

Wistron Information Technology and Services Corporation

Major resolutions of Board of Directors in 2019

Meeting	Date	Important resolution
1st Board Meeting of 2019	2019/03/22	1. Approval of the distribution of employees' profit sharing bonus and directors' remuneration of 2018.
		2. Approval of the performance bonus budget to managers in 2019.
		3. Approval of the business plan of 2019.
		4. Approval of the business report of 2018.
		5. Approval of the parent-company only and consolidated financial statements of 2018.
		6. Approval of the proposal for 2018 earnings distribution.
		7. Approval of the capitalization of part of 2018 profits through issuance of new shares.
		8. Approval of amendments to the "Articles of Incorporation".
		9. Approval of amendments to the "Procedures for Acquisition and Disposal of Assets".
		10. Approval of amendments to the "Procedures for Governing Loaning of Funds".
		11. Approval of amendments to the "Procedures for Governing Endorsements and Guarantees".
		12. Approval of the election of the 13th Directors, including Independent Directors.
		13. Approval of the candidate nomination of the 13th Directors, including Independent Directors
		14. Approval of the release of the prohibition on newly-elected directors and their corporate representatives from participation in competitive business by shareholder meeting.
		15. Approval of the time, venue and agenda of 2020 general shareholders' meeting.
		16. Approval of appointing KPMG as audit CPAs in 2019.
		17. Approval of Statement on Internal Control of 2018.
		18. Approval of increase or decrease amount of endorsements and guarantees.
2nd Board Meeting of 2019	2019/05/09	1. Approval of 2018 directors' remuneration payout amount to directors.
		2. Approval of 2018 employees' profit sharing payout ratio and amount to managers.
		3. Approval of adoption to "Rules for Distribution Employees' Profit Sharing Bonus to the Employees of Subsidiaries"
		4. Approval of consolidated financial statements of 2019Q1.
		5. Approval of amendments to the "Rules and Procedures of Board of Directors Meeting".
		6. Approval of amendments to the "Articles of Incorporation".
3rd Board Meeting of 2019	2019/06/24	1. Approval of Mr. Ching Hsiao as the Chairman by the Board of Directors.
		2. Approval of appointment of the members of 4th Compensation Committee.
4th Board Meeting of 2019	2019/07/18	1. Approval of change of the Company's registered office address.
		2. Approval of ex-rights and exdividend record date of year 2019.
5th Board Meeting of 2019	2019/08/08	1. Approval of consolidated financial statements of 2019Q2.
		2. Approval of the application for bank facility.
		3. Approval of increase or decrease amount of endorsements and guarantees.

Meeting	Date	Important resolution
6th Board Meeting of 2019	2019/11/08	1. Approval of consolidated financial statements of 2019Q3.
		2. Approval of 2020 Annual Audit Plans.
		3. Approval of the application for bank facility.
		4. Approval of increase or decrease amount of endorsements and guarantees.
7th Board Meeting of 2019	2019/12/20	1. Approval of revision of 2020 Annual Audit Plans
		2. Approval of year-end bonus to managers in 2019.
		3. Approval of promoting Accounting Officer Phoebe Chang as Vice President.
		4. Approval of amendments to the “Rules and Procedures for Board of Directors and Functional Committees Performance Assessments”
		5. Approval of amendments to the “Rules for Revenue Recognition and Accounts Payable (Including Contract Assets) Management”
		6. Approval of amendments to the “Rules for Management of the Use of Sign and Seals.”
		7. Approval of increase or decrease amount of endorsements and guarantees.