

# Notice of 2020 Annual Shareholders' Meeting

## (Summary Translation)

Please take notice that the 2020 Annual Shareholders' Meeting (the "Meeting") of Micro-Star International Co., Ltd. (the "Company") will be held at 9:00 a.m., Wednesday, June 10, 2020 at Company's conference room 3102 (1F., No. 488, Bannan Rd., Zhonghe Dist., New Taipei City 235, Taiwan R.O.C.)

1. The agenda for the Meeting is as follows:

I. Report Items:

- (1) Business Report of 2019.
- (2) The Audit Committee's Review Report on the 2019 Financial Statements
- (3) Report of Employees' Compensation and Directors' Compensation for 2019.
- (4) The 2019 Earnings Distribution of cash dividends.

II. Adoption Items:

- (1) To adopt 2019 Business Report and Financial Statements.
- (2) To adopt the proposal for distribution of 2019 profits.

III. Discussion Items:

- (1) Amendment to the "Articles of Incorporation".

IV. Extempore Motions:

V. Adjournment

2. The proposal for distribution of 2019 earnings proposed by the Board meeting to be adopted as follows

- (1) Cash dividends: NT\$4.2 per share, totaling NT\$3,548,396,035
- (2) 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 Chairman 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. In accordance with Article 172 of the Company Act, company related information can be found at Market Observation Post System [<http://mops.twse.com.tw>].
4. Meeting notice and proxy form attached. Please sign or stamp on the meeting notice and hand in the meeting notice to the venue of Shareholders' Annual meeting on June 10, 2020. Under Proxy's situation, please assign the proxy representative on the proxy form and deliver the Proxy form before June 4, 2020 to the stock agent department of CTBC Bank Co., Ltd.
5. Under the situation of solicit proxies, the Company will post solicitors' information to the website of Securities and Futures Institute [<https://free.sfi.org.tw>].
6. The shareholder voting right could be exercised through the Internet during the period from May 9, 2020 to June 7, 2020. Please login to TDCC (Taiwan Depository & Clearing Corporation Website: <http://www.stockvote.com.tw>) to exercise voting rights in accordance with the online instruction.
7. The statistical verification agent of this Annual Shareholders' Meeting is the stock agent department of CTBC Bank Co., Ltd.

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