

CATCHER TECHNOLOGY CO., LTD

2015 ANNUAL SHAREHOLDERS' MEETING Minutes

(Translation)

DISCLAIMER:

For the convenience of readers, the procedure, agenda, attachments, resolutions, meeting minutes and appendix of CATCHER's Annual Shareholders' meeting have been translated into English from the original Chinese version prepared and used in Taiwan, the Republic of China. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language version shall prevail.

Time: 10:00 a.m., June 9, 2015

Place: 5F Banquet Hall B Tayih Landis Tainan Hotel.(No.660, Section 1, Shi-Men Road, Tainan City)

Total outstanding Catcher shares: 770,391,069 shares

Total shares represented by shareholders present in person or by proxy: 661,742,553 shares (including votes casted electronically of 509,070,810 shares)

Percentage of shares held by shareholders present in person or by proxy: 85.90%

Chairman: Shui- Shu Hung, the Chairman of the Board of Directors

Recorder: Chien-Hui Shen

Participants: Shui-Sung Hung, Director

Ming-Long Wang, Director

I-Shiung Chuang, Independent Director

Lih-Chyun Shu, Independent Director

Mon-Huan Lei, Independent Director

James Wu, Vice President

Hung- Ju Liao, Independent Auditor

The aggregate shareholding of the shareholders present in person or by proxy constituted a quorum. The Chairman called the meeting to order.

A. Chairman's Address (omitted)

B. Report Items:

- I. To report the business of 2014. (see Attachment I)
- II. Audit Committee's review report of 2014. (see Attachment II)
- III. To report the status of indirect investment in mainland China

Explanatory Notes:

| Approval Numbers | Name of China Subsidiary | Approved Investment Amount | Note |
|----------------------------------------|--------------------------------------|----------------------------|-------------------|
| MOEA Investment Committee #10200493900 | Catcher Technology (Suqian) Co., Ltd | US\$100,000,000.00 | |
| MOEA Investment Committee #10300201280 | Vito Technology (Suqian) Co., Ltd | US\$33,300,000.00 | |
| MOEA Investment Committee #10400020010 | | CNY 409,431,280.00 | |
| MOEA Investment Committee #10300282670 | Arcadia Technology (Suqian) Co., Ltd | US\$1,000,000.00 | |
| MOEA Investment Committee #10300216280 | Catcher Technology (Suzhou) Co., Ltd | -US\$40,000,000.00 | Capital Reduction |
| MOEA Investment Committee #10300289340 | Topo Technology (Suzhou) Co., Ltd | -US\$33,300,000.00 | Capital Reduction |
| MOEA Investment Committee #10300329500 | Meeca Technology (Suzhou) Co., Ltd | -US\$16,670,000.00 | Capital Reduction |

C. Proposed Resolutions

- I. To accept 2014 Business Report and Financial Statements (Proposed by the Board of Directors)

Explanatory Notes:

(1) CATCHER's 2014 Financial Statements, including Balance Sheets, Income Statements, Statements of Changes in Shareholders' Equity, and Cash Flow Statements, were approved by board of directors. The Financial Statements were audited by independent auditors, Mr. Hung Ju Liao and Ms. Chi Chen Lee, of Deloitte & Touche and also reviewed by Audit Committee. The aforementioned Financial Statements and Auditors' report are attached hereto as Attachments III.

(2) Please accept the 2014 Business Report, Financial Statements, and Consolidated

Financial Statements.

Voting Results: Shares present at the time of voting: 661,453,253

| Voting Results* | % of the total represented share present |
|------------------------------------------------------------------|------------------------------------------|
| Votes for: 533,556,373 votes (381,996,109 votes) | 80.66% |
| Votes against: 2,177 votes (2,177 votes) | 0.00% |
| Votes invalid or abstained: 127,894,703 votes (127,072,524votes) | 19.34% |

*including votes casted electronically (number in brackets)

RESOLVED, that the 2014 Business Report, Financial Statements and Consolidated Financial Statements be and hereby were accepted as submitted.

- II. To approve the proposal for distribution of 2014 profits (Proposed by the Board of Directors)

Explanatory Notes:

(1) The proposed profits distribution is allocated from Retained Earnings in 2014

Available for Distribution. Please accept the proposal for profits distribution as below, which was approved by Board of Directors in accordance with Articles of Incorporation.

(2)The total proposed cash dividend amounts are NTD 4,622,346,414, equivalent to NTD 6 per share based on 770,391,069 outstanding shares as of the book closure date of 2015 Annual General Meeting. The total amount of common shares outstanding may change and the ultimate cash dividend to be distributed to each common share may need to be adjusted accordingly.

(3) It is proposed that the Board of Directors of CATCHER should be authorized to adjust the cash dividend to be distributed to each common share based on the total amount of profits resolved to be distributed and the number of actual common shares outstanding on the record date for distribution.

CATCHER Technology

Profits Distribution for 2014

Unit: NTD

| | |
|---------------------------------------------------|--------------------------------|
| Retained Earnings at the beginning of this period | \$35,157,007,920 |
| Change in adjustment | <u>(2,765,819)</u> |
| Retained Earnings after adjustment | 35,154,242,101 |
| Profits for current year | 17,877,166,841 |
| Minus: Legal Reserve | <u>(1,787,716,684)</u> |
| Retained Earnings Available for Distribution | 51,243,692,258 |
| Dividends- Cash (NTD 6 per share) | <u>(4,622,346,414)</u> |
| Retained Earnings at the end of this period | <u><u>\$46,621,345,844</u></u> |

Remark:

| | |
|----------------------------|---------------|
| Employees Cash Bonus | \$160,892,550 |
| Compensation for Directors | 16,480,311 |

(1) The dividends distributed come from 2014 profits

(2) The compensation for directors and bonus for employees were approved by Compensation Committee held on 2015/4/28.

(3) The cash dividend will be rounded till dollar. All cash dividend less than one dollar will be transferred into other revenues of the company.

Voting Results: Shares present at the time of voting: 661,453,253

| Voting Results* | % of the total represented share present |
|--------------------------------------------------|------------------------------------------|
| Votes for: 534,553,373 votes (382,993,109 votes) | 80.81% |

| | |
|------------------------------------------------------------------|--------|
| Votes against: 22,437 votes (3,177 votes) | 0.00% |
| Votes invalid or abstained: 126,877,443 votes (126,074,524votes) | 19.18% |

*including votes casted electronically (number in brackets)

RESOLVED, that the above proposal be and hereby was approved as proposed.

(A shareholder inquired whether it's possible to adjust the cash dividend. The said inquiring was supplemented and explained by the Chairman.)

D. Discussion Items

- I. To approve the issuance of new common shares for cash and/or issuance of Global Depository Receipt (GDR) (Proposed by the Board of Directors)

Explanatory Notes:

In order to expand capacity in the future, enrich working capital, meet the other funding needs for long-term development, or get more diversified and flexible funding sources, it is hereby proposed that the shareholders meeting to authorize the Board of Directors ("Board") to raise fund, depending on the market conditions and the Company's capital needs, to choose appropriate timing and fund raising method(s), to issue new commons shares for cash in public offering and/or issue Global Depository Receipt (GDR), in accordance with the applicable laws and regulations and the following fund raising method principles.

