

# Wistron Coporation

## Board Meeting Resolution

Date	Important Resolution
2022.03.16	<ol style="list-style-type: none"> <li>1. Approval of the compensation for employees and directors of 2021.</li> <li>2. Approval of the proposal of 2021 employees' compensation payout ratio and amount to the managers (excluding CSO).</li> <li>3. Approval of the salary adjustment to the managers (excluding CSO) in 2022.</li> <li>4. Approval of the performance bonus budget to the managers (excluding CSO) in 2022.</li> <li>5. Approval of the proposal of 2021 employees' compensation payout ratio and amount to CSO.</li> <li>6. Approval of the salary adjustment to CSO in 2022.</li> <li>7. Approval of the performance bonus budget to CSO in 2022.</li> <li>8. Approval of the business plan of 2022.</li> <li>9. Approval of the business report of 2021.</li> <li>10. Approval of the parent-company-only and consolidated financial statements of 2021.</li> <li>11. Approval of the proposal for 2021 earnings distribution.</li> <li>12. Approval of acquisition machinery equipment within NT\$522 million for business development and strategic planning needs.</li> <li>13. 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>14. Approval of the amendments to the "Articles of Incorporation".</li> <li>15. Approval of the amendments to the "Procedures of Asset Acquisition and Disposal".</li> <li>16. Approval of the time, venue, method and agenda of 2022 general shareholders' meeting.</li> <li>17. Approval of the amendments to the "Authorized limit for engaging in derivative transactions".</li> <li>18. Approval of the amendments to the "Code of Conduct".</li> <li>19. Approval of committing to join Science Based Targets Initiative (SBTi).</li> <li>20. Approval of the promotion of managers.</li> <li>21. Approval of assigning KPMG as audit accountants in 2022.</li> <li>22. Approval of Internal Control System Statement of 2021.</li> <li>23. Approval of acquiring or disposing of equipment held for business use with subsidiaries.</li> <li>24. Approval of the application of AR factoring from Chang Hwa Commercial Bank, Ltd.</li> <li>25. Approval of opening a bank account and related international trade financing business in Bank of Communications, Suzhou Branch.</li> <li>26. Approve of the application for bank facility.</li> <li>27. Approval of increase or decrease amount of endorsements and guarantees.</li> </ol>
2022.03.18	A proposal to dispose maximum 8 million common shares of Wiwynn

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	through block trade.
2022.05.06	<ol style="list-style-type: none"> <li>1. Approval of consolidated financial statements of 2022Q1.</li> <li>2. Approval of increase the capital expenditure budget of constructing a factory and building in the International AI Park from Hsinchu County Government.</li> <li>3. Approval of the amendments to the “Rules and Procedures of Shareholders' Meeting”.</li> <li>4. Approval of the amendments to the “ESG Committee Charter”.</li> <li>5. Approval of setting Wistron’s “Stock Ownership Guidelines”.</li> <li>6. Approval of the cancellation of part of New Restricted Employee Shares and the record date of capital reduction.</li> <li>7. Approval of the proposal on the allocation ratio of the operating fund for "Wistron Foundation".</li> <li>8. Approval of acquiring or disposing of equipment held for business use with subsidiaries.</li> <li>9. Approval of the application sustainability-linked loan for AR factoring from ING Bank N.V., Taipei Branch.</li> <li>10. Approval of opening a bank account and related international trade financing business in Bank of Communications, Sichuan Branch.</li> <li>11. Approve of the application for bank facility.</li> <li>12. Approval of increase or decrease amount of endorsements and guarantees.</li> </ol>
2022.08.05	<ol style="list-style-type: none"> <li>1. Approval of the performance bonus to managers (excluding CSO) in 2022 first half of the year.</li> <li>2. Approval of the performance bonus to CSO in 2022 first half of the year.</li> <li>3. Approval of the non-independent directors' compensation of 2021.</li> <li>4. Approval of consolidated financial statements of 2022Q2.</li> <li>5. Approval of signing the letter of intent for office leasing with the subsidiary and approved the interior construction budget.</li> <li>6. Approval of acquiring of real property right-of-use assets from AmTRAN Technology Co., Ltd.</li> <li>7. Approval of signing the 20-year power purchasing agreements of renewable energy.</li> <li>8. Approval of the amendments to the “Internal Control Systems of Shareholder Services Units”.</li> <li>9. Approval of the cancellation of part of New Restricted Employee Shares and the record date of capital reduction.</li> <li>10. Approval of acquiring or disposing of equipment held for business use with subsidiaries.</li> <li>11. Approval of the application of AR factoring from MUFG Bank, Ltd., Taipei Branch.</li> <li>12. Approval of the application of AR factoring from Standard Chartered Bank.</li> <li>13. Approval of opening a bank account and related international trade financing business at the Chengdu Shuangliu Sub-branch of Agricultural Bank of China.</li> <li>14. Approval of opening a bank account and related international trade financing business at the High-tech Zone Sub-branch of China Construction Bank Co., Ltd. Kunshan Branch.</li> <li>15. Approve of the application for bank facility.</li> </ol>

