Stock Code：3711
NYSE：ASX

ASEH ASE TECHNOLOGY HOLDING CO., LTD.

Notice and Agenda

Of

2019 Annual Shareholders' Meeting

June 27, 2019

Summary Translation

Meeting Notice

To:
Shareholder _______________

The Board of Directors, ASE Technology Holding Co., Ltd.

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Address: B1, No. 8 Dongxing Road, Songshan District, Taipei City

ASE Technology Holding Co., Ltd. Stock Affairs Agent

President Securities Corp. Department of Stock Affairs

Exclusive line for stock affairs agency: (02)2746-3797 (Representative line)

Website: http://www.pscnet.com.tw/
Stock Code No.: 3711

The Personal information collected by the Stock Affairs Agency is processed or used solely for stock affairs purposes, and related information will be archived according to regulations or for the agreed archiving periods. Please contact the Stock Affairs Agency if you intend to exercise related rights.

Coupon 1: Sign-in Card

ASE Technology Holding Co., Ltd. 2019 Annual Shareholders' Meeting Sign-in Card for attendance Time: 10:00 a.m. (Thursday), June 27, 2019 Venue: Zhuangjing Auditorium, No. 600, Jiachang Rd., Nanzi Processing Export Zone, Nanzi District, Kaohsiung City
Shareholder No.: Shareholder Name: Number of Shares Held: Please sign here if you intend to attend the meeting in person.

Serial No.:

Coupon 2

If you wish to consign an agent to attend the meeting on your behalf, please fill out this Coupon and send it back.

Serial No.: Checked and Verified by: Stock Code No.: 3711

PROXY STATEMENT

1. ________ (The principal must fill out in person; cannot be replaced by affixation of seal) is hereby consigned as the agent for the undersigned shareholder, to attend the Annual Shareholders' Meeting held on June 27, 2019, representing the undersigned shareholder to exercise the following rights as authorized:
   - □(I) Representing the undersigned shareholder to exercise the rights of shareholders with regard to the matters in the agenda. (carte blanche)
   - □(II) Representing the undersigned shareholder to exercise the rights and to express the opinions of the undersigned shareholder with regard to the following proposals. When none of the following proposals is checked, it is considered that all the proposals are ratified or approved.
     1. Ratification of ASEH's 2018 business report and financial statements. (1)☐ Ratify (2)☐ Object (3)☐ Abstain
     2. Ratification of 2018 earnings distribution proposal. (1)☐ Ratify (2)☐ Object (3)☐ Abstain
     3. Discussions of domestic cash increase by issuing common shares. (1)☐ Agree (2)☐ Object (3)☐ Abstain
     4. Discussion of revision of the Procedure for the Acquisition or Disposal of Assets. (1)☐ Agree (2)☐ Object (3)☐ Abstain
     5. Discussion of revision of the Procedure for Lending Funds to Other Parties. (1)☐ Agree (2)☐ Object (3)☐ Abstain
     6. Discussion of revision of the Procedure for Making Endorsements and Guarantees. (1)☐ Agree (2)☐ Object (3)☐ Abstain
     7. Discussion of revision of ASEH's Articles of Incorporation. (1)☐ Agree (2)☐ Object (3)☐ Abstain
     8. Discussions of revision of ASEH's Rules Governing the Election of Directors.(1)☐ Agree (2)☐ Object (3)☐ Abstain
2. Where the undersigned shareholder has not checked the scope of authorization or has checked multiple items in the foregoing options (☐), it is considered carte blanche. If a stock affairs agency is authorized to represent the shareholder, however, the agent shall exercise shareholders' rights as authorized under (II) in the foregoing and may not receive a carte blanche.
3. The agent of the undersigned shareholder may have the right to handle any extempore motions at his/her discretion in the meeting.
4. Please mail the attendance pass or presence sign-in card to the agent. If the meeting date is changed for whatever the reason, this Proxy remains in force (limited to this meeting only)

To:
ASE Technology Holding Co., Ltd.

Date of authorization MM/DD/YYYY

1. Purchase of proxy at a price in the form of cash or for other interests is prohibited.
2. Upon discovery of illegal acquisition or use of proxy, one can enclose substantial evidence and report it to the Taiwan Depository & Clearing Corporation; once found to be true, the informer will be entitled to a reward of up to NT$50,000. To report a case: (02) 2547-3733.

Principal (Shareholder)				Serial No.	52	ASEH
Shareholder No.		Number of shares held		Signature or Seal		
Name or Title						
Solicitor				Signature or Seal		
Account No.						
Name or Title						
Agent Consigned				Signature or Seal		
Account No.						
Name or Title						
ID No. or Unified Business No.						
Address						

Place of solicitation and signature:

Coupon 3

ASE Technology Holding Co., Ltd. cash dividend transfer (change) application form

Account No.							Authorized seal
Account Name							
Telephone							
Original registration (Not required if there are no errors)	Name of Bank	Bank Code	Branch	Account title	Account No.	Check digit	
(New) Change	Name of Bank	Bank Code	Branch	Account title	Account No.	Check digit	
	Post Office	Passbook (H)	700	Branch No.	– Account No. –		

※Please fill out bank information completely and carefully; a check will be sent if the fund is unable to be transferred.
※If you are not familiar with filling out the account number for fund transfer, please attach a photocopy of your account passbook to facilitate data entry.
※The distribution of cash dividends by the Company may be conducted via bank transfer or via a mailed check.
※Please send the form back to the Department of Stock Affairs at President Securities Corp. before June 27, 2019 for processing.

Important information

1. The souvenir for this Annual Shareholders' Meeting will be: Vacuum flasks; in the event of insufficient quantity, an alternative souvenir of equal value will be distributed.
2. The general principle for gifting souvenirs: Each shareholder is gifted a souvenir regardless of the number of shares owned.
3. If you are unable to attend the shareholders' meeting in person and wish to appoint the Department of Stock Affairs at President Securities Corp. to attend on your behalf, please present your proxy form, signed or sealed, to President Securities Corp. between June 5, 2019 and June 20, 2019 (with the exception of weekends and holidays), from 8:30 a.m. to 4:30 p.m. at the following address: 1F, No. 8, Dongxing St., Songshan District, Taipei City; Tel: (02)2746-3797. Applications are not accepted otherwise.
4. The souvenir may be picked up at No. 26, Jing 3rd Rd., Nanzi Export Processing Zone, Kaohsiung City between June 18, 2019 and June 20, 2019 from 8:30 a.m. to 4:30 p.m.
5. Shareholders may receive a souvenir by presenting this notice. Shareholders who wish to exercise their voting rights electronically may also receive a souvenir (by presenting this notice or your original identity documents). Souvenirs will be available for pick up between 8:30 a.m. and 4:30 p.m. from June 26 through June 28, 2019, at the Department of Stock Affairs of President Securities Corp. at No. 8, Dongxing Rd., Songshan District, Taipei City. Souvenirs cannot be mailed.
6. If you plan to attend the meeting in person on June 27, 2019, you may pick up the souvenir at the meeting. Please note that souvenirs will not be provided after the meeting has concluded.
7. You may inquire about souvenir-related information at the exclusive souvenir section on the website of President Securities Corp. (http://www.pscnet.com.tw/).

