

銀行 名稱	銀行 代號	銀行 名稱	銀行 代號	銀行 名稱	銀行 代號
台灣銀行	004	聯邦銀行	803	台北市五信	104
土地銀行	005	遠東國際	805	基隆一信	114
合作金庫	006	永豐銀行	806	基隆市二信	119
第一銀行	007	元大銀行	807	淡水一信	11
第一南銀	008	玉山銀行	808	淡水信合社	120
彰化銀行	009	凱基銀行	809	宜蘭信合社	121
上海銀行	011	星展(台灣)銀行	810	桃園信合社	124
台北富邦銀行	012	台新國際	812	新竹一信	130
國泰世華銀行	013	日盛國際銀行	815	新竹三信	132
高雄銀行	016	安泰銀行	816	台中二信	146
北豐國際商業	017	中國信託	822	彰化市一信	158
全國農金庫	018	日商瑞穗	020	彰化市五信	161
花旗(台灣)	021	美國銀行台北	022	彰化十信	162
澳盛(台灣)	039	泰國盤谷	023	彰化十信	163
台灣工業銀行	048	菲律賓儲蓄	025	鹿港信合社	165
台灣企銀	050	美國紐約	028	嘉義三信	178
渣打商業	052	新加坡大華	029	台南市三信	188
中商銀行	053	香港德意志	072	高雄三信	204
北京京城	054	渣打商業東亞	075	花蓮二信	215
匯豐(台灣)	081	美商摩根大通	076	花蓮一信	216
瑞興商業	101	法商巴黎	082	澎湖一信	222
華泰商業	102	法商東方匯理	086	澎湖二信	223
臺灣新光商業	103	瑞南商業	092	金門縣信合社	224
關信銀行	108	台灣三菱東京	098	中華郵政公司	700
板信商業	118	台灣二南	131		
三信商業	147	台灣三井住友	142		

股務代理部營業時間：
週一至週五上午8：30至下午4：30

2019年股東常會
開會通知書請即拆閱

集保結算所「股東e票通」
www.stockvote.com.tw

承
德
路
一
段

鄭州路/市民大道高架橋

台北車站

天成飯店

忠孝西路一段

凱撒飯店

公
園
路

捷運出口

中央家園大樓
忠孝西路一段6號B1

中山北路一段

中山南路

指定證券交易代理所

國
內
郵
資
已
付

台北郵局許可證
台北字第5579號

平
信

股東 台啓

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※ 本次股東常會 ※
※ 恕不發放紀念品 ※
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本簽到卡未經本公司服務代理人加蓋登記章者無效。

訊芯科技控股股份有限公司2019年股東常會

☐ 親自
☐ 委託

出席簽到卡

時間：2019年6月24日(星期一)上午九時整
地點：新北市土城區三民路4號3F

股東戶號：
持有股數：

股東戶名：
股東通訊地址：
代理人姓名：
代理人通訊地址：

(4D) 訊芯科技控股 出席證編號：

個人資料權益告知

本公司基於辦理股務事務之目的，在相關事實、法律關係存續或法令規定之期間，就直接或間接蒐集您的個人資料，將以書面或電子等方式處理、利用；您得請求查詢、閱覽、補充、更正或刪除您的個人資料，如您不願意提供資料，本公司可能因此無法提供您所需之相關服務；亦可能依法或基於風險管理等因素而拒絕您的請求。

