AUO Rules and Procedures for Shareholders’ Meeting

1. Shareholders’ meeting of the Company shall be conducted in accordance with the Rules and
Procedures.

2. Shareholders or their proxies attending the shareholders’ meeting (the “Meeting”) shall submit the
attendance card for the purpose of signing in. The number of shares represented by shareholders
or their proxies attending the Meeting shall be calculated in accordance with the attendance cards
submitted by the shareholders or their proxies plus the number of shares exercised by
correspondence or electronic means.

3. The quorum required for the Meeting and the votes cast by the shareholders shall be calculated in
accordance with the number of shares representing by shareholders attending the Meeting.

4. The Meeting shall be held at the head office of the Company or at any other appropriate place that
is convenient for the shareholders to attend. The time to start the Meeting shall not be earlier
than 9:00 a.m. or later than 3:00 p.m. The restrictions on the place of the meeting shall not apply
when this Corporation convenes a virtual-only shareholders meeting.

5. The chair of the Board of Directors shall be the chair presiding at the Meeting in the case that the
Meeting is convened by the Board of Directors. In case the chair of the Board of Directors is on
leave or cannot exercise his power and authority for any reason, the vice chair shall act on behalf
of the chair. In case the Company has no vice chair, or the vice chair is also on leave or unable to
exercise his and authority for any reason, the chair of the Board of Directors shall designate one
of the directors to act on behalf of the chair. If the chair does not make such designation, the
directors shall elect from and among themselves an acting chair of the Board of Directors. If the
Meeting is convened by the person other than the Board of Directors who is permitted to
convene such Meeting, such person shall be the chair presiding the Meeting.

6. The

10. When a shar eholder pr esent at the Meeting wishes to speak, a speech note should be f illed out

with summar y of the speech, the shar eholder’s number, and the name of the shar eholder. The

sequence of speeches by sh ar eholders should be decided by the chair . If any shar eholder

pr esenting the Meeting submits a speech note but does not speak, no speech should be deemed to

have been made by such shar eholder . I n case the contents of the speech of a shar eholder ar e

inconsistent with the contents of the speech note, the contents of actual speech shall prevail.

Unless otherwise per mitted by the chair and the shar eholder in speaking, no shar eholder shall

inter rupt the speeches of the other shar eholder , other wise the chair shal l stop such interr uption.

11. Unless otherwise permitted by the chair, each shareholder shall not, for each discussion item,

speak more than two times or longer than 5 minutes each time. In case the speech of any

shareholder violates this provision or exceeds the scope of the discussion item, the chair may stop

the speech of such shareholder. Where a virtual shareholders meeting is convened, shareholders

attending the virtual meeting online may raise questions in writing at the virtual meeting platform

from the chair declaring the meeting open until the chair declaring the meeting adjourned. No

more than two questions for the same proposal may be raised. Each question shall contain no

mor e than 200 words.

12. Any legal entity designated as pr oxy by a shareholder(s) to be pr esent at the Meeting may appoint

only one representative to attend the Meeting. If a legal entity is a shar eholder and designates two

or more r epr esentatives to attend the Meeting, only one r epr esentative can speak f or each

discussion item.

13. Af ter the speech of a shar eholder , the chair may r espond him/herself or appoint an appropr iate

per son to r espond.

14. The chair may announce to end the discussion of any item and amendment or extr aordinar y

motions proposed by the shareholders, to go into voting if the chair deems it appropr iate .

15. The voting method and pr ocedures shall be announced by the chair or a per son designated by the

chair . The person(s) to monitor and the person(s) to count the ballots shall be appointed by the

chair . The per son(s) monitor ing the ballots shall be a shar eholder(s) . The r esult of voting shall be

announced at the Meeting and r ecor ded in the minutes of the Meeting.

16. Except other wise pr ovided in the C ompany Act of the Republic of C hina or the Articles of

I ncorporation of the Company, a resolution shall be adopted by a major ity of the votes

represented by the shareholders present at the Meeting. The resolution shall be deemed adopted

and shall have the same effect as if it was voted by casting ballots if no objection is voiced aft er

solicitation by the chair.

17. If there is amendment to or substitute for a discussion item, the chair shall decide the sequence of

voting for such discussion item, the amendment or the substitute. If any of them has been adopted,

the other shall be deemed vetoed and no further voting is necessary.

18. The chair may r equire or super vise the disciplinary off icers or the secur ity guar ds to assist in

keeping or der of the Meeting place. Such disciplinar y off icers or secur ity guar ds shall wear badges

mar ked “D isciplinar y Of f icer” f or identif ication pur pose.

19. I n case of incident due to f orce majeur e, the chair may rule the meeting tempor ar ily suspended

and announce a time when, in view of the cir cumstances, the meeting will be r esumed. I f the

meeting venue is no longer available f or continued use and not all of the items on the meeting

agenda have been addr essed, the shar eholders meeting may adopt a r esolution to r esume the

meeting at another venue.

20. Any matter not pr ovided in the Rules and Pr ocedur es shall be handled in accordance with the

Company Act of Republic of C hina and the Articles of I ncorpor ation of the C ompany.