Coupon 4

Atten: 105, B1, No. 8 Dongxing Road, Songshan District, Taipei City

ASE Technology Holding Co., Ltd. Stock Affairs Agent
President Securities Corp. Department of Stock Affairs Agency

(Postage Required)

__F, ___, _______Alley, ____Lane, _________Road/Street, ____Sec., __________Neighborhood/Village, ____________District/Township, _______County/City

Sender:

Coupon 5

Instructions for use of the Proxy

1. Before solicitation for proxy is made by a third party, shareholders are advised to ask the solicitor to provide information on written and advertising contents or consult with ASEH-compiled general

information of the solicitor's written and advertising contents in order to fully understand the background information of the solicitor and the candidate to be elected as well as opinions on agenda items of the solicitor.

2. If the trustee agent is not a shareholder, he/she should fill out his/her ID number or the unified business number in the Shareholder No. column.

3. If the solicitor is a trust business or service agency institution, please fill out the unified business number in the Shareholder No. column.

4. If the proxy has already been delivered to ASEH and the shareholder decides he/she wishes to personally attend the meeting or exercise his or her voting rights by electronic means, the concerned shareholder should notify ASEH in writing two days prior to the Shareholders' Meeting to rescind the notice for proxy. If the shareholder fails to do so by the deadline, the voting right cast by the consigned agent shall govern.

5. The Department of Stock Affairs at President Securities Corp. (1F., No. 8, Dongxing Rd., Songshan District, Taipei City) has been appointed as the Company's stock affairs agent for the current Shareholders' Meeting. Tel: (02)2746-3797. If you are unable to attend the Shareholders' Meeting in person to execute your rights with regard to the proposals of the Board of Directors, please place a check mark next to the proposal, with "Principal" in the Proxy signed or sealed (1. Ratification of ASEH's 2018 business report and financial statements. 2. Ratification of 2018 earnings distribution proposal. 3. Discussions of domestic cash increase by issuing common shares. 4. Discussion of revision of the Procedure for the Acquisition or Disposal of Assets. 5. Discussion of revision of the Procedure for Lending Funds to Other Parties. 6. Discussion of revision of the Procedure for Making Endorsements and Guarantees. 7. Discussion of revision of ASEH's Articles of Incorporation. 8. Discussions of revision of ASEH's Rules Governing the Election of Directors.) to appoint the Department of Stock Affairs at President Securities Corp. as proxy agent.

6. See Coupon 2 for the format of the proxy.

Coupon 6

Notice for Meeting

I. Please note that we are scheduled to hold the 2019 Annual Shareholders' Meeting on Thursday, June 27, 2019 at 10:00 a.m. (shareholder registration starts at 9:00 am ; please sign-in at the meeting location) at Zhuangjing Auditorium, No. 600, Jiachang Rd., Nanzi Export Processing Zone, Nanzi Dist., Kaohsiung City. Meeting agenda: 1. Reported items: (1) 2018 Business report. (2) Report by Audit Committee on review of the 2018 financial statements. (3) Report on total amount for endorsements, guarantees, and loans to third parties. (4) Report on ASEH's 2018 distribution of remuneration to employees and directors. (5) Report on the status of ASEH's merger with USI Global Inc. (6) Report on ASEH's unsecured corporate bonds issued domestically. 2. Matters for ratification: (1) Ratification of ASEH's 2018 business report and financial statements. (2) Ratification of 2018 profits distribution proposal. 3. Matters for discussion: (1) Discussions of domestic cash increase by issuing common shares. (2) Discussion of revision of the Procedure for the Acquisition or Disposal of Assets. (3) Discussion of revision of the Procedure for Lending Funds to Other Parties. (4) Discussion of revision of the Procedure for Making Endorsements and Guarantees. (5) Discussion of revision of ASEH's Articles of Incorporation. (6) Discussions of revision of ASEH's Rules Governing the Election of Directors. 4. Other proposals and extempore motions.

II. Dividends to be distributed consist in NT$2.5 per share, all of which will be distributed in cash. If at a later date new shares are issued to employees against Employee Stock Option warrants; ASEH's foreign convertible corporate bond holders exercise their right of conversion; new shares are issued by ASEH for cash increase; or there is a buyback of ASEH's stocks, or transfer or cancellation of ASEH's treasury stock, which affects the dividend rate of the shareholders, and thus adjustments are required, the management will request the Shareholders'

Meeting to authorize the Chairman of the Board to handle the situation in his sole discretion and make adjustments accordingly.

III. According to Article 165 of the Company Act, stock transfers shall be discontinued from April 29 to June 27, 2019.

IV. Apart from ASEH's public announcement, a letter of invitation attached with one copy each of the sign-in-card for attendance and Proxy of the Annual Shareholders' Meeting. You are cordially invited to attend. If you are to attend the meeting in person, please report to the meeting venue on the date of the meeting after filling out Coupon 1 (sign-in card for attendance). If you wish to assign an agent to attend on your behalf, please send back Coupon 2 (Proxy Statement) and Coupon 1 (sign-in card for attendance), in their full form and duly filled out, to ASEH's stock affairs agent, the Department of Stock Affairs at President Securities Corp. 5 days prior to the meeting.

V. If a shareholder wishes to enlist a proxy, the Company will produce a general checklist stating therein the information of solicitors and the soliciting information on May 24, 2019, and disclose it on the Securities & Futures Institute website (http://free.sfi.org.tw). Investors who wish to make an inquiry may visit the website, go to Free Inquiry System for Announced Information Concerning Proxies, and enter the search criteria.

VI. In this Annual Shareholders' Meeting, shareholders may exercise their voting rights in electronic form. The period for which electronic voting may be carried out is from May 28 to June 24, 2019. Log in to Taiwan Depository & Clearing Corporation's "Stock Vote" website and proceed in accordance with the instructions provided. (URL:https://www.stockvote.com.tw).

VII. Verification of proxy votes at the Annual Shareholders' Meeting shall be conducted by the Department of Stock Affairs at President Securities Corp.

VIII. If there are essential contents that shall be explained in the notice to convene a meeting of shareholders as stipulated in Article 172 of the Company Act, please visit the Market Observation Post System (URL: http://mops.twse.com.tw). Please click on basic information / e-book / annual reports and relevant information on shareholders' meetings. Enter the company code "3711" and the year "2019", then select "Reference Materials for Proposals made at the Shareholders' Meetings".

IX. This is for your information. Please act accordingly.

To:
Shareholder

ASE Technology Holding Co., Ltd. Board of Directors

Meeting Agenda

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VI. Other Proposals and Extempore Motions

VII. Meeting Ends

ASE Technology Holding Co., Ltd.
2019 Annual Shareholders' Meeting Agenda

A. Time: 10:00a.m., Thursday, June 27, 2019

B. Venue: Zhuangjing Auditorium, No. 600, Jiachang Rd., Nanzi Processing Export Zone, Nanzi District, Kaohsiung City

C.Attendees: All shareholders and proxies

D.Chairperson's Remarks

E. Status Report

(1) 2018 Business Report

(2) Report by Audit Committee on review of the 2018 Financial Statements.

(3) Report on total amount for endorsement, guarantee and amount of loans to third parties.

(4) Report on the 2018 distribution of employees' compensation and remuneration to directors.