第三聯：出席簽到卡

第四聯

ShunSin Technology Holdings Limited
訊芯科技控股股份有限公司
公司章程部分條文修正對照表

修正條文 (中文譯文僅供參考)	現行條文 (中文譯文僅供參考)	修正說明
1.1 本第六次修訂及重述章程中，下列文字及用語與前條文內容不能統一情況下，應以如下者為準：(以下省略略示)	1.1 本第六次修訂及重述章程中，下列文字及用語與前條文內容不能統一情況下，應以如下者為準：(以下省略略示)	變更章程修訂次數說明。
1.1 In these <u>Sixth Amended and Restated Articles</u> , the following words and expressions shall, where not inconsistent with the context, have the following meanings, respectively:(The following content omitted).	1.1 In these <u>Fifth Amended and Restated Articles</u> , the following words and expressions shall, where not inconsistent with the context, have the following meanings, respectively:(The following content omitted).	
2.6 本章程第2.6條規定之 <u>非優先股股權證</u> 或本章程第2.6條規定之 <u>優先股股權證</u> 於公司因以下原因或基於以下目的發行時，不適用之： (a) 公司合併、分割、或為公司重整； (b) 公司為履行股權證還款/或選擇權下之義務，包括本章程第2.8條及第2.10條所規定者； (c) 公司依第2.5條規定發行有限保證票； (d) 公司為履行可轉換公司債或附股權證公司債下之義務； (e) 公司為履行附股權證特別股下之義務； (f) <u>本公司依本章程第13.2條規定發行股票；或</u> (g) 公司進行私有化營運轉手。	2.6 第2.6條規定之 <u>優先股</u> 或附股權證於公司因以下原因或基於以下目的發行時，不適用之： (a) 公司合併、分割、或為公司重整； (b) 公司為履行股權證還款/或選擇權下之義務，包括本章程第2.8條及第2.10條所規定者； (c) 公司依第2.5條規定發行有限保證票； (d) 公司為履行可轉換公司債或附股權證公司債下之義務； (e) 公司為履行附股權證特別股下之義務； (f) 公司進行私有化營運轉手。	修訂本條文以澄清在本條所列之發行新股份情形下，員工並無優先股權。
2.6 The pre-emptive right of employees under Article 2.4 and the pre-emptive right of Members under Article 2.4 shall not apply in the event that new shares are issued due to the following reasons or for the following purposes: (a) in connection with a Merger, spin-off, or pursuant to any reorganization of the Company; (b) in connection with meeting the Company's obligations under share subscription warrants and/or options, including those rendered in Articles 2.8 and 2.10 hereof; (c) in connection with the issue of Restricted Shares in accordance with Article 2.5 hereof; (d) in connection with meeting the Company's obligations under convertible bonds or corporate bonds vested with rights to acquire shares; (e) in connection with meeting the Company's obligations under Preferred Shares vested with rights to acquire shares; (f) <u>in connection with the issue of shares in accordance with Article 13.7 or</u> (g) <u>in connection with Private Placement of the securities issued by the Company.</u>	2.6 The pre-emptive right of Members under Article 2.4 shall not apply in the event that new shares are issued due to the following reasons or for the following purposes: (a) in connection with a Merger, spin-off, or pursuant to any reorganization of the Company; (b) in connection with meeting the Company's obligations under share subscription warrants and/or options, including those rendered in Articles 2.8 and 2.10 hereof; (c) in connection with the issue of Restricted Shares in accordance with Article 2.5 hereof; (d) in connection with meeting the Company's obligations under convertible bonds or corporate bonds vested with rights to acquire shares; (e) in connection with meeting the Company's obligations under Preferred Shares vested with rights to acquire shares; (f) <u>in connection with Private Placement of the securities issued by the Company.</u>	
3.6 公司依前條規定買回經上市之股份者，應依公開發行公司規定之程序，將董事會同意之決議及執行情形，於最近一次之股東大會報告。其因故未執行買回經上市之股份之提案者，亦同。	3.6 公司依前條規定買回經上市之股份者，應依公開發行公司規定之程序，將董事會同意之決議及執行情形，於最近一次之股東大會報告。其因故未執行買回經上市之股份之提案者，亦同。	英文原文微調文字，惟不影響中文翻譯。
3.6 In the event that the Company <u>proposes to purchase</u> any share listed on the TSE pursuant to the preceding Article, the resolution of the Board approving such proposal and the implementation thereof should be reported to the Members in the next general meeting in accordance with the Applicable Public Company Rules. Such reporting obligation shall also apply even if the Company does not implement the proposal to purchase its shares listed on the TSE for any reason.	3.6 In the event that the Company <u>propose to purchases</u> any share listed on the TSE pursuant to the preceding Article, the resolution of the Board approving such proposal and the implementation thereof should be reported to the Members in the next general meeting in accordance with the Applicable Public Company Rules. Such reporting obligation shall also apply even if the Company does not implement the proposal to purchase its shares listed on the TSE for any reason.	
13.1 董事會於不違反章程及股東會之指示下，依各股東持股比例發股利予股東，且股利得以現金、股份，或依章程第13.2條規定之股票全部或部分以各種資產發股利。公司就未分派之股利概不支付利息。	13.1 董事會於不違反章程及股東會之指示下，依各股東持股比例發股利予股東，且股利得以現金、股份，或依章程第13.2條規定之股票全部或部分以各種資產發股利。公司就未分派之股利概不支付利息。	文字配合修正。