- (1) Authorizing Board for the Issuance of new common shares for cash to sponsor GDR Offering :

- (i) The issuance of new shares is limit to a maximum of 50,000,000 shares. The Board of Directors and Chairman of CATCHER are authorized to adjust the new issuance of the common shares based on the aforementioned maximum quota.
- (ii) The issue price of the new common shares will be decided with reference to the closing price of the Company's common shares on the pricing date or the average of the closing price of the Company's common shares for 1, 3 or 5 trading days prior to the pricing date (referred to hereinafter as the "reference price"). The actual price shall not be less than 90% of the reference price. The Chairman is authorized to determine the actual issue price in accordance with market conditions or regulation requirements. The reference price and the actual price will be decided in accordance with market practice and applicable law. In addition, assuming that the Company issues 50,000,000 common shares which are approximately 6.5% of the Company's total outstanding common shares prior to the record date for the Company's 2015 annual shareholders meeting. Given that the issuance of new shares is going to enhance company's competitiveness and then increase shareholders' value, thus it is unlikely that such issuance will have a material dilutive effect on the holding of the current existing shareholders.
- (iii) Except for 10% -15% of the new common shares shall be allocated for the employees' subscription in accordance with the applicable law, it is proposed for the shareholders meeting to approve the rights to subscribe to the remaining shares shall be waived by the shareholders and such remaining shares should be offered to the public under Article 28-1 of the Securities and Exchange Act as the underlying shares of the global depository shares to be sold in the DR Offering. Any new common shares not subscribed by employees of the Company shall be determined by the Chairman, depending on the market needs, to be allocated as underlying shares of the global depository shares or to be subscribed by the designated person(s).
- (iv) The uses of the proceeds of this issuance are for building facilities or purchasing factories, equipments, materials, or to repay bank loans, re-invest, enrich working capital, which are expect to complete in 3 years.
- (v) The Board/Chairman are authorized to determine or adjust the major terms of this new issuance, including but not limit to the issue price, issuance shares /amount, terms, uses/sources of fund, schedule, and results etc., according to the market condition or regulatory requirement.
- (vi) To complete the issuance, the board, the Chairman or the Chairman's designee is authorized, on behalf of the Company, to handle all matters relating to, and sign all agreements and documents in connection with the issuance of the new common shares to sponsor the GDR Offering.

- (vii) After the approval of this offering by authorities, the board is authorized to handle or complete all the process or matters with regard to the issuance of new shares.
- (viii) The Chairman is authorized to handle all matters which are not addressed herein in accordance with the applicable laws and regulations.

II. Authorizing Board for the Issuance of new common shares for cash in public offering:

- (i) The issuance of new shares for cash in public offering is limit to a maximum of 50,000,000 shares.
- (ii) The par value of the new common shares to be issued per share is NT\$10. It is proposed to authorize the Chairman to coordinate with the underwriter(s) of the public offering to determine the actual issue price in accordance with the relevant provisions of the Chinese Securities Association Regulations Governing Underwriters' Assistance in Offering and Issuance of Securities by Issuing Companies and the market conditions which issue price shall be reported to the regulatory authority before issuance.
- (iii) It is proposed to authorize the Board to choose either of the following methods to sell the new shares in the public offering through the underwriter(s) :
 - (a) Except for 10% to 15% of the new shares must be offered to employees in accordance with Article 267, Paragraph I of the Company Act, it is proposed for the shareholders meeting to approve the pre-emptive rights to subscribe to the remaining shares to be waived by the shareholders in accordance with Article 28-1 of the Securities and Exchange Act and such remaining shares will be offered to the public via book building. It is proposed that any new common shares not subscribed by employees of the Company will be sold to the person(s) designated by the Chairman of the Company at the issue price.
 - (b) Except for 10% to 15% of the new shares must be offered to employees in accordance with Article 267, Paragraph I of the Company Act, it is proposed that 10% of the new shares to be sold to the public through the underwriter(s) and the remaining shares will be subscribed to by the existing shareholders of the Company in accordance with their shareholding. It is proposed that any new common shares not subscribed by employees and shareholders of the Company will be sold to the person(s) designated by the Chairman of the Company at the issue price.

The Chairman is authorized to choose the method of issuance in public offering, and to handle all matters which are not addressed herein in accordance with the applicable laws and regulations.
- (iv) It is proposed to authorize the Chairman to coordinate with the underwriter(s) of the public offering to determine the actual issue price in accordance with the relevant provisions of the Chinese Securities Association Regulations Governing Underwriters' Assistance in Offering and Issuance of Securities by Issuing Companies and the market conditions which issue price shall be reported to the regulatory authority before issuance.
- (v) The rights of the new shares are equivalent to the current outstanding shares'.
- (vi) The uses of the proceeds of this issuance are for building facilities or purchasing factories, equipments, materials, or to repay bank loans, re-invest, enrich working capital, which are expect to complete in 3 years.
- (vii) The Board/Chairman are authorized to determine or adjust the major terms of this new issuance , including but not limit to the issue price, shares issuance/amount, terms, uses/sources of fund, schedule, and results etc., with consideration the market condition or regulatory requirements.
- (viii) After the approval of this offering by authorities, the board is authorized to determine the matters related to the issuance, including but not limit to record date...etc.
- (ix) The board is authorized to handle, complete, or adjust all the process or issues with regard to the issuance of new shares, according to any market condition or regulatory requirement.
- (x) The Chairman is authorized to handle all matters which are not addressed herein in accordance with the applicable laws and regulations.

Voting Results: Shares present at the time of voting: 661,453,253

| Voting Results* | % of the total represented share present |
|-------------------------------------------------------------------|------------------------------------------|
| Votes for: 519,002,773 votes (367,442,509 votes) | 78.46% |
| Votes against: 14,370,937 votes (14,351,677 votes) | 2.17% |
| Votes invalid or abstained: 128,079,543 votes (127,276,624 votes) | 19.36% |

*including votes casted electronically (number in brackets)

RESOLVED, that the above proposal was approved.

(A shareholder inquired whether the fund-raising plan will be executed. The said inquiring was supplemented and explained by the Chairman.)

II. To amend the Rules and Procedures of Shareholders' Meeting (Proposed by the Board of Directors)

Explanatory Notes:

(1) To conform to the amendments to the Rules of Procedures for Shareholders Meetings issued by Taiwan Stock Exchange on 2015/01/28.

(2) The comparison tables for the aforementioned internal rules before and after revisions are attached hereto as Attachments IV.

Voting Results: Shares present at the time of voting: 661,453,253

| Voting Results* | % of the total represented share present |
|-------------------------------------------------------------------|------------------------------------------|
| Votes for: 528,650,372 votes (377,090,108 votes) | 79.92% |
| Votes against: 2,178 votes (2,178 votes) | 0.00% |
| Votes invalid or abstained: 132,800,703 votes (131,978,524 votes) | 20.08% |

*including votes casted electronically (number in brackets)

E. Other Business and Special Motion: None

F. Meeting Adjourned (Meeting was adjourned at 10:32AM on the same day)

(The minutes of 2015 annual general shareholders' meeting recorded the key points of the meeting and only noted the voting results of each resolution or discussion item. The content and process of the meeting and the inquiries of the shareholders should refer to the records and the videos of the meeting.)

Attachment I

2014 Business Report

Dear Shareholders,

The global economy was slowly recovery in 2014. The competition between brand companies became more intense due to the lukewarm demand. The overall variation and uncertainty were still high, and IT industries especially had more impact. Catcher, in the face of a challenging environment, still remains the growth momentum. In 2014, the consolidated sales reached NT\$ 55.3 billion, up 28% compared to NTD 43.2 billion in the previous year. The net profit reached NT\$ 17.9 billion in 2014, a 30% growth compared to the previous year. Both sales revenues and earnings hit the record high.

In 2014, Catcher is continued to have another breakthrough in customers and products. In addition to material and process, Catcher also needed to expand a large scale capacity to meet the market demand. Going forward, Catcher is going to fully use its superb capabilities in different materials, secondary processing, surface-treatment and “Comprehensive Manufacturing Matrix”. At the same time, Catcher is going to upgrade the internal efficiency and execution, to take the advantages of being an industry leader, and to lift the entry barriers among the metal casing industry.

In the future, Catcher still strengthens its core competence, makes vertical integration, and uses different materials, leading design, new technology of process and the economic scale to make the multi-advantage in order to maintain the growth of revenue and profit in the coming year.

Financial performance

The consolidated revenue of the Catcher Group in 2014 was NT\$55.3billion. The consolidated gross profit rate of the group was 47%. The consolidated net profit after tax was NT\$17.9 billion, and the basic earnings per share was NT\$23.52.

