

Audit Committee

Category	Name	Education	Work Experience	Current Job
Convener	Allen Hsu	MBA, National Chengchi University Refresher course of Walton Business School	Chairman, altek Corporation Chairman, Taiwan Mask Corporation Chairman, Myson Century, Inc. Director, Parpro Corporation Director, Innodisk Corporation Independent Director, ANZ Bank (Taiwan) Limited Independent Director, Nuvoton Technology Corporation Independent Director and member of Compensation Committee, Winbond Electronics Corporation	Director, Parpro Corporation Director, Innodisk Corporation Independent Director, Nuvoton Technology Corporation Independent Director and member of Compensation Committee and Convener of Audit Committee, Winbond Electronics Corporation
Member	Francis Tsai	Computer/Control Engineering Department, Chiao-Tung University, Taiwan	Chairman and CEO, Waffer Technology Corp. Chairman, National Aerospace Fasteners Corporation Vice Chairman, Getac Technology Corporation Independent Director and Convener of Compensation Committee, Winbond Electronics Corporation	Chairman and CEO, Waffer Technology Corp. Chairman, National Aerospace Fasteners Corporation Vice Chairman, Getac Technology Corporation Independent Director and Convener of Compensation Committee and member of Audit Committee , Winbond Electronics Corporation
Member	Jerry Hsu	MBA, Waseda Business School.	Director, Kinpo Electronics, Inc. Director, PCHOMESTORE INC. Independent Director, Nuvoton Technology Corporation Independent Director, SIRTEC INTERNATIONAL CO.,LTD Independent Director and member of Compensation Committee, Winbond Electronics Corporation	Director, Kinpo Electronics, Inc. Independent Director, Nuvoton Technology Corporation Independent Director, SIRTEC INTERNATIONAL CO.,LTD Independent Director and member of Compensation Committee and member of Audit Committee , Winbond Electronics Corporation
Member	Stephen Tso	Ph.D & MS From Materials Science and Engineering, U.C Berkeley	President of WaferTech General Manager of MCVD, Applied Material, Inc. Applied Mate CIO & Sr. V.P, TMSC	Independent Director,AOPEN INC. Independent Director and member of Compensation Committee and member of Audit Committee , Winbond Electronics Corporation

Work Summary of Audit Committee:

1. Fair financial reporting of this Corporation.
2. The hiring (and dismissal), independence, and performance of external certified public accountants of this Corporation.
3. The effective implementation of the internal control of this Corporation.
4. Regulatory compliance by this Corporation.
5. The existing or potential risks management of this Corporation.

Information on Operation of the Audit Committee

Date/Term	Agenda item	Resolution adopted by the audit committee	Company's action with regard to the opinion of audit committee
108.01.31 (10th meeting of first-term Audit Committee)	<ol style="list-style-type: none"> 1. The stand-alone financial statements and consolidated financial statements of the Company for 2018 have been prepared. 2. The consolidated business report of the affiliates, the consolidated financial statements of the affiliates and the affiliate report of the Company for 2018 have been prepared. 3. It is proposed to review and approve the Company's Statement for Internal Control System for 2018. 4. Please review and approve the Company's capital expenditure budget for 2019. 5. Please review and approve the annual remuneration for the engagement of Deloitte & Touche. 	Passed by all committee members present	The proposal had been reviewed and approved by Board meeting. and was passed with the unanimous consent of all directors present.
108.03.25 (11th meeting of first-term Audit Committee)	<ol style="list-style-type: none"> 1. The Company's Business Report for 2018 is prepared. 2. The Company's profit distribution proposal for 2018 is prepared. 3. It is proposed to amend the Company's Procedures of Acquisition or Disposal of Assets. 4. It is proposed to amend the Company's Procedures for Engaging in Financial Derivatives Transactions. 	Same as above	Same as above
108.04.26 (12th meeting of first-term Audit Committee)	<ol style="list-style-type: none"> 1. It is proposed to increase the Company's capital expenditure budget for 2019. 2. The Company intends to purchase from Waffer Technology Corp. its wholly-owned subsidiary, Great Target Development Ltd. (Seychelles) at the price of US\$4,999,750 in order to invest in India. 3. The Company intends to set up a subsidiary temporarily named as "Winbond Electronics Germany GmbH" wholly owned by the Company in Germany. 4. It is proposed to amend the Company's "Regulations Governing Endorsements and Guarantees" and rename these internal rules as "Procedures for Endorsements and Guarantees." 5. It is proposed to amend the Company's "Procedures for Governing Loaning of Funds." 6. It is proposed to amend the Company's "Internal Control 	Same as above	Same as above

	System for the Shareholder Service Department." 7. It is proposed to release the directors (including independent directors) of the Company from the non-competition restrictions.		
108.07.26 (13th meeting of first-term Audit Committee)	1. The Company's consolidated financial report for the second quarter of 2019. 2. The Company intends to increase the budget for capital expenditure for 2019. 3. It is proposed that the Company not distribute its earnings for the first half of 2019 fiscal year. 4. The Company intends to conduct a short-form merger with its wholly-owned subsidiary, Mobile Magic Design Corp.	Same as above	Same as above
108.08.22 (14th meeting of first-term Audit Committee)	1 The Company intends to increase the budget for capital expenditure for 2019.	Same as above	Same as above
108.9.10 (15th meeting of first-term Audit Committee)	1 The Company intends to participate in the subscription of the new shares to be issued by Nuvoton Technology Corporation 2 The Company intends to purchase 2 floors and 13 parking spaces within the H Building of Nangang Rubber Tire's World Pearl Development Project from Nanrong Development and Construction Co., Ltd. at a total price not exceeding NT\$850 million as a business office for self-use.	Same as above	Same as above
108.10.25 (16th meeting of first-term Audit Committee)	1 It is proposed to increase the Company's capital expenditure budget. 2 The audit plan of the Company for 2020 has been prepared.	Same as above	Same as above
108.12.23 (17th meeting of first-term Audit Committee)	1 The Company intends to increase the budget for capital expenditure. 2 The Company intends to change its CPAs, effective from the fourth quarter of 2019.	Same as above	Same as above