

100-08

5F., No. 83, Sec. 1, Chongqing S. Rd., Zhongzheng Dist., Taipei City, Taiwan

Department of Agent of CTBC Bank Co., Ltd.

(Stock Affairs Agent of Machvision, Inc.)

<https://ecorp.ctbcbank.com/cts/index.jsp>

Customer Service: (02)6636-5566 (Stock Code: 3563)

707

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Recipient will attend the Meeting in person

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To: Shareholders of Machvision, Inc.

Notice to Utilization of Personal Information

For CTBC Bank's purposes to assist Shareholders (Owners) to handle affairs regarding this Document in domestic or overseas, any personal information directly or indirectly collected will be processed, utilized and/or internationally transmitted in the forms of written, audio and/or electronic (including but not limited to disclosure to third parties of governmental authorities or assistants for handling of such affairs) during the duration of purposes of affairs regarding this Document, legally statutory retention period for processing executed or retention period for preservation of information based on individual agreement (the period with the latest expiration shall prevail). Owners have rights to request inquiry, reading, copying, supplement or revising, termination of collection, handling, utilization and/or international transmission or deletion of personal information. However, CTBC Bank may be unable to provide financial commodities or services and terminate contracts between the CTBC Bank and Owners in advance if the aforesaid request is fulfilled. CTBC Bank may also refuse the aforesaid request based on legal regulations or risk management concern.

No Souvenir will be offered at this Annual Shareholders' Meeting

For e-voting at Taiwan Depository & Clearing Corporation,

please visit: [www.stockvote.com.tw](http://www.stockvote.com.tw)

## Meeting Notice for Annual Shareholders' Meeting

1. The 2019 Annual Shareholders' Meeting (the "Meeting") of Machvision, Inc. (the "Company") will be convened at 9:00 a.m., Friday, May 29, 2019 at 1F meeting room, No.2-1(NINI Life Square), Xin'an Road, Hsinchu Science and Industrial Park, Hsinchu City, Taiwan.

The agenda for the Meeting is as follows:

### I. Report Items:

- (1) To report the business of 2018
- (2) The 2018 Review Report by the Audit Committee
- (3) To report 2018 distribution of employees' wage and Directors and Supervisor's compensation

### II. Proposed Resolutions

- (1) To accept 2018 Business Report and Financial Statements
- (2) To approve the proposal for distribution of 2018 profits

### III. Discussion

- (1) To amend the "Articles of Incorporation" of the Company
- (2) To amend the "Procedures for Asset Acquisition and Treatment" of the Company
- (3) To amend the "Procedures for Funds Loaning" of the Company
- (4) To amend the "Procedures for Endorsement and Guarantee" of the Company

### IV. Election Matters:

- (1) The election of the additional Director for the Company.

### V. Other Business and Special Motion

- (1) Deregulating the non-competition restrictions of the newly elected Directors

### VI. Special Motion.

2. The earnings distribution and the cash distribution for capital surplus is NT\$27 per share. The record date will be decided and authorized by the Shareholders' Meeting, then the Board of Directors will set the record date for such distribution.

3. I. The elected number of the Board of Directors: One Director.

II. The nominee of the candidate: Director CHEN, FU-SHENG

III. To review the resume of the candidate, please visit: <http://mops.twse.com.tw>.

4. The major contents of this Annual General Shareholders' Meeting shall be released and publicized (which can be inquired at <http://mops.twse.com.tw>) based on Article 172 of the Company Act.

5. There are one copy of Meeting Attendance Notice and one copy of Letter of Authorization for each Shareholder, **if you decide to attend the Meeting in person, please sign or affix the private seal on the “Meeting Attendance Notice” (no need to send back) and present it on the date of the Meeting;** if you would like to authorize someone to attend on your behalf, please sign or affix the private seal on the “Letter of Authorization” and fill out the name and address of the authorized agent in person, and submit the Letter to the Department of Agent of CTBC Bank Co., Ltd.- the Registrar of the Company five days prior to the date of the Meeting for the purpose of sending attendance signing card to the authorized agent.
  
6. \*If there is any Letter of Authorization for Shareholder Solicitation, the Company will issue the Compiled List of Materials Solicitation and disclose it on the website of Securities & Futures Institute, the Shareholders may visit the link of “Free System for Related Materials Announcement of Letter of Authorization Inquiry” at <http://free.sfi.org.tw>, and click “Inquiry for Meeting Materials of Letter of Authorization”, then type in the inquiry conditions for precise and specific results.
  
