

# Wistron Information Technology and Services Corporation

## Major resolutions of Board of Directors in 2020

Meeting	Date	Important resolution
1st Board Meeting of 2020	2020.03.27	1. Approval of the distribution of employees' profit sharing bonus and directors' remuneration of 2019.
		2. Approval of the performance bonus budget to managers (not including CEO) in 2020.
		3. Approval of the performance bonus budget to CEO in 2020.
		4. Approval of the business plan of 2020.
		5. Approval of the business report of 2019.
		6. Approval of the parent company only and consolidated financial statements of 2019.
		7. Approval of the proposal for distribution of 2019 profits
		8. Approval of shares repurchased to transfer to employees.
		9. Approval of amendments to the "Articles of Incorporation".
		10. Approval of amendments to the "Rules of Procedure for Shareholders Meetings."
		11. Approval of amendments to the "Procedures for Acquisition and Disposal of Assets."
		12. Approval of amendments to the "Accounting Principal."
		13. Approval of amendments to the "Rules for Preparation of Financial Statements"
		14. Approval of the time, venue and agenda of 2020 annual shareholders meeting.
		15. Approval of appointing KPMG as audit CPAs in 2020.
		16. Approval of Statement on Internal Control of 2019.
		17. Approval of increase or decrease amount of endorsements and guarantees.
2nd Board Meeting of 2020	2020.05.12	1. Approval of consolidated financial statements of 2020Q1.
		2. Approval of 2019 directors' remuneration payout amount to directors.
		3. Approval of 2019 employees' profit sharing payout ratio and amount to managers (not including CEO).
		4. Approval of 2019 employees' profit sharing payout ratio and amount to CEO.
		5. Approval of amendments to the "Rules and Procedures of Board of Directors Meeting"
		6. Approval of amendments to the "Corporate Governance Principles."
		7. Appointment of company secretary.
		8. Approval of amendments to the "Payment Principle for Compensation of Directors and Functional Committees"
		9. Approval of amendments to the "Compensation Committee Charter"
		10. Approval of amendments to the "Audit Committee Charter"
		11. Approval of the application for bank facility.
		12. Approval of authorization to Chairman to make any change in Shareholders Meeting due to COVID-19 epidemic prevention.
3rd Board Meeting of 2020	2020.06.22	1. Approval of change of internal audit officer.
		2. Approval of ex-dividend record date of year 2020.

Meeting	Date	Important resolution
4th Board Meeting of 2020	2020.08.11	1. Approval of consolidated financial statements of 2020Q2.
		2. Approval of amendments to the “Rules on the Supervision and Management of Subsidiaries”
		3. Approval of the application for bank facility.
		4. Approval of increase or decrease amount of endorsements and guarantees.
		5. Approval of standards for material delinquent receivables as loans of funds.
5th Board Meeting of 2020	2020.11.09	1. Approval of consolidated financial statements of 2020Q3.
		2. Approval of 2021 Annual Audit Plans.
		3. Approval of enacting the “Rules of Risk Management”.
		4. Approval of the application for bank facility.
6th Board Meeting of 2020	2020.12.21	1. Approval of year-end bonus to managers (not including CEO) in 2020.
		2. Approval of year-end bonus to CEO in 2020.
		3. Approval of restrucure to managers’ compensation (not including CEO) in 2021.
		4. Approval of restrucure to CEO’s compensation in 2021.
		5. Approval of establishment of Nominatting Committee and enacting the “Nominating Committee Charter”.
		6. Approval of amendments to the “Code of Integrity.”
		7. Approval of amendments to the “Corporate Social Responsibility Practice Principles.”