

Wistron Coporation

Board Meeting Resolution

	Date	Important Resolution
1st Board Meeting of 2020	2020.03.24	<ol style="list-style-type: none"> 1. Approval of the compensation for employees and directors of 2019. 2. Approval of the salary adjustment to the managers (excluding CSO) in 2020. 3. Approval of the performance bonus budget to the managers (excluding CSO) in 2020. 4. Approval of the proposal of 2019 employees' compensation payout ratio and amount to the managers (excluding CSO). 5. Approval of the proposal of 2019 employees' compensation payout ratio and amount to CSO. 6. Approval of the salary adjustment to CSO in 2020. 7. Approval of the performance bonus budget to CSO in 2020. 8. Approval of the investment in Wistron InfoComm Technology (Texas) Corporation through Wistron LLC. 9. Approval of the investment in Wistron Medical Tech Holding Company 10. Approval of making a loan to Wistron Technology (Malaysia) Sdn. Bhd. 11. Approval of the business plan of 2020. 12. Approval of the business report of 2019. 13. Approval of the parent-company-only and consolidated financial statements of 2019. 14. Approval of the proposal for 2019 earnings distribution. 15. 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. 16. Approval of issuance of restricted stock awards to key employees. 17. Approval of the amendments to the "Articles of Incorporation". 18. Approval of the amendments to the "Rules and Procedures of Shareholders' Meeting". 19. Approval of the time, venue and agenda of 2020 general shareholders' meeting. 20. Approval of the amendments to the "Corporate Governance Best Practice Principles". 21. Approval of the amendments to the "Rules for Board of Directors and Function Committee Performance Assessments". 22. Approval of the amendments to the "Rules and Procedures of Board of Directors Meeting". 23. Approval of the amendments to the "Audit Committee Charter".

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		<ul style="list-style-type: none"> 24. Approval of the amendments to the "Compensation Committee Charter". 25. Approval of setting "ESG Committee Charter". 26. Approval of setting "Tax Strategy". 27. Approved KPMG as audit accountants in 2020. 28. Approval of Internal Control System Statement of 2019. 29. Approval of acquiring or disposing of equipment held for business use with subsidiaries. 30. Approval of the application of AR factoring from Chang Hwa Bank. 31. Approve of the application for bank facility. 32. Approval of increase or decrease amount of endorsements and guarantees. 33. Approval of the repurchasing of the company's shares and transfer to employee share.
2nd Board Meeting of 2020	2020.05.13	<ul style="list-style-type: none"> 1. Approval of consolidated financial statements of 2020Q1. 2. Approval of the amendments to the "The Rules of 1st Repurchase of the Company's Shares Transferred to Employees in 2020". 3. Approval of the amendments to the "Nominating Committee Charter". 4. Approval of the Chairman is authorized to deal with the relevant contingency matters to the 2020 Annual General Shareholders Meeting depending on the impact of the COVID-19. 5. Approval of acquiring or disposing of equipment held for business use with subsidiaries. 6. Approval of the application of AR factoring from Standard Chartered Bank or DBS Bank Ltd. Taipei Branch or DBS Bank (Taiwan) Limited. 7. Approve of the application for bank facility. 8. Approval of increase or decrease amount of endorsements and guarantees.
3rd Board Meeting of 2020	2020.07.17	<ul style="list-style-type: none"> 1. Approval of Wistron's subsidiary Win Smart Co., Ltd. intends to sell 100% of the ownership of Wistron InfoComm Manufacturing (Kunshan) Co., Ltd. ("WEKS") and Wistron Investment (Jiangsu) Co., Ltd. to Luxshare Group. 2. Approval of acquiring or disposing of equipment held for business use with subsidiaries. 3. Approve of the application for bank facility. 4. Approval of increase or decrease amount of endorsements and guarantees.
4th Board Meeting of 2020	2020.08.12	<ul style="list-style-type: none"> 1. Approval of the performance bonus to managers (excluding CSO) in 2020 first half of the year. 2. Approval of the proposal for transferring treasury stocks to the managers (excluding CSO). 3. Approval of the performance bonus to CSO in 2020 first half of the year. 4. Approval of the proposal for transferring treasury stocks to CSO. 5. Approval of the non-independent directors' compensation of