13.1 The Board may, subject to these Articles and any direction of the Company in general meeting, declare a Dividend to be paid to the Members in proportion to the number of shares held by them, and such Dividend may be paid in cash, shares or subject to Article 13.2, wholly or partly in specie. No unpaid Dividend shall bear interest as against the Company.	13.1 The Board may, subject to <u>approval by the Members by way of Ordinary Resolution or, in the case of Article 11.4(a), Supermajority Resolution</u> and subject to these Articles and any direction of the Company in general meeting, declare a Dividend to be paid to the Members in proportion to the number of shares held by them, and such Dividend may be paid in cash, shares or, subject to Article 13.2, wholly or partly in specie. No unpaid Dividend shall bear interest as against the Company.	
13.2 於不違反章程第13.1條之情形下，董事會決定股利之前提下，董事會決定股利之全部或部分自特定資產中分派（得將此公司之股份或證券），並應履行證券上市相關問題。惟，董事會決定股利之價值前，董事會應先取得特定資產股東之同意，並應將特定資產之價值，取得持計附股權證者之聲援，及由董事會決定之價值，依其應得之價值，分派股利。以調整該股東之價值，於不影響上述範圍內規定下，董事會以其認為適當之條件支付該等特定資產予受託人，並發給收單等。	13.2 於不違反章程第13.1條之情形下，董事會決定股利之全部或部分自特定資產中分派（得將此公司之股份或證券），並應履行證券上市相關問題。惟，於董事會決定該等特定資產之前，董事會應先取得特定資產股東之同意，並應將特定資產之價值，取得持計附股權證者之聲援，及由董事會決定之價值，依其應得之價值，分派股利。以調整該股東之價值，於不影響上述範圍內規定下，董事會以其認為適當之條件支付該等特定資產予受託人，並發給收單等。	文字配合修正。
13.2 Subject to the provisions of Article 13.1 hereof and <u>approval by the Members by way of Ordinary Resolution</u> , the Directors may determine that a Dividend shall be paid wholly or partly by the distribution of specific assets (which may consist of the shares or securities of any other company) and may settle all questions concerning such distribution, subject, however to obtaining the prior consent of any shareholder to whom it is proposed to make a distribution in specie and an assurance on the valuation of the assets for distribution from an ROC certified public accountant, prior to the Directors fixing the value of the assets for distribution. The Directors may make cash payments to some Members on the footing of the value so fixed in order to adjust the rights of Members. Without limiting the foregoing generality, the Directors may vest any such specific assets in trustees on such terms as the Directors think fit and may issue fractional shares.	13.2 Subject to the provisions of Article 13.1 hereof, the Directors may determine that a Dividend shall be paid wholly or partly by the distribution of specific assets (which may consist of the shares or securities of any other company) and may settle all questions concerning such distribution, subject, however to obtaining the prior consent of any shareholder to whom it is proposed to make a distribution in specie and an assurance on the valuation of the assets for distribution from an ROC certified public accountant, prior to the Directors fixing the value of the assets for distribution. The Directors may make cash payments to some Members on the footing of the value so fixed in order to adjust the rights of Members. Without limiting the foregoing generality, the Directors may vest any such specific assets in trustees on such terms as the Directors think fit and may issue fractional shares.	
13.3 除前述法外，本章程及股權證所附權利另有規定者，公司應依前條，將董事會同意之決議及執行情形，於最近一次之股東大會報告。其因故未執行買回經上市之股份之提案者，亦同。	13.3 除前述法外， <u>第11.4(a)條</u> 、本章程及股權證所附權利另有規定者，公司應依前條，將董事會同意之決議及執行情形，於最近一次之股東大會報告。其因故未執行買回經上市之股份之提案者，亦同。	配合臺灣證券交易所股份有限公司中華民國 107 年 11 月 30 日第 1071073794 號修訂之「所附權利」之範圍及生效日期等事項，並修訂相關章程條文。
13.3 除前述法外，本章程及股權證所附權利另有規定者，公司應依前條，將董事會同意之決議及執行情形，於最近一次之股東大會報告。其因故未執行買回經上市之股份之提案者，亦同。	13.3 除前述法外， <u>第11.4(a)條</u> 、本章程及股權證所附權利另有規定者，公司應依前條，將董事會同意之決議及執行情形，於最近一次之股東大會報告。其因故未執行買回經上市之股份之提案者，亦同。	
13.3 Subject to the <u>Applicable Law</u> and this Article and except as otherwise provided by the rights attached to any shares, the Company may distribute profits in accordance with a proposal for profits distribution approved by <u>in the case of listed companies, in general meeting; provided that after the Board announces the distribution of dividend, in cash, the Board shall report such distribution in the recent annual general meeting</u> . No Dividends or other	13.3 Subject to the <u>Applicable Law and this Article</u> and except as otherwise provided by the rights attached to any shares, the Company may distribute profits in accordance with a proposal for profits distribution approved by the Board and sanctioned by the Members by an Ordinary Resolution, in general meetings. No Dividends or other distribution shall be paid except out of profits of the Company, realised or unrealised, or of share premium account or any reserve, fund or account as otherwise permitted by the Law. Except as otherwise provided by the rights attached to any shares, all Dividends and other distributions shall be paid according to the number of the shares that a Member holds. If any share is issued on	