Operation Results (Group)

Unit: in thousand NTD

| Item | 2014 | | 2013 | |
|--------------------|------------|------|------------|------|
| | Amount | % | Amount | % |
| Operating revenues | 55,277,365 | 100% | 43,245,550 | 100% |
| Gross Profit | 26,101,348 | 47% | 18,320,726 | 42% |
| Operating income | 20,024,925 | 36% | 13,915,661 | 32% |
| Income before tax | 23,544,603 | 42% | 17,528,275 | 41% |
| Net income | 17,877,167 | 32% | 13,801,184 | 32% |

Profitability (Group)

| Item | | 2014 | 2013 |
|-----------------------|-------------------|---------|---------|
| Return on assets | | 15% | 14% |
| Return on equity | | 21% | 20% |
| Percentage of capital | Operating income | 260% | 185% |
| | Income before tax | 306% | 233% |
| Net income to sales | | 32% | 32% |
| EPS (NTD) | | \$23.52 | \$18.38 |

Research and Development

In order to maintain the company's leading position, we keep applying more different and composite materials, and developing more advanced technologies. By calling on its rich experience in basic material science and physical/chemical surface treatments, Catcher adopts different materials and different processes in combination with a variety of secondary processing and surface treatments in a multilayer, multi-directional approach to make products and an in-house technology with high precision, high value-added, and high mass production capacity.

The current directions in research and development include special magnesium alloys, aluminum alloys, stainless steel, carbon (glass) fiber, plastic casing and laser engraving of components, along with seamless welding, metal /plastic injection mold techniques, etching and multi-color surface treatment techniques, and high precision extrusion techniques for large metal casing. The company also invests a lot of effort in extending into other niche products which the existing production technologies. The latest research results include vacuum sputtering technology using aluminum alloy at low temperature, aluminum alloy with plastic injection mold for mobile phones, metal injection bezel with surface treatment by vacuum thin film sputtering, and premium metal texture for mobile phones and plastic injection fitting in combination with a variety of aesthetics treatment components, notebooks, mobile phone etching, multi-color aluminum anodizing casing, high strength one-piece precision metal extruded casing, and development of special heat dissipation techniques and related application designs.

Business strategies

To continuously strengthen the competitive advantage in this industry, along with our vertical integration, Catcher is going to use advanced materials, designs and technological process innovation to create the massive economy of scale and to form an even larger competitive edge. That would therefore improve our relationships with customers and expand to new application to keep growth momentum in sales and profits.

Catcher will also continue its investment in production automation to enhance the production management, productivity, stability and quality. We will aim to actively achieve human resource optimization and accumulate resources for progress. To boost the company's growth, we will continue our development of core products and technologies, expansion of new customers, and diversification of applications.

The diversification and allocation of our facilities is also on going. We expect to achieve optimal allocation among four sites; Taiwan, Suzhou, Suqian, and Taizhou. Therefore, the risk of sole factory site and the impact from volatile market and operating environmental can be reduced.

Important sales policies

The outlook of the metal casing business: portable devices like smartphones, tablet PCs, and NBs become lighter, thinner, sleeker, and more robust; the portable devices become more and more popular; the strong growth of smartphone and tablet also demonstrates that the trend of being lighter and thinner is quite clear. Looking at the design trends of various types of consumer electronics products, the metal casing, supplemented with other materials, will continue to be the best solution.

To continuously increase capacity at a steady pace to meet customer demands, and to gradually implement fastest manufacturing/sales support for the customers are also our goal. In order to achieve instant customer services, sales, manufacturing, and R&D will be closer to the customers with the aim to progress at the same pace as the customers.

Effects of external competition, legislative environment, and macro environment

In terms of external competition, the gross profit in the IT electronics industry will be increasingly compressed as technology progresses in leaps and bounds and new products are being constantly launched. The generally positive outlook of metal component parts is drawing a wave of new competitors, creating a significant amount of pressure on the existing businesses. However, competition is inevitable and serves to maintain positive catalyst among this industry. In order to ensure our leading position, the company pays close attention to the markets and technological development and changes by collecting and analyzing the information on different materials and manufacturing process. The objective is to reduce the impact of changes in technology while keep enhancing advanced technologies. In addition to investing in basic material science, the company also reinforces development in different material molding as well as processing and surface treatments, enhances core R&D techniques, and diversifies its products and lift them onto higher levels to secure and stabilize profits. Excellent production techniques and huge capacity will be utilized to provide premium customer services in order to strengthen mutually beneficial for long term relationships.

With respect to the legislative environment in Taiwan and overseas, countries around the world have been launching environmental protection laws regarding electronic products. The company has always been committed to environmentally friendly production processes and will undoubtedly meet the legislative requirements and keep up with the global trend. The company will continue to monitor, update, and comply with any new legislative implementation in order to protect the rights of the shareholders.

As the macro environment becomes more complex, the company will take into account the industry conditions and macro economic indicators, and carefully evaluate and select the best strategies.

Business outlook and targets

Looking forward, the focus of development for Catcher will be on three segments: smartphones, tablets, and notebooks.

For mobile phone market in 2014, IDC indicated the shipments of smartphones to be around 1.288 billion, up 26.4% y-y in a high pace. IDC also estimates the smartphone will increase to 1.445 billion units in 2015, up 12.2% y-y, and to 1.6 billion units in 2016 with a double digit growth. We expect the growth from smartphones will come from the competition between different brands and OS. The trend of being large screen size, thinner, lighter, and

fashion for smartphones will cause the intense demand for metal parts. Multi-material and multi-process and metal based casings will be the largest growth driver for the sector, which will certainly benefit Catcher by adding new customers and products.

IDC also indicated the shipment of Tablet PC in 2014 was around 224 million units, compared with 213 million in 2013, up by 11%. IDC also estimates that tablet will continue to grow in double digits in 2015/2016. Portable devices like tablet require better strength. High end brand customers' demand on metal casing remains high and still stays as the main business of Catcher.

On the PC side, IDC shows the 2014 sales volume achieved 307 million units, compared with 2013's 315million, which the decline was decelerated to 2.7% y-y. The shipment of PC is expected to further decrease to 297 million in 2015, down 3.3% y-y. PC market is quite mature and the market scale will maintain stable.

Notebook shipments of 2014 were 173 million, compared to 178 million units in 2013, with a milder decline 2.9% y-y. As for 2015, it will reach to 169 million units (-2.4% y-y); and 167 million in 2016 (-1.1% y-y). Notebooks business is still one of important part for our sales revenue. Although it's mature, the slim and stylish design of products can increase the penetration rate of metal casing. We expect the NB business could be quite stable, due to the stable demand for corporate models and some consumer models will switch to high end metal casings.

Looking ahead of 2015, smartphones will continue to grow, metal adoption will increase, average devices size will expand, and form factor will become more complicated and difficult. All of those factors will drive the metal casing sector to grow. Meanwhile, we also see wearable devices could be the next growth driver for the sector. Catcher will continue to develop special production processes, techniques, and materials in combination with the existing production techniques to keep strengthening the comprehensive manufacturing matrix, which will enable the company to remain a leading manufacturer in metal casing and inner components worldwide as a major supplier that can meet customers' requirements of quality, yield rate, mass production capability, and innovation. In terms of sales forecast, although differences in product specifications, sizes, diversification of materials and processing techniques render the company's forecast of metal component sales meaningless, the goal for Catcher is still committed to outperforming the average industry growth in the future.

Catcher will continue to uphold its philosophy of Innovative Technology, Customer Services, Honesty and Integrity, and Sustainable Development, and work toward the goal of becoming a world leader in light metals technology. The company will also remain committed to product innovation, business model optimization, production technology enhancement, and cost structure improvement in order to maintain the leading position. Hence, it does not matter how the business environment changes in the future, we have the ambition, confidence, and determination to achieve our goals and create maximum value for our customers, shareholders, and employees.

Chairman Shui-Shu Hung



Attachment II:

Audit Committee's Review Report

The Board of Directors has prepared the Company's 2014 Financial Statements. Independent auditors, Certified Public Accountants of Deloitte & Touche, have audited the Financial Statements. The Financial Statements have been reviewed and determined to be correct and accurate by the Audit Committee of CATCHER. The Audit Committee hereby submits this report according to Article 14-5 of the Securities and Exchange Act and Article 219 of the Company Act.