(5) Report on the status of the Company's merger with USI Global Inc.

(6) Report on the Company's unsecured corporate bonds issued domestically.

F**. Matters for Ratification**:

Case 1 : Ratification of ASEH's 2018 business report and Financial Statements.

Case 2 : Ratification of 2018 profits distribution proposal.

G. Matters for Discussion

Case 1 : Discussion of domestic cash increase by issuing common shares.

Case 2 : Discussion of revision of the "Procedures for Acquisition or Disposal of Assets".

Case 3 : Discussion of revision of the "Procedures for Lending Funds to Other Parties".

Case 4 : Discussion of revision of the "Procedures for Making Endorsements and Guarantees".

Case 5 : Discussion of revision of the "Articles of Incorporation".

Case 6 : Discussion of revision of the "Rules Governing the Election of Directors".

H. Other Proposals and Extempore Motions

I. Meeting Ends

Status Report

(1) The Company's 2018 Business Report. (proposed by the Board of Directors)

Explanation : Please see Attachment 1 for the 2018 Business Report attached to this manual.

(2)Report by Audit Committee on review of the 2018 Financial Statements. (proposed by the Board of Directors)

Explanation : Please see Attachment 2 for the Audit Committees' Audit Report attached to this manual.

(3)Report of Company's aggregate amount of endorsements, guarantees, and loans extended to others as of December 31, 2018. (proposed by the Board of Directors)

Explanation :
1. The Company's endorsements and guarantees balance as of December 31, 2018, is zero.
2. The Company's balance for loans extended to others as of December 31, 2018, is zero.

(4) The Company's report on the 2018 distribution of remuneration to employees and directors. (proposed by the Board of Directors)

Explanation :
1. Pursuant to the Company's Articles of Incorporation, if the Company has profit for the year, 0.01% or more and 1.00% or less of the income shall be set aside as remuneration to employees, and 0.75% or less of the income shall be distributed as director remuneration. However, if the Company has accumulated loss, a portion shall be reserved in advance for making up losses.
2. Pursuant to the Company's Articles of Incorporation, the Company has, with respect to its 2018 employee and director remuneration, passed a resolution at the Board of Directors' Meeting on March 28, 2019 to the effect that NT$45,430,000 are to be distributed among employees, and NT$ 34,070,000 are to be distributed among directors. The amounts set aside for such remuneration are respectively 0.203% and 0.152%.

(5) Report on the status of the Company's merger with USI Global Inc. (proposed by the Board of Directors)

Explanation :
1. For the purpose of integrating overall resources and enhancing business performance, the Company's Board of Directors approved a simplified merger with the subsidiary in which the Company holds 100% voting shares, USI Global Inc. on December 19, 2018 in accordance with Article 19 of the Business Mergers and Acquisitions Act and other applicable laws. The Company would be the continuing company and USI Global Inc. would be the extinguished company (hereinafter referred to as the "Merger").
2. The baseline date for the Merger is January 31, 2019 and the related merger procedures have been completed. As USI Global Inc. is a subsidiary in which the Company holds 100% voting shares, the Company did not pay any cash or issue any new shares to the shareholders of the extinguished company in the Merger.

(6)Report on the Company's unsecured corporate bonds issued domestically. (proposed by the Board of Directors)

Explanation : To raise long-term funds and to mitigate the risks associated with rebounding interest rates in the future, the Company's Board of Directors approved 2019 1st domestic issue of unsecured corporate bonds on March 28, 2019. The total issue was no more than NT$10 billion and was categorized into two types: A and B, for an issuance duration of five and seven years respectively, and in accordance with Letter No. Zheng-Gui-Zhai No. 10800034412 from Taipei Exchange (formerly GreTai Securities Market) on April 25, 2019. The Company completed the offering on April 26 2019.

Matters for Ratification

Case 1 (proposed by the Board of Directors)

Proposal : Please ratify the Company's 2018 business report and financial statements.

Explanation : 1. The Company's 2018 financial statements have been audited and certified by Deloitte & Touche.

2. Please ratify the 2018 Business Report (see Attachment 1 to this manual for details) and Financial Statements (see Attachment 3 to this manual for details).

Resolution :

Case 2 (proposed by the Board of Directors)

Proposal : Please ratify the Company's 2018 proposal for earnings distribution.

Explanation : 1.The Board of Directors has drafted the Company's 2018 proposal for earnings distribution as shown in the table below in accordance with the Company's Articles of Incorporation, for your ratification.

ASE Technology Holding Co.,Ltd.

2018 Earnings Distribution Statement

Unit: NT$

Item	Amount
Undistributed earnings carried over from the previous year (Note 1)	56,287,527,474
Add: Retained earnings adjusted retroactively in accordance with IFRS. (Note 1)	880,368,692
Undistributed earnings carried over from the previous year after adjustments（Note 1）	57,167,896,166
Subtract: Adjusted amount of Share Exchange Agreements	(57,744,673,453)
Subtract: Adjusted amount of canceled treasury stock	(2,705,284,775)
Subtract: Adjusted amount of actuarial gains and losses	(146,194,786)
Add: Adjusted amount after disposal of equity-method investments	204,448,757
Add: Adjusted amount after disposal of financial instruments	399,751
Adjusted undistributed earnings	(3,223,408,340)
Add: Current year net profit	25,262,356,323
Subtract: Provision for legal reserve	(2,203,894,798)
Subtract: Provision for statutory special surplus reserve	(3,548,843,351)
Current year earnings to be distributed	16,286,209,834
Items for distribution：	
Dividends (Note 2)	(10,806,453,705)
Current year undistributed earnings	5,479,756,129

Chairman: Jason C.S. Chang Manager: Richard H.P. Chang Accountant Manager: Murphy Kuo

Note 1: In June 2016, the subsidiary of the Company, Advanced Semiconductor Engineering, Inc., (hereinafter referred to as “ASE”) and Siliconware Precision Industries Co., Ltd., (hereinafter referred to as “SPIL”) jointly signed the Share Exchange Agreement after receiving approval from both company's Boards of Directors. ASE applied to establish the Company, and reissued 0.5 common shares for every common share of ASE. This transaction is regarded as an organizational restructuring under common control, which is essentially a continuation of ASE. Therefore, the undistributed earnings before the establishment of the Company is recognized by the carrying amount of ASE.

Note 2: A total of NT$10,806,453,705 shall be distributed as dividends, i.e., NT$2.50 per share, all of which will be distributed in cash. The above distribution of dividends to shareholders and the dividend rates are calculated based on the number of shares recorded in the Register of Shareholders as of March 19, 2019 (4,322,581,482 Shares). If at a later date new shares are issued to employees against Employee Stock Option warrants; the Company's foreign convertible bond holders exercise their right of conversion; new shares are issued by the Company for cash increase; or there is a buyback of the Company's stock, or transfer or cancellation of the Company's treasury stock, which affects the dividend rate of the shareholders’ bonus, and thus adjustments are required, the management will request the Shareholders’ Meeting to authorize the Chairman of the Board to handle the situation in his sole discretion and make adjustments accordingly.

2. Basis date for dividend distribution: The board is authorized to set the date after it is approved at the Shareholder's Meeting.

Resolution :

Matters for Discussion

Case 1 (proposed by the Board of Directors)

Proposal : Please discuss the Company's domestic cash increase by issuing common shares.

