

## **Wistron Corporation** **Stock Ownership Guidelines**

Wistron Corporation (“Wistron”) believes that Wistron’s senior management should own and hold shares of Wistron to further align their interests and actions with the interests of Wistron’s shareholders. To meet this objective, Wistron’s Board of Directors (“BOD”) has established this Stock Ownership Guidelines (“Guidelines”) to promote Wistron’s commitment to sound corporate governance.

### Article 1 Scope of Covered Individuals

The Covered Individuals of this guideline are the managers who have been appointed in accordance with the Letter of Tai-Cai-Zheng-San-Zi No. 0920001301 and approved by the board of directors.

### Article 2 Minimum standard number of stock ownership

Covered Individuals under the Guidelines are expected to own and hold 200,000 shares of Wistron’s shares. Stock ownership levels should be achieved by each Covered Individuals within the later of

- (i) three years of the adoption of this Guidelines and/or subsequent amendments thereto, or
- (ii) three years after being first included as a Covered Individual.

### Article 3 The Calculation of standard number of stock ownership and Compliance

Shares of stock that count toward satisfaction of applicable level under the Guidelines include the following:

1. Common stocks owned outright by the Covered Individual, those held jointly with his/her spouse, and/or those held by his/her spouse, minor children, and held by him/her under others’ names;
2. Unvested restricted stocks for employees;
3. Vested stock option; and
4. Treasury shares for employees to subscribe.

Once a Covered Individual’s stock ownership satisfies the applicable level under the Guidelines, such minimum level of stock ownership is expected to be maintained for as long as the Covered Individual is subject to the Guidelines.

If a Covered Individual fails to comply with the Guidelines, BOD may take any one or more of the following actions,

1. Pay future variable compensation in the form of stock reward, including but not limited to Wistron’s common stocks, Wistron’s stock option and restricted stocks for employees; or
2. Require a Covered Individual to acquire Wistron’s common stocks no less than a specified percentage of variable compensation obtained from Wistron; or
3. To the extent permitted by applicable law, retain a Covered Individual’s variable compensation obtained from Wistron until his/her stock ownership satisfies the

applicable level under the Guidelines.

The term “variable compensation” shall mean any bonus or other performance-based compensation, which might include but not limited to compensation distributed to employees according to Wistron’s Articles of Incorporation, annual performance bonus, stock options and restricted stocks for employees.

The Compensation Committee will evaluate the ownership status of Covered Individuals on a periodic basis.

In case of a Covered Individual’s financial hardship, the stock ownership requirements may be waived until the hardship no longer applies or such appropriate time as the the Chairman shall agree.

The interpretation of the Guidelines shall be determined by the Compensation Committee.

Article 4 The Guidelines shall take effect after having been discussed and approved by Wistron’s Compensation Committee and BOD.

The Guideline is enacted on May 6, 2022.