

Notice of General Shareholders' Meeting 2020 Gamania Digital Entertainment Co., Ltd.

- I. The Company is scheduled for a general meeting of shareholders for 2020 at the banquet hall on 1F of Victoria Hotel (168 Jingye 4th Road, Taipei) at 9:00 AM, on June 17, 2020 (Wednesday). The main contents of the meeting will be:
- (I) Issues to be reported:
 - 1. Business report of the Company for 2019.
 - 2. Report on the review of the final accounting statements for 2019 by the supervisor.
 - 3. Report on the distribution of remunerations for directors and supervisors and remunerations for employees for 2019.
 - 4. Report on the execution of treasury stocks of the Company.
 - (II) Issues to be acknowledged:
 - 1. Final accounting statements for 2019.
 - 2. Distribution of earnings of the Company in 2019.
 - (III) Issues to be discussed:
 - 1. Revision to the *"Articles of Association"* of the Company.
 - 2. Revision to the *"Rules of Procedure of the Board of Shareholders"* of the Company.
 - 3. Revision to the *"Measures for the Election of Directors"* of the Company.
 - 4. Revision to the *"Handling Procedures for the Acquisition or Disposal of Assets"* of the Company.
 - 5. Revision to the *"Working Procedures for Lending and Endorsement"* of the Company.
 - (IV) Election issue:
 - 1. Elect seven directors for the tenth session (including three independent directors).
 - (V) Other proposals:
 - 1. Proposal on the rescission of the non-competition rule for new directors.
 - (VI) Incidental motion.
- II. Upon the resolution of the board of directors, the earning distribution of the Company for 2019 is decided as follows:
Cash dividend proposed: 3.1/share (distribution of earnings: 3.1/share).
- III. 7 directors (4 directors and 3 independent directors) shall be elected at the general meeting of shareholders of the Company for 2020. Wherein, the 3 independent directors shall be elected from candidates by means of nomination. The list of candidates for the independent directors is as follows: Lin Rui-yi, Sheng Bao-xi and Chen Guan-bai; education background and other relevant information about the candidates are available on the Market Observation Post System [[https://mops.twse.com.tw/important information and announcements/inquiry of announcements/announcement](https://mops.twse.com.tw/important%20information%20and%20announcements/inquiry%20of%20announcements/announcement) related to the election of supervisors from candidates by means of nomination].
- IV. For the proposals of this shareholders' meeting, if any main contents that shall be explained as prescribed by Article 172 of the Company Law are available on the Market Observation Post System [website address: [https://mops.twse.com.tw/basic information/e-book/annual reports and relevant information of the board of shareholders \(including depository receipt materials\)](https://mops.twse.com.tw/basic%20information/e-book/annual%20reports%20and%20relevant%20information%20of%20the%20board%20of%20shareholders%20(including%20depository%20receipt%20materials))], the shareholders should enter the Company's code and the year to check various references about the proposals, the meeting handbook and supplementary materials for the meeting of shareholders.

- V. The notice for attendance and power of attorney for each shareholder of the Company are attached hereto, each made in one copy. A shareholder that decides to attend the meeting in person shall affix the signature or seal on the attendance notice of the third copy (which is not required to be returned), and take it to the venue for attendance registration on the scheduled date (starting time for attendance registration of shareholders: 8:30 AM; the place for attendance registration is the same as the venue of the meeting). A shareholder that delegates an entrusted agent to attend the meeting shall affix the signature or seal on the power of attorney of the seventh copy, and deliver it to the stock affairs agency of the Company (Stock Affairs Department, KGI Securities Co., Ltd. (5F, 2 Section No. 1, Chongqing South Road, Taipei) five days before the meeting after the name and address of the entrusted agent are put down on the power of attorney and the signature or seal is affixed on it, so that the attendance certificate can be sent out. If the attendance certificate is not received before the meeting, please take the identity certificate to apply for reissue at the venue.
- VI. The shareholders may exercise the voting right electronically at this meeting. Term of exercise: May 16, 2020 through June 14, 2020. Please log onto the electronic voting platform of the board of shareholders (“Stockvote” of Taiwan Depository & Clearing Corporation (website address: <https://www.stockvote.com.tw>) and vote in accordance with relevant notes.
- VII. The statistics and verification institution for powers of attorney for this meeting of shareholders is the Stock Affairs Department, KGI Securities Co., Ltd.
- VIII. Principle for the distribution of souvenirs for the meeting of shareholders (Water Clean Anti-Bacterial Liquid): All shareholders are entitled to the souvenirs, regardless of the number of shares. As the number of souvenirs is limited, when all the souvenirs have been given away, the Company will provide other goods of equivalent value for the shareholders.

Ways of claim:

1. In the event that any power of attorney is solicited publicly for this general meeting of shareholders, the Company will upload it to the website of the Securities & Futures Institute (<https://free.sfi.org.tw>) by May 15, 2020 as required. See notes about the way of inquiry on the website. Each shareholder may contact the public solicitor set forth on the website to deliver the power of attorney, and the Company may deliver the souvenirs to the solicitor according to the number of delegating persons, and the souvenirs shall be transferred by the solicitor to the shareholders.
2. A shareholder that has exercised the voting right electronically and voted successfully during the period between May 16, 2020 and June 14, 2020 shall claim the souvenirs at the stock affairs agency of the Company (Stock Affairs Department, KGI Securities Co., Ltd.) (address: 5F, 2 Section No. 1, Chongqing South Road, Taipei) with all the printed pages of the attendance notice, identity certificate or the webpage of “Voting Status of the Proposal” on the “Stockvote” during the period between July 14, 2020 and July 16, 2020.
3. One who does not intend to entrust a solicitor with the attendance of the meeting of shareholders and intends to claim the souvenirs may claim them at the Stock Affairs Department, KGI Securities Co., Ltd. (Address: 5F, 2 Section No. 1, Chongqing South Road, Taipei; Tel: (02)2389-2999) during the period between June 15, 2020 and June 17, 2020 (9:00 AM through 5:00 PM, excluding statutory holidays).
4. Apart from the foregoing ways of claim, the Company will only distribute souvenirs at the venue before the meeting ends on the day, and no souvenirs will be sent or made up afterwards.

Regards

All the shareholders

To the board of directors of Gamania Digital Entertainment Co., Ltd.