

The Nomination and Election Method for Independent Directors

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■ **Nomination and Election Method**

According to the Article 14-2 of Securities and Exchange Act and the official letter from TSEC (letter no. 0950103919) dated Sep. 27, 2006, the Company's independent directors shall not be less than two in number and shall be elected by adopting candidate nomination system. It has been approved by the 6th meeting of the fourth-term Board of Directors on February 9, 2007, and approved by the Shareholders' meeting of the same year.

According to the Article 192-1 of Company Act, the Company has announced the independent directors shall be elected by adopting **candidate nomination system** in MOPS on February 26, 2009. The Board of Directors of the Company and any shareholder with 1% above shareholding may nominate Independent Directors candidates. Period for proposals and nomination of Independent Directors candidates for shareholders with shareholdings above 1% is from April 11, 2009 to April 20, 2009. The roster of director candidates submitted by a shareholder as prescribed in the preceding paragraph shall be annexed with the name, education background and past work experience of the director candidates, the letter of understanding issued by each director candidate to consent to act as director after he/she has been elected as such, a written statement issued by each director candidate assuring that he/she is not under any of the circumstances set forth in Article 30 of the Company Act, and mail to the stock agency: Oriental Securities Corporation (3F, 86, Chung, Ching South Road, sec.1, Taipei, Taiwan)

■ **Nomination Process and Candidate Information**

During this period, the Board of Directors has received the nomination of two Independent Directors candidates from the shareholder Yuang Ding Investment Co., Ltd., After the preliminary examination, abovementioned two candidates both meet the requirements and qualifications of Independent Directors. The Company had

made public announcement about the qualified Independent Directors candidate roster as underneath after the resolution of Board of Directors dated April 29, 2009.

Candidate Name (ID/ Shareholder No)	Education	Major Experience	Current Position	Holding Shares
Kurt Roland Hellström (19431212KU)	Master of Electronics, Royal Institute of Technology and MBA of Stockholm School of Economics	President and CEO of Ericsson Group	Independent director of Bharti Aritel Limited (India) and VTI Technologies(Finland) Director of Swedish Trade Council (Sweden) · European Institute for Japanese Studies(Sweden)	0
Lawrence Juen-Yee Lau (19441212LA)	B.S. in Physics and Economics, Stanford University M.A. and Ph.D. in Economics, University of California at Berkeley	Academician, Academia Sinica, 1982 Kwoh-Ting Li Professor in Economic Development, Emeritus, Stanford University	President and Vice-Chancellor, Ralph and Claire Landau Professor of Economics, The Chinese University of Hong Kong Member, Board of Directors, Hong Kong Science and Technology Parks Corporation Independent Non-executive Director, CNOOC Limited Member, Board of Directors, Precoad, Inc. Independent Director, Shin Kong Life Insurance Company Limited	0

■ Election Result

The Company has been nominated two independent Directors. The result is as follows:

Shareholder No	Name	Votes Received	Election Result
19441212LA	Lawrence Juen-Yee LAU	3,107,113,342	Elected
19431212KU	Kurt Roland Hellström	2,737,415,311	Elected