7. **The voting at this Meeting may be executed in electronic approach, which the execution period is from April 27, 2019 to May 26, 2019. Please directly log in “Platform for E-voting of Shareholders’ Meeting” at <http://stockvote.com.tw>, and execute voting according to instructions of the Site.**
  
8. The statistical verification authority of this Annual Shareholders’ Meeting is Department of Agent of CTBC Bank Co., Ltd.
  
9. Please read the content of this Notice thoroughly and comply with its regulations

This Meeting Notice for Annual Shareholders’ Meeting is for the Company’s Shareholders

Sincerely,

Board of Directors of Machvision, Inc.

Copy 3

Shareholders who decide to attend the Meeting in person shall sign this Copy, and submit the Copy at the Meeting in person for attendance.

<p>This Check-in Card is invalid if CTBC Stamp is not affixed. Any Shareholder shall not affix his/her/its individual stamp</p>	<p>Annual Shareholders' Meeting of Machvision, Inc.</p> <p>108 Attendance Check-in Card</p>
<p>CTBC Stamp Affixed below</p>	<p>Time: 9:00 a.m., May 29, 2019</p> <p>Location: 1F meeting room, No.2-1 (NINI Life Square), Xin'an Road, Hsinchu Science and Industrial Park, Hsinchu City, Taiwan</p>
	<p>Shareholder Account No.:</p> <p>Number of Shares:</p>

<p>108 Attendance Notification</p> <p>To Machvision, Inc.</p> <p>I, as a Shareholder, have decided to attend the Annual Shareholders' Meeting scheduled to be convened on May 29, 2019.</p> <p>Shareholder Account No.:</p> <p>Shareholder Name:</p> <p>Shareholder Signature:</p>
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Postal Stamp

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Sender's Address:

707

To: Department of Agent of CTBC Bank Co., Ltd. (Stock Affairs Agent of  
Machvision, Inc.)

100-08

5F., No. 83,

Sec. 1, Chongqing S. Rd.,

Zhongzheng Dist., Taipei City,

Taiwan

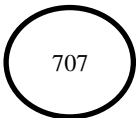
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If you want to change or add new accounts for remittance, please properly and correctly fill your deposit account information and affix your stamp in the “Application Form of Remittance of Distribution of Cash Dividends”, **and send the Application to CTBC Bank prior to the convening of the Meeting.**

Application Form of Remittance of Distribution of Cash Dividends										
Account Name		ID No.		Account No.		707				
Descriptions	<p>1. A process fee with the amount of NT\$ 10 will be deducted from the cash dividends for remittance (limited to personal account of the Shareholders). Please fill the new account number from left to right at the bottom right sections if requesting change or add new accounts for remittance.</p> <p>2. Shareholders not choosing remittance approach or without banking accounts will receive the checks mailed with registered mail approach. (The postage with the amount of NT\$31 shall be borne by the Shareholder)</p>	Original Registered Account								Machvision
Stamp Affixation	<b>Do not send this Application if You would like the cash dividends remitted to your Original Registered Account</b>									
	Bank	SWIFT CODE	Bank Account (Branch, Item, Account Number, and verification code)							
		Post Office	Passbook (H)	700	Branch				Account Number	

#### Instructions for Filling of the Form of Proxy

1. This Form of Proxy shall be executed based on Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies and Article 177 of Company Act.
2. To clearly and comprehensively understand the backgrounds of solicitor and candidates supported by such solicitor, and solicitor's comments to each proposal at the Shareholders' Meeting, Shareholders shall request the written materials of the proxy solicitation and announcements, or the Company's compiled written information of the solicitor and announcements prior to officially receiving the proxy solicitation.
3. Shareholders shall complete relevant forms using the official format of the Company. Shareholders who sign both the Form of Proxy and Attendance Check-in Card shall be deemed to have determined to attend in person. However, Shareholders who delivered the Form of Proxy to the solicitor or the proxy shall be deemed to have determined to attend using the proxy.
4. The Form of Proxy shall be signed or affixed with stamps by the Proxy Applicants themselves, and the names of the solicitor and the proxy shall also be filled by the Proxy Applicants themselves as well. However, for the case where the trust entity or stock affairs agent being designated as the solicitor and the stock affairs agent being designated as the proxy in the Form of Proxy, such Form may be valid and effective by being affixed with stamps at the location where the Meeting is convened.
5. The solicitor or the proxy shall sign or stamp the Form of Proxy, and fill in detailed information of account No., names, ID No. or EIN, and addresses on such Form. The proxy shall fill his/her/its ID No. or EIN in the section of Shareholder Account No. if not being a Shareholder, and the solicitor shall fill its EIN in the section of Shareholder Account No. if being a trust entity or stock affairs agent.
6. The Form of Proxy shall be submitted to Department of Agent of CTBC Bank Co., Ltd. (Stock Affairs Agent of Machvision, Inc.) five days prior to the convening of the Meeting. Shareholders attempting to attend the Meeting in person or execute voting rights in written or electronic approach shall inform the Stock Affairs Agent in written to cancel the Form of proxy two days prior to the convening of the Meeting. If the cancellation is informed in less than two days prior to the convening of the Meeting, the voting rights executed by the attending proxy shall prevail.

