

Stock code 2301

Lite-On Technology Corporation

Annual General Meeting of Shareholders for 2016

Meeting Agenda

Date: June 24, 2016 at 9:00 a.m.

Location: 1F, No. 392, Ruey Kuang Road, Neihu Dist., Taipei City
(International Convention Center, Lite-On Technology Building)

Lite-On Technology Corporation

Meeting Procedure for the Annual General Meeting of Shareholders for 2016

- I. Chairperson Calls Meeting to Order
- II. Opening Remarks by the Chairperson
- III. Discussions
- IV. Reports on Company Affairs
- V. Proposals, Election and Discussions
- VI. Provisional Motions
- VII. Adjournment

Lite-On Technology Corporation

Agenda of the Annual General Meeting of Shareholders for 2016

I. Chairperson Calls the Meeting to Order (and reports equity shares in attendance)

II. Opening Remarks by the Chairperson

III. Discussions

- i. Amendment to “Articles of Incorporation”

IV. Reports on Company Affairs

- i. 2015 Business Report
- ii. Audit Committee’s Review Report on 2015 Financial Statements
- iii. Director and Employee compensation for 2015
- iv. Employee compensation paid in newly-issued shares of common stock for 2015
- v. Implementation status of share repurchase plan
- vi. The Status of improvement of the guarantee of Lite-On Mobile Oyj

V. Proposals, Election and Discussions

- i. Adoption of 2015 Financial Statements
- ii. Adoption of the Proposal for Appropriation of 2015 Earnings
- iii. Proposal of dividends payable in newly-issued shares of common stock for 2015
- iv. Amendment to “Regulations Governing Election of Directors”
- v. Election of the Board of Directors of the 10th Term.
- vi. Proposal of release of directors from non-competition restrictions

VI. Provisional Motions

VII. Adjournment

III. Discussions

Proposed by the Board of Directors

i. Proposal: Amendment to “Articles of Incorporation”, please discuss and resolve.

Explanation:

1. In order to comply with revised regulations from competent authorities and to satisfy the Company’s needs, an amendment to “The Articles of Incorporation” is proposed.
2. Please refer to Attachment 1 for a comparison of the contents before and after amendment.
3. Please refer to Appendix 2 for the full contents before amendment.
4. Please discuss and resolve.

Resolution:

IV. Reports on Company Affairs

i. 2015 Business Report

Explanation: Please refer to attachment 2 - 2015 Business Report of the Company.

ii. Audit Committee’s Review Report on the 2015 Financial Statements

Explanation:

1. 2015 Financial Statements of the Company have been duly audited by Certified Public Accountant Ke, Jason and Certified Public Accountant Chang, Ching Fu of Deloitte Touche Tohmatsu International Taiwan. The aforementioned financial statements, business report, and proposals for Earnings appropriation have been duly reviewed by the Audit Committee. Audit Committee’s Review Report is provided herein.
2. For details of the Certified Public Accountants’ Audit Report and aforementioned Financial Statements, please refer to Attachment 3 & Attachment 4.
3. For the Review Report provided by the Audit Committee, please refer to Attachment 5.

iii. Director and Employee compensation for 2015

Explanation:

The Company allocated the profit of 2015 to directors as compensation at the amount NT\$ 61,394,644, all paid in cash, and to employee at the amount of NT\$1,022,040,244, NT\$858,513,805 will be paid in cash and the other NT\$163,526,439 will be paid in newly-issued shares of common stock.

iv. Employee compensation paid in newly-issued shares of common stock for 2015

Explanation:

1. In an effort to strengthen capital structure, the Company proposed employee remuneration paid in newly-issued shares of common stock. Details are as follows:
2. Sources of funds :
Distributed from 2015 profit, 4,264,053 new shares with value of NT\$163,526,439 will be issued as employee compensation.
3. Terms of issuance:
 - 1) With respect to 4,264,053 new shares issued for employee stock, the number of shares issued shall be calculated based on the closing price on the day preceding the Board of Directors meeting. Any fractional share less than one full share of the stock compensation shall be paid in cash.
 - 2) New shares shall bear the same rights and obligations as existing shares.

V. Implementation status of share repurchase plan

Explanation:

1. In order to comply with Article 28-2 of Securities and Exchange Act, reports the implementation status of share repurchase plan
2. For the detail of implementation of share repurchase plan, please refer to Attachment 6.

Vi. The Status of improvement of the guarantee of Lite-On Mobile Oyj.

Explanation:

1. In order to comply with No.1040015344 issued by Financial Supervisory Commission dated May 20, 2015, the guarantee of Lite-On Mobile Oyj was released at May 31, 2015 and put into promulgation as required by law.

IV. Proposals, Election and Discussions

Proposed by the Board of Directors

i. Proposal: Adoption of 2015 Financial Statements.

Explanation:

1. 2015 financial statements have been audited by Certified Public Accountant Ke, Jason and Certified Public Accountant Chang, Ching Fu of Deloitte Touche Tohmatsu International Taiwan and were discussed and resolved in the Board of Directors meeting convened on March 25, 2016.
2. The aforementioned financial statements and business report were reviewed by the Audit Committee.
3. For the business report for Year 2015, please refer to Attachment 2.
4. For the financial statements for Year 2015, please refer to Attachments 3 & 4.
5. Please proceed to adopt.

Resolution:

Proposed by the Board of Directors

ii. Proposal: Adoption of the Proposal for Appropriation of 2015 Earnings

Explanation:

1. The proposal for Lite-on Technology's (the Company) 2015 appropriation of earnings was already resolved in the Board of Directors meeting convened on March 25, 2016.
2. In Fiscal Year 2015, the Company made a net profit of NT\$7,222,899,251. By adding unallocated retained earnings of the previous year of NT\$5,870,168,877, adding adjustments on effect of retrospective application of IFRSs and restatement of financial statements of NT\$3,481,079, deducting adjustments on the equity method investments of NT\$21,876,147, deducting adjustments on re-measurement on define benefit plans recognized in retained earnings of NT\$63,599,580, setting aside special reserve of NT\$166,388,915 and 10% of net profit as legal reserve of NT\$722,289,925, total distributable earnings for the year amounted to NT\$12,122,394,640.
3. The profit to be distributed among shareholders shall be NT\$116,746,420 in stock dividends (NT\$0.05 per share) and NT\$5,113,493,058 in cash dividends (NT\$2.19 per share). The distribution of cash dividends shall be based on share ratio and rounded off to the integer. Fractional dividend amounts that are less than NT\$1 shall be ranked from high to low in value and from old to new in account number, and then they shall be adjusted in this order until the total amount of cash dividend distribution is met. For dividend distribution chart and descriptions, see Attachment 7.
4. In the event of repurchase of the Company's shares, transfer, conversion or annulment of treasury stocks, and exercise of employees' stock options, leading to a change in the number of outstanding shares and a consequent change in stock dividends and dividend yield, it is proposed that the Board of Directors are authorized to duly adjust stocks and cash payout rates.
5. For distribution of cash dividends, after resolution in this shareholders' meeting, it is proposed that the Board of Directors be authorized to determine the ex-dividend date and to put it into promulgation as required by law.
6. Please proceed to adopt.

Resolution

Proposed by the Board of Directors

iii. Proposal: Dividends payable in newly-issued shares of common stock for 2015

Explanation:

1. In an effort to strengthen capital structure, the Board of Directors proposed dividends payable in newly-issued shares of common stock. Details are as follows:
2. Sources of funds :
It is proposed that 11,676,420 new shares with face value of NT\$116,764,200 be issued to be paid to shareholders as dividends.
 1. Terms of issuance:
 - i. With respect to 11,676,420 new shares issued for stock dividends, payout will be based on the shareholding of all shareholders as of the ex-right date as shown through the Register of Shareholders. 5 shares will be distributed for every one thousand shares.

- ii. After the proposal of share issuance is resolved by the shareholders' meeting and approved by the competent authority, the ex-right date will be determined. Payout shall be made to existing shareholders pro rata based on the shareholdings of shareholders as of the ex-right date as shown through the Register. For any fractional share less than one full share, shareholders may elect to consolidate fractional shares into whole shares and register with the Company's Stock Affairs Department within five days starting from the ex-right date. In the event that a shareholder fails to complete such action within the specified time frame and for the fractional share less than one whole share after consolidation, such fractional shares shall be paid in cash (rounded off to the nearest whole number of New Taiwan Dollars and any fraction less than one New Taiwan Dollar shall be unconditionally discarded). The fractional shares shall be subscribed at par value, to individuals assigned by the Chairperson.
- iii. In the event of repurchase of the Company's shares, transfer, conversion, and annulment of treasury stocks, and exercise of employees' stock options leading to a change in the number of outstanding shares and a consequent change in stock dividends and dividend yield, it is proposed that the Board of Directors be authorized to duly adjust stocks and cash payout rates.
- iv. New shares shall bear the same rights and obligations as existing shares. After the competent authority approves the issuance, the Board of Directors will determine a record date for distribution.

4. Please proceed to resolve.

Resolution

Proposed by the Board of Directors

iv. Proposal: Amendment to "Regulations Governing Election of Directors", please discuss and resolve.

Explanation:

- 1. In order to comply with regulations from competent authorities and to satisfy the Company's needs, an amendment to "Regulations Governing Election of Directors" is proposed.
- 2. Please refer to Attachment 8 for a comparison of the contents before and after amendment.
- 3. Please refer to Appendix 3 for the full contents before amendment.
- 4. Please discuss and resolve.

Resolution:

Proposed by the Board of Directors

v. Proposal: Election of the Board of Directors of the 10th Term.

Explanation:

- 1. Please duly elect eleven directors of the 10th term (including four independent directors). For "Regulations Governing Election of Directors", please refer to and Appendix 3 and Attachment 8.
- 2. For candidates of directors and independent directors of the 10th term, please refer to Appendix 4.
- 3. The directors of the 10th term will serve a three-year term starting from June 24, 2016 to June 23, 2019.

Election result :

Proposed by the Board of Directors

vi. Proposal:

Explanation: Proposal of release of directors from non-competition restrictions

- 1. In order to comply with the Article 209 of Company Law, "if a Director's act on his/her or others' behalf falls within the scope of the Company's business, the Director shall illustrate to the shareholders the gist of such act, and obtain the shareholders' approval."

2. In view of the diversification needs of the Company's and that directors (including independent directors) might act in their own interests on matters within the Company's business scopes, it is proposed to release the non-competition restrictions on directors and independent directors with the premise that directors do not have conflicts of the Company's interests.
3. The detail of release of directors from non-competition restrictions, please refer to Attachment 9 °
4. Please discuss and resolve.

Resolution:

V. Provisional Motions

VI. Adjournment

Lite-On Technology Corporation
Comparative Table of Articles of Incorporation
(The table below compares the Amended Articles and Original Articles.)

Article No	Amended Article	Original Article	Note
Article XXIV	The Company shall allocate the following compensation from the profit of each fiscal year (The “profit” means “profit before income tax and employees’ and directors’ compensation”), however, the Company shall have reserved a sufficient amount from such profit to offset its accumulated losses (including unappropriated earnings adjustment if any): 1. Employees’ compensation : no less than 1% 2. Directors’ compensation : no more than 1.5% The employees’ compensation under the preceding paragraph will be distributed by shares or cash. The employees of the Company’s subsidiaries may also be entitled to such compensation. The Board of Directors is authorized with full powers to determine the terms and methods of appropriation. The Directors’ compensation under the preceding paragraph may only be distributed by cash. The Company shall, upon a resolution of the Board of Directors, distribute employees’ and director’s compensation in the preceding two paragraphs, and report to the shareholders’ meeting for such distribution.	From the profit earned in current year, the Company shall pay taxes and make up any previous loss, if any, then withhold 10% for legal reserve, then provide or reverse special reserve as required by competent authority. The balance added with unallocated earnings accumulated previously will be duly allocated at the following ratio after certain earnings is set aside for business growth. 1. Bonus to employees: no less than 1% 2. Remuneration to directors: no more than 1.5% 3. Remainder thereafter, to be dividends to shareholders As to the bonus to employees mentioned in the preceding paragraph, if the bonus is dispersed in stocks, beneficiaries may include employees of affiliates. The Board of Directors is authorized with full powers to determine the terms and methods of appropriation.	To comply with the amendments of the Company Act article 235, 235-1, 240, and related regulation.
Article XXIV-1	If there is net profit after tax upon the final settlement of account of each fiscal year, the Company shall first to offset any previous accumulated losses (including unappropriated earnings adjustment if any) and set aside a legal reserve at 10% of the net profits, unless the accumulated legal reserve is equal to the total capital of the Company; then set aside special reserve in accordance with relevant laws or regulations or as requested by the authorities in charge. The remaining net profit, plus the beginning unappropriated earnings (including adjustment of unappropriated earnings if any) , shall be distributed into dividends to shareholders according to the distribution plan proposed by the Board of Directors and submitted to the shareholders’ meeting for approval.	(newly added Article)	To comply with the amendments of the Company Act.
Article XXIX	The Articles were duly stipulated on March 13, 1989. The Articles were duly amended on March 20, 1990 as the 1st amendment. The Articles were duly amended on May 11, 1991 as the 2nd amendment. The Articles were duly amended on May 20, 1992 as the 3rd amendment. The Articles were duly amended on June 27, 1992 as the 4th amendment. The Articles were duly amended on June 21, 1993 as the 5th amendment. The Articles were duly amended on December 18, 1993 as the 6th amendment. The Articles were duly amended on May 30, 1995 as the 7th amendment. The Articles were duly amended on April 2, 1996 as	The Articles were duly stipulated on March 13, 1989. The Articles were duly amended on March 20, 1990 as the 1st amendment. The Articles were duly amended on May 11, 1991 as the 2nd amendment. The Articles were duly amended on May 20, 1992 as the 3rd amendment. The Articles were duly amended on June 27, 1992 as the 4th amendment. The Articles were duly amended on June 21, 1993 as the 5th amendment. The Articles were duly amended on December 18, 1993 as the 6th amendment. The Articles were duly amended on	Added the date for the 26 th Amendment

Article No	Amended Article	Original Article	Note
	the 8th amendment.	May 30, 1995 as the 7th amendment.	
	The Articles were duly amended on May 6, 1997 as the 9th amendment.	The Articles were duly amended on April 2, 1996 as the 8th amendment.	
	The Articles were duly amended on May 19, 1998 as the 10th amendment.	The Articles were duly amended on May 6, 1997 as the 9th amendment.	
	The Articles were duly amended on June 21, 1999 as the 11th amendment.	The Articles were duly amended on May 19, 1998 as the 10th amendment.	
	The Articles were duly amended on May 31, 2000 as the 12th amendment.	The Articles were duly amended on June 21, 1999 as the 11th amendment.	
	The Articles were duly amended on April 19, 2001 as the 13th amendment.	The Articles were duly amended on May 31, 2000 as the 12th amendment.	
	The Articles were duly amended on May 21, 2002 as the 14th amendment.	The Articles were duly amended on April 19, 2001 as the 13th amendment.	
	The Articles were duly amended on August 5, 2002 as the 15th amendment.	The Articles were duly amended on May 21, 2002 as the 14th amendment.	
	The Articles were duly amended on May 13, 2003 as the 16th amendment.	The Articles were duly amended on August 5, 2002 as the 15th amendment.	
	The Articles were duly amended on June 15, 2004 as the 17th amendment.	The Articles were duly amended on May 13, 2003 as the 16th amendment.	
	The Articles were duly amended on June 14, 2005 as the 18th amendment.	The Articles were duly amended on June 15, 2004 as the 17th amendment.	
	The Articles were duly amended on June 21, 2006 as the 19th amendment.	The Articles were duly amended on June 14, 2005 as the 18th amendment.	
	The Articles were duly amended on June 21, 2007 as the 20th amendment.	The Articles were duly amended on June 21, 2006 as the 19th amendment.	
	The Articles were duly amended on June 25, 2008 as the 21st amendment.	The Articles were duly amended on June 21, 2007 as the 20th amendment.	
	The Articles were duly amended on June 15, 2010 as the 22nd amendment.	The Articles were duly amended on June 25, 2008 as the 21st amendment.	
	The Articles were duly amended on June 19, 2012 as the 23rd amendment.	The Articles were duly amended on June 15, 2010 as the 22nd amendment.	
	The Articles were duly amended on June 19, 2013 as the 24rd amendment.	The Articles were duly amended on June 19, 2012 as the 23rd amendment.	
	The Articles were duly amended on June 19, 2014 as the 25th amendment	The Articles were duly amended on June 19, 2013 as the 24rd amendment.	
	The Articles were duly amended on June 24, 2016 as the 26th amendment	The Articles were duly amended on June 19, 2014 as the 25th amendment.	

Lite-On Technology Corporation Business Report

Dear Shareholders,

Despite the lower demand for products and services in the global information and communication industries in 2015, the Lite-On Group has been focusing on profits, steadying operations and increasing shareholders' return on equity as our operational strategies. We have shown an increase in profits through our ability to execute and compete. Cloud computing, LED lighting, automotive electronics, biomedical technology, and industrial automation were the five Internet of Things (IoT) applications that we concentrated on as we transformed ourselves. In each and every application area, we have consolidated business across areas and invested aggressively in resources, research and team to expand business. We have used One LiteOn's advantage as our new re-starting point. In 2015, LiteOn's global consolidated revenue amounted to NT\$216.929 billion. As part of the overall revenue, non-PC-related products exceeded 60%. Our net profit after taxes was NT\$7.223 billion for the year and our annual earnings per share (EPS) reached NT\$3.11. This represented a yearly growth of 11%.

Operating Performance

All core products of LiteOn have continued to grow steadily in 2015. In recent years, we have been aggressively growing our non-PC areas. We are gradually seeing results in the cloud computing, high-end cameras and LED lighting areas. In 2015, they have not only grown steadily but will continue to be the growth areas and profit centers in 2016. The optoelectronic department benefited from the increase in market demand for LED lighting, consumer electronics and portable devices. It also benefited from increased production in camera modules and an increase market share in high-end smart phones. With the increase in demand for cloud application server power management systems and portable devices, our revenue in this area rose to a record high. In our core business groups, we saw an expansion in market share for high-end server casings and input devices (peripherals such as keyboards and mice), an increase in delivery of tablet PC peripheral applications and smooth delivery of the new laser models of multifunction machines. All the above contributed to continued growth in revenue for the information product division. Market demand for storage devices increased and gaming-related products rose nearly 10% in revenues.

The five IoT application areas of cloud computing, LED lighting, automobile electronics, medical biotechnology, and industrial automation were LiteOn's main focal points as it transformed itself. Development in new business areas has taken off and research and innovation have led into operations, scaling up and a new wave of growth momentum. In 2015, LiteOn successfully introduced data center power management systems by providing innovative and flexible cloud applications for critical infrastructure power management, remote backup, and remote monitoring as comprehensive solutions. Our electric car chargers have received technical and specification certifications from European and American countries and our customers and product installations have increased substantially. In the area of LED lighting, LiteOn not only provided LED lighting products to car manufacturers around the world but is also zealously developing integrated optical sensors in new application areas for monitoring heart rates, directions, environmental colors and gesture controls. With the development self-driving vehicles in full swing, LiteOn has built smart sensing modules to be used in various driving situations. In the area of intelligent manufacturing, after successfully developing 3D printing and scanning technology, we have led the industry in becoming the world's first company to build mobile phone antennas through 3D printing. Such antennas have been used with smartphones manufactured by international brand companies. Because they are produced completely without the process of plating and use green recyclable materials, the impact on the environment is greatly reduced and the customers have offered high praises. LiteOn's own biomedical technology brand, Skyla®, has successfully entered the global biotechnology healthcare market, developing automated biochemical analyzers and glycated hemoglobin analyzers. In March of 2016, we announced the establishment of the first overseas biotechnology research and development center in Singapore geared towards the emergency and remote care markets. This integrates our dual advantages of product design and product manufacturing and allows us to zealously develop highly competitive point-of-care products.