Catcher Technology Co., Ltd.

Audit Committee Members

Independent Director:

Independent Director:

Independent Director:

March 19, 2015

Attachment II:

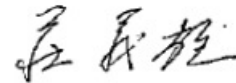
Audit Committee's Review Report

The Board of Directors has prepared the Company's 2014 business report, and Earning Distribution Statement for the year of 2014. The business report, and Earning Distribution Statement have been reviewed and determined to be correct and accurate by the Audit Committee of CATCHER. The Audit Committee hereby submits this report according to Article 14-5 of the Securities and Exchange Act and Article 219 of the Company Act.

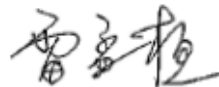
Catcher Technology Co., Ltd.

Audit Committee Members

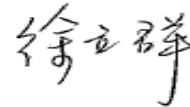
Independent Director:



Independent Director:



Independent Director:



April 28, 2015

Attachment III:
INDEPENDENT AUDITORS' REPORT

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Stockholders
Catcher Technology Co., Ltd.

We have audited the accompanying consolidated balance sheets of Catcher Technology Co., Ltd. (the "Company") and its subsidiaries (collectively referred to as the "Group") as of December 31, 2014 and 2013 and the related consolidated statements of comprehensive income, changes in equity and cash flows for the years ended December 31, 2014 and 2013. These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audits. However, we did not audit the financial statements as of and for the years ended December 31, 2014 and 2013 of certain associates accounted for by the equity method. These financial statements were audited by other auditors whose reports have been furnished to us, and our opinion, insofar as it relates to the amounts for these associates was based solely on the reports of the other auditors. The carrying values of the investment in associates were NT\$415,531 thousand and NT\$585,733 thousand, or 0.30%, 0.56% of the consolidated total assets as of December 31, 2014 and 2013, respectively. Comprehensive income recognized under the equity method was NT\$82,634 thousand and NT\$120,728 thousand, or 0.36% and 0.73% of the consolidated comprehensive income for the years ended December 31, 2014 and 2013, respectively.

We conducted our audits in accordance with the Rules Governing the Audit of Financial Statements by Certified Public Accountants and auditing standards generally accepted in the Republic of China. Those rules and standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall consolidated financial statement presentation. We believe that our audits and the reports of the other auditors provide a reasonable basis for our opinion.

In our opinion, based on our audits and the reports of the other auditors, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of the Group as of December 31, 2014 and 2013, and their consolidated financial performance and their consolidated cash flows for the years ended December 31, 2014 and 2013, in conformity with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed by the Financial Supervisory Commission of the Republic of China.

We have also audited the parent company only financial statements of Catcher Technology Co., Ltd. as of and for the years ended December 31, 2014 and 2013 on which we have issued an unqualified opinion modified report.

March 19, 2015

Notice to Readers

The accompanying consolidated financial statements are intended only to present the consolidated financial position, financial performance and cash flows in accordance with accounting principles and practices generally accepted in the Republic of China and not those of any other jurisdictions. The standards, procedures and practices to audit such consolidated financial statements are those generally accepted and applied in the Republic of China.

For the convenience of readers, the auditors' report and the accompanying consolidated financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and consolidated financial statements shall prevail.

CATCHER TECHNOLOGY CO., LTD. AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS (In Thousands of New Taiwan Dollars)

| ASSETS | December 31, 2014 | | December 31, 2013 | | LIABILITIES AND EQUITY | December 31, 2014 | | December 31, 2013 | |
|---------------------------------------------------------------------------------|-------------------|-----|-------------------|-----|-----------------------------------------------------------|-------------------|-----|-------------------|-----|
| | Amount | % | Amount | % | | Amount | % | Amount | % |
| CURRENT ASSETS | | | | | CURRENT LIABILITIES | | | | |
| Cash and cash equivalents (Notes 4 and 6) | \$ 48,119,090 | 35 | \$ 39,378,362 | 37 | Short-term borrowings (Note 19) | \$ 15,527,000 | 11 | \$ 16,155,655 | 16 |
| Financial assets at fair value through profit or loss - current (Notes 4 and 7) | - | - | 22,087 | - | Notes payable (Note 21) | 139,707 | - | 249,963 | - |
| Available-for-sale financial assets - current (Notes 4 and 8) | - | - | 49,975 | - | Accounts payable (Note 21) | 6,084,001 | 5 | 4,245,813 | 4 |
| Debt investment with no active market - current (Notes 9) | 18,103 | - | 3,192,697 | 3 | Accounts payable - related parties (Note 33) | - | - | 286,540 | - |
| Notes receivable (Notes 4 and 10) | - | - | 560 | - | Other payables (Note 22) | 5,519,528 | 4 | 3,665,484 | 4 |
| Accounts receivable (Notes 4 and 10) | 21,027,297 | 15 | 17,504,791 | 17 | Current tax liabilities (Notes 27) | 2,865,378 | 2 | 2,165,528 | 2 |
| Other receivables | 402,715 | - | 261,179 | - | Current portion of bonds payable (Note 4 and 20) | - | - | 3,492,625 | 3 |
| Current tax assets (Notes 27) | 21 | - | 149,397 | - | Current portion of long-term borrowings (Notes 19 and 34) | - | - | 1,000,000 | 1 |
| Inventories (Notes 4 and 11) | 5,600,468 | 4 | 3,873,173 | 4 | Other current liabilities (Note 22) | 2,044,472 | 2 | 312,960 | - |
| Prepayments for lease (Notes 17) | 22,260 | - | 17,812 | - | | | | | |
| Non-current assets held for sale (Notes 12) | 634,185 | 1 | - | - | Total current liabilities | 32,180,086 | 24 | 31,574,568 | 30 |
| Other current assets (Note 18) | 4,053,533 | 3 | 896,623 | 1 | NON-CURRENT LIABILITIES | | | | |
| Total current assets | 79,877,672 | 58 | 65,346,656 | 62 | Deferred tax liabilities (Notes 4 and 27) | 183,799 | - | 116,744 | - |
| NON-CURRENT ASSETS | | | | | Accrued pension liabilities (Notes 4 and 23) | 4,188 | - | 854 | - |
| Investments accounted for using equity method (Notes 4 and 13) | 1,545,197 | 1 | 1,730,683 | 2 | Other non-current liabilities (Note 22) | 8,507,472 | 6 | 6,764 | - |
| Property, plant and equipment (Notes 4, 14 and 32) | 45,405,426 | 33 | 34,903,140 | 33 | Total non-current liabilities | 8,695,459 | 6 | 124,362 | - |
| Investment properties (Notes 4, 15 and 34) | 255,006 | - | 259,831 | - | Total liabilities | 40,875,545 | 30 | 31,698,930 | 30 |
| Other intangible assets (Notes 4 and 16) | 146,369 | - | 102,555 | - | EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY | | | | |
| Deferred tax assets (Notes 4 and 27) | 2,407,730 | 2 | 1,394,675 | 1 | (Note 24) | | | | |
| Long-term prepayments for lease (Notes 17) | 953,967 | 1 | 770,070 | 1 | Capital stock - common stock | 7,703,911 | 6 | 7,507,031 | 7 |
| Other non-current assets (Notes 18) | 6,373,337 | 5 | 871,426 | 1 | Capital surplus | 20,276,071 | 15 | 16,974,456 | 16 |
| Total non-current assets | 57,087,032 | 42 | 40,032,380 | 38 | Retained earnings | | | | |
| | | | | | Legal reserve | 6,921,593 | 5 | 5,541,474 | 6 |
| | | | | | Special reserve | 2,377,902 | 2 | 2,377,902 | 2 |
| | | | | | Unappropriated earnings | 53,031,409 | 38 | 40,297,391 | 38 |
| | | | | | Total retained earnings | 62,330,904 | 45 | 48,216,767 | 46 |
| | | | | | Other equity | 5,586,777 | 4 | 811,233 | 1 |
| | | | | | Total equity attributable to owners of the Company | 95,897,663 | 70 | 73,509,487 | 70 |
| | | | | | NON - CONTROLLING INTERESTS | 191,496 | - | 170,619 | - |
| | | | | | Total equity | 96,089,159 | 70 | 73,680,106 | 70 |
| TOTAL | \$ 136,964,704 | 100 | \$ 105,379,036 | 100 | TOTAL | \$ 136,964,704 | 100 | \$ 105,379,036 | 100 |

The accompanying notes are an integral part of the consolidated financial statements.