Date	Important Resolution
	16. Approval of increase or decrease amount of endorsements and guarantees.
2022.11.04	<ol style="list-style-type: none"> <li>1. Approval of consolidated financial statements of 2022Q3.</li> <li>2. Approval of the investment of NT\$1,000 million in WiSuccess Asset Management Corporation.</li> <li>3. Approval of making a loan to Kaohsiung Opto-Electronics Inc.</li> <li>4. Approval of the amendments to the “Rules and Procedures of Board of Directors Meeting”.</li> <li>5. Approval of setting Wistron’s “Non-Assurance Services Pre-approval Policy”.</li> <li>6. Approval of the cancellation of part of New Restricted Employee Shares and the record date of capital reduction.</li> <li>7. Approval of acquiring or disposing of equipment held for business use with subsidiaries.</li> <li>8. Approval of the application sustainability-linked loan for AR factoring from Sumitomo Mitsui Banking Corporation, Taipei Branch.</li> <li>9. Approve of the application for bank facility.</li> <li>10. Approval of increase or decrease amount of endorsements and guarantees.</li> </ol>
2022.12.22	<ol style="list-style-type: none"> <li>1. Approval of the performance bonus to managers (excluding CSO) in 2022 second half of the year.</li> <li>2. Approval of the performance bonus to CSO in 2022 second half of the year.</li> <li>3. Approval of the fulfillment of the first vested conditions and the number of shares that can be received by managers who are allocated New Restricted Employee Shares issued in 2021.</li> <li>4. Approval of the proposal for adjustment of important positions of the Company’s managers.</li> <li>5. Approval of the change of Accounting Officer.</li> <li>6. Approval of the promotion of managers.</li> <li>7. Approval of 2023 Annual Audit Plans.</li> <li>8. Approval of the amendments to the “Internal Control Systems” and Internal Control Operation Cycles and other control operation.</li> <li>9. Approval of setting “Procedure for preparation and validation of the Sustainability report”.</li> <li>10. Approval of the amendments to the “Risk Management Policy and Procedure”.</li> <li>11. Approval of setting “Procedure for handling material inside information”.</li> <li>12. Approval of the amendments to the “Procedures for Preventing Insider Trading”.</li> <li>13. Approval of the amendments to the “Procedures of the receipt and use of negotiable instruments”.</li> <li>14. Approval of the amendments to the “Procedures of budget management”.</li> <li>15. Approval of the amendments to the “Procedures of supervision and management of subsidiaries”.</li> <li>16. Approval of setting “Procedures of tax policy and management” to replace the original "Tax Policy".</li> <li>17. Approval of signing a joint credit contract with a joint credit bank consortium organized.</li> </ol>

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	<ol style="list-style-type: none"><li data-bbox="379 199 1428 271">18. Approval of opening a FTN and NRA bank account with Shanghai branch and Suzhou Branch of ZheShang Bank Co., Ltd.</li><li data-bbox="379 275 1428 347">19. Approval of opening a FTN and NRA bank account with Haikou Branch and Chongqing Branch of China Merchants Bank Co.,Ltd.</li><li data-bbox="379 351 1038 383">20. Approve of the application for bank facility.</li><li data-bbox="379 387 1337 459">21. Approval of increase or decrease amount of endorsements and guarantees.</li></ol>