Corporate Social Responsibility

Nationally, LiteOn has received Commonwealth Magazine's Benchmark Enterprise Award nine consecutive years, the Taiwan Corporate Sustainability Award four times, and Global Views Monthly's Excellence in Corporate Social Responsibility Award eight times. Internationally, LiteOn has held a place on the Dow Jones Sustainability Index (DJSI) for five years in a row and a place on the Morgan Stanley Sustainability Report for two years in a row. We have also been featured on the A List in the Climate Disclosure Leadership Index (CDLI). Our highly transparent information disclosure measures earned us the highest ranking of A++ on the TWSE (Taiwan Stock Exchange) two consecutive years.

Future Outlook

As the technology industry of traditional hardware manufacturing rapidly crosses over to big data, smart LED lighting, automobile electronics, medical biotechnology, smart home systems, intelligent manufacturing, and IoT applications, there is need for careful integration with existing industries or a replacement of them. The global economic environment is facing a variety of uncertainties. As we cross our 40th anniversary threshold, what is most important to LiteOn is to face this new wave on a new starting point.

Looking ahead, LiteOn will continue to strengthen its production advantage and operational structure. We will eagerly participate in the development of new applications and use a multi-directional approach to create sustainable growth and achieve our developmental goals of transformation and advancement. With the advantages of an elite, world-class company, LiteOn is committed to becoming the best choice for a business partner for any global customer seeking innovative design, hardware manufacturing and applications in the areas of light, electricity, energy conservation and smart technology. We have efficiently integrated the eight business units of Mobile Mechanics, PID, Power Systems, Storage, MEC, CDSS, OPS and the New Business unit. This was a display of our institutional spirit of passion, excellence, innovation and growth as well as an exercise in flexibility and creativity for the One LiteOn team. We will eagerly seek out the next wave of growth and market opportunities to demonstrate One LiteOn's holistic productivity and competitiveness.

In the past 40 years, LiteOn has consistently faced a variety of challenges. In overcoming each challenge, it has grown and attained great results. We hope that this spirit can be sustained generation after generation, making LiteOn an asset for society and an ever-lasting and ever-growing Taiwanese enterprise. This will require the persistence and effort of each member of our team as well as the support and affirmation of every customer, supplier, business partner, shareholder and society at large. Together, we will build a centenarian corporation out of LiteOn.

Chairperson:

Manager:

Chief Accountant:

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Stockholders
Lite-On Technology Corporation

We have audited the accompanying balance sheets of Lite-On Technology Corporation as of December 31, 2015, December 31, 2014 and January 1, 2014, and the related statements of comprehensive income, changes in equity and cash flows for the years then ended. These financial statements are the responsibility of Lite-On Technology Corporation's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing standards generally accepted in the Republic of China. Those rules and standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Lite-On Technology Corporation as of December 31, 2015, December 31, 2014 and January 1, 2014, and its financial performance and its cash flows for the years then ended, in conformity with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

The accompanying schedules of major accounting items of Lite-On Technology Corporation as of and for the year ended December 31, 2015 are presented for the purpose of additional analysis. Such schedules have been subjected to the auditing procedures described in the second paragraph. In our opinion, such schedules are consistent, in all material respects, with the financial statements required to in the first paragraph.

March 25, 2016

Notice to Readers

The accompanying financial statements are intended only to present the financial position, financial performance and cash flows in accordance with accounting principles and practices generally accepted in the Republic of China and not those of any other jurisdictions. The standards, procedures and practices to audit such financial statements are those generally applied in the Republic of China.

For the convenience of readers, the independent auditors' report and the accompanying financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and financial statements shall prevail.

LITE-ON TECHNOLOGY CORPORATION

BALANCE SHEETS
(In Thousands of New Taiwan Dollars)

ASSETS	December 31, 2015		December 31, 2014 (Restated)		January 1, 2014 (Restated)	
	Amount	%	Amount	%	Amount	%
CURRENT ASSETS						
Cash (Note 6)	\$ 4,190,926	3	\$ 6,541,854	5	\$ 6,924,714	6
Financial assets at fair value through profit or loss (Notes 5 and 7)	45,845	-	-	-	-	-
Debt instruments with no active market - current (Note 12)	9,573	-	1,054	-	-	-
Notes receivable, net (Note 8)	180	-	40,613	-	7,518	-
Trade receivables, net (Notes 5 and 8)	21,641,543	15	23,111,141	16	18,074,101	14
Trade receivables from related parties (Note 30)	11,028,957	7	10,832,845	8	5,307,083	4
Other receivables	790,721	1	658,483	-	223,612	-
Other receivables from related parties (Note 30)	541,785	-	559,388	-	372,160	-
Inventories, net (Notes 5 and 9)	10,458,264	7	8,422,865	6	2,575,272	2
Prepayments	807,852	1	919,633	1	453,873	-
Total current assets	49,515,646	34	51,087,876	36	33,938,333	26
NON-CURRENT ASSETS						
Available-for-sale financial assets (Notes 5 and 10)	321,274	-	646,291	-	717,171	1
Debt instruments with no active market - non-current (Note 12)	735	-	735	-	-	-
Investments accounted for using equity method (Notes 5 and 13)	80,806,177	55	75,429,489	52	87,137,080	68
Property, plant and equipment, net (Notes 5 and 14)	6,879,323	5	7,378,066	5	4,758,177	4
Intangible assets, net (Notes 5 and 15)	6,742,250	5	7,074,562	5	646,137	-
Deferred tax assets (Notes 5 and 22)	2,106,142	1	2,124,934	2	921,841	1
Refundable deposits	160,322	-	174,804	-	87,784	-
Prepayments for investments	155,677	-	-	-	-	-
Net defined benefit assets - non-current (Notes 5 and 18)	-	-	17	-	-	-
Other non-current assets	6,444	-	7,278	-	5,512	-
Total noncurrent assets	97,178,344	66	92,836,176	64	94,273,702	74
TOTAL	\$ 146,693,990	100	\$ 143,924,052	100	\$ 128,212,035	100
LIABILITIES AND EQUITY						
CURRENT LIABILITIES						
Short-term borrowings (Note 16)	\$ 12,874,375	9	\$ 13,467,121	9	\$ 5,484,120	4
Derivative financial liabilities for hedging - current (Notes 5 and 11)	-	-	11,989	-	-	-
Notes payable	2,597	-	6,715	-	7,134	-
Trade payables	8,103,755	5	6,005,349	4	2,408,170	2
Trade payables to related parties (Note 30)	18,858,168	13	20,910,791	15	20,668,164	16
Other payables	9,892,335	7	7,833,883	5	4,352,868	3
Other payables to related parties (Note 30)	755,682	-	600,100	-	465,963	-
Current tax liabilities (Notes 5 and 22)	1,270,893	1	846,665	1	720,462	1
Provisions - current (Notes 5 and 17)	853,031	1	828,287	1	133,230	-
Advance receipts	1,814,666	1	1,958,793	1	713,778	1
Current portion of long-term borrowings (Note 16)	2,900,000	2	5,225,000	4	6,350,000	5
Total current liabilities	57,325,502	39	57,694,693	40	41,303,889	32
NON-CURRENT LIABILITIES						
Derivative financial liabilities for hedging - non-current (Notes 5 and 11)	-	-	-	-	46,969	-
Long-term borrowings, net of current portion (Note 16)	9,600,000	7	7,700,000	5	12,125,000	10
Deferred tax liabilities (Notes 5 and 22)	3,282,201	2	2,951,521	2	1,523,571	1
Net defined benefit liabilities - non-current (Notes 5 and 18)	63,935	-	-	-	11,173	-
Guarantee deposits	21,210	-	19,796	-	16,165	-
Credit balance of investments accounted for using equity method (Note 13)	412,631	-	583,834	1	144,632	-
Total noncurrent liabilities	13,379,977	9	11,255,151	8	13,867,510	11
Total liabilities	70,705,479	48	68,949,844	48	55,171,399	43
EQUITY						
Share capital						
Ordinary shares	23,349,283	16	23,416,737	16	23,246,552	18
Advance receipts for common stock	-	-	-	-	29,705	-
Total share capital	23,349,283	16	23,416,737	16	23,276,257	18
Capital surplus						
Additional paid-in capital from share issuance in excess of par value	9,251,603	7	9,238,931	7	9,096,489	7
Bond conversion	7,462,138	5	7,534,962	5	7,540,388	6
Treasury stock transactions	275,516	-	445,694	-	430,851	-
Difference between consideration and carry amounts adjusted arising from changes in percentage of ownership in subsidiaries	43,236	-	30,960	-	-	-
Arising from share of changes in capital surplus of associates	278,747	-	231,446	-	15,487	-
Merger	10,015,194	7	10,112,934	7	10,120,217	8
Employee share options	-	-	-	-	8,587	-
Total capital surplus	27,326,434	19	27,594,927	19	27,212,019	21
Retained earnings						
Legal reserve	10,123,042	7	9,476,876	7	8,601,391	7
Special reserve	232,213	-	49,669	-	689,913	1
Unappropriated earnings	13,011,073	9	11,432,541	8	12,176,414	9
Total retained earnings	23,366,328	16	20,959,086	15	21,467,718	17
Other equity						
Exchange differences on translating foreign operations	3,347,902	2	4,125,097	3	2,383,040	2
Unrealized gain (loss) on available-for-sale financial assets	(152,714)	-	139,072	-	83,231	-
Unrealized loss on hedging instruments determined to be the effective portion of cash flow hedging	-	-	(11,989)	-	(46,969)	-
Total other equity	3,195,188	2	4,252,180	3	2,419,302	2
Treasury shares	(1,248,722)	(1)	(1,248,722)	(1)	(1,334,660)	(1)
Total equity	75,988,511	52	74,974,208	52	73,040,636	57
TOTAL	\$ 146,693,990	100	\$ 143,924,052	100	\$ 128,212,035	100

The accompanying notes are an integral part of the financial statements.

(With Deloitte & Touche audit report dated March 25, 2016)

LITE-ON TECHNOLOGY CORPORATION

LITE-ON TECHNOLOGY CORPORATION

STATEMENTS OF COMPREHENSIVE INCOME

(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	For the Years Ended December 31			
	2015		2014 (Restated)	
	Amount	%	Amount	%
OPERATING REVENUE				
Sales (Notes 20 and 30)	\$127,877,547	103	\$118,870,033	103
Less: Sales returns	827,475	1	773,798	1
Sales allowance	<u>2,420,824</u>	<u>2</u>	<u>2,303,987</u>	<u>2</u>
Total operating revenue	<u>124,629,248</u>	<u>100</u>	<u>115,792,248</u>	<u>100</u>
OPERATING COSTS				
Cost of goods sold (Notes 9, 21 and 30)	<u>110,580,446</u>	<u>88</u>	<u>104,930,667</u>	<u>91</u>
GROSS PROFIT	14,048,802	12	10,861,581	9
REALIZED GAIN ON TRANSACTIONS WITH SUBSIDIARIES AND ASSOCIATES	<u>28,510</u>	<u>-</u>	<u>53,749</u>	<u>-</u>
GROSS PROFIT, NET	<u>14,077,312</u>	<u>12</u>	<u>10,915,330</u>	<u>9</u>
OPERATING EXPENSES (Notes 21 and 30)				
Selling and marketing expenses	3,030,307	2	2,260,134	2
General and administrative expenses	4,823,651	4	3,329,509	3
Research and development expenses	<u>3,293,023</u>	<u>3</u>	<u>2,609,568</u>	<u>2</u>
Total operating expenses	<u>11,146,981</u>	<u>9</u>	<u>8,199,211</u>	<u>7</u>
OPERATING INCOME	<u>2,930,331</u>	<u>3</u>	<u>2,716,119</u>	<u>2</u>
NONOPERATING INCOME AND EXPENSES				
Share of profit of subsidiaries and associates (Note 13)	5,047,718	4	2,744,022	2
Interest income	32,065	-	41,958	-
Dividend income	10,844	-	20,298	-
Other income (Note 30)	1,185,172	1	1,107,287	1
Gain on disposal of property, plant and equipment (Note 30)	39,220	-	25,682	-
Gain on disposal of investments	20,190	-	266,284	-
Net gain (loss) on foreign currency exchange	(27,501)	-	8,435	-
Gain on financial assets with fair value through profit or loss	45,845	-	-	-
Finance costs	(341,075)	-	(370,659)	-
Other expenses	(555,040)	(1)	(38,949)	-
Loss on disposal of property, plant and equipment	(517)	-	(3,405)	-
Impairment loss (Note 10)	<u>(54,801)</u>	<u>-</u>	<u>(90,348)</u>	<u>-</u>
Total nonoperating income and expenses	<u>5,402,120</u>	<u>4</u>	<u>3,710,605</u>	<u>3</u>

(Continued)

LITE-ON TECHNOLOGY CORPORATION

STATEMENTS OF COMPREHENSIVE INCOME

(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	For the Years Ended December 31			
	2015		2014 (Restated)	
	Amount	%	Amount	%
PROFIT BEFORE INCOME TAX	\$ 8,332,451	7	\$ 6,426,724	5
INCOME TAX BENEFIT (EXPENSE) (Notes 5 and 22)	<u>(1,109,552)</u>	<u>(1)</u>	<u>34,084</u>	<u>-</u>
NET PROFIT FOR THE YEAR	<u>7,222,899</u>	<u>6</u>	<u>6,460,808</u>	<u>5</u>
OTHER COMPREHENSIVE INCOME (Notes 18, 19 and 22)				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit plans	(76,626)	-	9,908	-
Share of other comprehensive loss of subsidiaries and associates accounted for using the equity method	(21,876)	-	(9,935)	-
Income tax relating to items that will not be reclassified subsequently to profit or loss	<u>13,026</u>	<u>-</u>	<u>(1,684)</u>	<u>-</u>
	<u>(85,476)</u>	<u>-</u>	<u>(1,711)</u>	<u>-</u>
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translating foreign operations	(818,537)	(1)	2,394,153	2
Unrealized gain (loss) on available-for-sale financial assets	(300,819)	-	39,301	-
Unrealized Gain on hedging instruments determined to be the effective portion of cash flow hedging	11,989	-	34,980	-
Share of other comprehensive loss of subsidiaries and associates accounted for using the equity method	(81,980)	-	(216,460)	-
Income tax relating to items that may be reclassified subsequently to profit or loss	<u>132,355</u>	<u>-</u>	<u>(404,307)</u>	<u>-</u>
	<u>(1,056,992)</u>	<u>(1)</u>	<u>1,847,667</u>	<u>2</u>
Other comprehensive income (loss) for the year, net of income tax	<u>(1,142,468)</u>	<u>(1)</u>	<u>1,845,956</u>	<u>2</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 6,080,431</u>	<u>5</u>	<u>\$ 8,306,764</u>	<u>7</u>

(Continued)

LITE-ON TECHNOLOGY CORPORATION

STATEMENTS OF COMPREHENSIVE INCOME
(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	For the Years Ended December 31			
	2015		2014 (Restated)	
	Amount	%	Amount	%
EARNINGS PER SHARE (NEW TAIWAN DOLLARS; Note 23)				
Basic	\$3.11		\$2.78	
Diluted	\$3.07		\$2.75	

The accompanying notes are an integral part of the financial statements.

LITE-ON TECHNOLOGY CORPORATION

STATEMENTS OF CHANGES IN EQUITY
(In Thousands of New Taiwan Dollars)

	Capital Surplus (Note 19)												Other Equity (Note 19)								Treasury Shares (Note 19)	Total Equity
	Issue of Share Capital (Note 19)				Additional Paid-in Capital from Share Excess of Par Value	Bond Conversion	Treasury Stock Transactions	Difference Between Consideration and Carry Amounts Adjusted Arising from Change in Percentage of Ownership in Subsidiaries	Arising from Share of Changes in Capital Surplus of Associates and Joint Ventures	Merger	Employee Stock Options	Total	Retained Earnings (Notes 19 and 26)				Exchange Differences on Translating Foreign Operations	Unrealized Gain (Loss) on Available-for-sale Financial Assets	Cash Flow Hedges	Total		
	Shares (In Thousands)	Amount	Advance Receipts for Common Stock	Total									Legal Reserve	Special Reserve	Unappropriated Earnings	Total						
BALANCE AT JANUARY 1, 2014	2,324,655	\$ 23,246,552	\$ 29,705	\$ 23,276,257	\$ 9,096,489	\$ 7,540,388	\$ 430,851	\$ -	\$ 15,487	\$ 10,120,217	\$ 8,587	\$ 27,212,019	\$ 8,601,391	\$ 689,913	\$ 12,172,082	\$ 21,463,386	\$ 2,383,040	\$ 83,231	\$ (46,969)	\$ 2,419,302	\$ (1,334,660)	\$ 73,036,304
Effect of retrospective application of IFRSs and restatement of financial statements (Note 3)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	4,332	4,332	-	-	-	-	-	4,332
BALANCE AT JANUARY 1, 2014 AS RESTATED	2,324,655	23,246,552	29,705	23,276,257	9,096,489	7,540,388	430,851	-	15,487	10,120,217	8,587	27,212,019	8,601,391	689,913	12,176,414	21,467,718	2,383,040	83,231	(46,969)	2,419,302	(1,334,660)	73,040,636
Appropriation of the 2013 earnings																						
Legal reserve	-	-	-	-	-	-	-	-	-	-	-	-	875,485	-	(875,485)	-	-	-	-	-	-	-
Special reserve	-	-	-	-	-	-	-	-	-	-	-	-	-	(640,244)	640,244	-	-	-	-	-	-	-
Cash dividends - 27.1%	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(6,307,866)	(6,307,866)	-	-	-	-	-	(6,307,866)
Stock dividends - 0.5%	11,638	116,381	-	116,381	-	-	-	-	-	-	-	-	-	-	(116,381)	(116,381)	-	-	-	-	-	-
Other changes in capital surplus																						
Additional acquisition of partially owned subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(543,482)	(543,482)	-	-	-	-	-	(543,482)
Changes in percentage of ownership interest in subsidiaries	-	-	-	-	-	-	(206)	30,960	-	-	(694)	30,060	-	-	-	-	-	-	-	-	-	30,060
Change in capital surplus from investments in associates and joint ventures accounted for using equity method	-	-	-	-	-	-	(556)	-	215,959	-	(7,893)	207,510	-	-	-	-	-	-	-	-	-	207,510
Stock dividends of employee transfer to capital	4,085	40,849	-	40,849	149,096	-	-	-	-	-	-	149,096	-	-	-	-	-	-	-	-	-	189,945
Issue of common shares under employee share options	2,971	29,705	(29,705)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Change in capital surplus from cash dividends of the Company paid to subsidiaries	-	-	-	-	-	-	65,430	-	-	-	-	65,430	-	-	-	-	-	-	-	-	-	65,430
Disposal of investments accounted for using equity method	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(1,240)	-	-	(1,240)	-	(1,240)
Effect of acquisition and deconsolidation of subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(13,549)	-	-	(13,549)	-	(13,549)
Net profit for the year ended December 31, 2014	-	-	-	-	-	-	-	-	-	-	-	-	-	-	6,460,808	6,460,808	-	-	-	-	-	6,460,808
Other comprehensive income for the year ended December 31, 2014, net of income tax	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(1,711)	(1,711)	1,756,846	55,841	34,980	1,847,667	-	1,845,956
Total comprehensive income for the year ended December 31, 2014	-	-	-	-	-	-	-	-	-	-	-	-	-	-	6,459,097	6,459,097	1,756,846	55,841	34,980	1,847,667	-	8,306,764
Cancellation of treasury shares	(1,675)	(16,750)	-	(16,750)	(6,654)	(5,426)	(49,825)	-	-	(7,283)	-	(69,188)	-	-	-	-	-	-	-	-	85,938	-
BALANCE AT DECEMBER 31, 2014 AS RESTATED	2,341,674	23,416,737	-	23,416,737	9,238,931	7,534,962	445,694	30,960	231,446	10,112,934	-	27,594,927	9,476,876	49,669	11,432,541	20,959,086	4,125,097	139,072	(11,989)	4,252,180	(1,248,722)	74,974,208
Appropriation of the 2014 earnings																						
Legal reserve	-	-	-	-	-	-	-	-	-	-	-	-	646,166	-	(646,166)	-	-	-	-	-	-	-
Special reserve	-	-	-	-	-	-	-	-	-	-	-	-	-	182,544	(182,544)	-	-	-	-	-	-	-
Cash dividends - 19.7%	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(4,613,097)	(4,613,097)	-	-	-	-	-	(4,613,097)
Stock dividends - 0.5%	11,708	117,084	-	117,084	-	-	-	-	-	-	-	-	-	-	(117,084)	(117,084)	-	-	-	-	-	-
Other changes in capital surplus																						
Changes in percentage of ownership interest in subsidiaries	-	-	-	-	-	-	-	12,276	-	-	-	12,276	-	-	-	-	-	-	-	-	-	12,276
Change in capital surplus from investments in associates and joint ventures accounted for using equity method	-	-	-	-	-	-	-	-	47,301	-	-	47,301	-	-	-	-	-	-	-	-	-	47,301
Stock dividends of employee transfer to capital	4,333	43,332	-	43,332	102,960	-	-	-	-	-	-	102,960	-	-	-	-	-	-	-	-	-	146,292
Change in capital surplus from cash dividends of the Company paid to subsidiaries	-	-	-	-	-	-	47,779	-	-	-	-	47,779	-	-	-	-	-	-	-	-	-	47,779
Net profit for the year ended December 31, 2015	-	-	-	-	-	-	-	-	-	-	-	-	-	-	7,222,899	7,222,899	-	-	-	-	-	7,222,899
Other comprehensive income (loss) for the year ended December 31, 2015, net of income tax	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(85,476)	(85,476)	(777,195)	(291,786)	11,989	(1,056,992)	-	(1,142,468)
Total comprehensive income for the year ended December 31, 2015	-	-	-	-	-	-	-	-	-	-	-	-	-	-	7,137,423	7,137,423	(777,195)	(291,786)	11,989	(1,056,992)	-	6,080,431
Cancellation of treasury shares	(22,787)	(227,870)	-	(227,870)	(90,288)	(72,824)	(217,957)	-	-	(97,740)	-	(478,809)	-	-	-	-	-	-	-	-	-	(706,629)
BALANCE AT DECEMBER 31, 2015	2,334,928	\$ 23,349,283	\$ -	\$ 23,349,283	\$ 9,251,603	\$ 7,462,138	\$ 275,516	\$ 43,236	\$ 278,747	\$ 10,015,194	\$ -	\$ 27,326,434	\$ 10,123,042	\$ 232,213	\$ 13,011,073	\$ 23,366,328	\$ 3,347,902	\$ (152,714)	\$ -	\$ 3,195,188	\$ (1,248,722)	\$ 75,988,511

The accompanying notes are an integral part of the financial statements.
(With Deloitte & Touche audit report dated March 25, 2016)

LITE-ON TECHNOLOGY CORPORATION**Attachment 3-4****STATEMENTS OF CASH FLOWS****(In Thousands of New Taiwan Dollars)**

	For the Years Ended December 31	
	2015	2014 (Restated)
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	\$ 8,332,451	\$ 6,426,724
Adjustments for:		
Depreciation expenses	701,807	479,839
Amortization expenses	462,614	295,400
Recognition of impairment loss of trade receivables	13,818	19,385
Net gain on fair value change of financial assets designated as at fair value through profit	(45,845)	-
Finance costs	341,075	370,659
Interest income	(32,065)	(41,958)
Dividend income	(10,844)	(20,298)
Share of profit of subsidiaries and associates	(5,047,718)	(2,744,022)
Gain on disposal of property, plant and equipment	(38,703)	(22,277)
Gain on disposal of available-for-sale financial assets	(19,926)	(259,010)
Gain on disposal of investments accounted for using equity method	(264)	(7,274)
Impairment loss recognized on financial assets	54,801	90,348
Impairment loss recognized on non-financial assets	162,974	486,882
Realized gain on the transactions with subsidiaries and associates	(28,510)	(53,749)
Unrealized loss (gain) on foreign currency exchange	270,959	(189,968)
Recognition of provisions	263,383	231,972
Changes in operating assets and liabilities		
Notes receivable	40,433	(32,280)
Trade receivables	1,422,153	(801,654)
Trade receivables from related parties	(196,112)	(1,128,393)
Other receivables	(132,535)	(18,244)
Other receivables from related parties	30,664	(57,980)
Inventories	(2,195,953)	614,975
Prepayments	111,781	(139,318)
Notes payable	(4,118)	(419)
Trade payables	1,827,447	(1,735,704)
Trade payables to related parties	(2,052,623)	(1,911,615)
Other payables	2,146,279	134,266
Other payables to related parties	155,582	72,716
Provisions	(238,639)	144,229
Advance receipts	(144,127)	881,801
Net defined benefit liabilities	(12,674)	7,165
Cash generated from operations	6,137,565	1,092,198
Interest received	32,362	46,147
Dividend received	10,844	20,298
Interest paid	(343,334)	(373,041)
Income tax paid	(190,471)	(449,136)
Net cash generated from operating activities	<u>5,646,966</u>	<u>336,466</u> (Continued)

LITE-ON TECHNOLOGY CORPORATION

STATEMENTS OF CASH FLOWS

(In Thousands of New Taiwan Dollars)

	For the Years Ended December 31	
	2015	2014 (Restated)
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of available-for-sale financial assets	\$ -	\$ (4,620)
Proceeds from disposal of available-for-sale financial assets	22,949	445,082
Purchase of debt instruments with no active market	(8,519)	(1,789)
Acquisition of investments accounted for using equity method	(1,555,000)	(2,637,954)
Increase in prepayments for long-term investments	(155,677)	-
Net cash inflow from consolidated subsidiaries (Note 27)	-	4,734,033
Proceeds from capital reduction of investments accounted for using equity method	4,806	2,409,223
Payments for property, plant and equipment	(520,263)	(950,967)
Proceeds from disposal of property, plant and equipment	383,631	3,411
Decrease (increase) in refundable deposits	14,482	(73,863)
Payments for intangible assets	(133,023)	(174,255)
Decrease (increase) in other noncurrent assets	834	(1,766)
Dividend received from subsidiaries and associates	<u>283,994</u>	<u>940,459</u>
Net cash used in investing activities	<u>(1,661,786)</u>	<u>4,686,994</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Payments for buy-back of ordinary shares	(706,679)	-
Proceeds from short-term borrowings	-	7,461,128
Repayments of short-term borrowings	(592,746)	-
Repayments of long-term borrowings	(425,000)	(5,550,000)
Proceeds from guarantee deposits received	1,414	3,586
Cash dividends	(4,613,097)	(6,307,866)
Partial acquisition of subsidiaries (Note 26)	<u>-</u>	<u>(1,013,168)</u>
Net cash used in financing activities	<u>(6,336,108)</u>	<u>(5,406,320)</u>
NET DECREASE IN CASH	(2,350,928)	(382,860)
CASH AT THE BEGINNING OF THE YEAR	<u>6,541,854</u>	<u>6,924,714</u>
CASH AT THE END OF THE YEAR	<u><u>\$ 4,190,926</u></u>	<u><u>\$ 6,541,854</u></u>

The accompanying notes are an integral part of the financial statements.

(With Deloitte & Touche audit report dated March 25, 2016)

(Concluded)

INDEPENDENT AUDITORS' REPORT

The Board of Directors and Stockholders
Lite-On Technology Corporation

We have audited the accompanying consolidated balance sheets of Lite-On Technology Corporation and its subsidiaries as of December 31, 2015, December 31, 2014 and January 1, 2014 and the related consolidated statements of comprehensive income, changes in equity and cash flows for the years then ended. These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audits.

We conducted our audits in accordance with the Regulations Governing Auditing and Attestation of Financial Statements by Certified Public Accountants and auditing standards generally accepted in the Republic of China. Those rules and standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall consolidated financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of Lite-On Technology Corporation and its subsidiaries as of December 31, 2015, December 31, 2014 and January 1, 2014 and their consolidated financial performance and their consolidated cash flows for the years then ended, in conformity with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and International Financial Reporting Standards (IFRS), International Accounting Standards (IAS), IFRIC Interpretations (IFRIC), and SIC Interpretations (SIC) endorsed by the Financial Supervisory Commission of the Republic of China.

We have also audited the parent company only financial statements of Lite-On Technology Corporation as of and for the years ended December 31, 2015 and 2014 on which we have issued an unqualified report.

March 25, 2016

Notice to Readers

The accompanying consolidated financial statements are intended only to present the consolidated financial position, financial performance and cash flows in accordance with accounting principles and practices generally accepted in the Republic of China and not those of any other jurisdictions. The standards, procedures and practices to audit such consolidated financial statements are those generally applied in the Republic of China.

For the convenience of readers, the independent auditors' report and the accompanying consolidated financial statements have been translated into English from the original Chinese version prepared and used in the Republic of China. If there is any conflict between the English version and the original Chinese version or any difference in the interpretation of the two versions, the Chinese-language independent auditors' report and consolidated financial statements shall prevail.

LITE-ON TECHNOLOGY CORPORATION AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS
(In Thousands of New Taiwan Dollars)

ASSETS	December 31, 2015		December 31, 2014 (Restated)		January 1, 2014 (Restated)	
	Amount	%	Amount	%	Amount	%
CURRENT ASSETS						
Cash and cash equivalents (Note 6)	\$ 65,501,807	31	\$ 66,483,356	31	\$ 66,056,220	31
Financial assets at fair value through profit or loss - current (Note 7)	53,211	-	13,111	-	14,867	-
Available-for-sale financial assets - current (Note 8)	-	-	-	-	13	-
Debt instruments with no active market - current (Note 10)	694,435	-	78,170	-	22,390	-
Notes receivable	300,825	-	311,666	-	175,756	-
Trade receivables, net (Note 11)	50,079,869	24	51,134,012	23	49,500,169	23
Trade receivables from related parties (Note 34)	66,338	-	73,069	-	81,554	-
Other receivables	1,289,849	1	1,420,019	1	2,319,810	1
Other receivables from related parties (Note 34)	10,481	-	3,053	-	18,951	-
Inventories, net (Note 12)	28,826,436	14	29,513,791	14	27,203,533	13
Non-current assets classified as held for sale (Note 13)	-	-	129,505	-	-	-
Other current assets (Note 19)	3,744,824	2	4,561,144	2	5,037,428	3
Total current assets	150,568,075	72	153,720,896	71	150,430,691	71
NONCURRENT ASSETS						
Available-for-sale financial assets - non-current (Note 8)	670,328	-	1,326,255	1	2,143,990	1
Debt instruments with no active market - non-current (Note 10)	834	-	518	-	14,100	-
Investments accounted for using equity method (Note 15)	4,095,167	2	4,055,902	2	3,531,425	2
Property, plant and equipment, net (Note 16)	33,389,439	16	36,107,216	17	37,001,382	17
Investment properties, net (Note 17)	499,950	-	537,030	-	-	-
Intangible assets, net (Note 18)	15,938,232	8	16,298,963	8	15,716,262	7
Deferred tax assets	3,164,798	2	3,105,466	1	2,204,470	1
Refundable deposits	579,758	-	492,255	-	390,443	-
Other noncurrent assets (Note 19)	747,282	-	889,328	-	925,989	1
Total noncurrent assets	59,085,788	28	62,812,933	29	61,928,061	29
TOTAL	\$ 209,653,863	100	\$ 216,533,829	100	\$ 212,358,752	100
LIABILITIES AND EQUITY						
CURRENT LIABILITIES						
Short-term borrowings (Note 20)	\$ 17,670,878	8	\$ 22,911,114	11	\$ 15,576,780	7
Financial liabilities at fair value through profit or loss - current (Note 7)	55,945	-	38,408	-	27,836	-
Derivative financial instruments for hedging- current (Note 9)	-	-	11,989	-	-	-
Notes payable	178,594	-	122,947	-	191,488	-
Trade payables	58,224,636	28	61,920,859	29	60,307,826	29
Trade payables to related parties (Note 34)	856,945	-	953,666	-	568,624	-
Other payables	21,118,958	10	19,693,248	9	21,352,914	10
Other payables to related parties (Note 34)	12,941	-	6,741	-	11,699	-
Current tax liabilities	2,475,535	1	2,272,036	1	2,102,971	1
Provisions - current (Note 22)	1,068,810	1	1,080,628	-	874,502	1
Advance receipts	3,275,828	2	2,832,769	1	1,401,939	1
Current portion of long-term borrowings (Note 20)	4,796,118	2	8,358,989	4	8,867,669	4
Finance lease payables - current (Note 21)	95,501	-	85,232	-	72,735	-
Total current liabilities	109,830,689	52	120,288,626	55	111,356,983	53
NONCURRENT LIABILITIES						
Derivative financial instruments for hedging - noncurrent (Note 9)	-	-	-	-	46,969	-
Long-term borrowings, net of current portion (Note 20)	16,355,753	8	13,564,160	6	18,508,496	9
Deferred tax liabilities	3,531,564	2	3,229,792	2	2,721,656	1
Finance lease payables, net of current portion (Note 21)	5,398	-	101,721	-	172,948	-
Net defined benefit liabilities - noncurrent (Note 23)	155,854	-	96,021	-	219,709	-
Guarantee deposits	91,012	-	80,871	-	81,608	-
Total noncurrent liabilities	20,139,581	10	17,072,565	8	21,751,386	10
Total liabilities	129,970,270	62	137,361,191	63	133,108,369	63
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY						
Share capital						
Ordinary shares	23,349,283	11	23,416,737	11	23,246,552	11
Advance receipts for common stock	-	-	-	-	29,705	-
Total share capital	23,349,283	11	23,416,737	11	23,276,257	11
Capital surplus						
Additional paid-in capital from share issuance in excess of par value	9,251,603	4	9,238,931	4	9,096,489	4
Bond conversion	7,462,138	4	7,534,962	4	7,540,388	4
Treasury stock transactions	275,516	-	445,694	-	430,851	-
Difference between consideration and carrying amounts adjusted arising from changes in percentage of ownership in subsidiaries	43,236	-	30,960	-	-	-
Arising from share of changes in capital surplus of associates	278,747	-	231,446	-	15,487	-
Merger	10,015,194	5	10,112,934	5	10,120,217	5
Employee stock options	-	-	-	-	8,587	-
Total capital surplus	27,326,434	13	27,594,927	13	27,212,019	13
Retain earnings						
Legal reserve	10,123,042	5	9,476,876	5	8,601,391	4
Special reserve	232,213	-	49,669	-	689,913	-
Unappropriated earnings	13,011,073	6	11,432,541	5	12,176,414	6
Total retained earnings	23,366,328	11	20,959,086	10	21,467,718	10
Other equity						
Exchange differences on translating foreign operations	3,347,902	2	4,125,097	2	2,383,040	1
Unrealized gain (loss) on available-for-sale financial assets	(152,714)	-	139,072	-	83,231	-
Unrealized loss on cash flow hedging	-	-	(11,989)	-	(46,969)	-
Total other equity	3,195,188	2	4,252,180	2	2,419,302	1
Treasury shares	(1,248,722)	(1)	(1,248,722)	(1)	(1,334,660)	(1)
Total equity attributable to owners of the Company	75,988,511	36	74,974,208	35	73,040,636	34
NONCONTROLLING INTERESTS	3,695,082	2	4,198,430	2	6,209,747	3
Total equity	79,683,593	38	79,172,638	37	79,250,383	37
TOTAL	\$ 209,653,863	100	\$ 216,533,829	100	\$ 212,358,752	100

The accompanying notes are an integral part of the consolidated financial statements.

LITE-ON TECHNOLOGY CORPORATION AND **Attachment 4-2**

SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	For the Years Ended December 31			
	2015		2014 (Restated)	
	Amount	%	Amount	%
OPERATING REVENUE				
Sales (Notes 25 and 34)	\$222,826,970	103	\$237,313,030	103
Less: Sales allowance	4,258,037	2	3,733,656	2
Sales returns	1,640,199	1	2,947,400	1
Total operating revenue	216,928,734	100	230,631,974	100
COST OF GOODS SOLD (Notes 12, 28 and 34)	188,787,517	87	202,383,860	88
GROSS PROFIT	28,141,217	13	28,248,114	12
OPERATING EXPENSES (Notes 28 and 34)				
Selling and marketing expenses	7,450,517	3	8,794,035	4
General and administrative expenses	6,051,269	3	5,955,613	2
Research and development expenses	5,986,608	3	6,372,383	3
Total operating expenses	19,488,394	9	21,122,031	9
OPERATING INCOME	8,652,823	4	7,126,083	3
NONOPERATING INCOME AND EXPENSES				
Share of profit of associates (Note 15)	124,439	-	41,056	-
Interest income	1,170,008	-	1,357,118	1
Dividend income	66,500	-	39,824	-
Other income (Notes 30 and 34)	1,573,429	1	1,305,569	-
Gain (loss) on disposal of investments	(71,351)	-	468,873	-
Net gain on foreign currency exchange	123,658	-	58,022	-
Gain on financial assets at fair value through profit or loss (Note 7)	360,034	-	249,729	-
Finance costs	(578,715)	-	(673,634)	-
Other expenses	(1,087,531)	(1)	(703,177)	-
Net loss on disposal of property, plant and equipment	(15,465)	-	(77,334)	-
Impairment loss (Notes 8 and 16)	(311,188)	-	(1,444,257)	(1)
Total nonoperating income and expenses	1,353,818	-	621,789	-
PROFIT BEFORE INCOME TAX	10,006,641	4	7,747,872	3
INCOME TAX EXPENSE (Note 26)	2,693,809	1	2,070,880	1
NET PROFIT FOR THE YEAR	7,312,832	3	5,676,992	2

(Continued)

LITE-ON TECHNOLOGY CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	For the Years Ended December 31			
	2015		2014 (Restated)	
	Amount	%	Amount	%
OTHER COMPREHENSIVE INCOME (Notes 23, 24 and 26)				
Items that will not be reclassified subsequently to profit or loss				
Remeasurement of defined benefit plans	\$ (75,240)	-	\$ 27,065	-
Share of the other comprehensive loss of associates accounted for using the equity method	(25,529)	-	(12,836)	-
Income tax relating to items that will not be reclassified subsequently to profit or loss	<u>15,604</u>	<u>-</u>	<u>(8,647)</u>	<u>-</u>
	<u>(85,165)</u>	<u>-</u>	<u>5,582</u>	<u>-</u>
Items that may be reclassified subsequently to profit or loss				
Exchange differences on translating foreign operations	(932,034)	-	2,115,652	1
Unrealized gain (loss) on available-for-sale financial assets	(292,354)	-	53,856	-
Unrealized gain on hedging instruments determined to be the effective portion of cash flow hedging	11,989	-	34,980	-
Share of the other comprehensive income (loss) of associates accounted for using the equity method	(27,849)	-	167,523	-
Income tax relating to items that may be reclassified subsequently to profit or loss	<u>130,178</u>	<u>-</u>	<u>(424,675)</u>	<u>-</u>
	<u>(1,110,070)</u>	<u>-</u>	<u>1,947,336</u>	<u>1</u>
Other comprehensive income (loss) for the year, net of income tax	<u>(1,195,235)</u>	<u>-</u>	<u>1,952,918</u>	<u>1</u>
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	<u>\$ 6,117,597</u>	<u>3</u>	<u>\$ 7,629,910</u>	<u>3</u>
NET PROFIT ATTRIBUTABLE TO:				
Owners of the Company	\$ 7,222,899	3	\$ 6,460,808	3
Non-controlling interests	<u>89,933</u>	<u>-</u>	<u>(783,816)</u>	<u>(1)</u>
	<u>\$ 7,312,832</u>	<u>3</u>	<u>\$ 5,676,992</u>	<u>2</u>

(Continued)

LITE-ON TECHNOLOGY CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (In Thousands of New Taiwan Dollars, Except Earnings Per Share)

	For the Years Ended December 31			
	2015		2014 (Restated)	
	Amount	%	Amount	%
TOTAL COMPREHENSIVE INCOME				
ATTRIBUTABLE TO:				
Owners of the Company	\$ 6,080,431	3	\$ 8,306,764	3
Non-controlling interests	<u>37,166</u>	<u>-</u>	<u>(676,854)</u>	<u>-</u>
	<u>\$ 6,117,597</u>	<u>3</u>	<u>\$ 7,629,910</u>	<u>3</u>
EARNINGS PER SHARE (NEW TAIWAN DOLLARS; Note 27)				
Basic	<u>\$3.11</u>		<u>\$2.78</u>	
Diluted	<u>\$3.07</u>		<u>\$2.75</u>	

The accompanying notes are an integral part of the consolidated financial statements.

(Concluded)

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
(In Thousands of New Taiwan Dollars)

	Equity Attributable to Owners of the Company																						
	Capital Surplus (Note 24)												Other Equity (Notes 24 and 30)										
	Issue of Share Capital (Note 24)				Additional Paid-in Capital from Share Issuance in Excess of Par Value	Bond Conversion	Treasury Stock Transactions	Difference Between Consideration and Carry Amounts Adjusted Arising from Changes in Percentage of Ownership in Subsidiaries	Arising from Share of Changes in Capital Surplus of Associates	Merger	Employee Stock Options	Total	Retained Earnings (Notes 24 and 31)				Exchange Differences on Translating Foreign Operations	Unrealized Gain on Available-for- sale Financial Assets	Cash Flow Hedges	Total	Treasury Shares (Note 24)	Noncontrolling Interests (Notes 24, 29, 30 and 31)	Total Equity
	Share (In Thousands)	Amount	Advance Receipts for Common Stock	Total									Legal Reserve	Special Reserve	Unappropriated Earnings	Total							
BALANCE AT JANUARY 1, 2014	2,324,655	\$23,246,552	\$ 29,705	\$23,276,257	\$ 9,096,489	\$ 7,540,388	\$ 430,851	\$ -	\$ 15,487	\$10,120,217	\$ 8,587	\$27,212,019	\$ 8,601,391	\$ 689,913	\$12,172,082	\$21,463,386	\$ 2,383,040	\$ 83,231	\$ (46,969)	\$ 2,419,302	\$ (1,334,660)	\$ 6,200,851	\$79,237,155
Effect of retrospective application of IFRSs and restatement of financial statements (Note 3)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	4,332	4,332	-	-	-	-	-	8,896	13,228
	2,324,655	23,246,552	29,705	23,276,257	9,096,489	7,540,388	430,851	-	15,487	10,120,217	8,587	27,212,019	8,601,391	689,913	12,176,414	21,467,718	2,383,040	83,231	(46,969)	2,419,302	(1,334,660)	6,209,747	79,250,383
Appropriation of the 2013 earnings																							
Legal reserve	-	-	-	-	-	-	-	-	-	-	-	-	875,485	-	(875,485)	-	-	-	-	-	-	-	-
Special reserve	-	-	-	-	-	-	-	-	-	-	-	-	-	(640,244)	640,244	-	-	-	-	-	-	-	-
Cash dividends - 27.1%	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(6,307,866)	(6,307,866)	-	-	-	-	-	-	(6,307,866)
Stock dividends - 0.5%	11,638	116,381	-	116,381	-	-	-	-	-	-	-	-	-	-	(116,381)	(116,381)	-	-	-	-	-	-	-
Changes in noncontrolling interests	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(127,371)	(127,371)
Other changes in capital surplus																							
Additional acquisition of partially owned subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(543,482)	(543,482)	-	-	-	-	-	(469,686)	(1,013,168)
Arising from changes in percentage of ownership interest in subsidiaries	-	-	-	-	-	-	(206)	30,960	-	-	(694)	30,060	-	-	-	-	-	-	-	-	-	-	30,060
Change in capital surplus from investments in associates and joint ventures accounted for by the equity method	-	-	-	-	-	-	(556)	-	215,959	-	(7,893)	207,510	-	-	-	-	-	-	-	-	-	-	207,510
Stock dividends of employee transferred to capital	4,085	40,849	-	40,849	149,096	-	-	-	-	-	-	149,096	-	-	-	-	-	-	-	-	-	-	189,945
Issue of common shares under employee share options	2,971	29,705	(29,705)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Change in capital from cash dividends of the Parent Company paid to subsidiaries	-	-	-	-	-	-	65,430	-	-	-	-	65,430	-	-	-	-	-	-	-	-	-	-	65,430
Disposal of investments accounted for using equity method	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(1,240)	-	-	(1,240)	-	-	(1,240)
Effect of acquisition and deconsolidation of subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(13,549)	-	-	(13,549)	-	(737,406)	(750,955)
Net profit for the year ended December 31, 2014	-	-	-	-	-	-	-	-	-	-	-	-	-	-	6,460,808	6,460,808	-	-	-	-	-	(783,816)	5,676,992
Other comprehensive income for the year ended December 31, 2014, net of income tax	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(1,711)	(1,711)	1,756,846	55,841	34,980	1,847,667	-	106,962	1,952,918
Total comprehensive income for the year ended December 31, 2014	-	-	-	-	-	-	-	-	-	-	-	-	-	-	6,459,097	6,459,097	1,756,846	55,841	34,980	1,847,667	-	(676,854)	7,629,910
Cancellation of treasury shares	(1,675)	(16,750)	-	(16,750)	(6,654)	(5,426)	(49,825)	-	-	(7,283)	-	(69,188)	-	-	-	-	-	-	-	-	85,938	-	-
BALANCE AT DECEMBER 31, 2014	2,341,674	23,416,737	-	23,416,737	9,238,931	7,534,962	445,694	30,960	231,446	10,112,934	-	27,594,927	9,476,876	49,669	11,432,541	20,959,086	4,125,097	139,072	(11,989)	4,252,180	(1,248,722)	4,198,430	79,172,638
Appropriation of the 2014 earnings																							
Legal reserve	-	-	-	-	-	-	-	-	-	-	-	-	646,166	-	(646,166)	-	-	-	-	-	-	-	-
Special reserve	-	-	-	-	-	-	-	-	-	-	-	-	-	182,544	(182,544)	-	-	-	-	-	-	-	-
Cash dividends - 19.7%	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(4,613,097)	(4,613,097)	-	-	-	-	-	-	(4,613,097)
Stock dividends - 0.5%	11,708	117,084	-	117,084	-	-	-	-	-	-	-	-	-	-	(117,084)	(117,084)	-	-	-	-	-	-	-
Changes in noncontrolling interests	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(540,514)	(540,514)
Other changes in capital surplus																							
Arising from changes in percentage of ownership interest in subsidiaries	-	-	-	-	-	-	-	12,276	-	-	-	12,276	-	-	-	-	-	-	-	-	-	-	12,276
Change in capital surplus from investments in associates and joint ventures accounted for by the equity method	-	-	-	-	-	-	-	-	47,301	-	-	47,301	-	-	-	-	-	-	-	-	-	-	47,301
Stock dividends of employee transferred to capital	4,333	43,332	-	43,332	102,960	-	-	-	-	-	-	102,960	-	-	-	-	-	-	-	-	-	-	146,292
Change in capital from cash dividends of the Parent Company paid to subsidiaries	-	-	-	-	-	-	47,779	-	-	-	-	47,779	-	-	-	-	-	-	-	-	-	-	47,779
Net profit for the year ended December 31, 2015	-	-	-	-	-	-	-	-	-	-	-	-	-	-	7,222,899	7,222,899	-	-	-	-	-	89,933	7,312,832
Other comprehensive income (loss) for the year ended December 31, 2015, net of income tax	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(85,476)	(85,476)	(777,195)	(291,786)	11,989	(1,056,992)	-	(52,767)	(1,195,235)
Total comprehensive income for the year ended December 31, 2015	-	-	-	-	-	-	-	-	-	-	-	-	-	-	7,137,423	7,137,423	(777,195)	(291,786)	11,989	(1,056,992)	-	37,166	6,117,597
Cancellation of treasury shares	(22,787)	(227,870)	-	(227,870)	(90,288)	(72,824)	(217,957)	-	-	(97,740)	-	(478,809)	-	-	-	-	-	-	-	-	-	-	(706,679)
BALANCE AT DECEMBER 31, 2015	2,334,928	\$23,349,283	\$ -	\$23,349,283	\$ 9,251,603	\$ 7,462,138	\$ 275,516	\$ 43,236	\$ 278,747	\$10,015,194	\$ -	\$27,326,434	\$10,123,042	\$ 232,213	\$13,011,073	\$23,366,328	\$ 3,347,902	\$ (152,714)	\$ -	\$ 3,195,188	\$ (1,248,722)	\$ 3,695,082	\$79,683,590

The accompanying notes are an integral part of the consolidated financial statements.

LITE-ON TECHNOLOGY CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(In Thousands of New Taiwan Dollars)

	For the Years Ended	
	December 31	
	2015	2014 (Restated)
CASH FLOWS FROM OPERATING ACTIVITIES		
Income before income tax	\$ 10,006,641	\$ 7,747,872
Adjustments for:		
Depreciation expenses	6,746,130	7,108,539
Amortization expenses	534,128	568,508
Impairment loss recognized (reversal of impairment loss) on trade receivables	(51,276)	108,831
Net gain on fair value change of financial assets designated as at fair value through profit or loss	(360,034)	(249,729)
Finance costs	578,715	673,634
Interest income	(1,170,008)	(1,357,118)
Dividend income	(66,500)	(39,824)
Share of gain of associates accounted for using equity method	(124,439)	(41,056)
Loss on disposal of property, plant and equipment	15,465	77,334
Gain on deconsolidation of subsidiaries (Note 30)	-	(8,348)
Net gain (loss) on disposal of available-for-sale financial assets	79,052	(422,324)
Gain on disposal of associates	(7,701)	(46,549)
Impairment loss recognized on financial assets	124,667	212,956
Impairment loss recognized (reversal of impairment loss) on non-financial assets	(52,450)	2,077,506
Unrealized net loss (gain) on foreign currency exchange	117,060	(196,979)
Recognition of provisions	286,549	341,704
Changes in operating assets and liabilities		
Financial instruments held for trading	337,471	262,057
Notes receivable	10,841	(135,910)
Trade receivables	890,123	(888,927)
Trade receivables from related parties	6,731	8,485
Other receivables	134,955	940,017
Other receivables from related parties	(7,428)	15,898
Inventories	821,149	(2,530,316)
Other current assets	803,571	493,806
Notes payable	55,647	(68,541)
Trade payables	(3,654,138)	1,054,233
Trade payables from related parties	(96,721)	385,042
Other payables	1,159,926	(1,497,329)
Other payables from related parties	6,200	(4,958)
Provisions	(301,940)	(140,685)
Advance receipts	452,621	1,376,959
Net defined benefit liabilities - noncurrent	(15,407)	(118,107)
Cash generated from operations	17,259,600	15,706,681
Interest received	1,162,036	1,347,747
Dividend received	66,500	39,824

(Continued)

LITE-ON TECHNOLOGY CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS (In Thousands of New Taiwan Dollars)

	For the Years Ended December 31	
	2015	2014 (Restated)
Interest paid	\$ (569,673)	\$ (668,047)
Income tax paid	<u>(2,366,201)</u>	<u>(2,294,788)</u>
Net cash generated from operating activities	<u>15,552,262</u>	<u>14,131,417</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of available-for-sale financial assets	(5,375)	(10,205)
Proceeds on sales of available-for-sale financial assets	202,200	738,493
Proceeds of acquisition of debt instruments with no active market	(619,768)	(42,198)
Net cash inflow on disposal of associates	15,432	127,894
Net cash outflow on acquisition of subsidiaries (Note 29)	-	(811,374)
Net cash outflow on disposal of subsidiaries (Note 30)	-	(902,385)
Proceeds from capital reduction of investments accounted for using equity method	-	271,931
Proceeds of disposal of non-current assets classified as held for sale	129,505	-
Payments for property, plant and equipment	(5,150,538)	(8,645,137)
Proceeds of the disposal of property, plant and equipment	946,448	634,898
Increase in refundable deposits	(87,503)	(98,283)
Purchase for intangible assets	(247,234)	(384,136)
Proceeds of the disposal of intangible assets	24,750	6,538
Decrease in other noncurrent assets	138,859	53,384
Dividend received from associates	<u>76,884</u>	<u>40,417</u>
Net cash used in investing activities	<u>(4,576,340)</u>	<u>(9,020,163)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase in short-term borrowings	-	7,079,518
Decrease in short-term borrowings	(5,195,615)	-
Repayment of long-term borrowings	(717,096)	(5,760,241)
Proceed from (refund of) guarantee deposits received	10,141	(737)
Decrease in finance lease payables	(86,054)	(58,872)
Dividends paid to owners of the Company	(4,565,318)	(6,242,436)
Payments for buy-back of ordinary shares	(706,679)	-
Partial acquisition of interests in subsidiaries (Note 31)	-	(1,013,168)
Dividends paid to noncontrolling interests	<u>(540,514)</u>	<u>(127,371)</u>
Net cash used in financing activities	<u>(11,801,135)</u>	<u>(6,123,307)</u>
EFFECTS OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH HELD IN FOREIGN CURRENCIES	<u>(156,336)</u>	<u>1,439,189</u>
		(Continued)

LITE-ON TECHNOLOGY CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS (In Thousands of New Taiwan Dollars)

	For the Years Ended December 31	
	2015	2014 (Restated)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	\$ (981,549)	\$ 427,136
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	<u>66,483,356</u>	<u>66,056,220</u>
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	<u>\$ 65,501,807</u>	<u>\$ 66,483,356</u>

The accompanying notes are an integral part of the consolidated financial statements.

(Concluded)

AUDIT COMMITTEE REPORT

To: Shareholders' Annual General Meeting for Year 2016, Lite-On Technology Corporation

The Board of Directors has prepared and submitted to the undersigned, Audit Committee of Lite-On Technology Corporation the 2015 Business Report, Financial Statements and the proposal of distribution of earnings. The Financial Statements have been duly audited by Certified Public Accountants Jason Ke and Chang, Ching Fu of Deloitte Touche Tohmatsu International Taiwan. The above Business Report, Financial Statements and the proposal of distribution of earnings have been examined and determined to be correct by the undersigned. This Report is duly submitted in accordance with Article 14-4 of Securities and Exchange Law and Article 219 of the Company Law.

The Audit Committee, Chairman:

Mr. Kuo-Feng Wu

Lite-On Technology Corporation
Implementation of share repurchase plan

Times of the share repurchase plan	The 5 th times
Date of Board resolution	2015/7/20
Purpose of the share repurchase:	For the requirement to maintain the Company's credit and shareholders' equity
Original scheduled period for the repurchase	2015/07/21 ~ 2015/09/20
Originally determined number of shares to be repurchased	Common Stock 100,000,000 shares
Actual repurchase period:	2015/08/11 ~ 2015/09/18
Originally determined repurchase price range	NT\$ 25.34 ~ 53.97 per share
Type and cumulative number of shares repurchased :	Common Stock 22,787,000 shares
Total monetary amount of shares repurchased:	NT\$ 706,678,817
Average repurchase price per share	NT\$ 31.01
Reason for non-completion of the share repurchase at expiry of the repurchase period:	In addition to prohibited repurchase period (7/22~8/10), the results of implementation of Company's 5th share repurchase plan, which accounted certain percentage of daily trading volume, have achieved the objectives of maintaining Company's creditability and securing shareholders' interests. And share repurchase will be executed in separate batches depending on the shareholders' interests, utilized efficiency of working capital and market condition. Therefore, the announced shares repurchase plan has not been fully executed.
Number of shares cancelled or transferred:	Common Stock 22,787,000 shares
Ratio of cumulative number of own shares held during the repurchase period to the total number of the Company's issued shares	0%

Lite-On Technology Corporation Statement of Earnings Appropriation Year 2015

	Amount (NT\$)
Unallocated earnings, beginning of year	5,870,168,877
Add: adjustments on Effect of retrospective application of IFRSs and restatement of financial statements	<u>3,481,079</u>
Adjusted unallocated earnings, beginning of year	5,873,649,956
Less: adjustments on equity method investments	(21,876,147)
Less: adjustments on re-measurement on define benefit plans recognized in retained earnings	<u>(63,599,580)</u>
Adjusted unallocated earnings	5,788,174,229
Add: Net profit	7,222,899,251
Less: Special reserve	(166,388,915)
Less: Legal reserve (10%)	<u>(722,289,925)</u>
Distributable earnings	12,122,394,640
 Distribution:	
(1) Stock dividends: (NT\$0.05/per share)	(116,746,200)
(2) Cash dividends: (NT\$2.19/per share)	<u>(5,113,493,058)</u>
Unallocated earnings, end of year	<u>6,892,155,162</u>

Remarks:

- Under the Integrated Income Tax System (Imputation Tax System), upon calculating the deductible tax in accordance with Article 66-6 of the Income Tax Act, earnings of 1998 and thereafter should be distributed first. When unallocated earnings on which 10% surtax is levied in accordance with Article 66-9 of the Income Tax Act is calculated, earnings of the latest year should be distributed first as required under Tai-Cai-Shui No. 871941343 of the Ministry of Finance dated April 30, 1998.
- Special reserve is appropriated in accordance with Article 41 paragraph 1 of Securities and Exchange Act and Financial-Supervisory-Securities No. 1010012865 of the Financial Supervisory Commission dated April 6, 2012 and No. 1010047490 of the Financial Supervisory Commission dated November 21, 2012.

Lite-On Technology Corporation

Amendment of “Regulations Governing Election of Directors”, Contents before and after Amendment in Comparison

Contents after Amendment	Contents before Amendment	Explanation
Article IV. During the two years before being elected or during the term of office, an independent director of a public company may not have been or be any of the following: 1. An employee of the company or any of its affiliates. 2. A director or supervisor of the company or any of its affiliates. The same does not apply, however, in cases where the person is an independent director of the company, its parent company, or any subsidiary, as appointed in accordance with the Act or with the laws of the country of the parent or subsidiary. 3. A natural-person shareholder who holds shares, together with those held by the person's spouse, minor children, or held by the person under others' names, in an aggregate amount of one percent or more of the total number of issued shares of the company or ranking in the top 10 in holdings. 4. A spouse, relative within the second degree of kinship, or lineal relative within the third degree of kinship, of any of the persons in the preceding three subparagraphs. 5. A director, supervisor, or employee of a corporate	Article IV. During the two years before being elected or during the term of office, an independent director of a public company may not have been or be any of the following: 1. An employee of the company or any of its affiliates. 2. A director or supervisor of the company or any of its affiliates. The same does not apply, however, in cases where the person is an independent director of the company, its parent company, or any subsidiary in which the company holds, directly or indirectly, more than 50 percent of the voting shares. 3. A natural-person shareholder who holds shares, together with those held by the person's spouse, minor children, or held by the person under others' names, in an aggregate amount of one percent or more of the total number of issued shares of the company or ranking in the top 10 in holdings. 4. A spouse, relative within the second degree of kinship, or lineal relative within the third degree of kinship, of any of the persons in the preceding three subparagraphs. 5. A director, supervisor, or employee of a corporate shareholder that directly holds five percent or more of the	Duly amended in accordance with the law “Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies”

shareholder that directly holds five percent or more of the total number of issued shares of the company or that holds shares ranking in the top five in holdings. 6. A director, supervisor, officer, or shareholder holding five percent or more of the shares, of a specified company or institution that has a financial or business relationship with the company. 7. A professional individual who, or an owner, partner, director, supervisor, or officer of a sole proprietorship, partnership, company, or institution that, provides commercial, legal, financial, accounting services or consultation to the company or to any affiliate of the company, or a spouse thereof, provided that this restriction does not apply to any member of the remuneration committee who exercises powers pursuant to Article 7 of the Regulations Governing the Establishment and Exercise of Powers of Remuneration Committees of Companies Whose Stock is Listed on the TWSE or Traded on the GTSM. If any independent director was once an independent director of the Company or its affiliate under subsection 2 of the previous section or of any specific company or institution that has financial or business dealing with the Company under subsection 6 of the previous section, but has since been dismissed from such position, the provision about the previous two years under the previous section shall not be applicable. Specific company or institution referred to under subsection 6, section 1 means	total number of issued shares of the company or that holds shares ranking in the top five in holdings. 6. A director, supervisor, officer, or shareholder holding five percent or more of the shares, of a specified company or institution that has a financial or business relationship with the company. 7. A professional individual who, or an owner, partner, director, supervisor, or officer of a sole proprietorship, partnership, company, or institution that, provides commercial, legal, financial, accounting services or consultation to the company or to any affiliate of the company, or a spouse thereof, provided that this restriction does not apply to any member of the remuneration committee who exercises powers pursuant to Article 7 of the Regulations Governing the Establishment and Exercise of Powers of Remuneration Committees of Companies Whose Stock is Listed on the TWSE or Traded on the GTSM. If any independent director was once an independent director of the Company or its affiliate under subsection 2 of the previous section or of any specific company or institution that has financial or business dealing with the Company under subsection 6 of the previous section, but has since been dismissed from such position, the provision about the previous two years under the previous section shall not be applicable. Specific company or institution referred to under subsection 6, section 1 means any company or institution with any of the situations with the	
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any company or institution with any of the situations with the Company: 1. Holds more than 20% but less than 50% of the total outstanding shares of the Company. 2. Any company and its director, supervisor and shareholder holding 10% of total outstanding shares of such company collectively hold more than 30% of the total outstanding shares of the Company, and there is record of past financial or business dealings between such two companies. The shares held by the above-mentioned persons include those held by his/her spouse, minor children and nominee holder. 3. It and its group companies are the source of 30 percent or more of the operating revenue of the public company. 4. Any other company or its affiliate from which the company obtains more than 50% of the quantity or total product purchase amount for main product raw materials (meaning more than 30% of total product purchase amount and indispensable key raw materials for production of products) or main products (meaning more than 30% of total turnover). For the purposes of paragraph 1 and the preceding paragraph, the terms "parent", "subsidiary", and "group" shall have the meanings as determined under International Financial Reporting Standards 10. Independent directors may not serve as independent directors of more than three publicly listed companies.	Company: 1. Holds more than 20% but less than 50% of the total outstanding shares of the Company. 2. Any company and its director, supervisor and shareholder holding 10% of total outstanding shares of such company collectively hold more than 30% of the total outstanding shares of the Company, and there is record of past financial or business dealings between such two companies. The shares held by the above-mentioned persons include those held by his/her spouse, minor children and nominee holder. 3. Any other company or its affiliate which represent more than 30% of the total turnover of the Company. 4. Any other company or its affiliate from which the company obtains more than 50% of the quantity or total product purchase amount for main product raw materials (meaning more than 30% of total product purchase amount and indispensable key raw materials for production of products) or main products (meaning more than 30% of total turnover). Affiliates as referred to in the previous section shall be determined in accordance with Financial and Accounting Standards No. 5 and No. 7 publicly announced by the Accounting Research and Development Foundation. Independent directors may not serve as independent directors of more than three publicly listed companies.	
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Article 17 The Rules were established on March 13, 1989. The First Amendment was made on May 19, 1998. The Second Amendment was made on May 21, 2002. The Third Amendment was made on June 21, 2007. The Fourth Amendment was made on June 19, 2012. The Fifth Amendment was made on June 19, 2013. The Sixth Amendment was made on June 24, 2015. The Seventh Amendment was made on June 24, 2016.	Article 17 The Rules were established on March 13, 1989. The First Amendment was made on May 19, 1998. The Second Amendment was made on May 21, 2002. The Third Amendment was made on June 21, 2007. The Fourth Amendment was made on June 19, 2012. The Fifth Amendment was made on June 19, 2013. The Sixth Amendment was made on June 24, 2015.	Addition of Amendment date.
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Details of release of directors from non-competition restrictions:

No	Position	Name	Release of Directors from non-competition restrictions
1	Director	Raymond Soong	■ Chairman, Lite-on Li Shin Technology (Ganzhou) Co., Ltd., Lite-On (Finland) Oy, Lite-On Mobile Oyj, Guangzhou Lite-on Mobile Engineering Plastics Co. Ltd., Guangzhou Lite-on Mobile Electronic Components Co. Ltd., Beijing Lite-On Mobile Electronic and Telecommunications Components Co., Ltd., Shenzhen Lite-On Mobile Perlos Precision Molds Co., Ltd., Lite-On Young Fast (Huizhou) Co., Ltd., Yantai Lite-On Mobile Electronic Component Co., Ltd., Zhuhai Lite-On Mobile Technology Co., Ltd., Lite-On Medical Device (Changzhou) Ltd., Lite-On Technology (Shanghai) Ltd., Lite-On Automotive Electronics Mexico, S.A. DE C.V., Lite-On Semiconductor Corp., DIODES, INC., Lite-On Semi (Wuxi) Co., Ltd., Lite-On Semi Electronics (Wuxi) Co., Ltd., and G-Pro Electronics (SH) Co., Ltd. ■ Chairman, representative of Lite-On Electronics H.K. Ltd., Lite-On Electronics Co., Ltd. (HK), Lite-On Capital Inc., Lite-On Electronics Tianjin Co., Ltd., Lite-On Electronics (DG) Co., Ltd., Lite-On Tech. (Guang-Zhou) Co., Ltd., Dong Guan G-Tech Computers Co., Ltd., Lite-On Network Communication (Dongguan) Limited, LITE-ON TECHNOLOGY (CHANG ZHOU) CO., LTD, Wuxi China Bridge Express Trading Co., Ltd., Lite-On IT Guangzhou Ltd., Lite-On IT Trading (Guangzhou) Ltd., Lite-On IT Opto Tech (BH) Co., Ltd., Silitech Technology Corp., Lite-On Technology (Xianing) Co., Ltd., Lite-On Green Technologies Inc., LITE-ON GREEN TECHNOLOGIES(NANJING) CORPORATION, Lite-On Vietnam Co., Ltd., DIODES, INC. and Co-tech Copper Foil Corporation. ■ Director, Lite-On Singapore Pte. Ltd., EAGLE ROCK INVESTMENT LTD., LI SHIN INTERNATIONAL ENTERPRISE CORP., Huizhou Li Shin Electronic Co., Ltd., Li Shin Technology (Huizhou) Ltd., Huizhou Fu Tai Electronic Ltd., FORDGOOD ELECTRONIC LTD., Lite-On Mobile Pte. Ltd., Actron Technology Corporation, Ta-Rong Investment Co. Ltd., Yuan Pao Development & Investment Co. Ltd., MingShing Investment Co. Ltd., Duen Yuan Investment Co., Ltd., Ta-Sung Investment Co., Ltd., DYNA International Holding Co., Ltd., DYNA International Co., Ltd., Lite-On Semiconductor(HK)LTD and On-Bright Electronics

			Incorporated. ■ Director, representative of Lite-On Technology (Europe)B.V., Lite-On Electronics (Europe) Ltd., Lite-On, Inc. (USA), Lite-On Technology USA, Inc., Lite-On Trading USA, Inc., Lite-On Service USA, Inc., Lite-On Electronics Co., Ltd.(Thailand), LTC Group Ltd. (BVI), Lite-On International Holding Co., Ltd.(BVI), Lite-On Overseas Trading Co. Ltd., Titanic Capital Services Ltd., LTC International Ltd., Lite-On China Holding Co. Ltd.(BVI), I-Solutions Ltd., Lite-On Communications (GZ) Co., Ltd., Lite-on Electronics and Wireless (Guangzhou) Ltd., Silitek Elec. (DG) Co., Ltd., Lite-On Elec. (GuangZhou) Co., Ltd., LITE-ON TECHNOLOGY (JIANGSU) CO.,LTD, LITE-ON OPTO TECHNOLOGY (CHANGZHOU) CO LTD, Yet Foundate Ltd., Lite-On Computer Tech (DG), Dong Guan G-pro Computer Co., Ltd., China Bridge (China) Co., Ltd., Lite-On Integrated Service Inc., Lite-on (Guangzhou) Infotech Inc., Lite-On (Guang Zhou) Precision Tooling Co., Ltd., Lite-On Digital Electronics (DG) Co., Ltd., Lite-on Technology (GZ) Investment Company Limited, Lite-on Power Technology (Dong Guan) Co., Ltd., Dong Guan Lite-on Computer Co., Ltd., Lite-On IT International (HK) Limited, Lite-On Sales & Distribution Inc., Silitech (BVI) Holding Ltd., Silitech (Bermuda) Holding Ltd., Silitech Technology Corp. Ltd., Silitech Technology Corp. Sdn. Bhd., Silitech (Hong Kong) Holding Ltd., Silitech Technology (Su Zhou) Ltd., Xurong Electroinc (Shenzhen) Co., Ltd., Silitech International (India) Private Ltd. , Lite-On Automotive International(Cayman)Co., Ltd., Lite-On Automotive Electronics (Guang Zhou) Co., Ltd., Lite-On Automotive Electronics(Europe) BV, Lite-On Automotive (Wuxi) Co., Ltd., Lite-On Automotive Holdings (Hong Kong) Ltd., Lite-On Automotive North America Inc., Lite-on Technology (YingTan) LTD., Leotek Electronics USA LLC, Leotek Electronics Holding Limited, CHANGZHOU LEOTEK NEW ENERGY TRADE LIMITED CORPORATION, Lite-On Green Technology B.V. , Lite-On Green Technologies (HK) Limited, Lite-On Green Energy (HK) Limited, Lite-On Green Energy (Singapore), Lite-On Green Energy B.V., Lite-On Green Energy S.R.L., Lite-On Automotive Service USA, Inc., and Lite-On Technology Service, Inc.
2	Director	Warren Chen	■ Chairman, Lite-On Young Fast Pte. Ltd. ■ Chairman, representative of Lite-On Integrated Service Inc. and Lite-on (Guangzhou) Infotech Inc. ■ Vice Chairman, Lite-On Mobile Oyj, Lite-On Automotive Electronics Mexico, S.A. DE C.V. ■ Director, Lite-On Singapore Pte. Ltd., Silitech

			International (India) Private Ltd., EAGLE ROCK INVESTMENT LTD., LI SHIN INTERNATIONAL ENTERPRISE CORP., HUIZHOU LI SHIN ELECTRONIC LIMITED, HUIZHOU FU TAI ELECTRONIC LIMITED, LI SHIN TECHNOLOGY (HUIZHOU) LIMITED, Lite-on Li Shin Technology (Ganzhou) Co., Ltd., FORDGOOD ELECTRONIC LTD., Lite-On Japan Ltd., Lite-On (Finland) Oy, Lite-On Mobile Pte. Ltd., Guangzhou Lite-on Mobile Engineering Plastics Co. Ltd., Guangzhou Lite-on Mobile Electronic Components Co. Ltd., Beijing Lite-On Mobile Electronic and Telecommunications Components Co., Ltd., Shenzhen Lite-On Mobile Perlos Precision Molds Co., Ltd., Lite-On Young Fast (Huizhou) Co., Ltd., Yantai Lite-On Mobile Electronic Component Co., Ltd., Zhuhai Lite-On Mobile Technology Co., Ltd., Lite-On Medical Device (Changzhou) Ltd., Lite-On Technology (Shanghai) Ltd. ■ Director, representative of Lite-On Semiconductor Corp., Lite-On Technology (Europe)B.V., Lite-On Electronics (Europe) Ltd., Lite-On Electronics H.K. Ltd., Lite-On Electronics Co., Ltd. (HK), Lite-On, Inc. (USA) ,Lite-On Technology USA, Inc., Lite-On Trading USA, Inc., Lite-On Service USA, Inc., Lite-On Electronics Co., Ltd. (Thailand), Lite-On Capital Inc., LTC Group Ltd. (BVI), Lite-On International Holding Co., Ltd. (BVI), Lite-On Overseas Trading Co., Ltd., Titanic Capital Services Ltd., LTC International Ltd., Lite-On China Holding Co., Ltd. (BVI) \ I-Solutions Ltd., Lite-On Electronics Tianjin Co., Ltd. Lite-On Electronics (DG) Co., Ltd., Lite-On Tech. (Guang-Zhou) Co., Ltd., Dong Guan G-Tech Computers Co., Ltd., Lite-On Network Communication (Dongguan) Limited, Lite-On Communications (GZ) Co., Ltd., Lite-on Electronics and Wireless (Guangzhou) Ltd., Silitek Elec. (DG) Co., Ltd., Lite-On Elec. (GuangZhou) Co., Ltd., LITE-ON TECHNOLOGY (JIANGSU) CO.,LTD, Lite-On Technology (ChangZhou) CO LTD., , LITE-ON OPTO TECHNOLOGY (CHANGZHOU) CO LTD, Yet Foundate Ltd., Lite-On Computer Tech (DG), Dong Guan G-pro Computer Co., Ltd., China Bridge (China) Co., Ltd., WUXI CHINA BRIDGE EXPRESS TRADING CO LTD., Lite-On (Guang Zhou) Precision Tooling Ltd., Lite-On Digital Electronics (DG) Co., Ltd., Lite-on Technology (GZ) Investment Company Limited, Lite-on Power Technology (Dong Guan) Co., Ltd., Dong Guan Lite-on Computer Co., Ltd., Lite-On IT International(HK)Limited, Lite-On Information Technology B.V, Lite-On Information Technology GmbH, Lite-On IT Guangzhou Ltd., Lite-On IT
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			Trading (Guangzhou) Ltd., Lite-On IT Opto Tech (BH) Co., Ltd., Philip & Lite-On Digital Solutions Corp., Silitech Technology Corp., Silitech (BVI) Holding Ltd., Silitech (Bermuda) Holding Ltd., Silitech Technology Corp. Ltd., Silitech Technology Corp. Sdn. Bhd., Silitech (Hong Kong) Holding Ltd., Silitech Technology (Su Zhou) Ltd., Xurong Electrolinc (Shenzhen) Co., Ltd., Lite-On Automotive International(Cayman)Co., Ltd., Lite-On Automotive Electronics (Guang Zhou) Co., Ltd., Lite-On Automotive Electronics(Europe) BV, Lite-On Automotive (Wuxi) Co., Ltd. Lite-On Automotive Holdings (Hong Kong) Ltd., Lite-on Technology (YingTan) LTD., Lite-on Technology (Xianning) Co.,Ltd., Leotek Electronics USA LLC , CHANGZHOU LEOTEK NEW ENERGY TRADE LIMITED CORPORATION, Logah Technology Corp., Lite-On Green Technologies Inc., Lite-On Green Technology B.V., Lite-On Green Technologies (HK) Limited, Lite-On Green Energy (HK) Limited, Lite-On Green Energy (Singapore) Pte.Ltd., Lite-On Green Energy B.V., LITE-ON GREEN TECHNOLOGIES(NANJING) CORPORATION, Lite-On Green Energt S.R.L, Lite-On Automotive Service USA, Inc. and Lite-On Vietnam Co., Ltd. ■ GCEO of Lite-On group.
3	Director	Keh-Shew Lu	■ Chairman of LedEngin Corporation. ■ Director of Lorenz Co., Ltd. ■ Director, representative of Nuvoton Technology Corp. ■ President and CEO of Diodes Incorporated Co., Ltd.
4	Director	Y.T. PAN	■ Chairman, representative of Dyna Investment Co., Ltd. ■ Chairman, representative of Lite-On Inc. ■ Chairman, Fortune Consultant Ltd.Independent Director, Chime Ball Technology Co., Ltd. ■ Independent Director, Taiwan Union Technology Corp.
5	Director	CH Chen	■ Chairman, representative of Lite-On Semiconductor (Philippines) and Dunhong Technology Corporation. ■ Vice Chairman, DIODES, INC. and Lite-On Semiconductor Corp. ■ Director, Smart Power Holding Group Co. Ltd., G-Pro Electronics (SH) Corp., Ltd., DYNA International Holding Co., Ltd., DYNA International Co., Ltd., Lite-On semi (Wuxi) Ltd., Lite-On semiconductor (Wuxi) Ltd, Lite-On semiconductor (HK) Ltd, On-Bright Electronics (Hong Kong) Co., Ltd., CO-TECH DEVELOPMENT CORP. and Essence Optics Technology Inc. ■ Director, representative of Honghua Venture Capital Ltd., DIODES, Inc., Kwong Lung Enterprise Co,

			Ltd. and Dunhong Technology Co. Ltd.
6	Director	David Lee	■ Chairman, representative of On-Bright Electronics Incorporated Co., Ltd., Taiwan On-Bright Electronics., Ltd., SyncMOS Technologies International, Inc. ■ Chairman, On-Bright Electronics (SH) and On-Bright Electronics (Guangzhou) ■ Director, DYNA International Holding Co., Ltd., DYNA International Co. Ltd., Dyna Image Corporation Philippines , Smart Power Holding Group Co. Ltd., Lite-On Semiconductor (HK) Ltd., On-Bright Electronics (Hong Kong), On-Brilliant Electronics (Hong Kong) Co., Limited , Lite-On semi (Wuxi) Ltd., G-Pro Electronics (SH) Corp., Ltd. and Lite-On semiconductor (Wuxi) Ltd. ■ Director, representative of Actron Technology Corporation ■ CEO, Lite-On Semiconductor Corp.
7	Director	Joseph Lin	■ Director of Essence Technology Solution Inc
8	Independent Director	Kuo-Feng Wu	■ Independent Director, Wistron Corporation ■ Director, KPMG & Finance and Economics Research and Education Foundation ■ Independent Supervisor, Advantech Co., Ltd.
9	Independent Director	Harvey Chang	■ Chairman, TVBS ■ Chairman, Via On Demand ■ Chairman, IC Broadcasting Co., Ltd.
10	Independent Director	Edward Yang	■ Partner, iD Ventures America, LLC ■ Director, Sifotonics Technologies ■ Director, GTV Fund ■ Director, Applied BioCode ■ Director, Bandwidth 10
11	Independent Director	Albert Hsueh	■ Independent Director, Walsin Lihwa Corp. ■ Independent Director (Candidate), Yuanta Financial Holding Co., Ltd. ■ Independent Director (Candidate), TTY Biopharmaceutial Manufacturers Association

Lite-On Technology Corporation
Rules and Procedures of Shareholders' Meeting

Appendix 1

1. To establish a strong governance system and sound supervisory capabilities for this Company's shareholders meetings, and to strengthen management capabilities, these Rules are adopted pursuant to Article 5 of the Corporate Governance Best-Practice Principles for TWSE/GTSM Listed Companies.
2. The rules of procedures for this Corporation's shareholders meetings, except as otherwise provided by law, regulation, or the articles of incorporation, shall be as provided in these Rules.
3. Unless otherwise provided by law or regulation, this Corporation's shareholders meetings shall be convened by the board of directors.

This Corporation shall prepare electronic versions of the shareholders meeting notice and proxy forms, and the origins of and explanatory materials relating to all proposals, including proposals for ratification, matters for deliberation, or the election or dismissal of directors or supervisors, and upload them to the Market Observation Post System (MOPS) before 30 days before the date of a regular shareholders meeting or before 15 days before the date of a special shareholders meeting. This Corporation shall prepare electronic versions of the shareholders meeting agenda and supplemental meeting materials and upload them to the MOPS before 21 days before the date of the regular shareholders meeting or before 15 days before the date of the special shareholders meeting. In addition, before 15 days before the date of the shareholders meeting, this Corporation shall also have prepared the shareholders meeting agenda and supplemental meeting materials and made them available for review by shareholders at any time. The meeting agenda and supplemental materials shall also be displayed at this Corporation and the professional shareholder services agent designated thereby as well as being distributed on-site at the meeting place.

The reasons for convening a shareholders meeting shall be specified in the meeting notice and public announcement. With the consent of the addressee, the meeting notice may be given in electronic form. Election or dismissal of directors, amendments to the articles of incorporation, the dissolution, merger, or demerger of the corporation, or any matter under Article 185, paragraph 1 of the Company Act or Articles 26-1 and 43-6 of the Securities and Exchange Act, or Articles 56-1 and 60-2 of the Regulations Governing the Offering and Issuance of Securities by Securities Issuers shall be set out in the notice of the reasons for convening the shareholders meeting. None of the above matters may be raised by an extraordinary motion.

A shareholder holding 1 percent or more of the total number of issued shares may submit to this Company for discussion at a regular shareholders meeting pursuant to Article 172-1 of the Company Act.

4. For each shareholders meeting, a shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by this Corporation and stating the scope of the proxy's authorization.

A shareholder may issue only one proxy form and appoint only one proxy for any given shareholders meeting, and shall deliver the proxy form to this Corporation before 5 days before the date of the shareholders meeting. When duplicate proxy forms are delivered, the one received earliest shall

prevail unless a declaration is made to cancel the previous proxy appointment.

After a proxy form has been delivered to this Corporation, if the shareholder intends to attend the meeting in person or to exercise voting rights by correspondence or electronically, a written notice of proxy cancellation shall be submitted to this Corporation before 2 business days before the meeting date. If the cancellation notice is submitted after that time, votes cast at the meeting by the proxy shall prevail.

5. The venue for a shareholders meeting shall be the premises of this Corporation, or a place easily accessible to shareholders and suitable for a shareholders meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m. Full consideration shall be given to the opinions of the independent directors with respect to the place and time of the meeting

6. This Company shall furnish the shareholders meeting notice with the time and venue for signing in. The aforementioned time for signing in shall be at least 30 minutes before the shareholder meeting starts. There shall be signs to direct shareholders to proceed to the venue for signing in and personnel who are suitable in charge.

Shareholders or their proxies (collectively, "shareholders") shall attend shareholders meetings based on attendance cards, sign-in cards, or other certificates of attendance. This Corporation may not arbitrarily add requirements for other documents beyond those showing eligibility to attend presented by shareholders. Solicitors soliciting proxy forms shall also bring identification documents for verification. This Corporation shall furnish attending shareholders with the meeting agenda book, annual report, attendance card, speaker's slips, voting slips, and other meeting materials. Where there is an election of directors or supervisors, pre-printed ballots shall also be furnished.

When the government or a juristic person is a shareholder, it may be represented by more than one representative at a shareholders meeting. When a juristic person is appointed to attend as proxy, it may designate only one person to represent it in the meeting.

7. If a shareholders meeting is convened by the board of directors, the meeting shall be chaired by the chairperson of the board. When the chairperson of the board is on leave or for any reason unable to exercise the powers of the chairperson, the vice chairperson shall act in place of the chairperson; if the vice chairperson also is on leave or for any reason unable to exercise the powers of the vice chairperson, the chairperson shall appoint one of the board of directors to act as chair. Where the chairperson does not make such a designation, the board or the directors shall select from among themselves one person to serve as chair.

The board of director who serve as chair shall be in his post for more than six months and familiar with the Company's financials and operations. The same applies to the director who serve as chair and who represents a corporation.

It is advisable that shareholders meetings convened by the board of directors be attended by a majority of the directors, at least one independent director in person, and at least one member of each functional committee on behalf of the committee. The attendance shall be recorded in the meeting minutes.

If a shareholders meeting is convened by a party with power to convene but other than the board of

directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall mutually select a chair from among themselves.

The Company may appoint its attorneys, certified public accountants, or related persons retained by it to attend a shareholders meeting in a non-voting capacity.

8. This Corporation shall record the proceedings of a shareholders meeting in their entirety in audio or video and retain the recording for at least 1 year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.
9. Attendance at shareholders meetings shall be calculated based on numbers of shares. The number of shares in attendance shall be calculated according to the shares indicated by the Notice of attendance handed in plus the number of shares whose voting rights are exercised by correspondence or electronically.

The chair shall call the meeting to order at the appointed meeting time. However, when the attending shareholders do not represent a majority of the total number of issued shares, the chair may announce a postponement, provided that no more than two such postponements, for a combined total of no more than 1 hour, may be made. If the quorum is not met after two postponements and the attending shareholders still represent less than one third of the total number of issued shares, the chair shall declare the meeting adjourned.

If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act; all shareholders shall be notified of the tentative resolution and another shareholders meeting shall be convened within 1 month.

When, prior to conclusion of the meeting, the attending shareholders represent a majority of the total number of issued shares, the chair may resubmit the tentative resolution for a vote by the shareholders meeting pursuant to Article 174 of the Company Act.

10. If a shareholders meeting is convened by the board of directors, the meeting agenda shall be set by the board of directors. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.

The provisions of the preceding paragraph apply mutatis mutandis to a shareholders meeting convened by a party with the power to convene that is not the board of directors.

The chair may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extraordinary motions), except by a resolution of the shareholders meeting. If the chair declares the meeting adjourned in violation of the rules of procedure, the other members of the board of directors shall promptly assist the attending shareholders in electing a new chair in accordance with statutory procedures, by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting.

The chair shall allow ample opportunity during the meeting for explanation and discussion of

proposals and of amendments or extraordinary motions put forward by the shareholders; when the chair is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed and call for a vote.

11. Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair.

A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.

Except with the consent of the chair, a shareholder may not speak more than twice on the same proposal, and a single speech may not exceed 5 minutes. If the shareholder's speech violates the rules or exceeds the scope of the agenda item, the chair may terminate the speech.

When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chair and the shareholder that has the floor; the chair shall stop any violation.

When a juristic person shareholder appoints two or more representatives to attend a shareholders meeting, only one of the representatives so appointed may speak on the same proposal.

After an attending shareholder has spoken, the chair may respond in person or direct relevant personnel to respond.

12. Voting at a shareholders meeting shall be calculated based the number of shares.

With respect to resolutions of shareholders meetings, the number of shares held by a shareholder with no voting rights shall not be calculated as part of the total number of issued shares.

When a shareholder is an interested party in relation to an agenda item, and there is the likelihood that such a relationship would prejudice the interests of this Corporation, that shareholder may not vote on that item, and may not exercise voting rights as proxy for any other shareholder.

The number of shares for which voting rights may not be exercised under the preceding paragraph shall not be calculated as part of the voting rights represented by attending shareholders.

With the exception of a trust enterprise or a shareholder services agent approved by the competent securities authority, when one person is concurrently appointed as proxy by two or more shareholders, the voting rights represented by that proxy may not exceed 3 percent of the voting rights represented by the total number of issued shares. If that percentage is exceeded, the voting rights in excess of that percentage shall not be included in the calculation.

13. A shareholder shall be entitled to one vote for each share held, except when the shares are restricted shares or are deemed non-voting shares under Article 179, paragraph 2 of the Company Act.

When this Corporation holds a shareholders meeting, it may allow the shareholders to exercise voting rights by correspondence or electronic means. When voting rights are exercised by correspondence or electronic means, the method of exercise shall be established in accordance with the laws and shall be specified in the shareholders meeting notice. A shareholder exercising voting rights by

correspondence or electronic means will be deemed to have attended the meeting in person, but to have waived his/her rights with respect to the extraordinary motions and amendments to original proposals of that meeting; it is therefore advisable that this Corporation avoid the submission of extraordinary motions and amendments to original proposals.

A shareholder intending to exercise voting rights by correspondence or electronic means under the preceding paragraph shall deliver a written declaration of intent to this Corporation before 2 days before the date of the shareholders meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail, except when a declaration is made to cancel the earlier declaration of intent.

After a shareholder has exercised voting rights by correspondence or electronic means, in the event the shareholder intends to attend the shareholders meeting in person, a written declaration of intent to retract the voting rights already exercised under the preceding paragraph shall be made known to this Corporation, by the same means by which the voting rights were exercised, before 2 business days before the date of the shareholders meeting. If the notice of retraction is submitted after that time, the voting rights already exercised by correspondence or electronic means shall prevail. When a shareholder has exercised voting rights both by correspondence or electronic means and by appointing a proxy to attend a shareholders meeting, the voting rights exercised by the proxy in the meeting shall prevail.

Except as otherwise provided in the Company Act and in this Corporation's articles of incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders.

At the time of a vote, for each proposal, the chair or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.

At the time of a vote, if no attending shareholder voices an objection following an inquiry by the chair, the proposal will be deemed approved, with the same effect as approval by vote.

When there is an amendment or an alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.

Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of this Corporation.

Vote counting shall be conducted in public at the place of the shareholders meeting, and voting results shall be reported on-site immediately and recorded in writing.

14. The election of directors at a shareholders meeting shall be held in accordance with the applicable election and appointment rules adopted by this Corporation, and the voting results shall be announced on-site immediately.

The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures

of the monitoring personnel and kept in proper custody for at least 1 year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the ballots shall be retained until the conclusion of the litigation.

15. Matters relating to the resolutions of a shareholders meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chair of the meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The meeting minutes shall be distributed in accordance with the Company v Act.

The meeting minutes shall accurately record the year, month, day, and place of the meeting, the chair's full name, the methods by which resolutions were adopted, and a summary of the deliberations and their results, and shall be retained for the duration of the existence of this Corporation.

16. On the day of a shareholders meeting, this Corporation shall compile in the prescribed format a statistical statement of the number of shares obtained by solicitors through solicitation and the number of shares represented by proxies, and shall make an express disclosure of the same at the place of the shareholders meeting.

If matters put to a resolution at a shareholders meeting constitute material information under applicable laws or regulations, this Corporation shall upload the content of such resolution to the MOPS within the prescribed time period.

17. At the place of a shareholders meeting, if a shareholder attempts to speak through any device other than the public address equipment set up by this Corporation, the chair may prevent the shareholder from so doing.

When a shareholder violates the rules of procedure and defies the chair's correction, obstructing the proceedings and refusing to heed calls to stop, the chair may direct relevant personnel to escort the shareholder from the meeting.

18. When a meeting is in progress, the chair may announce a break based on time considerations. If a force majeure event occurs, the chair may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.

If the meeting venue is no longer available for continued use and not all of the items (including extraordinary motions) on the meeting agenda have been addressed, the shareholders meeting may adopt a resolution to resume the meeting at another venue.

A resolution may be adopted at a shareholders meeting to defer or resume the meeting within 5 days in accordance with Article 182 of the Company Act.

19. These Rules, and any amendments hereto, shall be implemented after adoption by shareholders meetings.

20. The Measures were established on March 13, 1989.

The 1st Amendment was made on May 19, 1998.

The 2nd Amendment was made on May 21, 2002.

The 3rd Amendment was made on June 19, 2013.

Lite-On Technology Corporation
Articles of Incorporation

Chapter One General Provisions

Article I The Company is duly incorporated in accordance with provisions governing limited companies under the Company Law in the full name of Lite-On Technology Corporation (Hereinafter referred to as the “Company”).

Article II The Company shall engage in the following business:

1. C804020 Manufacture of industry-oriented rubber products.
2. C805050 Manufacture of industry-oriented plastic products.
3. CB01010 Manufacture of machinery & equipment
4. CB01020 Business machinery manufacture.
5. CC01010 Electric Power Supply, Electric Transmission and Power Distribution
 Machinery Manufacturing
6. CC01030 Manufacture of electrical appliance and audio and visual electronic products.
7. CC01040 Lighting Facilities Manufacturing
8. CC01060 Manufacture of wire communications machinery & equipment.
9. CC01070 Manufacture of wireless communications machinery & equipment.
10. CC01080 Manufacture of electronic parts & components.
11. CC01090 Batteries Manufacturing
12. CC01101 Manufacture of telecommunications controlled frequency RF equipment
 manufacture.
13. CC01110 Computers and Computing Peripheral Equipments Manufacturing
14. CC01120 Data storage media manufacture and duplication.
15. CC01990 Electrical Machinery, Supplies Manufacturing
16. CD01030 Manufacture of automobile and automobile parts & components.
17. CD01040 Motor Vehicles and Parts Manufacturing
18. CE01010 Precision Instruments Manufacturing
19. CE01030 Manufacture of Optical instrument.
20. CF01011 Medical Materials and Equipment Manufacturing
21. CH01040 Manufacture of toy.
22. CQ01010 Manufacture of mold.
23. E603090 Illumination Equipments Construction
24. E801010 Interior decoration services
25. F106030 Mold wholesale.
26. F108031 Wholesale of Drugs, Medical Goods
27. F109070 Cultural, educational, music and recreational article & instrument wholesale.
28. F111090 Building material wholesale
29. F113010 Machinery wholesale.
30. F113020 Electrical appliance wholesale.

31. F113030 Precise instrument wholesale.
32. F113050 Computer & business machinery & equipment wholesale.
33. F113070 Telecommunication equipment wholesale.
34. F113110 Wholesale of Batteries
35. F114010 Wholesale of Automobiles
36. F114020 Wholesale of Motorcycles
37. F114030 Automobile, motorcycle parts & accessories wholesale.
38. F118010 Information software wholesale.
39. F119010 Electronic material wholesale.
40. F206030 Mold retail.
41. F209060 Cultural, educational, music and recreational article & instrument retail.
42. F211010 Building material retail.
43. F213010 Electric appliance retail.
44. F213030 Computer & business machinery & equipment retail.
45. F213040 Precise instrument retail.
46. F213060 Telecommunication equipment retail.
47. F213080 Machinery & appliance retail.
48. F213110 Retail Sale of Batteries
49. F214010 Retail Sale of Automobiles
50. F214020 Retail Sale of Motorcycles
51. F214030 Automobile, motorcycle parts & accessories retail.
52. F218010 Information software retail.
53. F219010 Electronic material retail.
54. F401010 International trade.
55. F401021 Import of controlled telecommunication frequency RF equipment.
56. G801010 Warehousing services.
57. H701010 Housing and building development, lease and sales.
58. I102010 Investment consultancy.
59. I103060 Management consultancy.
60. I301010 Information software services.
61. I301020 Data Processing Services
62. I501010 Product design business
63. I503010 Landscaping, interior design business.
64. IC01010 Pharmaceuticals Examining Services
65. IG03010 Energy Technical Services
66. ZZ99999 The Company may, other than those businesses subject to special permission (franchise), engage in all businesses except those banned or restricted by laws.

Article III

The Company is headquartered in Taipei City and may have branches set elsewhere at home and abroad as resolved by the Board of Directors.

The Company may invest outward with the total amount of investment free of restrictions as set forth in Article 13 of the Company Law.

The Company may act as a guarantor externally as required for business.

Chapter Two Shares

Article IV

The total capital of the Company amounts to Thirty-Five Billion New Taiwan Dollars, divided into 3.5 billion shares at Ten New Taiwan Dollars par value each. The Board of

Directors is authorized with full powers to issue shares in partial installments. Preferred shares may be issued within the total capital. Of the total number of shares aforementioned, one hundred million shares are reserved to be issued as stock options, preferred shares with stock options or corporate bonds with stock options ready for exercise of options.

Article IV-1 The Company may issue employee stock options at an issuing price lower than the closing price of the Company's common shares on the date of issuance only upon the decision resolved by two thirds of present shareholders who represent a majority of the total issued shares in the shareholders' meeting.

When the Company intends to transfer shares to employees at a price lower than the average of actual repurchase prices, such transfer shall be duly posed at the latest shareholders' meeting to be resolved by two thirds of votes in the shareholders' meeting where present shareholders represent a majority of the total issued shares.

Article V The Company's shares are registered ones, which shall be duly signed and sealed by a minimum of three directors and issued after duly authenticated by the competent authority or the issuance registry entity approved by the competent authority. For the shares issued by the Company, the Company may be exempted from printing share certificates but shall have the shares so issued duly registered with the centralized securities depository enterprise.

Article VI Unless otherwise prescribed in laws, the Company shall manage share transfer, pledge of rights, register for loss, succession, gift, change in address, report-for-loss and replacement of registered specimen seals exactly in accordance with the "Regulations Governing Equity Affairs of Public Companies".

Article VII No transfer of shares shall be handled within sixty days prior to the regular shareholders' meeting, or within thirty days prior to a special meeting of shareholders, or within five days prior to the record (base) date scheduled to distribute dividends, bonuses or other benefits.

Chapter Three Shareholders' meeting

Article VIII The shareholders' meeting hereof is in two categories: regular meetings and special meetings. The former is convened once a year within six months from the closing of each fiscal year and the latter may be duly called whenever necessary.

Article IX A shareholder who is unavailable to attend the shareholders' meeting may duly present a power of attorney with the form provided by the Company, bearing the scope of the authorized powers to authorize a proxy to attend on-behalf. The power of attorney shall be duly used in accordance with applicable laws and ordinances and the rules promulgated by the competent authority.

Article X The shareholders' meeting convened by the Board of Directors shall be chaired by the chairman. During the chairman's absence or unavailability for performance of duties, the substitution shall be duly handled in accordance with Article 208 of the Company Law. In the event that the shareholders' meeting is convened by a person beyond the Board of Directors, the shareholders' meeting shall be chaired by that convener. In case of two or more conveners, one of them shall be elected to chair the meeting.

- Article XI The Company's shareholders are entitled to one voting right per share, provided that shareholders have no voting right for shares held under Article 179 of the Company Law.
- Article XII Unless otherwise provided for in applicable laws and regulations, decisions in the shareholders' meeting shall be resolved by a majority of votes in the meeting where present shareholders represent a majority of the total issued shares.
- Article XIII Minutes of the shareholders' meeting shall be duly recorded to cover the decisions resolved, to be duly signed or affixed by the chairperson and delivered to all shareholders within twenty days after the meeting and be distributed to all shareholders of the company in accordance with Company Law. The minutes shall include the month, date, year, location, the chairperson's name, method to resolve a decision, the highlights of discussion and results thereof. The minutes of the shareholders' meeting shall be archived in the Company along with the shareholders' sign-in book and powers of attorney presented by proxies according to law.

Chapter Four Directors and Audit Committee

- Article XIV The Company has seven to eleven directors, elected in the shareholders' meeting from the candidate of disposing capacity, with a three-year tenure of office and eligible for reelection. Directors shall be duly elected in accordance with Regulations Governing Election of Directors of the Company.
- The aforementioned number of directors shall include a minimum of three independent directors (including a minimum of one independent director in the expertise of accounting or finance), and the number of independent directors shall not be less than the minimum of one-fifth of the total number of director seats. Board of Directors (including independent directors) are elected in a candidate nomination system set forth in Article 192-1 of the Company Act. The shareholders' meeting shall elect the right independent directors out of the list of candidates. Matters regarding independent directors' professional qualification requirements, shareholding, restriction on concurrent post, recognition of independence, methods of nomination and election, and other matters to be complied with shall be duly handled in accordance with the requirements promulgated by the competent authority in charge of securities affairs.
- The Company duly establishes the Audit Committee in accordance with Article 14-4 of the Securities and Exchange Law which shall be duly organized by independent directors in full. The total number of the Company's shares held by all directors shall not be less than the percentage promulgated by the competent authority.
- Article XV The Board of Directors is duly organized by directors. By attendance of two thirds of directors and a majority of votes of attending directors, one chairman shall be duly elected. In the same manner, one vice chairman shall be elected as necessary. The chairman shall chair the shareholders' meeting and Board of Directors meeting internally and represent the Company externally and preside over all the Company's business affairs, as assisted by the Vice Chairman.

- Article XVI Where the seats of directors are vacated by one-third, a shareholders' meeting shall be duly held to elect ones supplementarily to serve the tenure of office remaining by the predecessors.
- Article XVII The Board of Directors shall convene the meeting on a quarterly basis and may convene an extraordinary meeting whenever the chairman considers it necessary or on the requisition of two or more directors. Board of Directors meetings shall be convened and chaired by the chairman in all cases. During the chairman's absence or unavailability for performance of duties, the substitution shall be duly handled in accordance with Article 208 of the Company Law.
- Notices for convening meetings may be made in writing or by e-mail or fax. An extraordinary meeting may be convened at any time in case of an emergency.
- The Board of Director meetings may be conducted by video conference. Directors who participate in the meeting through video conference are deemed to have attended in person.
- Article XVIII Unless otherwise provided for in the Company Law, decisions in the Board of Directors meeting shall be resolved by a majority of votes in the meeting where attending directors represent a majority of the total number of directors. A director who is unavailable to attend the board of directors meeting may be represented by another director per Article 205 of the Company Law.
- Article XIX Minutes of a board of directors meeting shall be duly recorded, to be duly signed and affixed seal by the chairperson and delivered to all directors within twenty days after the meeting. The minutes shall include the highlights of discussion and results thereof. The minutes of the board of directors meeting shall be archived in the Company along with the directors' sign-in book and powers of attorney presented by proxies according to law.
- Article XX Organization, authority of office, rules and procedures of meetings and other matters to be complied with of the Company's Audit Committee shall be in conformity with the requirements of the competent authority.
- Article XX-1 Remuneration to directors shall be duly determined by the Board of Directors with reference to the level of their participation in the business operation and values of their contribution as well as the level prevalent in fellow firms at home and abroad.
- Article XX-2 The Company may purchase liability insurance for directors for the term of their office to insure them for potential risk in exercise of their duties.

Chapter Five Managers and staff members

- Article XXI The Company may, as resolved in the Board of Directors, have a certain number of manages all of whom shall be duly appointed, discharged and paid in accordance with Article 29 of the Company Law.

Chapter Six Accounting

- Article XXII Upon closing of each fiscal year, the Board of Directors shall prepare the following documents and submit such documents to the shareholders' meeting for adoption. In case of

other requirements set forth in the Securities and Exchange Law or other laws and ordinances concerned, such Securities and Exchange Law and other laws and ordinances concerned shall govern. 1. Business report; 2. Financial Statements; and 3. Proposals of profit appropriation or loss coverage.

Article XXIII The Company is currently operating at the growing phase. In consideration of expansion of future operation, needs for working capital and the impact of the taxation system on the Company and shareholders, the Company will distribute dividends where cash dividends shall not be less than 10% of the total dividends distributed in the year.

Article XXIV From the profit earned in current year, the Company shall pay taxes and make up any previous loss, if any, then withhold 10% for legal reserve, then provide or reverse special reserve as required by competent authority. The balance added with unallocated earnings accumulated previously will be duly allocated at the following ratio after certain earnings is set aside for business growth.

1. Bonus to employees: no less than 1%
2. Remuneration to directors: no more than 1.5%
3. Remainder thereafter, to be dividends to shareholders

As to the bonus to employees mentioned in the preceding paragraph, if the bonus is dispersed in stocks, beneficiaries may include employees of affiliates. The Board of Directors is authorized with full powers to determine the terms and methods of appropriation.

Chapter Seven Bylaws

Article XXV The Company's organizational regulations and operational rules shall be separately enacted by the Board of Directors.

Article XXVI The Taiwan Depository & Clearing Corporation (TDCC) may request that the Company consolidate the shares to issue large denomination share certificates.

Article XXVII Any matters insufficiently provided for in the Articles of Incorporation shall be subject to the Company Law and other applicable laws and ordinances.

Article XXVIII The Articles of Incorporation and amendment hereof, if any, shall come into enforcement after being resolved in the shareholders' meeting, submitted to and approved by the competent authority.

Article XXIX The Articles were duly stipulated on March 13, 1989.
The Articles were duly amended on March 20, 1990 as the 1st amendment.
The Articles were duly amended on May 11, 1991 as the 2nd amendment.
The Articles were duly amended on May 20, 1992 as the 3rd amendment.
The Articles were duly amended on June 27, 1992 as the 4th amendment.
The Articles were duly amended on June 21, 1993 as the 5th amendment.
The Articles were duly amended on December 18, 1993 as the 6th amendment.
The Articles were duly amended on May 30, 1995 as the 7th amendment.

The Articles were duly amended on April 2, 1996 as the 8th amendment.
The Articles were duly amended on May 6, 1997 as the 9th amendment.
The Articles were duly amended on May 19, 1998 as the 10th amendment.
The Articles were duly amended on June 21, 1999 as the 11th amendment.
The Articles were duly amended on May 31, 2000 as the 12th amendment.
The Articles were duly amended on April 19, 2001 as the 13th amendment.
The Articles were duly amended on May 21, 2002 as the 14th amendment.
The Articles were duly amended on August 5, 2002 as the 15th amendment.
The Articles were duly amended on May 13, 2003 as the 16th amendment.
The Articles were duly amended on June 15, 2004 as the 17th amendment.
The Articles were duly amended on June 14, 2005 as the 18th amendment.
The Articles were duly amended on June 21, 2006 as the 19th amendment.
The Articles were duly amended on June 21, 2007 as the 20th amendment.
The Articles were duly amended on June 25, 2008 as the 21st amendment.
The Articles were duly amended on June 15, 2010 as the 22nd amendment.
The Articles were duly amended on June 19, 2012 as the 23rd amendment.
The Articles were duly amended on June 19, 2013 as the 24rd amendment.
The Articles were duly amended on June 19, 2014 as the 25th amendment.

Lite-On Technology Corporation

Regulations Governing Election of Directors

Article I Independent and non-independent directors of the Company shall be elected in accordance with these rules.

Article II The cumulative voting method shall be used for election of the directors and supervisors at this Corporation. In the election of directors of the Company, each share shall have voting rights equivalent to the number of seats to be elected and such voting rights can be combined to vote for one person or divided to vote for several persons. The names of voters may be represented by shareholders' numbers on ballots or numbers on attendance cards.

The overall composition of the board of directors shall be taken into consideration in the selection of this Corporation's directors. The composition of the board of directors shall be determined by taking diversity into consideration and formulating an appropriate policy on diversity based on the company's business operations, operating dynamics, and development needs. It is advisable that the policy include, without being limited to, the following two general standards:

1. Basic requirements and values: Gender, age, nationality, and culture.
2. Professional knowledge and skills: A professional background (e.g., law, accounting, industry, finance, marketing, technology), professional skills, and industry experience.

Each board member shall have the necessary knowledge, skill, and experience to perform their duties; the abilities that must be present in the board as a whole are as follows:

1. The ability to make judgments about operations.
2. Accounting and financial analysis ability.
3. Business management ability.
4. Crisis management ability.
5. Knowledge of the industry.
6. An international market perspective.
7. Leadership ability.
8. Decision-making ability.

Article III. Independent directors of the Company shall meet one of the following professional qualifications and shall have at least five years of work experience:

1. Teaching qualification or above in public or private university in departments of business, law, finance, accounting or other departments that is required by the Company's business.
2. Judge, prosecutor, lawyer, accountant or special professional or technical personnel holding other certificates that require national examinations and required for the Company's business.

3. Possesses work experience required for business, legal, financial, accounting or Company business.

At least one independent director of the Company must possess accounting or financial expertise and at least one of the independent directors must be domiciled in the Republic of China to be able to promptly fulfill the functions of supervisor.

Any person with any of the following events may not serve as an independent director.

Any person with any of the following events and who is already an independent director of the Company shall be dismissed from such position.

1. Any event under Article 30 of the Company Law.
2. Elected as government, juridical person or its representative in accordance with Article 27 of Company Law.
3. Violation of qualifications for independent directors provided under Rules for Establishment and Compliant Matters for Independent Directors of Publicly Listed Companies.

Article IV. During the two years before being elected or during the term of office, an independent director of a public company may not have been or be any of the following:

8. An employee of the company or any of its affiliates.
9. A director or supervisor of the company or any of its affiliates. The same does not apply, however, in cases where the person is an independent director of the company, its parent company, or any subsidiary in which the company holds, directly or indirectly, more than 50 percent of the voting shares.
10. A natural-person shareholder who holds shares, together with those held by the person's spouse, minor children, or held by the person under others' names, in an aggregate amount of one percent or more of the total number of issued shares of the company or ranking in the top 10 in holdings.
11. A spouse, relative within the second degree of kinship, or lineal relative within the third degree of kinship, of any of the persons in the preceding three subparagraphs.
12. A director, supervisor, or employee of a corporate shareholder that directly holds five percent or more of the total number of issued shares of the company or that holds shares ranking in the top five in holdings.
13. A director, supervisor, officer, or shareholder holding five percent or more of the shares, of a specified company or institution that has a financial or business relationship with the company.
14. A professional individual who, or an owner, partner, director, supervisor, or officer of a sole proprietorship, partnership, company, or institution that, provides commercial, legal, financial, accounting services or consultation to the company or to any affiliate of the company, or a spouse thereof, provided that this restriction does not apply to any member of the remuneration committee who exercises powers pursuant to Article 7 of the Regulations Governing the Establishment and Exercise of Powers of Remuneration Committees of Companies Whose Stock is Listed on the TWSE or Traded on the GTSM.

If any independent director was once an independent director of the Company or its affiliate under subsection 2 of the previous section or of any specific company or institution that has financial or business dealing with the Company under subsection 6 of the previous section, but has since been dismissed from such position, the provision about the previous two years under the previous section shall not be applicable.

Specific company or institution referred to under subsection 6, section 1 means any company or institution with any of the situations with the Company:

1. Holds more than 20% but less than 50% of the total outstanding shares of the Company.
2. Any company and its director, supervisor and shareholder holding 10% of total outstanding shares of such company collectively hold more than 30% of the total outstanding shares of the Company, and there is record of past financial or business dealings between such two companies. The shares held by the above-mentioned persons include those held by his/her spouse, minor children and nominee holder.
3. Any other company or its affiliate which represent more than 30% of the total turnover of the Company.
4. Any other company or its affiliate from which the company obtains more than 50% of the quantity or total product purchase amount for main product raw materials (meaning more than 30% of total product purchase amount and indispensable key raw materials for production of products) or main products (meaning more than 30% of total turnover).

Affiliates as referred to in the previous section shall be determined in accordance with Financial and Accounting Standards No. 5 and No. 7 publicly announced by the Accounting Research and Development Foundation.

Independent directors may not serve as independent directors of more than three publicly listed companies.

Article V. The election of directors (including independent directors) is subject to the provisions of Article 192-1 of the Company Act in that a candidate nomination system shall be adopted, that such system shall be expressly stated in the articles of incorporation of the company, and that shareholders shall elect directors (including independent directors) from among those listed in the slate of independent director candidates. This Corporation shall review the qualifications, education, working experience, background, and the existence of any other matters set forth in Article 30 of the Company Act with respect to nominee directors (including independent director) and may not arbitrarily add requirements for documentation of other qualifications. It shall further provide the results of the review to shareholders for their reference, so that qualified directors (including independent director) will be elected.

When the number of independent directors falls below that required under the proviso of Article 14-2, paragraph 1 of the Securities and Exchange Act, or the related provisions of the Taiwan Stock Exchange Corporation rules governing the review of listings, a by-election shall be held at the next shareholders meeting to fill the vacancy. When the independent directors are dismissed en masse, a special shareholders meeting shall be called within 60 days from the date of occurrence to hold a by-election to fill the vacancies.

The Company shall, prior to the book closure date before the convening of the shareholders' meeting, publish a notice specifying a period for receiving nominations of director (including independent director) candidates, the number of directors (including independent directors) to be elected, the place for receiving such nominations, and other necessary matters; the period for receiving nominations shall be not less than 10 days.

The Company may present a slate of director (including independent director)

candidates nominated by the methods set out below, and, upon evaluation by the board of directors that all candidates so nominated are qualified candidates, submit it to the shareholders' meeting for elections:

1. A shareholder holding one percent or more of the total number of issued shares may present a slate of director (including independent director) candidates in writing to the company; the number of nominees may not exceed the number of directors (including independent directors) to be elected.
2. The board of directors presents a slate of director (including independent director) candidates; the number of nominees may not exceed the number of directors (including independent directors) to be elected.
3. Otherwise as designated by the competent authority.

When providing a recommended slate of director (including independent director) candidates under the preceding paragraph, a shareholder or the board of directors shall include in the documentation attached thereto each nominee's name, educational background, work experience, a written undertaking indicating the nominee's consent to serve as an independent director if elected as such, a written statement that none of the circumstances in Article 30 of the Company Act exists, and other relevant documentary proof.

When calling a shareholders' meeting for the purpose of director (including independent director) elections, the board of directors, or other person having the authority to call a shareholders' meeting, shall review the qualifications of each independent director nominee; except under any of the following circumstances, all qualified nominees shall be included in the slate of director (including independent director) candidates:

1. Where the nominating shareholder submits the nomination at a time not within the published period for receiving nominations.
2. Where the shareholding of the nominating shareholder is less than one percent at the time of book closure by the company under Article 165, paragraph 2 or 3 of the Company Act.
3. Where the number of nominees exceeds the number of directors (including independent directors) to be elected.
4. Where the relevant documentary proof required under the preceding paragraph is not attached.

The review process for director (including independent director) candidates shall be documented and maintained for at least one year. However, if any shareholder files any litigation with regard to the election of any director (including independent director), the documents should be maintained until the end of the litigation.

The Company shall make a public announcement on the list of candidates for directors (including independent directors), together with their educational backgrounds, experience and number of shares held, 40 days prior to the general shareholders meeting or 25 days prior to a special shareholders meeting. The Company shall also inform the shareholders of the review results. Reasons shall be provided for any nominated person who is not included in the list of candidates for directors (including independent directors).

Board of directors shall collectively represent more than one-half of the shares and a director shall not have his/her spouse or a relative that is within second-degree on the board.

Article VI. The election for independent directors and non-independent directors shall be done at the

same time and the number of elected persons shall be calculated separately. The persons winning the most ballots shall be elected as independent directors and non-independent directors. If two or more persons win the same number of ballots and if the number of positions to be elected has been exceeded, a random draw shall be performed. If any candidate is not present at the election, the chairman shall perform the random draw on behalf of the candidate.

If the results of the election show that none of the persons winning the most number of ballots possesses any accounting or financial expertise, the ballots won by the candidates with accounting or financial expertise shall be calculated separately and the one person winning the most ballots shall be elected. The remaining seats shall be filled in accordance with the previous section.

If any independent director elected by the shareholders meeting should be dismissed due to any violation of Article 3 or 4 hereof during his/her term, the person shall not be turned into a non-independent director. Any person elected as non-independent director by the shareholders meeting shall not be turned into an independent director during the term.

Article VII. All shareholders whose names appear in the Company's shareholders register shall be entitled to vote.

Article VIII. The ballots shall be prepared and issued by the Board of Directors, numerated in accordance with the shareholders number and the number of ballots for each shareholder shall be specified.

Article IX. During election, the Chairman shall report and designate one or more voting monitors and ballot counters to perform relevant duties.

Article X. The voters shall fill out the name of the candidate on the "candidate" column on the ballot. The shareholders number or ID number or uniform number shall also be specified. If the candidate is a juridical person, the name of such juridical person and the name of its representative shall be specified and the shareholders number or ID number or uniform number shall also be specified.

Article XI. Any ballot with any of the following events shall be null:

1. Voting in lieu of ballot prepared by the Company.
2. Inserting a blank ballot into the voting box.
3. Illegible markings or alterations.
4. Failure to fill out the name of the candidate or shareholder number (or ID number).
5. The name of the candidate is the same as other shareholder and the shareholder number or ID number is not identified.
6. Filling out two or more candidates in the same ballot.
7. Other text is affixed in addition to the name of the candidate or shareholder number (ID number)

and the number of voting rights allocated.

8. If the candidate is a shareholder, inconsistency in name or shareholder number with the shareholders register. If the candidate is not a shareholder, inconsistency in name or ID number after verification.
9. Other violations of law, articles of association or relevant rules.

Article XII. The voting box shall be prepared by the board of Directors and shall be open for verification on site by the voting monitor.

Article XIII. Ballots shall be opened on site after voting is completed and the results shall be announced by the Chairman or designated person on site.

Article XIV. An election notice shall be issued to each elected director by the Board of Directors and the elected director shall sign a consent letter.

Article XV. Any matter that is not included in these rules shall be handled in accordance with Company Law or relevant laws and regulations.

Article XVI. These rules, including any amendment hereof, shall be implemented after approval by the shareholders meeting.

Article XVII. These rules were established on 13 March 1989.

The First amendment was made on 19 May 1998.

The Second amendment was made on 21 May 2002.

The Third amendment was made on 21 June 2007.

The Fourth Amendment was made on June 19, 2012.

The Fifth Amendment was made on June 19, 2013.

The Sixth Amendment was made on June 24, 2015.

List of Candidates for Directors and Independent Directors

No.	Position	Shareholder Account Number	Name	No. of Shares Held	Major Educational Background and Experience
1	Director	1	Raymond Soong	78,908,736	■ <u>Current Position:</u> - Chairman, Lite-On Technology Corp., Lite-on Li Shin Technology (Ganzhou) Co., Ltd., Lite-On (Finland) Oy, Lite-On Mobile Oyj, Guangzhou Lite-on Mobile Engineering Plastics Co. Ltd., Guangzhou Lite-on Mobile Electronic Components Co. Ltd., Beijing Lite-On Mobile Electronic and Telecommunications Components Co., Ltd., Shenzhen Lite-On Mobile Perlos Precision Molds Co., Ltd., Lite-On Young Fast (Huizhou) Co., Ltd., Yantai Lite-On Mobile Electronic Component Co., Ltd., Zhuhai Lite-On Mobile Technology Co., Ltd., Lite-On Medical Device (Changzhou) Ltd., Lite-On Technology (Shanghai) Ltd., Lite-On Automotive Electronics Mexico, S.A. DE C.V., Lite-On Semiconductor Corp., DIODES, INC., Lite-On Semi (Wuxi) Co., Ltd., Lite-On Semi Electronics (Wuxi) Co., Ltd., and G-Pro Electronics (SH) Co., Ltd. - Chairman, representative of Lite-On Electronics H.K. Ltd., Lite-On Electronics Co., Ltd. (HK), Lite-On

