

**Meeting Notice for Annual General Meeting
(Summary Translation)**

The 2015 Annual General Meeting (the "Meeting") of Apex International Co., Ltd. (the "Company") will be convened at 9:00 a.m., Tuesday, June 2, 2015 at B1F., The Landis Taipei Hotel, (located at No.41, Sec. 2, Minquan E. Rd., Zhongshan Dist., Taipei City, Taiwan)

1. The agenda for the Meeting is as follows:

I. Report Items

- (1) 2014 operation report.
- (2) 2014 final accounting books and financial statements reviewed by Audit Committee.
- (3) Situation report on the second issuance of unsecured convertible bonds.
- (4) Report on amendment to " Code of Ethics for Directors and Officers ".
- (5) Report on provision of " Ethical Corporate Management Best Practice Principles ".
- (6) Report on provision of " Procedures for Ethical Management and Guidelines for Conduct ".
- (7) Report on provision of " Principle of Corporate Social Responsibility ".
- (8) Report on amendment to " Rules and Procedures of Board of Directors Meeting".

II. Proposed Resolutions

- (1) To approve 2014 final accounting books and financial statements.
- (2) To approve the proposal for distribution of 2014 profits.

III. Deliberation Items

- (1) To amend "Memorandum and Articles of Association" of the Company.
- (2) To amend "Rules and Procedures of Shareholders' Meeting" of the Company.
- (3) To amend "Rules for Election of Directors" of the Company.
- (4) To amend "Procedures for Lending Funds to Other Parties" of the Company.
- (5) To amend "Procedures of Acquisition and Disposal of Assets" of the Company.

IV. Special Motions

2. The major items of the proposal for distribution of 2014 profits adopted at Board of Directors meeting are as follows:

The proposal of 2014 earning distribution is NT\$2.50 per share as cash dividend. It is proposed that the Board of Directors be authorized to set a record date for dividend distribution upon the resolution adopted at the Annual General Meeting.

Board of Directors
Apex International Co., Ltd.