修正條文 (中國文編修參考)	現行條文 (中國文編修參考)	修正說明
<p>distribution shall be paid except out of profits of the Company, realised or unrealised, out of share premium account or any reserve fund or account as otherwise permitted by the Law. Except as otherwise provided by the rights attached to any shares, all Dividends and other distributions shall be paid according to the number of the shares that a Member holds. If any share is issued on terms providing that its dividend for Dividends as from a particular date, that share shall rank for Dividends accordingly.</p>	<p>terms providing that it shall rank for Dividend as from a particular date, that share shall rank for Dividends accordingly.</p>	
<p>13.5 就公司股利政策之決定，董事會了解公司營運之業務屬成熟產業，且公司有穩定之收益及健全之財務結構，關於各會計年度建議股東同意之股利或其他分派款額（若有）之決定，董事會：</p> <p>(a) 得考慮公司各該會計年度之盈餘、整體發展、財務規劃、資本需求、產業展望及公司未來前景等，以確保股東權利及利益之保障；及</p> <p>(b) 應於每會計年度公開發行公司規則時，(i)支付相關會計年度股息之準備金；(ii)彌補過去虧損之數額；(iii)百分之十（10%）之一般公積金「法定盈餘公積金」；(iv)依董事會決議第14.1條決議之公積金撥充至主權國際開發公司發行公司規則要求之特別盈餘公積金。</p>	<p>13.5 就公司股利政策之決定，董事會了解公司營運之業務屬成熟產業，且公司具有穩定之收益及健全之財務結構，關於各會計年度建議股東同意之股利或其他分派款額（若有）之決定，董事會：</p> <p>(a) 得考慮公司各該會計年度之盈餘、整體發展、財務規劃、資本需求、產業展望及公司未來前景等，以確保股東權利及利益之保障；及</p> <p>(b) 應於每會計年度公開發行公司規則時，(i)支付相關會計年度股息之準備金；(ii)彌補過去虧損之數額；(iii)百分之十（10%）之一般公積金「法定盈餘公積金」；(iv)依董事會決議第14.1條決議之公積金撥充至主權國際開發公司發行公司規則要求之特別盈餘公積金。</p>	<p>1. 配合臺灣證券交易所股份有限公司中華民國107年11月30日臺證上二字第10717037941號修訂之「外國發行人辦理外國股東權益事項檢查表」之增修相關條文。</p> <p>2. 明稱「法定盈餘公積金」之定義。</p>
<p>13.5 In determining the Company's dividend policy, the Board recognises that the Company operates in a mature industry, and has stable profit streams and a sound financial structure. In determining the amount, if any, of the Dividend or other distribution it recommends to Members for approval in any financial year, the Board:</p> <p>(a) may take into consideration the earnings of the Company, overall development, financial planning, capital needs, industry outlook and future prospects of the Company in the relevant financial year, so as to ensure the protection of Members' rights and interests; and</p> <p>(b) shall set aside out of the profits of the Company for each financial year: (i) a reserve for payment of tax for the relevant financial year; (ii) an amount to offset losses incurred in previous years; (iii) ten per cent (10%) as a general reserve; <u>Statutory Reserve</u>; Reserve <u>as determined by the Board</u> the total paid-in capital of the Company; and (iv) a special surplus reserve as required by the applicable securities authority under the Applicable Public Company Rules or a reserve as determined by the Board pursuant to Article 14.1.</p>	<p>13.5 In determining the Company's dividend policy, the Board recognises that the Company operates in a mature industry, and has stable profit streams and a sound financial structure. In determining the amount, if any, of the Dividend or other distribution it recommends to Members for approval in any financial year, the Board:</p> <p>(a) may take into consideration the earnings of the Company, overall development, financial planning, capital needs, industry outlook and future prospects of the Company in the relevant financial year, so as to ensure the protection of Members' rights and interests; and</p> <p>(b) shall set aside out of the profits of the Company for each financial year: (i) a reserve for payment of tax for the relevant financial year; (ii) an amount to offset losses incurred in previous years; (iii) ten per cent (10%) as a general reserve; and (iv) a special surplus reserve as required by the applicable securities authority under the Applicable Public Company Rules or a reserve as determined by the Board pursuant to Article 14.1.</p>	