(With Deloitte & Touche audit report dated March 19, 2015)

CATCHER TECHNOLOGY CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

| | 2014 | | 2013 | |
|------------------------------------------------------------------------|-------------------|-----------|-------------------|-----------|
| | Amount | % | Amount | % |
| OPERATING REVENUE (Notes 4 and 25) | \$55,277,365 | 100 | \$43,245,550 | 100 |
| OPERATING COSTS (Notes 11, 23, 26 and 33) | <u>29,176,017</u> | <u>53</u> | <u>24,924,824</u> | <u>58</u> |
| GROSS PROFIT | <u>26,101,348</u> | <u>47</u> | <u>18,320,726</u> | <u>42</u> |
| OPERATING EXPENSES (Notes 23 and 26) | | | | |
| Selling and marketing expenses | 600,724 | 1 | 326,495 | 1 |
| General and administrative expenses | 4,415,469 | 8 | 3,235,360 | 7 |
| Research and development expenses | <u>1,060,230</u> | <u>2</u> | <u>843,210</u> | <u>2</u> |
| Total operating expenses | <u>6,076,423</u> | <u>11</u> | <u>4,405,065</u> | <u>10</u> |
| PROFIT FROM OPERATIONS | <u>20,024,925</u> | <u>36</u> | <u>13,915,661</u> | <u>32</u> |
| NON-OPERATING INCOME AND EXPENSES | | | | |
| Interest income | 825,643 | 1 | 658,600 | 2 |
| Other income (Note 26) | 1,472,203 | 3 | 641,222 | 2 |
| Foreign exchange gain, net (Notes 4 and 26) | 1,174,355 | 2 | 2,435,378 | 6 |
| Other gains and losses (Note 26) | 209,763 | - | 113,021 | - |
| Interest Expense (Note 26) | (164,208) | - | (291,413) | (1) |
| Share of profit of associates | <u>1,922</u> | <u>-</u> | <u>55,806</u> | <u>-</u> |
| Total non-operating income and expenses | <u>3,519,678</u> | <u>6</u> | <u>3,612,614</u> | <u>9</u> |
| PROFIT BEFORE INCOME TAX | 23,544,603 | 42 | 17,528,275 | 41 |
| INCOME TAX EXPENSE (Notes 4 and 27) | <u>5,656,846</u> | <u>10</u> | <u>3,711,155</u> | <u>9</u> |
| NET PROFIT | <u>17,887,757</u> | <u>32</u> | <u>13,817,120</u> | <u>32</u> |
| OTHER COMPREHENSIVE INCOME (LOSS) | | | | |
| Exchange differences on translating foreign operations | 4,788,697 | 9 | 2,788,824 | 6 |
| Unrealized loss on available-for-sale financial assets | (14,077) | - | (36,667) | - |
| Actuarial gain and loss arising from defined benefit plans | (3,332) | - | 2,533 | - |
| Share of the other comprehensive income of associates | 11,211 | - | 6,634 | - |
| Income tax relating to components of other comprehensive income (loss) | <u>567</u> | <u>-</u> | <u>(460)</u> | <u>-</u> |

(Continued)

CATCHER TECHNOLOGY CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

| | 2014 | | 2013 | |
|---------------------------------------------------------------|---------------------|-----------|---------------------|-----------|
| | Amount | % | Amount | % |
| Other comprehensive income for the year, net of income tax | <u>\$ 4,783,066</u> | <u>9</u> | <u>\$ 2,760,864</u> | <u>6</u> |
| TOTAL COMPREHENSIVE INCOME FOR THE YEAR | <u>\$22,670,823</u> | <u>41</u> | <u>\$16,577,984</u> | <u>38</u> |
| NET PROFIT ATTRIBUTABLE TO: | | | | |
| Owners of the Company | \$17,877,167 | | \$13,801,184 | |
| Non - controlling interests | <u>10,590</u> | | <u>15,936</u> | |
| | <u>\$17,887,757</u> | | <u>\$13,817,120</u> | |
| TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO: | | | | |
| Owners of the Company | \$22,649,946 | | \$16,553,748 | |
| Non - controlling interests | <u>20,877</u> | | <u>24,236</u> | |
| | <u>\$22,670,823</u> | | <u>\$16,577,984</u> | |
| EARNINGS PER SHARE (Note 28) | | | | |
| Basic | <u>\$ 23.52</u> | | <u>\$ 18.38</u> | |
| Diluted | <u>\$ 23.21</u> | | <u>\$ 17.91</u> | |

The accompanying notes are an integral part of the consolidated financial statements.

(With Deloitte & Touche audit report dated March 19, 2015)

(Concluded)

CATCHER TECHNOLOGY CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY (In Thousands of New Taiwan Dollars)

| | Equity Attributable to Owner of the Company | | | | | | | | | |
|-----------------------------------------------------------------------------------------------|---------------------------------------------|-----------------|---------------|-----------------|-------------------------|--------------------------------------------------------|---------------------------------------------------------------|---------------|---------------------------|---------------|
| | Retained Earnings | | | | | Other Equity | | Total | Non-controlling Interests | Total Equity |
| | Capital Stock | Capital Surplus | Legal Reserve | Special Reserve | Unappropriated Earnings | Exchange Differences on Translating Foreign Operations | Unrealized Gain (Loss) on Available-for-sale Financial Assets | | | |
| BALANCE, JANUARY 1, 2013 | \$ 7,507,031 | \$ 16,924,117 | \$ 4,452,426 | \$ 2,377,902 | \$ 32,087,401 | \$ (1,990,002) | \$ 50,744 | \$ 61,409,619 | \$ 178,756 | \$ 61,588,375 |
| Appropriation of the 2012 earnings : | | | | | | | | | | |
| Legal reserve | - | - | 1,089,048 | - | (1,089,048) | - | - | - | - | - |
| Cash dividends distributed by the Company - 60% | - | - | - | - | (4,504,219) | - | - | (4,504,219) | - | (4,504,219) |
| Change in capital surplus from investments in associates accounted for by using equity method | - | 54,843 | - | - | - | - | - | 54,843 | - | 54,843 |
| Net Profit for the year ended December 31,2013 | - | - | - | - | 13,801,184 | - | - | 13,801,184 | 15,936 | 13,817,120 |
| Other comprehensive income (loss) for the year ended December 31,2013, net of income tax | - | - | - | - | 2,073 | 2,787,158 | (36,667) | 2,752,564 | 8,300 | 2,760,864 |
| Total comprehensive income (loss) for the year ended December 31,2013 | - | - | - | - | 13,803,257 | 2,787,158 | (36,667) | 16,553,748 | 24,236 | 16,577,984 |
| Disposal of investments accounted for by using equity method | - | (4,504) | - | - | - | - | - | (4,504) | - | (4,504) |
| Decrease in non-controlling interests | - | - | - | - | - | - | - | - | (32,373) | (32,373) |
| BALANCE, DECEMBER 31, 2013 | 7,507,031 | 16,974,456 | 5,541,474 | 2,377,902 | 40,297,391 | 797,156 | 14,077 | 73,509,487 | 170,619 | 73,680,106 |
| Appropriation of the 2013 earnings : | | | | | | | | | | |
| Legal reserve | - | - | 1,380,119 | - | (1,380,119) | - | - | - | - | - |
| Cash dividends distributed by the Company - 60% | - | - | - | - | (3,760,265) | - | - | (3,760,265) | - | (3,760,265) |
| Change in capital surplus from investments in associates accounted for by using equity method | - | 2,739 | - | - | - | - | - | 2,739 | - | 2,739 |
| Net profit for the year ended December 31,2014 | - | - | - | - | 17,877,167 | - | - | 17,877,167 | 10,590 | 17,887,757 |
| Other comprehensive income (loss) for the year ended December 31,2014, net of income tax | - | - | - | - | (2,765) | 4,789,621 | (14,077) | 4,772,779 | 10,287 | 4,783,066 |
| Total comprehensive income (loss) for the year ended December 31,2014 | - | - | - | - | 17,874,402 | 4,789,621 | (14,077) | 22,649,946 | 20,877 | 22,670,823 |
| Convertible bonds converted to ordinary shares | 196,880 | 3,317,174 | - | - | - | - | - | 3,514,054 | - | 3,514,054 |
| Disposal of investments accounted for by using equity method | - | (18,298) | - | - | - | - | - | (18,298) | - | (18,298) |
| BALANCE, DECEMBER 31, 2014 | \$ 7,703,911 | \$ 20,276,071 | \$ 6,921,593 | \$ 2,377,902 | \$ 53,031,409 | \$ 5,586,777 | \$ - | \$ 95,897,663 | \$ 191,496 | \$ 96,089,159 |

The accompanying notes are an integral part of the consolidated financial statements.

