

## AU Optronics Corp.

### The major resolutions of Board Meeting for Y2016

The Date of Meeting	Major Resolutions
2016.01.29	<ul style="list-style-type: none"> <li>◆ Approved the Internal Control Declaration</li> <li>◆ Approved the revisions to Articles of Incorporation</li> <li>◆ Approved the adjustment of proportion to the appropriation of employees' remuneration, employees' bonus and directors' remuneration in 2015</li> <li>◆ Approved the proportion to the appropriation of employees' remuneration and directors' remuneration</li> <li>◆ Approved the 2015 Unconsolidated and Consolidated Financial Statements</li> <li>◆ Approved the participation in the capital increase of Konly Venture Corp., a subsidiary of the Company</li> <li>◆ Approved the participation in the capital increase of BriView(Hefei) Co., Ltd, a subsidiary of the Company</li> <li>◆ Approved the increase/reduction of capital expenditure budget</li> <li>◆ Approved the revision to "compensation policy to the directors and functional committee members"</li> <li>◆ Approved the suggestions of adjustment of compensation for senior managerial officers compared to the market</li> <li>◆ Approved the 2015 distribution of incentive bonus for senior managerial officers</li> <li>◆ Approved the 2015 distribution of long-term incentive plan for senior managerial officers</li> <li>◆ Approved the 2016 long-term incentive plan for senior managerial officers</li> <li>◆ Approved the addition and renewal of banking facilities</li> </ul>
2016.03.10	<ul style="list-style-type: none"> <li>◆ Approved the change of Chief Accounting Officer</li> <li>◆ Approved the 2015 Business Report and the 2016 Business Plan</li> <li>◆ Approved the 2015 employees' and directors' remuneration</li> <li>◆ Approved the distribution of 2015 earnings</li> <li>◆ Approved the issuance of new common shares for cash to sponsor issuance of the overseas depositary shares and/or issuance of new common shares for cash in public offering and/or issuance of new common shares for cash in private placement and/or issuance of overseas or domestic convertible bonds in private placement</li> <li>◆ Approved the re-election of directors</li> <li>◆ Approved the candidate list for directors and independent directors</li> <li>◆ Approved the date of convening the 2016 Annual General Shareholders' Meeting, meeting agenda and submission period of shareholder proposal and candidate list</li> <li>◆ Approved the 2016 services and fees of the Certified Public Accountant</li> <li>◆ Approved the 2015 compensation distributions to the directors and senior managerial officers</li> <li>◆ Approved the amendments to the "Change-in-Control Payment Regulations"</li> <li>◆ Approved the donation</li> <li>◆ Approved the addition and renewal of banking facilities</li> </ul>
2016.04.11	<ul style="list-style-type: none"> <li>◆ Approved the revisions of candidate list for directors and independent directors</li> </ul>
2016.04.27	<ul style="list-style-type: none"> <li>◆ Approved the revisions to Articles of Incorporation</li> <li>◆ Examined the candidate list for directors and shareholders' proposals for 2016 Annual General Shareholders' Meeting</li> <li>◆ Approved to lift non-competition restrictions on new directors and their representatives</li> <li>◆ Approved the adjustment of 2016 compensation to senior managerial officers</li> </ul>

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	<ul style="list-style-type: none"> <li>◆ Approved the selected positions applicable to the “Change-in-Control Payment Regulations”</li> </ul>
2016.05.09	<ul style="list-style-type: none"> <li>◆ Approved the Consolidated Financial Statements for the period ended March 31, 2016</li> <li>◆ Approved the 2016 services and fees of the Certified Public Accountant</li> <li>◆ Approved AU Optronics (Xiamen) Corporation to conduct the capital increase to BriView (Xiamen) Corp.</li> <li>◆ Approved AU Optronics (Xiamen) Corp. and AU Optronics (Suzhou) Corp. to lend capital to BriView(Hefei) Co., Ltd</li> <li>◆ Approved AU Optronics (Xiamen) Corp. and AU Optronics (Suzhou) Corp. to provide the bank guarantee against the bank loan to the Company</li> <li>◆ Approved the Company to conduct derivative transaction on behalf of AU Optronics (Kunshan) Co., Ltd. on its exposure in US dollars</li> <li>◆ Approved the donation</li> <li>◆ Approved the selected positions applicable to the “Change-in-control Payment Regulations”</li> <li>◆ Reviewed and approved the “Regulations on Retirement Compensation of the selected positions applicable to the Change-in-Control Payment”</li> <li>◆ Approved the budget for capital expenditure</li> <li>◆ Approved the addition and renewal of banking facilities</li> </ul>
2016.06.16	<ul style="list-style-type: none"> <li>◆ The election of Chairman</li> <li>◆ Approved the appointment of the 3rd term of Remuneration Committee members</li> </ul>
2016.08.05	<ul style="list-style-type: none"> <li>◆ Approved the Consolidated Financial Statements for the period ended June 30, 2016</li> <li>◆ Approved Konly Venture Corp., a subsidiary of the Company, to dispose the common stocks of Evergen Power Corporation and Fargen Power Corporation</li> <li>◆ Approved the Company to merger Taiwan CFI Co., Ltd., a subsidiary of the Company</li> <li>◆ Approved the Company to adjust the amount of bank guarantee against the bank loan to AU Optronics (Kunshan) Co., Ltd., a subsidiary of the Company</li> <li>◆ Approved the subsidiaries, AU Optronics (Xiamen) Corporation, AU Optronics (Suzhou) Corp., and AU Optronics Manufacturing (Shanghai) Corp., to lend capital to AU Optronics (Kunshan) Co., Ltd.</li> <li>◆ Approved the budget for capital expenditure</li> <li>◆ Approved the “Regulations on Retirement Compensation for the Employer Serving Concurrently as the Employee”</li> <li>◆ Approved the distribution of employees’ remuneration for senior managerial officers</li> <li>◆ Approved to conduct Syndication loan</li> <li>◆ Approved the addition and renewal of banking facilities</li> </ul>
2016.09.19	<ul style="list-style-type: none"> <li>◆ Approved AU Optronics Singapore Pte. Ltd., a subsidiary of the Company, to dispose the common stocks of AUO SunPower Sdn. Bhd.</li> <li>◆ Approved the Company to conduct derivative transaction on behalf of AU Optronics Singapore Pte. Ltd. on its exposure in US dollars</li> <li>◆ Approved AU Optronics Singapore Pte. Ltd., a subsidiary of the Company, to lend capital to the Company</li> </ul>
2016.11.11	<ul style="list-style-type: none"> <li>◆ Approved 2017 annual audit plan</li> <li>◆ Approved the Consolidated Financial Statements for the period ended September 30, 2016</li> <li>◆ Approved the Company to invest in a new company to invest solar system projects</li> <li>◆ Approved the Company to adjust derivative transaction on behalf of AU Optronics Singapore Pte. Ltd. on its exposure in US dollars</li> <li>◆ Approved the Company to lend capital to AU Optronics (Slovakia) s.r.o., a subsidiary of the Company</li> <li>◆ Approved AU Optronics (Suzhou) Corp., a subsidiary of the Company, to lend</li> </ul>

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	capital to BriView(Hefei) Co., Ltd ◆ Approved the budget for capital expenditure ◆ Approved the “Regulations on Retirement Compensation for the Employee Serving Concurrently as the Chairman” ◆ Approved the assignment of senior managerial officers ◆ Approved the addition and renewal of banking facilities
2016.12.22	◆ Approved the Company to purchase the land of Tainan Factory