



LandMark Optoelectronics Corporation

2016 Annual General Shareholders' Meeting Notice (Summary Translation)

- I. Time: 10:30 am, June 14th, 2016 (Tuesday)
Location: No.12, Nanke 2nd Rd., Xinshi Dist., Tainan City 744, Taiwan
(Southern Taiwan Science Park, B105 Conference Room)

- II. Agenda:
 - a. Reporting Items
 - i. 2015 business report
 - ii. 2015 audit committee's review report
 - iii. 2015 distribution plan for employees' compensation and directors' remuneration
 - b. Ratification Items
 - i. Ratification of the 2015 business report and financial statements
 - ii. Ratification of the proposal for distribution of 2015 profits
 - c. Discussion Items
 - i. Amendments to the "Articles of Incorporation"
 - ii. Issuance of new share issue through capitalization of earnings
 - iii. Issuance of new restricted employee shares
 - iv. Amendments to the "Procedures for Acquisition & Disposal of Assets"
 - v. Amendments to the "Operating Procedures for Loans of Company Funds" and "Operating Procedures for Endorsements and Guarantees"
 - d. Questions and motions

- III. The board of directors' proposes the distribution of profits and dividends as follows:
 - i. Cash dividends: Cash dividends of NT\$629,187,774, or NT\$9/share. After ratification by the shareholders' at the annual general meeting, it is proposed that the shareholders' meeting grants the board of directors' the right to set the record date.
 - ii. Share dividends: In consideration of the future development of the company, it is proposed to allocate NT\$209,729,250 from 2015 distributable earnings to issue new shares of 20,972,925 shares, with a face value of NT\$10. The increase in shares will be determined by the shareholding ratio of shareholders in the shareholders' registry on the record date. For every 1,000 shares, 300 bonus shares will be issued. For fractional shares, the

shareholder may, within 5 days from the book closure date, register with the Company's transfer agent to collect enough shares to make one full share. In the event that registration is overdue, or the shareholder fails to collect enough shares to make one full share, the shareholder shall receive a cash distribution calculated to the nearest whole New Taiwan Dollar (all amounts below NTD 1 shall be forfeited), and the Chairman shall be authorized to contact specific persons to buy such shares.

- iii. A new share issuance will be discussed for final decision at this annual general meeting. In the event of a successful vote, we will report to the relevant authorities. After ratification at the Annual General Meeting, it is proposed that the shareholders' meeting grants the board of directors' the right to set the record date. The rights and obligations of the new share issuance is the same as existing shares.
- IV. The details of Issuance of the new restricted employee shares is attached as Note 1.
- V. In accordance with Article 165 of the Company Act, the transfer of shares of the Company will be suspended from April 16th, 2016 to June 14th, 2016.
- VI. The Company will compile and post a general list of information on proxy solicitations, if any, by May 13th, 2016, and disclose it on the Securities & Futures Institute website (<http://free.sfib.org.tw>). Investors may conduct searches for information by logging on the above site, selecting "Search proxy solicitation announcement and meeting notices", and entering the required information in the system.
- VII. This annual general meeting allows shareholders to exercise their proxy votes by correspondence or by electronic means. Please login to the Taiwan Depository & Clearing Corporation stock vote platform website (<http://www.stockvote.com.tw>) to exercise your proxy vote between May 14th, 2016 to June 11th, 2016. Proxy forms and electronic voting auditing and verification services will be provided by the stock administration division of Hua Nan Securities.
- VIII. The auditing and verification of proxy forms will be performed by the stock administration division of Hua Nan Securities.
- IX. Please bring your government-issued identification for verification if you are attending the annual general meeting in person.

Board of Directors
LandMark Optoelectronics Corporation