(With Deloitte & Touche audit report dated March 19, 2015)

CATCHER TECHNOLOGY CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS (In Thousands of New Taiwan Dollars)

| | 2014 | 2013 |
|----------------------------------------------------------------------------------------------------------------------|--------------|--------------|
| CASH FLOWS FROM OPERATING ACTIVITIES | | |
| Income before income tax | \$23,544,603 | \$17,528,275 |
| Adjustments for: | | |
| Depreciation expenses | 6,007,119 | 5,178,520 |
| Amortization expenses | 59,765 | 46,691 |
| Reversal of impairment loss on accounts receivable | (4,311) | - |
| Net gain on fair value change of financial assets and liabilities designated as at fair value through profit or loss | (4,846) | (600) |
| Interest expenses | 164,208 | 291,413 |
| Interest income | (825,643) | (658,600) |
| Dividend income | 38,500 | 37,341 |
| Share of profit of associates | (1,922) | (55,806) |
| (Gain) loss on disposal of property, plant and equipment | 102,637 | (10,547) |
| Gain on disposal of investment | (210,566) | (78,015) |
| Write-down of inventories | 326,347 | - |
| Impairment loss of non-financial assets | 310,809 | - |
| Unrealized loss (gain) on foreign currency exchange | (878,601) | 2,001,582 |
| Loss on redeeming bonds payable | - | 2,504 |
| Changes in operating assets and liabilities | | |
| Financial assets held for trading | 20,585 | (17,000) |
| Notes receivable | 560 | (530) |
| Accounts receivable | (3,320,318) | (2,254,617) |
| Other receivable | (219,965) | (95,998) |
| Inventories | (2,053,944) | (1,424,079) |
| Other current assets | (3,155,646) | 1,144,525 |
| Financial liabilities held for trading | - | (21,758) |
| Notes payable | (110,256) | (58,039) |
| Accounts payable | 1,837,479 | 1,267,148 |
| Accounts payable - related parties | (278,221) | 228,959 |
| Other payables | 1,319,795 | 740,163 |
| Other current liabilities | 1,615,917 | 28,210 |
| Accrued pension liabilities | - | 152 |
| Other non-current liabilities | 8,452,271 | - |
| Cash generated from operations | 32,736,356 | 23,819,894 |
| Income tax paid | (5,753,053) | (3,704,288) |
| Net cash generated from operating activities | 26,983,303 | 20,115,606 |
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Acquisition of financial assets designated as at fair value through profit or loss | - | (20,040) |
| Acquisition of available-for sale financial assets | - | (31,515) |
| Proceeds from disposal of available-for-sale financial assets | 50,000 | 1,037,551 |
| Decrease (Increase) in purchase of debt investments with no active market | 3,205,272 | (2,796,751) |

(Continued)

CATCHER TECHNOLOGY CO., LTD. AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS (In Thousands of New Taiwan Dollars)

| | 2014 | 2013 |
|---------------------------------------------------------------------------------------------------------|---------------------|---------------------|
| Acquisition of investments accounted for using equity method | \$ - | \$ (2,010) |
| Proceeds from disposal of investments accounted for using equity method | 359,985 | 79,172 |
| Proceeds from the capital reduction of investments accounted for using equity method | 36,000 | - |
| Acquisition of property, plant and equipment | (20,211,875) | (9,629,360) |
| Proceeds from disposal of property, plant and equipment | 82,412 | 26,532 |
| Increase in refundable deposits | (52,834) | (4,157) |
| Decrease in refundable deposits | 50,848 | 18,431 |
| Acquisition of intangible assets | (92,197) | (47,446) |
| Proceeds from disposal of intangible assets | 19,822 | - |
| Increase in other non-current assets | - | (851) |
| Increase in prepayments for lease | (298,812) | (63,918) |
| Decrease in prepayments for lease | 54,020 | - |
| Interest received | <u>917,181</u> | <u>706,164</u> |
| Net cash used in investing activities | <u>(15,880,178)</u> | <u>(10,728,198)</u> |
| CASH FLOWS FROM FINANCING ACTIVITIES | | |
| Increase in short-term borrowings | 41,937,500 | 59,599,342 |
| Decrease in short-term borrowings | (42,667,807) | (68,535,659) |
| Repayments of bonds | - | (50,854) |
| Proceeds from long-term borrowings | - | 2,178,364 |
| Repayments of long-term borrowings | (1,000,000) | (4,927,490) |
| Increase in guarantee deposits received | 891,678 | 136,705 |
| Decrease in guarantee deposits received | (744,225) | (200,740) |
| Cash dividends | (3,760,265) | (4,504,219) |
| Interest paid | (135,831) | (248,895) |
| Decrease in non-controlling interests | <u>-</u> | <u>(32,373)</u> |
| Net cash used in financing activities | <u>(5,478,950)</u> | <u>(16,585,819)</u> |
| EFFECTS OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH AND CASH EQUIVALENTS HELD IN FOREIGN CURRENCIES | <u>3,116,553</u> | <u>1,177,238</u> |
| NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS | 8,740,728 | (6,021,173) |
| CASH AND CASH EQUIVALENTS, BEGINNING OF THE YEAR | <u>39,378,362</u> | <u>45,399,535</u> |
| CASH AND CASH EQUIVALENTS, END OF THE YEAR | <u>\$48,119,090</u> | <u>\$39,378,362</u> |

The accompanying notes are an integral part of the consolidated financial statements.

(With Deloitte & Touche audit report dated March 19, 2015)

(Concluded)

For Catcher Technology Parent Company's Financial Statements, please refer to Chinese version of 2015 Annual General Meeting Handbook.

Attachment IV:

“Rules and Procedures of Shareholders’ Meeting” (Comparison Table for the Before and After Revision)

| BEFORE THE REVISION | AFTER THE REVISION | Explanatory Notes |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------|
| <p>Article 3</p> <p>A handbook shall be prepared for the convention of shareholders’ meeting and all shareholders shall be notified 30 days in advance of an annual general meeting. Those shareholders who hold less than 1,000 shares of registered stock shall be notified 30 days in advance by means of posting a public announcement on the Market Observation Post System website. All shareholders shall be notified 15 days in advance when an extraordinary general meeting is convened. Those shareholders who hold less than 1,000 shares of registered stock may be notified 15 days in advance by means of posting a public announcement on the Market Observation Post System website.</p> <p>The election or dismissal of directors, amendment to the Articles of Incorporation, the dissolution, merger, split up of the Company, or anything as stated in Article 185, Paragraph 1 of the Company Act, Article 26-1 and Article 43-6 of the Securities and Exchange Act shall be stated as the causes of convention and shall not</p> | <p>Article 3</p> <p><u>The Company shall prepare electronic versions of the shareholders meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors or supervisors, and upload them to the Market Observation Post System (MOPS) before 30 days before the date of a regular shareholders meeting or before 15 days before the date of a special shareholders meeting. The Company shall prepare electronic versions of the shareholders meeting agenda and supplemental meeting materials and upload them to the MOPS before 21 days before the date of the regular shareholders meeting or before 15 days before the date of the special shareholders meeting. In addition, before 15 days before the date of the shareholders meeting, the Company shall also have prepared the shareholders meeting agenda and</u></p> | <p>Conform to the amendments to the Rules of Procedures for Shareholders Meetings issued by Taiwan Stock Exchange on 2015/01/28.</p> |