<p>13.6 在不違反法律之情形下，且依第13.4條規定提撥員工酬勞及董事酬勞並依第13.5條之分配政策提列董事會認為適當之公積金，董事會得撥歸不少於可分配款項中最近一會計年度盈餘（即前一年度之累積盈餘）之百分之十（10%）作為股東股利。</p>	<p>13.6 在不違反法律之情形下，且依第13.4條規定提撥員工酬勞及董事酬勞並依第13.5條之分配政策提列董事會認為適當之公積金，董事會得撥歸不少於可分配款項中最近一會計年度盈餘（即前一年度之累積盈餘）之百分之十（10%）作為股東股利。<u>惟股東會決議通過分配。</u></p>	
<p>13.6 Subject to compliance with the Law and after setting aside the amounts for Employees' Compensations and Directors' Remuneration in accordance with Article 13.4 and such amounts as the Board deems fit in accordance with the distribution policy set out in Article 13.5, the Board shall recommend to distribute no less than ten per cent (10%) of the earnings generated from the immediately preceding financial year (exclusive of those accumulated from previous years) out of the distributable amount as Dividend to the Members.</p>	<p>13.6 Subject to compliance with the Law and after setting aside the amounts for Employees' Compensations and Directors' Remuneration in accordance with Article 13.4 and such amounts as the Board deems fit in accordance with the distribution policy set out in Article 13.5, the Board shall recommend to Members for approval to distribute no less than ten per cent (10%) of the earnings generated from the immediately preceding financial year (exclusive of those accumulated from previous years) out of the distributable amount as Dividend to the Members, and the allocation will be made upon the passing of the resolution by the Members.</p>	<p>文字配合修正。</p>
<p>13.6 股東得自行召開股東臨時會，惟該股東應為至少繼續三個月以上，持有本公司已發行股份總額過半數。股東持有股份數額轉讓至股份類別間之計算及處理，應以暫停辦理股份轉讓登記於股東名冊之期間之末日為準。</p>	<p>(新增條文)</p>	<p>配合臺灣證券交易所股份有限公司中華民國107年11月30日臺證上二字第10717037941號修訂之「外國發行人辦理外國股東權益事項檢查表」之增修相關條文。</p>
<p>13.6 Any one (or more Member) may summon an extraordinary general meeting, provided that such Member or Members shall hold in aggregate more than half of the total number of the total issued Shares of the Company for a continuous period of no less than three months. The number of the Shares held by a Member, and the period of which a Member holds such Shares, shall be calculated and determined based on the Register of Members as of the first day of the period that the Register of Members shall be closed for transfers.</p>		
<p>13.7 如董事會召開或無法召開股東會（包括股東大會），應由本公司之臨時計，獨立董事對於必要時召開股東會。</p>	<p>(新增條文)</p>	<p>配合臺灣證券交易所股份有限公司中華民國107年11月30日臺證上二字第10717037941號修訂之「外國發行人辦理外國股東權益事項檢查表」之增修相關條文。</p>
<p>13.7 If the Board does not or is unable to convene a general meeting (including the annual general meeting) it is for the Company's benefit, the Independent Director may convene a general meeting when necessary.</p>		