					Capital Inc., Lite-On Electronics Tianjin Co., Ltd., Lite-On Electronics (DG) Co., Ltd., Lite-On Tech. (Guang-Zhou) Co., Ltd., Dong Guan G-Tech Computers Co., Ltd., Lite-On Network Communication (Dongguan) Limited, LITE-ON TECHNOLOGY (CHANG ZHOU) CO., LTD, Wuxi China Bridge Express Trading Co., Ltd., Lite-On IT Guangzhou Ltd., Lite-On IT Trading (Guangzhou) Ltd., Lite-On IT Opto Tech (BH) Co., Ltd., Silitech Technology Corp., Lite-On Technology (Xianing) Co., Ltd., Lite-On Green Technologies Inc., LITE-ON GREEN TECHNOLOGIES(NANJING) CORPORATION, Lite-On Vietnam Co., Ltd., DIODES, INC. and Co-tech Copper Foil Corporation. • Director, Lite-On Singapore Pte. Ltd., EAGLE ROCK INVESTMENT LTD., LI SHIN INTERNATIONAL ENTERPRISE CORP., Huizhou Li Shin Electronic Co., Ltd., Li Shin Technology (Huizhou) Ltd., Huizhou Fu Tai Electronic Ltd., FORDGOOD ELECTRONIC LTD., Lite-On Mobile Pte. Ltd., Actron Technology Corporation, Ta-Rong Investment Co. Ltd., Yuan Pao Development & Investment Co. Ltd., MingShing Investment Co. Ltd., Duen Yuan Investment Co., Ltd., Ta-Sung Investment Co., Ltd., DYNA International Holding Co., Ltd., DYNA International Co., Ltd., Lite-On Semiconductor(HK)LTD and On-Bright Electronics
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					Incorporated. • Director, representative of Lite-On Technology (Europe)B.V., Lite-On Electronics (Europe) Ltd., Lite-On, Inc. (USA), Lite-On Technology USA, Inc., Lite-On Trading USA, Inc., Lite-On Service USA, Inc., Lite-On Electronics Co., Ltd.(Thailand), LTC Group Ltd. (BVI), Lite-On International Holding Co., Ltd.(BVI), Lite-On Overseas Trading Co. Ltd., Titanic Capital Services Ltd., LTC International Ltd., Lite-On China Holding Co. Ltd.(BVI), I-Solutions Ltd., Lite-On Communications (GZ) Co., Ltd., Lite-on Electronics and Wireless (Guangzhou) Ltd., Silitek Elec. (DG) Co., Ltd., Lite-On Elec. (GuangZhou) Co., Ltd., LITE-ON TECHNOLOGY (JIANGSU) CO.,LTD, LITE-ON OPTO TECHNOLOGY (CHANGZHOU) CO LTD, Yet Foundate Ltd., Lite-On Computer Tech (DG), Dong Guan G-pro Computer Co., Ltd., China Bridge (China) Co., Ltd., Lite-On Integrated Service Inc., Lite-on (Guangzhou) Infotech Inc., Lite-On (Guang Zhou) Precision Tooling Co., Ltd., Lite-On Digital Electronics (DG) Co., Ltd., Lite-on Technology (GZ) Investment Company Limited, Lite-on Power Technology (Dong Guan) Co., Ltd., Dong Guan Lite-on Computer Co., Ltd., Lite-On IT International (HK) Limited, Lite-On Sales & Distribution Inc., Silitech (BVI) Holding Ltd., Silitech (Bermuda) Holding Ltd., Silitech Technology Corp. Ltd., Silitech Technology
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					Corp. Sdn. Bhd., Silitech (Hong Kong) Holding Ltd., Silitech Technology(Su Zhou) Ltd., Xurong Electroinc (Shenzhen) Co., Ltd., Silitech International (India) Private Ltd. , Lite-On Automotive International(Cayman)Co., Ltd., Lite-On Automotive Electronics (Guang Zhou) Co., Ltd., Lite-On Automotive Electronics(Europe) BV, Lite-On Automotive (Wuxi) Co., Ltd., Lite-On Automotive Holdings (Hong Kong) Ltd., Lite-On Automotive North America Inc., Lite-on Technology (YingTan) LTD., Leotek Electronics USA LLC, Leotek Electronics Holding Limited, CHANGZHOU LEOTEK NEW ENERGY TRADE LIMITED CORPORATION, Lite-On Green Technology B.V. , Lite-On Green Technologies (HK) Limited, Lite-On Green Energy (HK) Limited, Lite-On Green Energy (Singapore), Lite-On Green Energy B.V., Lite-On Green Energy S.R.L., Lite-On Automotive Service USA, Inc., and Lite-On Technology Service, Inc. ■ <u>Educational Background:</u> • Honorary PhD in Management, National Chiao Tung University ■ <u>Experience:</u> : • Chairman & Founder of Lite-On Group/Lite-On Cultural Foundation • Member of Board of Councilors, the Doctorate College of Technology, South California (USC) • Chief Engineer, Texas Instruments Taiwan Ltd.
2	Director	28383	Lite-On Capital	15,040,803	■ <u>Current Position:</u>

			Corporation Representative Warren Chen	• Chairman, Lite-On Young Fast Pte. Ltd. • Chairman, representative of Lite-On Integrated Service Inc. and Lite-on (Guangzhou) Infotech Inc. • Vice Chairman, Lite-On Mobile Oyj, Lite-On Automotive Electronics Mexico, S.A. DE C.V. • Vice Chairman, representative of Lite-On Technology Corp. • Director, Lite-On Singapore Pte. Ltd., Silitech International (India) Private Ltd., EAGLE ROCK INVESTMENT LTD., LI SHIN INTERNATIONAL ENTERPRISE CORP., HUIZHOU LI SHIN ELECTRONIC LIMITED, HUIZHOU FU TAI ELECTRONIC LIMITED, LI SHIN TECHNOLOGY (HUIZHOU) LIMITED, Lite-on Li Shin Technology (Ganzhou) Co., Ltd., FORDGOOD ELECTRONIC LTD., Lite-On Japan Ltd., Lite-On (Finland) Oy, Lite-On Mobile Pte. Ltd., Guangzhou Lite-on Mobile Engineering Plastics Co. Ltd., Guangzhou Lite-on Mobile Electronic Components Co. Ltd., Beijing Lite-On Mobile Electronic and Telecommunications Components Co., Ltd., Shenzhen Lite-On Mobile Perlos Precision Molds Co., Ltd., Lite-On Young Fast (Huizhou) Co., Ltd., Yantai Lite-On Mobile Electronic Component Co., Ltd., Zhuhai Lite-On Mobile Technology Co., Ltd., Lite-On Medical Device (Changzhou) Ltd., Lite-On Technology (Shanghai) Ltd. • Director, representative of Lite-On Semiconductor
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					Corp., Lite-On Technology (Europe)B.V., Lite-On Electronics (Europe) Ltd., Lite-On Electronics H.K. Ltd., Lite-On Electronics Co., Ltd. (HK), Lite-On, Inc. (USA) ,Lite-On Technology USA, Inc., Lite-On Trading USA, Inc., Lite-On Service USA, Inc., Lite-On Electronics Co., Ltd. (Thailand), Lite-On Capital Inc., LTC Group Ltd. (BVI), Lite-On International Holding Co., Ltd. (BVI), Lite-On Overseas Trading Co., Ltd., Titanic Capital Services Ltd., LTC International Ltd., Lite-On China Holding Co., Ltd. (BVI) 、 I-Solutions Ltd., Lite-On Electronics Tianjin Co., Ltd. Lite-On Electronics (DG) Co., Ltd., Lite-On Tech. (Guang-Zhou) Co., Ltd., Dong Guan G-Tech Computers Co., Ltd., Lite-On Network Communication (Dongguan) Limited, Lite-On Communications (GZ) Co., Ltd., Lite-on Electronics and Wireless (Guangzhou) Ltd., Silitek Elec. (DG) Co., Ltd., Lite-On Elec. (GuangZhou) Co., Ltd., LITE-ON TECHNOLOGY (JIANGSU) CO.,LTD, Lite-On Technology (ChangZhou) CO LTD., , LITE-ON OPTO TECHNOLOGY (CHANGZHOU) CO LTD, Yet Foundate Ltd., Lite-On Computer Tech (DG), Dong Guan G-pro Computer Co., Ltd.,
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					China Bridge (China) Co., Ltd., WUXI CHINA BRIDGE EXPRESS TRADING CO LTD., Lite-On (Guang Zhou) Precision Tooling Ltd., Lite-On Digital Electronics (DG) Co., Ltd., Lite-on Technology (GZ) Investment Company Limited, Lite-on Power Technology (Dong Guan) Co., Ltd., Dong Guan Lite-on Computer Co., Ltd., Lite-On IT International(HK)Limited , Lite-On Information Technology B.V, Lite-On Information Technology GmbH, Lite-On IT Guangzhou Ltd., Lite-On IT Trading (Guangzhou) Ltd., Lite-On IT Opto Tech (BH) Co., Ltd., Philip & Lite-On Digital Solutions Corp., Silitech Technology Corp., Silitech (BVI) Holding Ltd., Silitech (Bermuda) Holding Ltd., Silitech Technology Corp. Ltd., Silitech Technology Corp. Sdn. Bhd., Silitech (Hong Kong) Holding Ltd., Silitech Technology (Su Zhou) Ltd., Xurong Electroinc (Shenzhen) Co., Ltd., Lite-On Automotive International(Cayman)Co. , Ltd., Lite-On Automotive Electronics (Guang Zhou) Co., Ltd., Lite-On Automotive Electronics(Europe) BV, Lite-On Automotive (Wuxi) Co., Ltd. Lite-On Automotive Holdings (Hong Kong) Ltd., Lite-on Technology (YingTan) LTD., Lite-on Technology (Xianning) Co.,Ltd., Leotek
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					Electronics USA LLC , CHANGZHOU LEOTEK NEW ENERGY TRADE LIMITED CORPORATION, Logah Technology Corp., Lite-On Green Technologies Inc., Lite-On Green Technology B.V., Lite-On Green Technologies (HK) Limited, Lite-On Green Energy (HK) Limited, Lite-On Green Energy (Singapore) Pte.Ltd., Lite-On Green Energy B.V., LITE-ON GREEN TECHNOLOGIES(NANJ ING) CORPORATION, Lite-On Green Energt S.R.L, Lite-On Automotive Service USA, Inc. and Lite-On Vietnam Co., Ltd. • GCEO of Lite-On group. ■ <u>Educational Background:</u> • Chemical Engineering, Chinese Culture University ■ <u>Experience:</u> • GCEO of Lite-On Group and CEO of Lite-On Technology Corp. • President, Lite-On Electronic Co. • Manufacturing Super-Intendant, Texas Instrument
3	Director	59285	Ta-Sung Investment Co., Ltd. Representative Keh-Shew Lu	46,854,554	■ <u>Current Position:</u> • Chairman of LedEngin Corporation. • Director of Lorenz Co., Ltd. • Director, representative of Lite-On Technology Corp., Nuvoton Technology Corp. • President and CEO of Diodes Incorporated Co., Ltd. ■ <u>Educational Background:</u> • Bachelor, EE, National Cheng Kung University

					• Master, EE, Texas Institute of Technology • PhD, EE, Texas Institute of Technology ■ <u>Experience:</u> • Asian Regional President, Senior VP, Texas Instruments • Director, VArmour Corp. Ltd.
4	Director	59285	Ta-Sung Investment Co., Ltd. Representative Y.T. PAN	46,854,554	■ <u>Current Position:</u> • Chairman, representative of Dyna Investment Co., Ltd. • Chairman, representative of Lite-On Inc. • Chairman, Fortune Consultant Ltd. • Independent Director, Chime Ball Technology Co., Ltd. • Independent Director, Taiwan Union Technology Corp. ■ <u>Educational Background:</u> • MBA, Ohio State University ■ <u>Experience:</u> • CEO, Lite-On Automotive Technology Corp. • CEO, Dyna Investment Co., Ltd.
5	Director	103603	Yuan Pao Development & Investment Co. Ltd. Representative CH Chen	39,277,570	■ <u>Current Position:</u> • Chairman, representative of Lite-On Semiconductor (Philippines) and Dunhong Technology Corporation. • Vice Chairman, DIODES, INC. and Lite-On Semiconductor Corp. • Director, Smart Power Holding Group Co. Ltd., G-Pro Electronics (SH) Corp., Ltd., DYNA International Holding Co., Ltd., DYNA International Co., Ltd., Lite-On semi (Wuxi) Ltd., Lite-On semiconductor (Wuxi) Ltd, Lite-On semiconductor (HK) Ltd, On-Bright Electronics (Hong Kong) Co., Ltd., CO-TECH

					DEVELOPMENT CORP. and Essence Optics Technology Inc. • Director, representative of Lite-On Technology Corp., Honghua Venture Capital Ltd., DIODES, Inc., Kwong Lung Enterprise Co, Ltd. and Dunhong Technology Co. Ltd. ■ <u>Educational Background:</u> • Bachelor, Dept of Mechanical Engineering, National Taiwan University ■ <u>Experience:</u> • Vice CEO, Texas Instruments Taiwan Ltd. • Chairman, Co-tech Copper Foil Corporation • Chairman, On-Bright Electronics Incorporated Co., Ltd.
6	Director	103603	Yuan Pao Development & Investment Co. Ltd. Representative David Lee	39,277,570	■ <u>Current Position:</u> • Chairman, representative of On-Bright Electronics Incorporated Co., Ltd., Taiwan On-Bright Electronics., Ltd., SyncMOS Technologies International, Inc. • Chairman, On-Bright Electronics (SH) and On-Bright Electronics (Guangzhou) • Director, DYNA International Holding Co., Ltd., DYNA International Co. Ltd., Dyna Image Corporation Philippines , Smart Power Holding Group Co. Ltd., Lite-On Semiconductor (HK) Ltd., On-Bright Electronics (Hong Kong), On-Brilliant Electronics (Hong Kong) Co., Limited , Lite-On semi (Wuxi) Ltd., G-Pro Electronics (SH) Corp., Ltd. and Lite-On semiconductor (Wuxi)

					Ltd. • Director, representative of Lite-On Technology Corp. and Actron Technology Corporation • CEO, Lite-On Semiconductor Corp. ■ <u>Educational Background:</u> • Graduate Institute of Accounting, National Cheng Chi University ■ <u>Experience:</u> • Director, representative of Dynacard Co.,Ltd. • Director, representative of ADDtek Corporation • CFO, Lite-On Semiconductor Corp.
7	Director	617	Dorcas Investment Co., Ltd. Representative Joseph Lin	6,019,584	■ <u>Current Position:</u> • Director, Representative of Lite-On Technology Corp. • Director of Essence Technology Solution Inc ■ <u>Educational Background:</u> • MBA, University of South California • Bachelor, Dept of Mechanical Engineering, UCLA ■ <u>Experience:</u> • CEO, Dorcas Investment Co., Ltd.
8	Independent Director	435271	Kuo-Feng Wu	0	■ <u>Current Position:</u> • Independent Director, Lite-On Technology Corp. • Independent Director, Wistron Corporation • Director, KPMG & Finance and Economics Research and Education Foundation • Independent Supervisor, Advantech Co., Ltd. ■ <u>Educational Background:</u> • Bachelor of Laws, Department of Economic Law, National Chung Hsing University ■ <u>Experience:</u> • Chairman, KPMG • Senior CPA, KPMG • Director, Taipei City CPA Association • Managing Director, National

					Federation of Certified Public Accountants Association of the R.O.C. • Independent Supervisor, Wistron Corporation • Supervisor, Darfon Electronics Co., Ltd. • Vice Chairman of Financial Accounting Standards Committee, Accounting Research and Development Foundation • Chairman of Accounting Practice Committee, Taiwan Accounting Association • Supervisor, Tynsolar Corporation • Chairman of International Affairs Committee, National Federation of Certified Public Accountants Association of the R.O.C.
9	Independent Director	441272	Harvey Chang	0	■ <u>Current Position:</u> • Independent Director, Lite-On Technology Corp. • Chairman, TVBS • Chairman, Via On Demand • Chairman, IC Broadcasting Co., Ltd. ■ <u>Educational Background:</u> • MBA, Wharton Business School, University of Pennsylvania • Bachelor of Science, Department of Geosciences, National Taiwan University ■ <u>Experience:</u> • President and CEO, Taiwan Mobile • Senior Vice President and CFO, Taiwan Semiconductor Manufacturing Company Limited • Chairman, China Securities Investment Trust Corp. • President, China Development Trust Corp. • President, China Securities Corp. • Trust Division Manager and Overseas Division Manager, Bank of Communications

10	Independent Director	435270	Edward Yang	0	■ <u>Current Position:</u> • Independent Director, Lite-On Technology Corp. • Partner, iD Ventures America, LLC • Director, Sifotonics Technologies • Director, GTV Fund • Director, Applied BioCode • Director, Bandwidth 10 ■ <u>Educational Background:</u> • Stanford Executive Program (SEP), Stanford University • Master of Science in Electrical Engineering Science, Oregon State University • Bachelor of Science in Electrical Engineering, National Cheng Kung University ■ <u>Experience:</u> • Independent Director, Pericom Semiconductor • Independent Director, FocalTech • Independent Director, Silicon Storage Technology • Member of Prospective Technology Steering Committee, Industrial Technology Research Institute • Member of Strategy Steering Committee, Institute for Information Industry • Member of Engineering School Consulting Committee, San Jose State University • Vice President and CTO, Personal Product Group, HP • Vice President and CTO, Business Product Group, HP • President of Singapore Network and Telecommunications System Business Division, HP • Chairman, Mount Jade Science and Technology Association • Chairman, Chinese Institute of Engineers • Chairman, Information
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					Service Industry Association of R.O.C. • Director, U-Systems Inc.
11	Independent Director	528391	Albert Hsueh	0	■ <u>Current Position:</u> • CPA, Pu Hwa Accounting Firm • Professor, National Taiwan University of Science and Technology, School of Management • Independent Director, Walsin Lihwa Corp. • Independent Director (Candidate), Yuanta Financial Holding Co., Ltd. • Independent Director (Candidate), TTY Biopharmaceutical Manufacturers Association ■ <u>Educational Background:</u> • MBA, Bloomsburg University, Pennsylvania, U.S.A. • Master of Accounting, Soochow University ■ <u>Experience:</u> • Chairman of PricewaterhouseCoopers Taiwan • Associate Professor, College of Technology Management, National Tsing Hua University • Member of the Committee in charge of the examination affairs and qualification screening for professional and technologies, Examination Yuan • Director, Corporate Governance Association in Taiwan

Appendix 5

Impact of issuance of stock dividends proposed in this shareholders' meeting upon the Company's business performance, earning per share (EPS) and shareholder investment return

Item		Year	2016
Paid-in capital, beginning of year			N\$23,349,283,370
Distribution of dividends in the year (Note 1)	Cash dividends per share		NT\$2.19
	0.005 shares distributed per share for new share issuance through capitalization of earnings		NT\$0.05
	Number of shares distributed per share for new share issuance through stock dividends		-
Change of Operational Performance	Operating Profit		N/A (Note 2)
	YOY percentage change in operating profit		
	Net income		
	YOY percentage change in net income		
	EPS		
	YOY percentage change in EPS		
	Annualized average rate of investment return (annualized average inverse PE ratio)		
Pro forma EPS and PE ratio	In case that the capital increase through stock dividends is replaced by distribution of cash Dividends	Pro forma EPS	
		Pro forma annualized average rate of investment return	
	In case there is no capital share increase through stock dividends	Pro forma EPS	
		Pro forma annualized average rate of investment return	
	In case there is no	Pro forma EPS	

Item		Year	2016
	capital share increase through stock dividends and capital increase through stock dividends is replaced by distribution of cash dividends	Pro forma annualized average rate of investment return	

Note 1: To be approved by 2016 general shareholders' meeting

Note 2: In accordance with the "Guidelines for Disclosure of the Financial Forecast by Public Companies", it is not necessary for the Company to disclose financial forecast information of 2016. Thus information related to change of operating performance and pro forma earnings per share and the PE ratio are not applicable.

Appendix 6

Lite-On Technology Corporation

The individual and overall shareholding by directors and supervisors as entered in the Register (Roster) of Shareholders is as follows:

- I. In accordance with Article 26 of the Securities and Exchange Act, the Company's directors shall at least hold a total of 56,038,280 shares. As of April 26, 2016, the entire directors of the Company held 197,500,569 shares.
- II. The Company has established an Audit Committee; so the requirements for shareholding by supervisors are not applicable.
- III. Shares held by Independent Directors are not counted towards the shares held by all directors.
- IV. Shareholding facts by all Directors: The record (base) date is the date on which transfer is suspended, i.e., April 26, 2016.

Position	Name	Date when elected	Tenure of office	Number of shares held when being elected	Number of shares held on the date when transfer is suspended
Chairman	Raymond Soong	2013.06.19	Three years	77,738,111	78,908,736
Vice Chairman	Lite-On Capital Corporation Representative Warren Chen	2013.06.19	Three years	14,817,672	15,040,803
Director	David Lin	2013.06.19	Three years	8,783,494	11,399,322
Director	Dorcas Investment Co., Ltd. Representative Joseph Lin	2013.06.19	Three years	5,930,283	6,019,584
Director	Ta-Sung Investment Co., Ltd. Representative Keh-Shew Lu	2013.06.19	Three years	46,159,459	46,854,554
Director	Ta-Sung Investment Co., Ltd. Representative Rick Wu	2013.06.19	Three years	46,159,459	46,854,554
Director	Yuan Pao Development & Investment Co. Ltd. Representative CH Chen	2013.06.19	Three years	36,527,518	39,277,570
Director	Yuan Pao Development & Investment Co. Ltd.	2013.06.19	Three years	36,527,518	39,277,570

	Representative David Lee				
Independent Director	Kuo-Feng Wu	2013.06.19	Three years	0	0
Independent Director	Harvey Chang	2013.06.19	Three years	0	0
Independent Director	Edward Yang	2013.06.19	Three years	0	0
The total of all directors				189,956,537	197,500,569