| | | |
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| <p>be proposed as special motions in the meeting.</p> | <p><u>supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby as well as being distributed on-site at the meeting place.</u></p> <p>Those shareholders who hold less than 1,000 shares of registered stock may be <u>informed of the meeting notice</u> 30 days in advance by means of posting a public announcement on the Market Observation Post System website. All shareholders shall be notified 15 days in advance when an extraordinary general meeting is convened. Those shareholders who hold less than 1,000 shares of registered stock may be notified 15 days in advance by means of posting a public announcement on the Market Observation Post System website.</p> <p>The election or dismissal of directors, amendment to the Articles of Incorporation, the dissolution, merger, split up of the Company, or anything as stated in Article 185, Paragraph1 of the Company Act, Article 26-1 and Article 43-6 of the Securities and Exchange Act, <u>or Articles 56-1</u></p> | |
|-------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|

| | | |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------|
| | <p><u>and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers</u> shall be stated as the causes of convention and shall not be proposed as special motions in the meeting.</p> | |
| <p>Article 4</p> <p>A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders meeting, and shall deliver the proxy form to the Company before 2 days before the date of the shareholders meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.</p> <p>After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in person, a written notice of proxy cancellation shall be submitted to the Company before 2 days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.</p> | <p>Article 4</p> <p>A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders meeting, and shall deliver the proxy form to the Company before <u>5 days before</u> the date of the shareholders meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.</p> <p>After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in person <u>or to exercise voting rights by correspondence or electronically</u>, a written notice of proxy cancellation shall be submitted to the Company before <u>2 days before</u> the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.</p> | <p>Conform to the amendments to the Rules of Procedures for Shareholders Meetings issued by Taiwan Stock Exchange on 2015/01/28.</p> |
| <p>Article 6</p> <p>Shareholders shall attend shareholders meetings based on attendance cards, sign-in cards, or</p> | <p>Article 6</p> <p>Shareholders <u>and their proxies</u> shall attend shareholders meetings based on attendance</p> | <p>Conform to the amendments to the Rules of Procedures for Shareholders Meetings issued by Taiwan Stock</p> |

| | | |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------|
| <p>other certificates of attendance. Solicitors soliciting proxy forms shall also bring identification documents for verification.</p> | <p>cards, sign-in cards, or other certificates of attendance. <u>The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders.</u></p> <p>Solicitors soliciting proxy forms shall also bring identification documents for verification.</p> | <p>Exchange on 2015/01/28.</p> |
| <p>Article 7</p> <p>When a managing director or a director serves as chair, as referred to in the preceding paragraph, the managing director or director shall be one who has held that position for six months or more and who understands the financial and business conditions of the company. The same shall be true for a representative of a juristic person director that serves as chair. It is advisable that shareholders meetings convened by the board of directors be attended by a majority of the directors</p> | <p>Article 7</p> <p>When a managing director or a director serves as chair, as referred to in the preceding paragraph, the managing director or director shall be one who has held that position for six months or more and who understands the financial and business conditions of the company. The same shall be true for a representative of a juristic person director that serves as chair.</p> <p>It is advisable that shareholders meetings convened by the board of directors <u>be chaired by the chairperson of the board in person and</u> attended by a majority of the directors</p> | <p>Conform to the amendments to the Rules of Procedures for Shareholders Meetings issued by Taiwan Stock Exchange on 2015/01/28.</p> |
| <p>Article 13</p> <p>A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to this</p> | <p>Article 13</p> <p>A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written</p> | <p>Conform to the amendments to the Rules of Procedures for Shareholders Meetings issued by Taiwan Stock Exchange on 2015/01/28.</p> |

| | | |
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| <p>Corporation before 2 days before the date of the shareholders meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent.</p> <p>After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders meeting in person, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to this Corporation, by the same means by which the voting rights were exercised, before 2 days before the date of the shareholders meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders' meeting, the voting rights exercised by the proxy in the meeting shall prevail.</p> <p>Except as otherwise provided in the Company Act and in this Corporation's articles of incorporation, the passage of a</p> | <p>declaration of intent to this Corporation before 5 days before the date of the shareholders meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent.</p> <p>After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders meeting in person, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to this Corporation, by the same means by which the voting rights were exercised, before <u>2 days before</u> the date of the shareholders meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders' meeting, the voting rights exercised by the proxy in the meeting shall prevail.</p> <p>Except as otherwise provided in the Company Act and in this</p> | |
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| <p>proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders.</p> <p>A resolution shall be deemed adopted and shall have the same effect as if it was voted by casting ballot if no objection is voiced after solicitation by the Chairperson. In case of arising objection, shall be adopted by voting method according to the foregoing Paragraph.</p> | <p>Corporation's articles of incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, <u>followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.</u></p> <p>(Paragraph 6 was deleted)</p> | |
| <p>Article 15</p> <p>Matters relating to the resolutions of a shareholders meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form.</p> <p>The Company may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the MOPS.</p> | <p>Article 15</p> <p>Matters relating to the resolutions of a shareholders meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form.</p> <p>The Company may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the</p> | <p>Conform to the amendments to the Rules of Procedures for Shareholders Meetings issued by Taiwan Stock Exchange on 2015/01/28.</p> |

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| <p>The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their results, and shall be retained for the duration of the existence of the Company.</p> <p>The preceding resolution method, the Chairperson has asked shareholders for their opinion, in case shareholder has no objection on proposal(s), the meeting minutes shall record "pass a resolution without demur after the Chairperson solicits comment from all attending shareholders". In case a shareholder raises objection to proposal(s), the meeting minutes shall record the voting method, the ratio of the number of voting shares for passing a resolution to issued shares</p> | <p>MOPS.</p> <p>The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their results, and shall be retained for the duration of the existence of the Company.</p> <p>(The below was Deleted)</p> | |
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Rules and Procedures of Shareholders' Meeting (After Revision)

Article 1

To establish a strong governance system and sound supervisory capabilities for the Company's shareholders meetings, and to strengthen management capabilities, these Rules are adopted pursuant to Articles of the Corporate Governance Best-Practice Principles for TWSE/GTSM Listed Companies.

Article 2

The rules of procedures for the Company's shareholders meetings, except as otherwise provided by law, regulation, or the articles of incorporation, shall be as provided in these Rules.

Article 3

Unless otherwise provided by law or regulation, the Company's shareholders meetings shall be convened by the board of directors.

The Company shall prepare electronic versions of the shareholders meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors or supervisors, and upload them to the Market Observation Post System (MOPS) before 30 days before the date of a regular shareholders meeting or before 15 days before the date of a special shareholders meeting. The Company shall prepare electronic versions of the shareholders meeting agenda and supplemental meeting materials and upload them to the MOPS before 21 days before the date of the regular shareholders meeting or before 15 days before the date of the special shareholders meeting. In addition, before 15 days before the date of the shareholders meeting, the Company shall also have prepared the shareholders meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at the Company and the professional shareholder services agent designated thereby as well as being distributed on-site at the meeting place. Those shareholders who hold less than 1,000 shares of registered stock may be informed of the meeting notice 30 days in advance by means of posting a public announcement on the Market Observation Post System website. All shareholders shall be notified 15 days in advance when an extraordinary general meeting is convened. Those shareholders who hold less than 1,000 shares of registered stock may be notified 15 days in advance by means of posting a public announcement on the Market Observation Post System website. The subject of the meeting shall be explicitly stated in notices and public announcements. When the relevant parties

grant their consent, notification may be performed using electronics means. The election or dismissal of directors, amendment to the Articles of Incorporation, the dissolution, merger, split up of the Company, or anything as stated in Article 185, Paragraph1 of the Company Act, Article 26-1 and Article 43-6 of the Securities and Exchange Act, or Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be stated as the causes of convention and shall not be proposed as special motions in the meeting. Shareholders holding at least 1% of the total number of issued shares may submit annual general meeting proposals to the Company in writing. Any proposal relates to Article 172, Paragraph1-4 of the Company Act shall not be accepted. The company shall publicly announce acceptance of shareholders' proposals, the place of acceptance, and the acceptance period before the book closure date prior to the annual general meeting. The acceptance period may be no shorter than 10 days. The proposal shall not exceed 300 characters in length (including punctuation marks), or the proposing shareholder shall not submit more than one proposal, and fail to comply with these requirements will cause the entire proposal being excluded from the Shareholders' meeting. The proposing shareholder(s) or its designee shall attend the meeting and join the discussion. The Company shall notify those shareholders who submitted proposals of the results of process of the proposals prior to the notification of annual general meeting. If the shareholders' proposals to be included in the meeting agenda according to the rule; such proposals shall be included in the agenda. With regard to any shareholder proposals not included in the meeting agenda, the Board shall include in the meeting handbook an explanation of why each proposal was not included.