Explanation : 1、The Shareholders' Meeting will be requested to authorize the Board of Directors to view the market conditions and the Company's capital needs to raise funds at the appropriate time in accordance with relevant laws and regulations and the following principles. The number of common shares issued for this domestic cash increase may not exceed 300 million shares.

2、Face value of shares issued via cash increase shall be NT$10 per share. The issue price shall be decided by the Chairman after consulting the underwriter as per the "Self-imposed Rules Governing Underwriters Assisting Companies in Issuing Securities" announced by the Taiwan Securities Association, as well as, market conditions at time of issue. This shall be filed with the competent authority.

3、According to Article 28-1 of the Securities Exchange Act, the underwriting method for the publicly offered portion of this cash increase shall be decided by the Board of Directors as authorized to be either public subscription or book building.

A. If public subscription is selected:
Apart from the 10% – 15% of the issued shares that shall be reserved for employee subscription at the actual issue price according to Article 267 of the Company Act, 10% of the newly issued shares will be publicly offered to comply with Article 28-1 of the Securities Exchange Act, while the remaining 75%~80% will be subscribed preferentially by the existing shareholders based on their shareholding percentages on the baseline date. Shareholders will combine fractional shares at their discretion within five days starting from the ex-dividend date for subscription. Any employees or existing shareholders who have waived their right to subscribe or who hold fractional shares without combination shall be regarded as authorizing the Chairman to contact a designated person for subscription.

B. If book building is selected:
Apart from 10%~15% of the issued shares that shall be reserved for employee subscription at the actual issue price according to Article 267 of the Company Act, the remaining shares will be subject to Article 28-1 of the Securities Exchange Act, and the existing shareholders waive the right to subscribe preferentially before the shares all become publicly offered based on the book building method. In addition, if the Company's employees have not subscribed sufficiently and adequately, or waived the right to subscribe, the Chairman may contact a designated person for subscription.

4、The rights and obligations associated with the new shares issued for the cash increase shall be identical to those associated with the existing shares.

5、The funds raised by common shares issued through this cash increase shall be used for one or various of the following purposes: repay bank loans made by subsidiaries and/or the Company, provide for working capital increase, make reinvestments, or expand factories and purchase equipment. Implementation is estimated to be completed within 2 years after the funds are raised. This plan is expected to boost the Company and the subsidiaries' competitiveness, improve efficiency of operations, and have a positive impact on shareholders' rights and interests.

6、The Board of Directors is authorized to adjust, set, and administer the major contents of the cash capital increase plan, which includes number of shares to issue, issue price, rules of issuance, total amount of capital required, source of capital, plan items, capital utilization progress, and estimated probable effects generated, as well as other matters relevant to the issuance of shares. If a cash capital increase must be changed as ordered by the regulatory authority, required by operational circumstances, or based on the objective environment, the Board shall obtain authorization from the Shareholders' Meeting to make corresponding changes at its sole discretion.

7、Once the plan for cash increase is filed with the competent authority, the Chairman shall be authorized to set the baseline date, payment period, and ex-rights date for new share issuance.

8、For matters that are not covered herein, the Shareholders' Meeting shall be requested to authorize the Board of Directors to, in accordance with law, proceed at its own discretion.

Resolution :

Case 2 (proposed by the Board of Directors)

Proposal : Please discuss the revision of the Company's Procedures for Acquisition or Disposal of Assets.

Explanation : 1、In response to the amendment of the Regulations Governing the Acquisition and Disposal of Assets by Public Companies promulgated by the Financial Supervisory Commission on November 26, 2018, the Company's Board of Directors approved the amendment of the Company's Procedures for Acquisition or Disposal of Assets on December 19, 2018.

2、Shareholders' approval of the comparison of revised articles of the Company's Procedures for Acquisition or Disposal of Assets before and after revisions as shown in Attachment 4 is requested.

Resolution :

Case 3 (proposed by the Board of Directors)

Proposal : Please discuss the revision of the Company's Procedures for Lending Funds to Other Parties.

Explanation : 1. In response to the amendment of the Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies promulgated by the Financial Supervisory Commission on March 7, 2019 and for the practical operation needs of the Company, the Company's Board of Directors approved the amendment of the Company's Procedures for Lending Funds to Other Parties on March 28, 2019.

2. Shareholders' approval of the comparison of revised articles of the Company's Procedures for Lending Funds to Other Parties before and after revisions as shown in Attachment 5 is requested.

Resolution :

Case 4 (proposed by the Board of Directors)

Proposal : Please discuss the revision of the Company's Procedures for Making Endorsements and Guarantees.

Explanation : 1. In response to the amendment of the Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies promulgated by the Financial Supervisory Commission on March 7, 2019 and for the practical operation needs of the Company, the Company's Board of Directors approved the amendment of the Company's Procedures for Making Endorsements and Guarantees on March 28, 2019.

2. Shareholders' approval of the comparison of revised articles of the Company's Procedures for Making Endorsements and Guarantees before and after revisions as shown in Attachment 6 is requested.

Resolution :

Case 5 (proposed by the Board of Directors)

Proposal : Please discuss the revision of the Company's Articles of Incorporation.

Explanation : 1. In response to the amendments to the Company Law and the policy of the Financial Supervisory Commission for TWSE/TPEx-listed company directors to be elected via a candidate nomination system, the Company's Board of Directors approved the partial amendment of the Company's Articles of Incorporation on March 28, 2019.

2. Shareholders' approval of the comparison of revised articles of the Company's Articles of Incorporation before and after revisions as shown in Attachment 7 is requested.

Resolution :

Case 6 (proposed by the Board of Directors)

Proposal : Please discuss the revision of the Company's Rules Governing the Election of Directors.

Explanation : 1. To support the revised regulations regarding the nomination of director candidates in the Company's Articles of Incorporation, the Board of Directors approved the partial amendment of the Rules Governing the Election of Directors on March 28, 2019.

2. Shareholders' approval of the comparison of revised articles of the Company's Rules Governing the Election of Directors before and after revisions as shown in Attachment 8 is requested.

Resolution :

Other Proposals and Extempore Motions

Meeting Ends

■Attachment 1

ASE Technology Holding Co., Ltd.

Business Report

2018 was a challenging year! We saw the growth in the first half of 2018 and then declines in the second half due to the intensifying US-China trade war. At the beginning of 2018, the global economic development started with a positive outlook but then went downhill, which tested the flexibility and responsiveness of the management of corporations. The International Monetary Fund (IMF) revised downward the 2018 economic growth rate to 3.7%. According to the statistics of Gartner[1], the total sales of the global semiconductor market was US$ 476.7 billion, increased by 13.4% from 2017. Gartner also estimated the total global semiconductor sales in 2019 to be US$ 488.9 billion, with a marginal growth rate of 2.6% compared to 2018.