<p>13.6 下列事項，應載明於股東會召集通知並說明其主要內容，且不得以臨時動議提出：</p> <p>(a)選舉或解任董事；</p> <p>(b)修改章程大綱及資本章程；</p> <p>(c)減資；</p> <p>(d)申請變更本公司股份公開發行；</p> <p>(e)(i)解散、合併、股份轉換或分割，(ii)增修、變更或終止營業相關契約，委託經營契約或共同經營契約，(iii)讓與公司全部或主要部分營業或財產，及(iv)取得或處置他人全部營業或財產對公司營運有重大影響者；</p> <p>(f)內可審事為自己或他人為屬於公司營業範圍內之行為；</p> <p>(g)依本章第16條規定，以發行新股或資本公積或其他方式金額轉充資本之方式分派全部或部分盈餘；</p> <p>(h)將法定盈餘公積金及資本公積金以發行新股或現金方式分配予股東；及</p> <p>(i)公司私營發行其股權性之有價證券。</p> <p>上開事項之主要内容應為公告於證券主管機關或本公司指定之網址，並應將該網址之網址附錄於股東會召集通知。</p>	<p>13.6 下列事項，應載明於股東會召集通知並說明其主要內容，且不得以臨時動議提出：</p> <p>(a)選舉或解任董事；</p> <p>(b)修改章程大綱及資本章程；</p> <p>(c)(i)解散、合併、股份轉換或分割，(ii)增修、變更或終止營業相關契約，委託經營契約或共同經營契約，(iii)讓與公司全部或主要部分營業或財產，及(iv)取得或處置他人全部營業或財產對公司營運有重大影響者；</p> <p>(d)內可審事為自己或他人為屬於公司營業範圍內之行為；</p> <p>(e)依本章第16條規定，以發行新股或以法定盈餘公積金、資本公積金或其他金額充資本之方式分派全部或部分盈餘；</p> <p>(f)公司私營發行其股權性之有價證券。</p>	<p>配合臺灣證券交易所股份有限公司中華民國107年11月30日臺證上二字第10717037941號修訂之「外國發行人辦理外國股東權益事項檢查表」之增修相關條文。</p>
<p>13.6 The following matters shall be stated in the notice of a general meeting, with a summary of the major content to be discussed, and shall not be proposed as an extemporary motion:</p> <p>(a) election or discharge of Directors,</p> <p>(b) alteration of the Memorandum or Articles,</p> <p>(c) capital deduction,</p> <p>(d) application to terminate the public offering of the Shares,</p> <p>(e) (i) dissolution, Merger, share swap or spin-off, (ii) entering into, amending, or terminating any Lease Contract, Management Contract or Joint Operation Contract, (iii) transfer of the whole or any essential part of the business or assets of the Company, and (iv) acquisition or assumption of the whole of the business or assets of another person, which has a material effect on the operations of the Company, ratification of an action by Director(s) who engage(s) in business for himself or on behalf of another person that is within the scope of the Company's business,</p> <p>(f) distribution of the whole or part of the surplus profit of the Company in the form of new shares, capitalization of statutory reserve, Capital Reserve and any other amount in accordance with Article 16, and</p> <p>(g) Private Placement of any equity-related securities to be issued by the Company.</p>	<p>13.6 The following matters shall be stated in the notice of a general meeting, with a summary of the major content to be discussed, and shall not be proposed as an extemporary motion:</p> <p>(a) election or discharge of Directors,</p> <p>(b) alteration of the Memorandum or Articles,</p> <p>(c) (i) dissolution, Merger, share swap or spin-off, (ii) entering into, amending, or terminating any Lease Contract, Management Contract or Joint Operation Contract, (iii) transfer of the whole or any essential part of the business or assets of the Company, and (iv) acquisition or assumption of the whole of the business or assets of another person, which has a material effect on the operations of the Company, ratification of an action by Director(s) who engage(s) in business for himself or on behalf of another person that is within the scope of the Company's business,</p> <p>(d) distribution of the whole or part of the surplus profit of the Company in the form of new shares, capitalization of statutory reserve, Capital Reserve and any other amount in accordance with Article 16, and</p> <p>(f) Private Placement of any equity-related securities to be issued by the Company.</p>	



