



**Test Rite International Co., Ltd.
2012 Annual General Shareholders' Meeting**

Meeting Minutes

Time: 9: 00 am, June 18, 2012

Place: Test Rite (6F.,No. 23, Hsin-Hu 3rd Road, Nei Hu, Taipei, Taiwan)

Total outstanding shares of Test Rite Int'l Co., Ltd. (excluding the shares with not voting rights stipulated in Article 179 of the Company Act): 484,422,872 shares

Total shares represented by shareholders present: 310,850,559 shares

Percentage of shares held by shareholders present: 64.17%

Chairperson: Mr. Tony Ho (Chairwoman, Ms. Judy Lee was away on business and appointed Mr. Tony Ho, Director, to chair the Annual General Shareholder's meeting) /Recorder: Mr. Hannis Chang

The aggregate shareholding of the shareholders present constituted a quorum. The Chairman called the meeting to order.

Chairman's Remarks(omitted)

Management Presentation

(Please refer to "Handbook for the 2012 Annual Meeting of Shareholders" for detail)

1. 2011 Business Report.
2. Supervisor's Review Report on the 2011 Financial Statements.
3. Share Buyback Execution Report and the Amendment to the Regulations of Repurchased Shares Transferred to Employees.

All the items above were reported.

Proposals

(Please refer to "Handbook for the 2012 Annual Meeting of Shareholders" for detail)

1. Adoption of the 2011 Business Report and Financial Statements.
Resolution: Approved without dissent upon inquiry by the Chairman.
2. Adoption of the Proposal for 2011 Profits Distribution.
Resolution: Approved without dissent upon inquiry by the Chairman.



Discussion and Election

(Please refer to “Handbook for the 2012 Annual Meeting of Shareholders” for detail)

1. Proposal for a new share issue through capitalization of earnings.

Resolution: Approved without dissent upon inquiry by the Chairman.

2. Proposal for the issuance of public placement of common stock.

Resolution: Approved without dissent upon inquiry by the Chairman.

3. Amendment to Procedures for Engaging in Derivatives Trading.

Resolution: Approved without dissent upon inquiry by the Chairman.

4. Amendment to Procedures for Acquisition and Disposal of Assets.

Resolution: Approved without dissent upon inquiry by the Chairman.

5. Amendment to Articles of Incorporation.

Resolution: Approved without dissent upon inquiry by the Chairman.

6. Election of Company Directors and Supervisors.

Election Results: The list of the newly elected director is attached herewith.

Title	Shareholder No. / ID No.	Name	Votes Received
Director	2	Ms. Lee, Judy	307,547,910
Director	1	Mr. Ho, Tony	306,896,910
Director	40	Ms. Ho, Robin	296,288,445
Director	D12089****	Mr. Huang, Hsin-Hsien	294,072,910
Director	111704	Property Co., Ltd.* Representative: Ms. Lee, Ai-Chen	283,397,910
Director	111704	Property Co., Ltd.* Representative: Mr. Huang, Chung-Hsing	283,397,910
Director	111704	Property Co., Ltd.* Representative: Ms. Jaclyn Tsai	283,397,910
Supervisor	69749	Tsai-Chi Co., Ltd. Representative: Mr. Lai, Yung-Chi	293,571,415
Supervisor	69749	Tsai-Chi Co., Ltd. Representative: Mr. Liao, Hsueh-Hsing	293,571,415

7. Remove Non-competition Clause for Newly Board Members and their Representatives.

Resolution: Approved without dissent upon inquiry by the Chairman.



Questions and Motions

Adjournment