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		<p>2019.</p> <ol style="list-style-type: none"> 6. Approval of consolidated financial statements of 2020Q2. 7. Approved the proposal for adjustment of important positions of the Company's managers. 8. Approval of the investment in Wistron Digital Technology Holding Company. 9. Approval of the investment in Wistron Technology (Malaysia) Sdn. Bhd.; and WSSG intends to invest within a limit of not more than US\$77,000 thousand. 10. Approval of the investment in Wistron InfoComm Manufacturing (India) Private Limited through SMS InfoComm (Singapore) Pte. Ltd.; and WMMI intends to invest within a limit of not more than US\$74,800 thousand. 11. Approval of making a loan to Wistron InfoComm Manufacturing (India) Private Limited. 12. Approval of the standard to determine the materiality of major overdue accounts that will be regarded as a disguised financing. 13. Approval of the amendments to the "Internal Control Systems of Shareholder Services Units". 14. Approval of the application of AR factoring from MUFG Bank, Ltd., Taipei Branch. 15. Approve of the application for bank facility. 16. Approval of increase or decrease amount of endorsements and guarantees.
5th Board Meeting of 2020	2020.11.12	<ol style="list-style-type: none"> 1. Approval of re-review the proposal for transferring treasury stocks to the managers (excluding CSO) which has resolved in 1st Board Meeting of 2020. 2. Approval of re-review the proposal for transferring treasury stocks to the CSO which has resolved in 1st Board Meeting of 2020. 3. Approval of consolidated financial statements of 2020Q3. 4. Approval of the investment of US\$29,000 thousand in Cowin Worldwide Corporation 5. Approval of the investment of US\$28,000 thousand in Wistron InfoComm Technology (Texas) Corporation through Wistron LLC. 6. Approval of signing the Share Purchase Agreement with Luxshare Group. 7. Approval of acquisition of real property right-of-use assets from United Renewable Energy Co., Ltd. 8. Approval of acquisition superficies rights of zone (1) inside the International AI Park from Hsinchu County Government 9. Approval of setting "The Rules for issuance Restricted Stock Awards in 2020". 10. Approval of the amendments to the "Rules of Management Seals". 11. Approval of the amendments to the "Procedures of Management for preparation of financial statements". 12. Approval of acquiring or disposing of equipment held for business use with subsidiaries.

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		<p>13. Approval of the application of AR factoring from Mizuho Bank, Ltd., Taipei Branch.</p> <p>14. Approval of the application of AR factoring from Sumitomo Mitsui Banking Corporation, Taipei Branch.</p> <p>15. Approval of opening a bank account and related international trade financing business in Zhongshan Branch of Industrial and Commercial Bank of China.</p> <p>16. Approve of the application for bank facility.</p> <p>17. Approval of increase or decrease amount of endorsements and guarantees.</p>
6th Board Meeting of 2020	2020.12.23	<p>1. Approval of the performance bonus to managers (excluding CSO) in 2020 second half of the year.</p> <p>2. Approval of the allocated list and quantity proposal of Restricted Stock Awards in 2020.</p> <p>3. Approval of the performance bonus to CSO in 2020 second half of the year.</p> <p>4. Approval of making a loan to Wistron InfoComm (Philippines) Corporation.</p> <p>5. Approval of 2021 Annual Audit Plans.</p> <p>6. Approval of setting "Risk Management Policy and Procedure".</p> <p>7. Approval of the amendments to the "Corporate Social Responsibility Best Practice Principles".</p> <p>8. Approval of the amendments to the "ESG Committee Charter".</p> <p>9. Approval of disposing the shares of Optiemus Electronics Limited to OPTIEMUS INFRACOM LIMITED.</p> <p>10. Approval of acquiring or disposing of equipment held for business use with subsidiaries.</p> <p>11. Approval of the application for a perpetual linked loan to Singapore Commercial Bank DBS, Taipei Branch.</p> <p>12. Approval of the application of AR factoring from Crédit Agricole CIB.</p> <p>13. Approval of the application for US\$360 million Syndication Loan leaded by Mega International Commercial Bank.</p> <p>14. Approval of opening a bank account and related international trade financing business in Chongqing Yubei Branch and Kunshan Branch of Industrial and Commercial Bank of China.</p> <p>15. Approve of the application for bank facility.</p> <p>16. Approval of increase or decrease amount of endorsements and guarantees.</p>