According to the statistics of IEK ITIS Program of Industry Technology Intelligence Service (ITIS), the total production value of the IC Packaging and Testing industry in 2018 amounted to NT$ 493 billion, growing by 3.4% compared to 2017. The total production value of the IC Packaging market reached NT$344.5 billion, up 3.5% from the previous year, and the IC Testing market NT$ 148.5 billion, going up by 3.1% from 2017. The operational performance of the Company and its subsidiaries (referred hereinafter to as "the Group") in the past year is as follow：

Operational Performance in 2018

1. Outcomes of the 2018 Operational Plan

   The consolidated revenues of the Group in 2018 amounted to NT$ 371.1 billion, increased by approx. NT$ 80.7 billion compared to the previous year, with an annual growth rate of 27.8%. The consolidated revenues of the business area of IC packaging were NT$ 214.2 billion, going up by NT$ 61.8 billion with a growth rate of 40.6% from 2017, mainly attributed to the contributions of Siliconware since its joining the Group on Apr. 30, 2018. In addition, in the business area of Electronic Contract Manufacturing (ECM), the consolidated revenues in 2018 grew by NT$ 17.9 billion at NT$ 151.9 billion from 2017 with an annual growth rate of 13.4%.

2. Budget Execution

   The Company's Financial Forecast in 2018 was not disclosed.

3. Analysis of Financial Expenditures and Profitability

   In 2018, the Company's paid-in capital was NT$ 43.2 billion. As specified in the Company's 2018 consolidated financial statement, the total equities owned by the Company's proprietors totaled at NT$ 203 billion, accounting for 38.1% of the total assets of NT$ 533.4 billion. The long-term capital assets accounted for 175.7% of those of properties, plants, and equipment, with a 129% current ratio and a 6.5% return on asset (ROA). The financial ratio was not far from that of the previous year. Moreover, although the gross profit ratio of 16.5% in 2018 was slightly lower than that of 18.2% in 2017, the profits from operation rose by 5.6%(NT$ 1.4 billion) from 2017 to NT$ 26.6 billion in 2018. Profits before income tax was NT$ 32 billion, going up by NT$ 1.1 billion at a 3.6% rate from the previous year. This is attributed by the net profit attributable to owner of the Company is NT$ 25.3 billion at a 9.9%rate from the previous year. We have seen improved profitability in 2018 from 2017.

4. Research and Development

With the prevalence of PCs and mobile devices, the technology of single-chip integration has gradually matured, a trend that is in line with Moore's Law that drives the efficiency of global microelectronics and semiconductors. Moreover, during the course of the diversification of terminal computing triggered by the Internet of Things (IoT) effects, the industry chain strives to advance to a more valuable and higher level of system integration. This highlights the materiality of innovation of heterogeneous integration in the field of IC packing so that functional integration and the scaling-down technology can be enhanced at the same time, for creating intelligent internet connection environment and devices with better performance and for facilitating a more convenient and intelligent life of humankind. The Group continues to build platforms of key technologies such as the advanced system packaging and modulation, flip chip bumping/copper wire and low and medium pin count packaging. Key products and technologies successfully developed in 2018 are as follows:

(1) Flip Chip Packaging (FCP): technically attested process of 7- and 10-nano chips, the 14- and 16-nano copper-electroplating process/Low-K dielectric FCP application and silver-alloy wires for hybrid flip chip ball grid array packages.

(2) Wire-bonding packaging: the development of the second generation of advanced embedded component packaging, pressure sensor packaging, the technology of bonding copper/gold wires with ultra-fine spacing and wire internals, and Mobile DRAM.

(3) Wafer Level Packaging: the silicon photonic component technology, Through-Wafer Via, glass substrate panel packaging, hexahedral Wafer Level Chip Scale Packaging (WLCSP), Fan-Out PoP Chip product development, and the die-to-wafer fitting process.

(4) Advanced packaging and modulation: low power consumption antenna design and packaging, bendable substrate panel and packaging, dual side thinning and wireless communication modulation, and 5G antenna packaging product development.

Summary of the 2019 Business Plan

1. Operational Guideline of the Group

(1) To provide clients with services with the "highest quality."

(2) To generate long-term and stable profits for the Company and clients.

(3) To collaborate with vendors and partners to jointly create prosperity.

(4) To train employees to become experts and elites in respective fields.

(5) To treat all employees "fairly" and "reasonably."

(6) To provide employees with 'a harmonious, enjoyable and open' work environment.

(7) To maintain operational flexibility whenever possible.

2. Estimated Sales Volume and Supporting Info

Based on the industry prospect, future market demands, and the productivity of the Group, the estimated sales volume of the Group in 2019 is as follows:

Sales Items	**Estimated Sales Volume**
Assembly	Approx. 28.8 billion units
Testing	Approx. 5.2 billion units

3. Key Production and Sales Policies

Looking back in 2018, we founded ASE Technology Holding Co., Ltd. on Apr. 30, 2018. It's a big leap forward both for the development of the Group and the entire semiconductor industry.

As the semiconductor industry is gradually maturing, “the big will get bigger” doesn’t necessarily apply to the future. With giants working hand-in-hand, there will be more talents and capital investment for higher shares of the market. In addition, on the pro forma basis, the Group’s revenues of semiconductor packaging and testing in 2018 reached US$ 8.2 billion. Meanwhile, the revenues of ECM operation amounted to a record high of US$ 5 billion. System in Package (SiP) grew by 14% to US$ 2.2 billion from the previous period. It’s estimated that the momentum of growth in SiP will continue to 2019 and even further. In 2018, the capital expenditures of our machinery and equipment were mainly spent on the testing operation. The annual growth rate reached 4% with that in the second half of 2018 going to 8%. The growth momentum is estimated to last next year. Next year, we will continue to increase the capital expenditure in a steady fashion, with the main focuses on the integration of new technologies, Fan-Out Wafer Level Packaging (Fan-Out), and SiP. We will also expand the production base and implement factory automation infrastructure. Our production scale and innovation capacities are our fundamental impetus for continuous growth. And we believe SiP and Fan-Out operations will continue to grow. The Group will forge ahead to work on new development and applications of SiP and Fan-Out, and the integrated solutions of low voltage and embedded power supply.

Future Development Strategies of the Group

The Group has been through the two waves of growth in Cu Wire and SiP and will embrace the next wave of the great cycle of heterogeneous integration. The designs of semiconductors in the future will definitely not be about that of a chip or die. Instead, it’s about a holistic system, i.e. the design of heterogeneous integration. It becomes very important to create a cross-functional platform that integrates SiP electronic design automation with domain knowledge. At the new peak of development in the future, we should reconsider adjusting the four key areas, including business partners, cooperation models, innovation and economic benefits. Regarding the adjustment of business partners, we will strive to have a voice in the value allocation of the global semiconductor industry, increasing cooperation within and across the industries, governments, and academia, and connecting allocated business values. As for cooperation models, we will operate and cooperate with specific global competitors. Regarding innovation, as the Moore’s Law has not diminished and is gradually slowing down, the heterogeneous integration of IC packaging and testing in the future will determine the efficacy of the execution of the Moore’s Law. Lastly, with respect to economic benefits, processes equipped with AI and Industry 4.0 capabilities will appear essential.