Form of Proxy		Shareholder		No.	 707 Machvision		
<p>One. (signed by the proxy in person, and shall not alternatively filled by affixing stamps) is hereby designated as the proxy by the Shareholder for the attendance of the Annual Shareholders' Meeting scheduled to be convened on May 29, 2019 and execute voting rights during the Meeting based on the following instructions:</p> <p><input type="checkbox"/> (1) Execute rights of the Shareholder to matters during the Meeting (fully discretionary).</p> <p><input type="checkbox"/> (2) Execute rights and express comments of the Shareholders to the following proposals during the Meeting. If any of the following proposals is not ticked, the Shareholder shall be deemed to have accepted or approved such proposal.</p> <p>1. To accept 2018 Business Report and Financial Statements:  <input type="radio"/> Approve <input type="radio"/> Against <input type="radio"/> Abstention</p> <p>2. To approve the proposal for distribution of 2018 profits:  <input type="radio"/> Approve <input type="radio"/> Against <input type="radio"/> Abstention</p> <p>3. To amend the "Articles of Incorporation" of the Company:  <input type="radio"/> Approve <input type="radio"/> Against <input type="radio"/> Abstention</p> <p>4. To amend the "Procedures for Asset Acquisition and Treatment" of the Company:  <input type="radio"/> Approve <input type="radio"/> Against <input type="radio"/> Abstention</p> <p>5. To amend the "Procedures for Funds Loaning" of the Company:  <input type="radio"/> Approve <input type="radio"/> Against <input type="radio"/> Abstention</p> <p>6. To amend the "Procedures for Endorsement and Guarantee" of the Company:  <input type="radio"/> Approve <input type="radio"/> Against <input type="radio"/> Abstention</p> <p>7. The election of the additional Director for the Company.</p> <p>8. Deregulating the non-competition restrictions of the newly elected Directors:  <input type="radio"/> Approve <input type="radio"/> Against <input type="radio"/> Abstention</p>	<p>One. Any act of purchasing the Forms of Proxy by offering cash or any types of benefits is stringently prohibited.</p> <p>Two. Please report any acts of illegally purchasing or utilizing the Form of Proxy and submit supporting evidence to TDCC. A reward (with the highest amount as NT\$50,000) will be granted if such reported acts are proven to be true.</p> <p>Telephone number for reporting: (02)25473733.</p>	Shareholder		Signature			
		Account No.				Signature	
		Name					
		Shares		Solicitor		Signature	
		Account No.		Account No.		Signature	
		Name		Name			
		Proxy		Proxy			
		Account No.		Account No.		Signature	
		Name		Name			
		ID No. or EIN		ID No. or EIN			
Address		Address					



<p>9. Special motion.</p> <p>Two. If the Shareholder does not tick any aforesaid <input type="checkbox"/>, such Shareholder shall be deemed to have make the proxy fully discretionary. However, the proxy shall not be discretionary if being a stock affairs agent. The proxy shall execute the rights of the Shareholder based on the instructions specified in Paragraph (2).</p> <p>Three. The proxy of the Shareholder is fully discretionary to all matters of Meeting Adjourned.</p> <p>Four. Please submit the attendance certificate (or Check-in Card) to the proxy. This Form of Proxy maintains its full validity (but only for one Annual Meeting) if the Meeting is rescheduled to be convened.</p> <p>This for is for Machvision, Inc.</p> <p>Date: (YY/MM/DD)</p>			
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Place of solicitation and signature by the personnel: