

# Wistron Coporation

## Board Meeting Resolution

Date	Important Resolution
2024.03.12	<ol style="list-style-type: none"> <li>1. Approved the appointment of members of 5th Compensation Committee.</li> <li>2. Approved the appointment of members of 2nd ESG Committee.</li> <li>3. Approved the candidate nomination of the 10th Directors, including Independent Directors.</li> </ol>
2024.03.12	<ol style="list-style-type: none"> <li>1. Approved the compensation for employees and directors of 2023.</li> <li>2. Approved the proposal of 2023 employees' compensation payout ratio and amount to the managers (excluding CSO).</li> <li>3. Approved the salary adjustment to the managers (excluding CSO) in 2024.</li> <li>4. Approved the performance bonus budget to the managers (excluding CSO) in 2024.</li> <li>5. Approved the proposal of 2023 employees' compensation payout ratio and amount to CSO.</li> <li>6. Approved the salary adjustment to CSO in 2024.</li> <li>7. Approved the performance bonus budget to CSO in 2024.</li> <li>8. Approved the business plan of 2024.</li> <li>9. Approved the business report of 2023.</li> <li>10. Approved the parent-company-only and consolidated financial statements of 2023.</li> <li>11. Approved the cancellation of part of New Restricted Employee Shares and the record date of capital reduction.</li> <li>12. Approved the proposal for 2023 earnings distribution.</li> <li>13. Approve the election of the 10th Directors, including Independent Directors.</li> <li>14. Approved the release of the prohibition on newly-elected directors and their corporate representatives from participation in competitive business by shareholder meeting.</li> <li>15. Approved the 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>16. Approved the amendments to the "Articles of Incorporation".</li> <li>17. Approved to convene 2024 general shareholders' meeting.</li> <li>18. Approved to establish Hsinchu branch office.</li> <li>19. Approved to assign KPMG as audit accountants in 2024.</li> <li>20. Approved the Internal Control System Statement of 2023.</li> <li>21. Approved the acquirement or disposal of equipment held for business use with subsidiaries.</li> <li>22. Approved the application for bank facility.</li> <li>23. Approved the increase or decrease items of endorsements and guarantees.</li> </ol>
2024.04.03	<ol style="list-style-type: none"> <li>1. Approved the acquirement of the superficial rights of land located at Tanmei Section, Neihu District, Taipei City.</li> <li>2. Approved to release the non-competition restrictions on managers.</li> </ol>
2024.05.10	<ol style="list-style-type: none"> <li>1. Approved the consolidated financial statements of 2024Q1.</li> </ol>

Date	Important Resolution
	<ol style="list-style-type: none"> <li>2. Approved the merge between SMS (Kunshan) Co., Ltd. and Wistron InfoComm Technology Service (Kunshan) Co., Ltd.</li> <li>3. Approved to increase the capital expenditure budget for building improvements and acquiring machinery and equipment at the Hukou Plant.</li> <li>4. Approved the investment of US\$15.5 million in Alpha EMS Corporation.</li> <li>5. Approved the cancellation of part of New Restricted Employee Shares and the record date of capital reduction.</li> <li>6. Approved the amendments to the "Rules and Procedures of Board of Directors Meeting".</li> <li>7. Approved the amendments to "Audit Committee Charter".</li> <li>8. Approved the amendments to "ESG Committee Charter".</li> <li>9. Approved the amendments to "Sustainable Development Best Practice Principles".</li> <li>10. Approved the amendments to the "Procedure for preparation and validation of the Sustainability report" and changed name to "Procedure for preparation and assurance of the Sustainability report".</li> <li>11. Approved the amendments to "Rules for Board of Directors and Function Committee Performance Assessments".</li> <li>12. Approved the changes in the Company's organization.</li> <li>13. Approved the acquirement or disposal of equipment held for business use with subsidiaries.</li> <li>14. Approved the application of AR factoring from Taipei Fubon Commercial Bank.</li> <li>15. Approved the application for bank facility.</li> <li>16. Approved the increase or decrease items of endorsements and guarantees.</li> </ol>
2024.05.30	<ol style="list-style-type: none"> <li>1. The Board of Directors elected Mr. Simon Lin as the Chairman.</li> <li>2. Approved the appointment of members of 3rd Nominating Committee.</li> </ol>
2024.06.26	<ol style="list-style-type: none"> <li>1. Approved the acquirement of common shares of META Green Cooling technology Co., Ltd.</li> <li>2. Approved the application for bank facility.</li> </ol>
2024.07.04	<ol style="list-style-type: none"> <li>1. Approved the appointment of members of 6th Compensation Committee.</li> <li>2. Approved the appointment of members of 3rd ESG Committee.</li> <li>3. Approved the cancellation of part of New Restricted Employee Shares and the record date of capital reduction.</li> </ol>
2024.08.12	<ol style="list-style-type: none"> <li>1. Approved the performance bonus to managers (excluding CSO) in 2024 first half of the year.</li> <li>2. Approved the performance bonus to CSO in 2024 first half of the year.</li> <li>3. Approved the non-independent directors' compensation of 2023.</li> <li>4. Approved the consolidated financial statements of 2024Q2.</li> <li>5. Approved the capital expenditure budget for building improvements and acquiring machinery and equipment at the Hukou Plant.</li> <li>6. Approved the investment of US\$72 million in SMS Infocomm Corporation.</li> <li>7. Approval of the proposal on the allocation ratio of the operating fund for "Wistron Foundation".</li> <li>8. Approved the change of the Company's registered business address.</li> <li>9. Approved the Sustainability Report of 2023.</li> <li>10. Approved the setting of "Sustainable Materials Policy".</li> <li>11. Approved the setting of "Sustainable Procurement Policy".</li> <li>12. Approved the amendment of "Environmental &amp; Energy and Ecological</li> </ol>