Impacts of the external competitive, regulatory, and overall operational environments

Due to the impacts of the intensifying trade conflicts between the US and China, international forecasting institutes have revised down their original optimistic figures. All of a sudden the global economy is overshadowed by trade protectionism. The US-China trade war is intrinsically a political issue. An immense trade deficit lies between both countries and its impacts cover a wide range of areas, including the industrial and real estate industries. Fortunately, both parties have stayed refrained and it’s expected that the trade war will not deteriorate to a greater extent. Even though the US and China have reached consensus recently, the trade war created a temporary turmoil. The trade issues that lie between both countries still depend on global economic development. The Group has plans at the global level and will respond to the market development and clients' demands to make flexible deployment and adjustment of production capacities in order to minimize the impacts. For the outlook in 2019, as uncertainties still exist domestically and internationally, we will not only keep watching out international economic trends and stay watchful but also endeavor for stability and continuous growth.

Chairman: Jason C.S. Chang President: Richard H.P. Chang Accounting Manager: Murphy Kuo

1. Source: Gartner: Semiconductor Forecast Database, Worldwide, 4Q18 Update , Nolan Reilly, Ben Lee et al., 24 December 2018

The Gartner Report(s) described herein, (the "Gartner Report(s)") represent(s) research opinion or viewpoints published, as part of a syndicated subscription service, by Gartner, Inc. ("Gartner"), and are not representations of fact. Each Gartner Report speaks as of its original publication date (and not as of the date of this Annual Report) and the opinions expressed in the Gartner Report(s) are subject to change without notice.

Audit Committee Report

The Board of Directors has prepared and submitted the 2018 business report, financial statements, and earnings distribution proposal, of which the financial statements have been audited by Deloitte. These have been reviewed by the Audit Committee as correctly portraying ASEH's business activities. In accordance with Article 14-4 of the Securities and Exchange Act and Article 219 of the Company Act, this report is submitted for shareholder's examination.

ASE Technology Holding Co., Ltd.

Audit Committee convener:

Sheng-Fu You

March 28, 2019

ASE Technology Holding Co., Ltd. and Subsidiaries

Consolidated Financial Statements for the Years Ended December 31, 2018 and 2017 and Independent Auditors' Report

Deloitte.

勤業眾信

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REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the shareholders and the Board of Directors of
ASE Technology Holding Co., Ltd.

Opinion on the Financial Statements

We have audited the accompanying consolidated balance sheets of ASE Technology Holding Co., Ltd. (a corporation incorporated under the laws of the Republic of China) and its subsidiaries (collectively, the "Group") as of December 31, 2017 and 2018, the related consolidated statements of comprehensive income, changes in equity and cash flows for each of the three years in the period ended December 31, 2018, and the related notes (collectively referred to as the "Consolidated Financial Statements") (all expressed in New Taiwan Dollars). In our opinion, based on our audits and the report of other auditors, the Consolidated Financial Statements present fairly, in all material respects, the financial position of the Group as of December 31, 2017 and 2018, and the results of its operations and its cash flows for each of the three years in the period ended December 31, 2018, in conformity with International Financial Reporting Standards as issued by the International Accounting Standards Board.

We did not audit the consolidated financial statements of Siliconware Precision Industries Co., Ltd. and its subsidiaries (collectively, "SPIL"), in which the Group's investment was accounted for (1) as an investment accounted for using the equity method as of December 31, 2017 and for each of the two years in the period ended December 31, 2017 and the period from January 1, 2018 through April 29, 2018 and (2) as a consolidated subsidiary as of December 31, 2018 and for the period from April 30, 2018 through December 31, 2018. The accompanying Consolidated Financial Statements included its equity investment in SPIL of NT$45,210,317 thousand as of December 31, 2017, and its share of profit in SPIL of NT$1,725,053 thousand, NT$915,253 thousand and NT$127,266 thousand (US$4,158 thousand) for each of the two years in the period ended December 31, 2017 and the period from January 1, 2018 through April 29, 2018. The total assets of SPIL constituted 22% of the Group's total assets as of December 31, 2018 and the revenues of SPIL for the period from April 30, 2018 through December 31, 2018 constituted 17% of the Group's revenues for the year ended December 31, 2018. The consolidated financial statements of SPIL were audited by other auditors whose report has been furnished to us, and our opinion, insofar as it relates to the amounts included for SPIL, is based solely on the report of other auditors.

Our audits also comprehended the translation of New Taiwan dollar amounts into U.S. dollar amounts and, in our opinion, such translation has been made in conformity with the basis stated in Note 4 to the Consolidated Financial Statements. Such U.S. dollar amounts are presented solely for the convenience of the readers outside the Republic of China.

We have also audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the Group's internal control over financial reporting as of December 31, 2018, based on criteria established in *Internal Control - Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission and our report dated April 26, 2019, expressed an unqualified opinion on the Group's internal control over financial reporting based on our audit and the report of other auditors.

Basis for Opinion

These Consolidated Financial Statements are the responsibility of the Group's management. Our responsibility is to express an opinion on the Group's Consolidated Financial Statements based on our audits. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Group in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the Consolidated Financial Statements are free of material misstatement, whether due to error or fraud. Our audits included performing procedures to assess the risks of material misstatement of the Consolidated Financial Statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the Consolidated Financial Statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the Consolidated Financial Statements. We believe that our audits and the report of other auditors provide a reasonable basis for our opinion.

Deloitte & Touche

April 26, 2019

We have served as the Group's auditor since 1984.

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Report of Independent Registered Public Accounting Firm

To the Board of Directors and Shareholder of
Siliconware Precision Industries Co., Ltd.

Opinions on the Financial Statements and Internal Control over Financial Reporting

We have audited the accompanying consolidated balance sheets of Siliconware Precision Industries Co., Ltd. and its subsidiaries (the "Company") as of December 31, 2018 and 2017, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for each of the three years in the period ended December 31, 2018, including the related notes (collectively referred to as the "consolidated financial statements") (not presented herein). We also have audited the Company's internal control over financial reporting as of December 31, 2018, based on criteria established in *Internal Control - Integrated Framework* (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission (COSO).

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of the Company as of December 31, 2018 and 2017, and the results of its operations and its cash flows for each of the three years in the period ended December 31, 2018 in conformity with International Financial Reporting Standards as issued by the International Accounting Standards Board. Also in our opinion, the Company maintained, in all material respects, effective internal control over financial reporting as of December 31 ,2018, based on criteria established in *Internal Control - Integrated Framework* (2013) issued by the COSO.

Change in Accounting Principles

As discussed in Note 3 to the consolidated financial statements, the Company changed the manner in which it accounts for revenues from contracts with customers and the manner in which it accounts for financial instruments in 2018.

Basis for Opinions

The Company's management is responsible for these consolidated financial statements, for maintaining effective internal control over financial reporting, and for its assessment of the effectiveness of internal control over financial reporting, included in Management's Annual Report on Internal Control over Financial Reporting (not presented herein). Our responsibility is to express opinions on the Company's consolidated financial statements and on the Company's internal control over financial reporting based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement, whether due to error or

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fraud, and whether effective internal control over financial reporting was maintained in all material respects.

Our audits of the consolidated financial statements included performing procedures to assess the risks of material misstatement of the consolidated financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. Our audit of internal control over financial reporting included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our audits also included performing such other procedures as we considered necessary in the circumstances. We believe that our audits provide a reasonable basis for our opinions.

Definition and Limitations of Internal Control over Financial Reporting

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

PricewaterhouseCoopers, Taiwan

PricewaterhouseCoopers, Taiwan
Taipei, Taiwan
March 21, 2019

We have served as the Company's auditor since 1994.

