

## Wistron Coporation

### Board Meeting Resolution

	Date	Important Resolution
1st Board Meeting of 2019	2019.03.05	<ol style="list-style-type: none"> <li>1. Approval of the amendments to the “Articles of Incorporation”.</li> <li>2. Approval of the changes in Organization.</li> <li>3. Approval of the promotion of managers.</li> </ol>
2nd Board Meeting of 2019	2019.03.25	<ol style="list-style-type: none"> <li>1. Approval of the salary adjustment to the managers (excluding CSO) in 2019.</li> <li>2. Approval of the performance bonus budget to the managers (excluding CSO) in 2019.</li> <li>3. Approval of the compensation for employees and directors of 2018.</li> <li>4. Approval of the proposal of 2018 employees’ compensation payout ratio and amount to the managers (excluding CSO).</li> <li>5. Approval of the proposal of 2018 employees’ compensation payout ratio and amount to CSO.</li> <li>6. Approval of the salary adjustment to CSO in 2019.</li> <li>7. Approval of the performance bonus budget to CSO in 2019.</li> <li>8. Approval of the business plan of 2019.</li> <li>9. Approval of the business report of 2018.</li> <li>10. Approval of the parent-company-only and consolidate financial statements of 2018.</li> <li>11. Approval of the proposal for 2018 earnings distribution.</li> <li>12. Approval of issuance of new common shares for cash to sponsor issuance of GDR and/or issuance of new common shares for cash in public offering and/or issuance of new common shares for cash in private placement and/or issuance of new common shares for cash to sponsor issuance of GDR in private placement.</li> <li>13. Approval of the amendments to the “Procedures of Asset Acquisition and Disposal”.</li> <li>14. Approval of the amendments to the “Procedures Governing Loaning of Funds”.</li> <li>15. Approval of the amendments to the “Procedures Governing Endorsements and Guarantees”.</li> <li>16. Approval of the amendments to the “Rules and Procedures of Board of Directors Meeting”.</li> <li>17. Approval of the time, venue and agenda of 2019 general shareholders’ meeting.</li> <li>18. Approved KPMG as audit accountants in 2019.</li> <li>19. Approval of the changing of CPA for internal adjustments within the KPMG.</li> <li>20. Approval of the amendments to the “Corporate Governance Best Practice Principles” and designation of Company Secretary.</li> <li>21. Approval of Internal Control System Statement of 2018.</li> <li>22. Approve of the application for opening an Offshore Banking Account with Bank of Communications.</li> <li>23. Approve of the application for bank facility.</li> </ol>

	Date	Important Resolution
		24. Approval of increase or decrease amount of endorsements and guarantees.
3rd Board Meeting of 2019	2019.05.10	<ol style="list-style-type: none"> <li>1. Approval of re-review the proposal for transferring treasury stocks to the managers (excluding CSO) which has resolved in 2nd Board Meeting of 2018.</li> <li>2. Approval of the adjustment of proposal for transferring treasury stocks to CSO which has resolved in 2nd Board Meeting of 2018.</li> <li>3. Approval of consolidated financial statements of 2019Q1.</li> <li>4. Approval of acquiring or disposing of equipment held for business use with subsidiaries.</li> <li>5. Approval of the application of AR factoring from Chang Hwa Bank.</li> <li>6. Approve of the application for bank facility.</li> <li>7. Approval of increase or decrease amount of endorsements and guarantees.</li> <li>8. Withdrawal of the amendments to the "The 1st Rules on Transfer Repurchased Shares to Employees for 2016."</li> </ol>
4th Board Meeting of 2019	2019.06.12	<ol style="list-style-type: none"> <li>1. Approval of making a loan to Wistron InfoComm Manufacturing (India) Private Limited.</li> <li>2. Approval of election the Vice Chairman of the Company.</li> </ol>
5th Board Meeting of 2019	2019.08.12	<ol style="list-style-type: none"> <li>1. Approval of the performance bonus to managers (excluding CSO) in 2019 first half of the year.</li> <li>2. Approval of the performance bonus to CSO in 2019 first half of the year.</li> <li>3. Approval of the non-independent directors' compensation of 2018.</li> <li>4. Approval of consolidated financial statements of 2019Q2.</li> <li>5. Approval of the new appointment of Internal Audit Officer.</li> <li>6. Approval of the cancellation of the 1st treasury shares of year 2016 and the record date of capital reduction.</li> <li>7. Approval of the amendments to the "Internal Control Systems".</li> <li>8. Approval of the amendments to the "Internal Control Systems of Shareholder Services Units".</li> <li>9. Approval of the amendments to the "Procedures for Handling Charitable Donations or Sponsorships".</li> <li>10. Approval of the amendments to the "Procedures of the budget management".</li> <li>11. Approval of acquiring or disposing of equipment held for business use with subsidiaries.</li> <li>12. Approve of the application for bank facility.</li> <li>13. Approval of increase or decrease amount of endorsements and guarantees.</li> </ol>
6th Board Meeting of 2019	2019.11.12	<ol style="list-style-type: none"> <li>1. Approval of consolidated financial statements of 2019Q3.</li> <li>2. Approval of the authorization within US\$20,000 thousand to negotiate the land right-of-use for setting up a factory in Vietnam.</li> <li>3. Approval of the subsidiary Wistron Mexico S.A. de C.V. intends to split some assets to Wistron InfoComm (Mexico) S.A. de C.V., and will reduce the capital.</li> <li>4. Approval of acquiring or disposing of equipment held for</li> </ol>

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		<p>business use with subsidiaries.</p> <p>5. Approve of the application for bank facility.</p> <p>6. Approval of increase or decrease amount of endorsements and guarantees.</p>
7th Board Meeting of 2019	2019.12.19	<p>1. Approval of the performance bonus to managers (excluding CSO) in 2019 second half of the year.</p> <p>2. Approval of the performance bonus to CSO in 2019 second half of the year.</p> <p>3. Approval of the proposal of Employee Stock Ownership Trust to managers.</p> <p>4. Approval of the new investment of US45 million in Wistron InfoComm (Vietnam) Co., Ltd. (WVN). and the investment proposal of WVN in 6.3 trillion (about US\$274million)</p> <p>5. Approval of the amendments to the “Ethical Corporate Management Best Practice Principles”.</p> <p>6. Approval of the amendments to the “Rules for Board of Directors Performance Assessments” and change the name to “Rules for Board of Directors and functional committee Performance Assessments”</p> <p>7. Approval of the establishment of Corporate Sustainability Committee and the amendments to the “Corporate Social Responsibility Best Practice Principles”.</p> <p>8. Approval of newly establishment of Nominating Committee and setting “Nominating Committee Charter”.</p> <p>9. Approval of 2020 Annual Audit Plans.</p> <p>10. Approval of opening a free trade zone bank account in Free Trade Zone Business Management Center of Nanjing Bank, and a NRA account in Suzhou Branch, for the business of FI trade re-financing under T/T and L/C issuance.</p> <p>11. Approval of acquiring or disposing of equipment held for business use with subsidiaries.</p> <p>12. Approve of the application for bank facility.</p> <p>13. Approval of increase or decrease amount of endorsements and guarantees.</p>