訊 芯 科 技 控 股 有 限 公 司 股 務 代 理 人
福 邦 證 券 有 限 公 司 股 務 代 理 部

寄件人..

絨

委託書使用須知

- 一、股東親自出席者，不得以另一部份股權委託他人代理，委託書與親自出席通知書均簽名或蓋章者，視為親自出席；但委託書由股東交付徵求人或受託代理人者，視為委託出席。
- 二、委託書之委託人、徵求人及受託代理人，應依公開發行公司之股東大會使用委託書規則及公司法第一七七條規定辦理。
- 三、應使用本公司印發之委託書用紙，且一股東以出具一委託書，並以委託一人為限。
- 四、委託出席者請詳填受託代理人或徵求人戶號、姓名、身分證字號、住址、受託代理人如非股東，請於股東戶欄欄內填寫身分證字號或統一編號，簽名或蓋章欄內簽名或蓋章即可。
- 五、股東接受他人之委託書前，應請徵求人提供徵求委託書之徵求書及廣告內容資料，或參考公司彙總公告之徵求人書面及廣告資料，切實瞭解徵求人與擬支持被選舉人之背景資料及徵求人對股東會各項議案之意見。
- 六、委託書送達公司後，股東欲親自出席股東會或欲以電子方式行使表決權者，至遲應於股東會開會二日前，以書面向公司為撤銷委託之通知；逾期撤銷者，以委託代理人出席行使之表決權為準。
- 七、委託書最遲應於開會五日前送達本公司股務代理人福邦證券股份有限公司股務代理部。

開 會 通 知 書

- 一、茲訂於2019年6月24日(星期一)上午九時整(受理股東報到時間於會議開始前三十分鐘辦理之)，假新北市土城區三民路4號3F，召開2019年股東常會。會議主要內容：(一)報告事項：1. 2018年度營業報告。2. 2018年度審計委員會查核報告。3. 2018年度員工及董事酬勞分派情形報告。4. 本公司「2019年第一次買回股份轉讓員工辦法」案及買回執行情形。(二)承認事項：1. 承認2018年度營業報告書及合併財務報表案。2. 承認2018年度盈餘分配案。(三)討論事項：1. 修訂本公司「公司章程」案。2. 修訂本公司「取得或處分資產處理程序」案。3. 修訂本公司「資金貸與他人作業程序」案。4. 修訂本公司「背書保證作業程序」案。(四)臨時動議。
- 二、董事會擬議分派：現金股利每股配發2.27元。
- 三、依公司法第165條規定，自2019年4月26日至2019年6月24日止停止股票過戶。
- 四、除於公開資訊觀測站公告外，特函奉達，並隨附股東會出席通知書及委託書各乙份，至希 查照撥冗出席， 貴股東如親自出席時，請填具**第二聯出席通知書暨第三聯出席簽到卡(無須寄回)**，於開會當日攜往會場報到出席。若委託代理人出席時，請填具**第五聯委託書**後全聯折疊寄回，並請於開會五日前送達本公司股務代理人福邦證券股份有限公司股務代理部，俟經該部於出席簽到卡內加蓋登記章，仍寄交 貴股東或 貴股東代理人收執，以憑出席股東會，如 貴股東或 貴股東代理人於開會前一天仍未收到出席簽到卡，請於開會當天攜帶身分證正本及印鑑至會場辦理出席。
- 五、本次股東會若有委託書徵求人，本公司依規定擬將委託書徵求書面資料彙總於2019年5月24日前上傳財團法人中華民國證券暨期貨市場發展基金會(證基會網址：<http://free.sfi.org.tw>)。投資人進入該網址後，請於「委託書免費查詢系統」輸入證券代號/公司查詢。
- 六、本次股東會股東得以電子方式行使表決權，行使期間為：自2019年5月24日至2019年6月21日止，請逕登入臺灣集中保管結算所股份有限公司「股東e票通」網頁，依相關說明投票【網址：<https://www.stockvote.com.tw>】。
- 七、本次股東會委託書統計驗證機構為福邦證券股份有限公司股務代理部。
- 八、敬請 查照辦理為荷。

此 致

訊芯科技控股股份有限公司 董事會

敬啓

[illegible]

(4D) 第五聯：委託書(貴股東如委託代理人出席請填妥此聯寄回。)

委託人（股東）		編號	
股東戶號	持有股數	簽名或蓋章	
戶名			
徵求人		簽名或蓋章	
戶號			
姓名			
姓名稱			
受託代理人		簽名或蓋章	
戶號			
姓名			
姓名稱			
身分證字號			
住址			

實者，最高給予檢舉獎金五萬元，檢舉電話：〇二二五五五七三三三。

一、發現違法取得及使用委託書，可檢附具體事實，經查證屬實，禁止交付現金或其他利益之價購委託書行為。

二、委託書係委託人委託受託人辦理，委託人應於委託書上簽名或蓋章，委託書經委託人簽名或蓋章後，委託人不得再行變更或撤銷。

經辨：

M174-Z04D-9108