ASE TECHNOLOGY HOLDING CO., LTD. (FORMERLY KNOWN AS ADVANCED SEMICONDUCTOR ENGINEERING, INC.) AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS
(Amounts in Thousands)

	December 31, 2017	December 31, 2018	
ASSETS	**NT$**	**NT$**	**US$**
CURRENT ASSETS			
Cash and cash equivalents	$ 46,078,066	$ 51,518,436	$ 1,683,059
Financial assets at fair value through profit or loss - current	5,223,067	7,262,227	237,250
Available-for-sale financial assets - current	89,159	-	-
Contract assets - current	-	4,488,500	146,635
Trade receivables, net	55,200,706	79,481,359	2,596,581
Other receivables	1,051,955	1,283,180	41,920
Current tax assets	260,542	524,263	17,127
Inventories	24,260,911	36,627,451	1,196,584
Inventories related to real estate business	9,819,516	10,060,608	328,671
Other financial assets - current	472,340	6,539,467	213,638
Other current assets	2,482,010	3,773,384	123,273
Total current assets	144,938,272	201,558,875	6,584,738
NON-CURRENT ASSETS			
Financial assets at fair value through profit or loss - non-current	-	636,231	20,785
Financial assets at fair value through other comprehensive income - non-current	-	1,597,323	52,183
Available-for-sale financial assets - non-current	1,123,006	-	-
Investments accounted for using the equity method	48,753,751	9,312,308	304,224
Property, plant and equipment	135,168,406	214,592,588	7,010,539
Investment properties	8,119,436	7,738,379	252,806
Goodwill	9,934,494	49,974,446	1,632,618
Other intangible assets	1,406,865	30,897,700	1,009,399
Deferred tax assets	4,001,821	5,108,357	166,885
Other financial assets - non-current	1,170,500	1,044,294	34,116
Long-term prepayments for lease	8,851,330	10,764,835	351,677
Other non-current assets	454,391	836,591	27,331
Total non-current assets	218,984,000	332,503,052	10,862,563
TOTAL	$ 363,922,272	$ 534,061,927	$ 17,447,301

(Continued)

ASE TECHNOLOGY HOLDING CO., LTD. (FORMERLY KNOWN AS ADVANCED SEMICONDUCTOR ENGINEERING, INC.) AND SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS
(Amounts in Thousands)

	December 31, 2017	December 31, 2018	
LIABILITIES AND EQUITY	**NT$**	**NT$**	**US$**
CURRENT LIABILITIES			
Short-term borrowings	$ 17,962,471	$ 43,263,469	$ 1,413,377
Financial liabilities at fair value through profit or loss - current	677,430	36,655	1,197
Financial liabilities for hedging - current	-	3,899,634	127,397
Trade payables	41,672,233	56,884,116	1,858,351
Other payables	21,377,887	31,003,882	1,012,868
Current tax liabilities	7,619,328	6,781,136	221,533
Current portion of bonds payable	6,161,197	-	-
Current portion of long-term borrowings	8,261,625	10,779,034	352,141
Other current liabilities	4,644,566	5,984,156	195,497
Total current liabilities	108,376,737	158,632,082	5,182,361
NON-CURRENT LIABILITIES			
Bonds payable	16,981,583	16,985,936	554,915
Long-term borrowings	27,145,003	127,119,295	4,152,868
Deferred tax liabilities	4,961,487	5,806,713	189,700
Net defined benefit liabilities	3,936,685	5,118,677	167,222
Other non-current liabilities	1,210,590	1,371,302	44,799
Total non-current liabilities	54,235,348	156,401,923	5,109,504
Total liabilities	162,612,085	315,034,005	10,291,865
EQUITY ATTRIBUTABLE TO OWNERS OF THE COMPANY			
Share capital			
Ordinary shares	87,246,194	43,201,486	1,411,352
Shares subscribed in advance	134,593	15,658	512
Total share capital	87,380,787	43,217,144	1,411,864
Capital surplus	40,624,328	143,276,664	4,680,714
Retained earnings			
Legal reserve	16,765,066	-	-
Special reserve	3,353,938	3,353,938	109,570
Unappropriated earnings	53,599,541	20,403,477	666,562
Total retained earnings	73,718,545	23,757,415	776,132
Other equity	(6,311,089)	(6,903,681)	(225,537)
Treasury shares	(7,292,513)	(1,959,107)	(64,002)
Equity attributable to owners of the Company	188,120,058	201,388,435	6,579,171
NON-CONTROLLING INTERESTS	13,190,129	17,639,487	576,265
Total equity	201,310,187	219,027,922	7,155,436
TOTAL	$ 363,922,272	$ 534,061,927	$ 17,447,301

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

ASE TECHNOLOGY HOLDING CO., LTD. (FORMERLY KNOWN AS ADVANCED SEMICONDUCTOR ENGINEERING, INC.) AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
(Amounts in Thousands Except Earnings Per Share)

	For the Year Ended December 31			
	2016 (Retrospectively Adjusted)	2017 (Retrospectively Adjusted)	2018	
	NT$	NT$	NT$	US$
OPERATING REVENUES	$ 274,884,107	$ 290,441,208	$ 371,092,421	$ 12,123,242
OPERATING COSTS	221,696,922	237,708,937	309,929,371	10,125,102
GROSS PROFIT	53,187,185	52,732,271	61,163,050	1,998,140
OPERATING EXPENSES				
Selling and marketing expenses	3,473,586	3,308,992	4,933,602	161,176
General and administrative expenses	11,662,082	12,458,054	14,618,900	477,586
Research and development expenses	11,391,147	11,746,613	14,962,799	488,821
Total operating expenses	26,526,815	27,513,659	34,515,301	1,127,583
OTHER OPERATING INCOME AND EXPENSES, NET	(800,280)	108,556	371,583	12,139
PROFIT FROM OPERATIONS	25,860,090	25,327,168	27,019,332	882,696
NON-OPERATING INCOME AND EXPENSES				
Other income	589,236	707,754	1,092,558	35,693
Other gains, net	2,276,544	6,259,453	7,874,273	257,245
Finance costs	(2,261,075)	(1,799,494)	(3,568,241)	(116,571)
Share of the profit or loss of associates and joint ventures	1,503,910	525,782	(480,244)	(15,689)
Total non-operating income and expenses	2,108,615	5,693,495	4,918,346	160,678
PROFIT BEFORE INCOME TAX	27,968,705	31,020,663	31,937,678	1,043,374
INCOME TAX EXPENSE	5,390,844	6,523,603	4,513,369	147,448
PROFIT FOR THE YEAR	22,577,861	24,497,060	27,424,309	895,926
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified subsequently to profit or loss:				
Remeasurement of defined benefit obligation	(417,181)	205,344	(308,180)	(10,068)
Unrealized loss on equity instruments at fair value through other comprehensive income	-	-	(422,441)	(13,801)
Share of other comprehensive income (loss) of associates and joint ventures	(49,794)	7,249	(558,217)	(18,237)

(Continued)

ASE TECHNOLOGY HOLDING CO., LTD. (FORMERLY KNOWN AS ADVANCED SEMICONDUCTOR ENGINEERING, INC.) AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
(Amounts in Thousands Except Earnings Per Share)

