend for shareholder in NTD 25 per share, totaled NTD 10,880,925,000.

3. To elect a new independent director to fulfill the vacancy

4. The Independent Director Candidate: Kwang-Leei Young

For education and job experiences regarding the above candidate, please visit announcement in MOPS at <http://mops.twse.com.tw>

5. Pursuant to Article 209 of the Company Law, the Company requests the shareholders' approval to release the new independent director from the non-competition restrictions, please refer to the shareholder meeting handbook for further information.

6. Attendance card and proxy are included in Chinese meeting notice, please sign or seal in the attendance card and bring to the venue when the shareholder meeting is convened. The mandating party shall sign or seal the proxies, and **the mandating party shall personally fill in the name of the solicitor in the proxies**, deliver the same to the company's shareholder services agent, Yuanta Securities/Shareholder Services Agent, five days before the date of the shareholders meeting for sending attendance card.

((10366) B1, No. 210, Sec. 3, Chengde Rd., Datong Dist., Taipei City, Taiwan.)

7. The proxy verification institute is Yuanta Securities/Shareholder Services Agent.

8. If there is proxy solicitation, the Company shall compile an itemized statement of the solicited proxies by May 24, 2019 and disclose in Securities & Futures Institute at <https://free.sfi.org.tw>. Shareholders may visit and search by entering the criteria.

9.

10. If the agenda of this shareholder meeting involves in Article 172 of the Company Act, apart from the context specified in the meeting notice, shareholders may visit MOPS/Electronic Books/Shareholders' meetings at <http://mops.twse.com.tw>

11. Shareholders may exercise their voting rights through the STOCKVOTE platform of Taiwan Depository & Clearing Corporation at <http://www.stockvote.com.tw> during the period from May 25 to June 22, 2019.

Board of Directors
GlobalWafers Co., Ltd.