

Notice of 2017 Annual Shareholders' Meeting

(Summary Translation)

Please take notice that the 2017 Annual Shareholders' Meeting (the "Meeting") of Micro-Star International Co., Ltd. (the "Company") will be held at 9:00 a.m., Thursday, June 15, 2017 at TransGlobe Life's Zhonghe Building (11F., No.866-11, Zhongzheng Rd., Zhonghe Dist., New Taipei City 235, Taiwan (R.O.C.)).

1、The agenda for the Meeting is as follows:

I. Report Items:

1. Company's 2016 Business Report
2. Supervisors' Review Report on the 2016 Financial Statements
3. Report on Compensation of Employees, Directors and Supervisors for Year 2016

II. Adoption Items:

1. To adopt 2016 Business Report and Financial Statements.
2. To adopt the proposal for distribution of 2016 profits.

III. Discussion Items:

1. To approve the Proposal of Cash Distribution from the Capital Surplus.
2. To discuss amendment to the Operational Procedures for Acquisition and Disposal of Assets.

IV. Motions

V. Adjournment

2、The proposal for distribution of 2016 earnings adopted at the meeting of the Board of Directors is as follows :

- (1) Cash dividends to common shareholders: Totaling NT\$2,956,996,696. Each common shareholder will be entitled to receive a cash dividend of NT\$3.5 per share.
- (2) Cash Distribution from the Capital Surplus: Totaling NT\$844,856,199. Each common shareholder will be entitled to receive a cash distribution of NT\$1 per share.
- (3) The record date will be decided by the Chairman as authorized by the Board of Directors. In the event that, before the distribution record date, the proposed profit distribution is affected by a buyback or cancellation of treasury shares, or transfer of convertible corporate bonds etc., it is proposed

that the Board of Directors be authorized to adjust the cash to be distributed to each share based on the number of actual shares outstanding on the record date for distribution.

- 3、The shareholder voting right could be exercised through the Internet during the period from May 16, 2017 to June 12, 2017. Please login to TDCC (Taiwan Depository & Clearing Corporation Website: <http://www.stockvote.com.tw>) to exercise voting rights in accordance with the online instruction.

Sincerely Yours,

Board of Directors, Micro-Star International Co., Ltd.