Date	Important Resolution
	<p>Conservation Policy” and changed the name to” Environmental Policy”, and setting of “Nature and Biodiversity &amp; No Deforestation Policy”.</p> <p>13. Approved the amendments to “Code of Conduct”.</p> <p>14. Approved the commitment to registers as a TNFD Adopter.</p> <p>15. Approved the amendments to “Stock Ownership Guidelines”.</p> <p>16. Approved the amendments to “Internal Control Systems of Shareholder Services Units”.</p> <p>17. Approved the acquirement or disposal of equipment held for business use with subsidiaries.</p> <p>18. Approved to open a bank account and related international trade financing business at China Construction Bank Corporation Macau Branch.</p> <p>19. Approved to open a bank account and related international trade financing business at Industrial Bank Co., Ltd., Shanghai Branch.</p> <p>20. Approved the application for bank facility.</p> <p>21. Approved the increase or decrease items of endorsements and guarantees.</p>
2024.11.11	<p>1. Approved the consolidated financial statements of 2024Q3.</p> <p>2. Approved the capital expenditure budget for building improvements and acquiring machinery and equipment in the International AI Park from Hsinchu County Government .</p> <p>3. Approved the changes in the Company's organization.</p> <p>4. Approved the amendments to “Non-Assurance Services for accountant Pre-approval Policy”.</p> <p>5. Approved the cancellation of part of New Restricted Employee Shares and the record date of capital reduction.</p> <p>6. Approved the acquirement or disposal of equipment held for business use with subsidiaries.</p> <p>7. Approved to open a bank account and related international trade financing business at Ping An Bank Co., Ltd., Haikou Branch and Hong Kong Branch.</p> <p>8. Approved the application of AR factoring from Banco Bilbao Vizcaya Argentaria Taipei Branch.</p> <p>9. Approved the application for bank facility.</p> <p>10. Approved the increase or decrease items of endorsements and guarantees.</p>
2024.12.20	<p>1. Approved the performance bonus to managers (excluding CSO) in 2024 second half of the year.</p> <p>2. Approved of the performance bonus to CSO in 2024 second half of the year.</p> <p>3. Approved of the fulfillment of the second vested conditions and the number of shares that can be received by managers who are allocated New Restricted Employee Shares issued in 2021.</p> <p>4. Approved the investment in ICT Service Management Solutions (India) Private Limited through SMS InfoComm (Singapore) Pte. Ltd.</p> <p>5. Approved to amend the establishment capital to US\$16.5 million of Wistron Property (Vietnam) Co., Ltd. and to obtain the land use rights from Kim Bang Industrial Zone Company Limited to build up the employee dormitories.</p> <p>6. Approved to sign a renewable energy procurement contract.</p> <p>7. Approved the amendments to the “Internal Control Systems” and Internal</p>

Date	Important Resolution
	<p>Control Operation Cycles and other control operation.</p> <p>8. Approved the amendments to the “Internal Audit Implementation Rules”.</p> <p>9. Approved the amendments to the “Procedure for Making Changes in Accounting Policies and Valuation” and changed name to “Procedure for Making Changes in Accounting Policies and Estimates”.</p> <p>10. Approved the amendments to the “Procedure of Implementation of Authorization and Deputy Systems”.</p> <p>11. Approved the 2025 Annual Audit Plans.</p> <p>12. Approved the cancellation of part of New Restricted Employee Shares and the record date of capital reduction.</p> <p>13. Approved the acquirement or disposal of equipment held for business use with subsidiaries.</p> <p>14. Approved to open a bank account and related international trade financing business at United Overseas Bank (China) Limited Shanghai Branch and United Overseas Bank Hong Kong Branch.</p> <p>15. Approved the application for bank facility.</p> <p>16. Approved the increase or decrease items of endorsements and guarantees.</p>