Article 4

For each shareholders meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Company and stating the scope of the proxy's authorization.

A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders meeting, and shall deliver the proxy form to the Company before 5 days before the date of the shareholders meeting. When duplicate proxy forms are delivered, the one received earliest shall prevail unless a declaration is made to cancel the previous proxy appointment.

After a proxy form has been delivered to the Company, if the shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to the Company before 2 days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

Article 5

The venue for a shareholders meeting shall be the premises of the Company, or a place

easily accessible to shareholders and suitable for a shareholders meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m. Full consideration shall be given to the opinions of the independent directors with respect to the place and time of the meeting.

Article 6

The handbook of shareholders' meeting, annual report, attendance pass, speaking slips, ballots, and other material should be provided to the shareholders in attendance.

Shareholders and their proxies shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. The Company may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification. Government or juristic shareholders may send more than one representative to a shareholders' meeting. However, a juristic person attending a shareholders' meeting as a proxy may send only one representative to attend.

The Company shall specify in its shareholders meeting notices the time during which shareholder attendance registrations will be accepted, the place to register for attendance, and other matters for attention.

The time during which shareholder attendance registrations will be accepted, as stated in the preceding paragraph, shall be at least 30 minutes prior to the time the meeting commences.

The place at which attendance registrations are accepted shall be clearly marked and a sufficient number of suitable personnel assigned to handle the registrations.

Article 7

If a shareholders meeting is convened by the board of directors, the meeting shall be chaired by the chairperson of the board. When the chairperson of the board is on leave or for any reason unable to exercise the powers of the chairperson, the vice chairperson shall act in place of the chairperson; if there is no vice chairperson or the vice chairperson also is on leave or for any reason unable to exercise the powers of the vice chairperson, the chairperson shall appoint one of the managing directors to act as chair, or, if there are no managing directors, one of the directors shall be appointed to act as chair. Where the chairperson does not make such a designation, the managing directors or the directors shall select from among themselves one person to serve as chair.

When a managing director or a director serves as chair, as referred to in the preceding paragraph, the managing director or director shall be one who has held that position for six months or more and who understands the financial and business conditions of the company. The same shall be true for a representative of a juristic person director that serves as chair. It is advisable that shareholders meetings convened by the board of directors be chaired by the chairperson of the board in person and attended by a majority of the directors.

If a shareholders meeting is convened by a party with power to convene but other than the board of directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves.

The Company may appoint its attorneys, certified public accountants, or related persons retained by it to attend a shareholders meeting in a non-voting capacity.

Article 8

The Company, beginning from the time it accepts shareholder attendance registrations, shall make an uninterrupted audio and video recording of the registration procedure, the proceedings of the shareholders meeting, and the voting and vote counting procedures.

The recorded materials of the preceding paragraph shall be retained for at least 1 year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.

Article 9

Attendance at shareholders meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in plus the number of shares whose voting rights are exercised by correspondence or electronically.

The chair shall call the meeting to order at the appointed meeting time. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than 1 hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned.

If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within 1 month.

When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders meeting pursuant to Article 174 of the Company Act.

Article 10

If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.

The provisions of the preceding paragraph apply mutatis mutandis to a shareholders meeting convened by a party with the power to convene that is not the board of directors.

The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the shareholders meeting. If the chair declares the meeting adjourned in violation of the rules of procedure, the other members of the board of directors shall promptly assist the attending shareholders in electing a new chair in accordance with statutory procedures, by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting.

The chair shall allow ample opportunity during the meeting for explanation and discussion of proposals and of amendments or extraordinary motions put forward by the shareholders; when the chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed and call for a vote.

Article 11

Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair.

A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.

Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.

When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation.

When a juristic person shareholder appoints two or more representatives to attend a shareholders meeting, only one of the representatives so appointed may speak on the same proposal.

After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.

Article 12

Voting at a shareholders meeting shall be calculated based the number of shares.

With respect to resolutions of shareholders meetings, the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued

shares.

When a shareholder is an interested party in relation to an agenda item, and there is the likelihood that such a relationship would prejudice the interests of the Company, that shareholder may not vote on that item, and may not exercise voting rights as proxy for any other shareholder.

The number of shares for which voting rights may not be exercised under the preceding paragraph shall not be calculated as part of the voting rights represented by attending shareholders.

With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed 3 percent of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.

Article 13

A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Article 179, paragraph 2 of the Company Act.

When this Corporation holds a shareholders' meeting, it may allow the shareholders to exercise voting rights by correspondence or electronic means. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be specified in the shareholders meeting notice. A shareholder exercising voting rights by correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting.

A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to this Corporation before 5 days before the date of the shareholders meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent.

After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders meeting in person, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to this Corporation, by the same means by which the voting rights were exercised, before 2 days before the date of the shareholders meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting

rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders' meeting, the voting rights exercised by the proxy in the meeting shall prevail. Except as otherwise provided in the Company Act and in this Corporation's articles of incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders. At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.

When there is an amendment or an alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.

Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of the Company. Vote counting for shareholders meeting proposals or elections shall be conducted in public at the place of the shareholders meeting. Immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record made of the vote.

Article 14

The election of directors at a shareholders meeting shall be held in accordance with the applicable election and appointment rules adopted by the Company, and the voting results shall be announced on-site immediately, including the names of those elected as directors and the numbers of votes with which they were elected.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel and kept in proper custody for at least 1 year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

Article 15

Matters relating to the resolutions of a shareholders meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes may be produced and distributed in electronic form.

The Company may distribute the meeting minutes of the preceding paragraph by means of a public announcement made through the MOPS.

The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their results, and shall be retained for the duration of the existence of the Company.

Article 16

On the day of a shareholders meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation and the number of shares represented by proxies, and shall make an express disclosure of the same at the place of the shareholders meeting.

If matters put to a resolution at a shareholders meeting constitute material information under applicable laws or regulations or under Taiwan Stock Exchange Corporation regulations, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.

Article 17

Staff handling administrative affairs of a shareholders meeting shall wear identification cards or arm bands.

The chair may direct the proctors or security personnel to help maintain order at the meeting place. When proctors or security personnel help maintain order at the meeting place, they shall wear an identification card or armband bearing the word "Proctor."

At the place of a shareholders meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by this Corporation, the chair may prevent the shareholder from so doing.

When a shareholder violates the rules of procedure and defies the chair's correction, obstructing the proceedings and refusing to heed calls to stop, the chair may direct the proctors or security personnel to escort the shareholder from the meeting.

Article 18

When a meeting is in progress, the chair may announce a break based on time considerations. If a force majeure event occurs, the chair may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.

If the meeting venue is no longer available for continued use and not all of the items (including extraordinary motions) on the meeting agenda have been addressed, the shareholders meeting may adopt a resolution to resume the meeting at another venue.

A resolution may be adopted at a shareholders meeting to defer or resume the meeting within 5 days in accordance with Article 182 of the Company Act.

Article 19

These Rules, and any amendments hereto, shall be implemented after adoption by shareholders meetings.

