



Type of Nominee	Name	Age*	Gender	Professional knowledge and skills							
				Technology Industry	Research & Development	Innovation	ESG	Risk Management	Human Resources	Finance & Accounting	Strategic Investment
	Company Limited										
Independent Director	Jang-Lin (John) Chen	70-75	Male	✓	✓	✓					
Independent Director	Chiu-ling Lu	60-69	Female				✓		✓	✓	
Independent Director	Cathy Han	60-69	Female	✓			✓	✓	✓	✓	✓
Independent Director	Tzu-Ting Huang	60-69	Female	✓		✓		✓			
Independent Director	Yen-Hsi Lin	60-69	Female				✓		✓		

*According to AUO's policy, directors must be under the age of 75 at the time of election.

Recognition and Discuss Item 1: To recognize 2024 Business Report and Financial Statements (proposed by the Board)

For the fiscal year of 2024, AUO reported a net loss of NT\$3.1 billion, attributable to owners of AUO, with a basic loss per share of NT\$0.40.

Looking back on 2024, the global economic environment faced numerous uncertainties, primarily impacted by high interest rates, inflation, and ongoing geopolitical risks. Although global supply chain gradually stabilized, demand recovery remained slow, particularly in the consumer electronics and IT-related markets. Channel inventory adjustments and reductions in corporate capital expenditures further weighed on overall market conditions, making the business landscape highly challenging.

Despite the challenging business environment, AUO's transformation strategy continued to foster the Company's overall growth. Benefiting from the rebound in TV set demand driven by consumer stimulus measures in China and the growth of automotive solution businesses, AUO achieved annual revenue of NT\$280.25 billion, representing a 13.0% increase compared to 2023. The Company's overall net loss also improved from 2023, narrowing to NT\$3.06 billion.

In 2024, AUO restructured its operations and strategic planning around three core operating pillars: "Mobility Solution," "Vertical Solution," and "Display." By structuring its operations into three distinct pillars, AUO focuses on addressing specific challenges and opportunities of each pillar, rethinking

operations to achieve the best performance, and equipped it with resources and capital to withstand cyclical fluctuations from the panel industry, ensuring stable profitability and long-term sustainable operations.



Recognition and Discuss Item 2: To recognize the proposal for 2024 loss off-setting (proposed by the Board)

In 2024, the entire world went through some fluctuations, economically and politically. However, at AUO, our transformation efforts gradually bore fruits. We started to include BHTC in our revenue in Q2, and our revenue for the full year reached NT\$280 billion, up by 13% YoY. We also entered the tier 1 segment as an automotive solution provider, expanding our manufacturing and sales presence around the world. We also became more complementary with BHTC by leveraging our advantages and strengthening the benefits derived through the acquisition and consolidation with BHTC.

Despite facing significant challenges in the business environment, AUO has decided to distribute NT\$0.3 for every common share in order to deliver stable shareholder returns. Going forward, our shareholder return policy will be characterized by assessing our free cash flow and returning some of the cash flow to our shareholders. At the same time, we will continuously seek to adjust our capital structure.

Recognition and Discuss Item 3: To amend the Articles of Incorporation (proposed by the Board)

In response to the amendment of Article 14, Paragraph 1 of the Securities Exchange Act and to further align the goal of sharing the Company's operational results with non-executive employees, we proposed to amend the Company's Articles of Incorporation to stipulate that no less than 20% of employee remuneration shall be allocated to non-executive employees.

Recognition and Discuss Item 4: To lift non-competition restrictions on board members (proposed by the Board)

According to Article 209 of the Company Act of the Republic of China, any Director conducting business for himself/herself/itself or on behalf of other people that is within AUO' s business scope, shall provide explanation for the essential contents of such conduct at the shareholders' meeting, and obtain approval therefrom. The following is the list of non-competition restrictions proposed to be lifted at the 2025 AGM:

- of the Company)
- Director, ADLINK Technology Inc. (unrelated industry)
- Chairman, Alpha Networks Inc. (subsidiary of major shareholder)
- Chairman, DFI Inc. (subsidiary of major shareholder)
- Chairman, Meiatec Corporation (subsidiary of major shareholder)
- Chairman, Benq Materials Corp. (subsidiary of major shareholder)
- Director, Topview Optronics Corp. (unrelated industry)
- Chairman, Simula Technology Inc. (subsidiary of major shareholder)
- Chairman, DFI Corp. (subsidiary of major shareholder)
- Chairman, Data Image Corporation (subsidiary of major shareholder)
- Director, Q.S. Control Corp. (unrelated industry)
- Chairman, Benq Corporation (subsidiary of major shareholder)
- Chairman, Golden Spirit Co., Ltd. (subsidiary of major shareholder)

		<ul style="list-style-type: none"> - Director, Rapidtek Technologies Inc. (unrelated industry) - Chairman, Norbel Baby Co.,Ltd(subsidiary of major shareholder) - Director, Dunpin NO1. Innovation Investment Corp. (unrelated industry) - Director, Dunpin NO2. Innovation Investment Corp. (unrelated industry) 	
		<ul style="list-style-type: none"> - Director, Alpha Networks Inc. (subsidiary of major shareholder) - Director, Metaage Corporation (subsidiary of major shareholder) - Director, BenQ Biotech (Shanghai) Co., Ltd (subsidiary of major shareholder) - Director, Shanghai Filter Technology Co.,Ltd (subsidiary of major shareholder) 	
		Independent Director and Member of Audit Committee	

As a shareholder of AUO, you are invited to attend the 2019 Annual General Meeting (AGM) of AUO Corporation.

11/11/2019

Subject:

1. The AGM will be held on 2019/11/27 (Thursday) at 10:00 a.m. in the 10th floor of AUO Building, No. 1, Sec. 4, Ring Rd. Sec. 4, Taipei City 106, Taiwan. The AGM will be held in Chinese.

2. The AGM will be held in the 10th floor of AUO Building, No. 1, Sec. 4, Ring Rd. Sec. 4, Taipei City 106, Taiwan. The AGM will be held in Chinese.

11/11/2019 10:00 a.m. 10:00 a.m. 10:00 a.m.

(Continued)

Director, AUO  Group Inc. (unrelated industry)

Director, Commonwealth Educational Media and Publishing Co., Ltd. (unrelated industry)

Director, Taiwan International Resorts (unrelated industry)

Should you have any concerns or questions regarding the AGM proposals, please do not hesitate to contact me via email at ting.hung@auo.com. Additionally, if you're interested in learning more about AUO's ESG achievement, please visit the ESG Investor Page on AUO's website at <https://csr.auo.com/en>.

We look forward to seeing you in person at the General Meeting, but if you are unable to attend in person, please do send us your vote by mail  and by proxy through your representative agents.

Yours Sincerely,



David Chang
Chief Executive Officer
AUO Corporation

11/11/2019