	For the Year Ended December 31			
	2016 (Retrospectively Adjusted)	2017 (Retrospectively Adjusted)	2018	
	NT$	NT$	NT$	US$
Income tax relating to items that will not be reclassified subsequently	$ 73,637	$ (51,217)	$ 134,853	$ 4,406
	(393,338)	161,376	(1,153,985)	(37,700)
Items that may be reclassified subsequently to profit or loss:				
Exchange differences on translating foreign operations	(6,445,643)	(5,287,734)	227,821	7,443
Unrealized gain (loss) on available-for-sale financial assets	(248,599)	224,036	-	-
Unrealized loss on investments in debt instruments at fair value through other comprehensive income	-	-	(63,076)	(2,061)
Share of other comprehensive income (loss) of associates and joint ventures	(871,679)	264,389	136,608	4,463
	(7,565,921)	(4,799,309)	301,353	9,845
Other comprehensive loss for the year, net of income tax	(7,959,259)	(4,637,933)	(852,632)	(27,855)
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	$ 14,618,602	$ 19,859,127	$ 26,571,677	$ 868,071
PROFIT FOR THE YEAR ATTRIBUTABLE TO:				
Owners of the Company	$ 21,324,423	$ 22,819,119	$ 26,220,721	$ 856,606
Non-controlling interests	1,253,438	1,677,941	1,203,588	39,320
	$ 22,577,861	$ 24,497,060	$ 27,424,309	$ 895,926
TOTAL COMPREHENSIVE INCOME FOR THE YEAR ATTRIBUTABLE TO:				
Owners of the Company	$ 13,956,976	$ 18,524,067	$ 25,620,461	$ 836,996
Non-controlling interests	661,626	1,335,060	951,216	31,075
	$ 14,618,602	$ 19,859,127	$ 26,571,677	$ 868,071
EARNINGS PER SHARE				
Basic	$ 5.57	$ 5.59	$ 6.18	$ 0.20
Diluted	$ 4.66	$ 5.19	$ 6.07	$ 0.20
EARNINGS PER AMERICAN DEPOSITARY SHARE (“ADS”)				
Basic	$ 11.13	$ 11.18	$ 12.35	$ 0.40
Diluted	$ 9.31	$ 10.38	$ 12.14	$ 0.40

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

ASE TECHNOLOGY HOLDING CO., LTD. (FORMERLY KNOWN AS ADVANCED SEMICONDUCTOR ENGINEERING, INC.) AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
(Amounts in Thousands)

	Equity Attributable to Owners of the Company														
								Other Equity							
	Share Capital			Retained Earnings				Exchange Differences on Translating Foreign Operations	Unrealized Gain (Loss) on Available-for-sale Financial Assets	Unrealized Gain (Loss) on Financial Assets at Fair Value Through Other Comprehensive Income					
	Shares (In Thousands)	Amounts	Capital Surplus	Legal Reserve	Special Reserve	Unappropriated Earnings	Total				Total	Treasury Shares	Total	Non-controlling Interests	Total Equity
BALANCE AT JANUARY 1, 2016	7,910,428	$ 79,185,660	$ 23,758,550	$ 12,649,145	$ 3,353,938	$ 37,696,865	$ 53,699,948	$ 4,492,671	$ 588,119	$ -	$ 5,080,790	$ (7,292,513)	$ 154,432,435	$ 11,492,545	$ 165,924,980
Change from investments in associates and joint ventures accounted for using the equity method	-	-	51,959	-	-	-	-	-	43,536	-	43,536	-	95,495	-	95,495
Net profit for the year ended December 31, 2016	-	-	-	-	-	21,324,423	21,324,423	-	-	-	-	-	21,324,423	1,253,438	22,577,861
Other comprehensive income (loss) for the year ended December 31, 2016, net of income tax	-	-	-	-	-	(402,184)	(402,184)	(6,136,294)	(828,969)	-	(6,965,263)	-	(7,367,447)	(591,812)	(7,959,259)
Total comprehensive income (loss) for the year ended December 31, 2016	-	-	-	-	-	20,922,239	20,922,239	(6,136,294)	(828,969)	-	(6,965,263)	-	13,956,976	661,626	14,618,602
Appropriation of 2015 earnings															
Legal reserve	-	-	-	1,947,887	-	(1,947,887)	-	-	-	-	-	-	-	-	-
Cash dividends distributed by the Company	-	-	-	-	-	(12,476,779)	(12,476,779)	-	-	-	-	-	(12,476,779)	-	(12,476,779)
	-	-	-	1,947,887	-	(14,424,666)	(12,476,779)	-	-	-	-	-	(12,476,779)	-	(12,476,779)
Issue of dividends received by subsidiaries from the Company	-	-	233,013	-	-	-	-	-	-	-	-	-	233,013	-	233,013
Partial disposal of interests in subsidiaries and additional acquisition of majority-owned subsidiaries	-	-	(20,552)	-	-	(5,884)	(5,884)	-	-	-	-	-	(26,436)	26,436	-
Changes in percentage of ownership interest in subsidiaries	-	-	(1,912,887)	-	-	-	-	-	-	-	-	-	(1,912,887)	(912,886)	(2,825,773)
Issue of ordinary shares under employee share options	35,756	382,380	600,737	-	-	-	-	-	-	-	-	-	983,117	-	983,117
Non-controlling interests arising from acquisition of subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-	-	42,857	42,857
Cash dividends distributed by subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-	-	(237,850)	(237,850)
Additional non-controlling interest arising on issue of employee share options by subsidiaries	-	-	(444,320)	-	-	-	-	-	-	-	-	-	(444,320)	927,823	483,503
BALANCE AT DECEMBER 31, 2016	7,946,184	79,568,040	22,266,500	14,597,032	3,353,938	44,188,554	62,139,524	(1,643,623)	(197,314)	-	(1,840,937)	(7,292,513)	154,840,614	12,000,551	166,841,165
Change from investments in associates and joint ventures accounted for using the equity method	-	-	1,490	-	-	-	-	-	-	-	-	-	1,490	-	1,490
Net profit for the year ended December 31,2017	-	-	-	-	-	22,819,119	22,819,119	-	-	-	-	-	22,819,119	1,677,941	24,497,060
Other comprehensive income (loss) for the year ended December 31, 2017, net of income tax	-	-	-	-	-	175,100	175,100	(5,090,036)	619,884	-	(4,470,152)	-	(4,295,052)	(342,881)	(4,637,933)
Total comprehensive income (loss) for the year ended December 31, 2017	-	-	-	-	-	22,994,219	22,994,219	(5,090,036)	619,884	-	(4,470,152)	-	18,524,067	1,335,060	19,859,127
Appropriation of 2016 earnings															
Legal reserve	-	-	-	2,168,034	-	(2,168,034)	-	-	-	-	-	-	-	-	-
Cash dividends distributed by the Company	-	-	-	-	-	(11,415,198)	(11,415,198)	-	-	-	-	-	(11,415,198)	-	(11,415,198)
	-	-	-	2,168,034	-	(13,583,232)	(11,415,198)	-	-	-	-	-	(11,415,198)	-	(11,415,198)
Issue of ordinary shares for capital increase by cash	300,000	3,000,000	7,290,000	-	-	-	-	-	-	-	-	-	10,290,000	-	10,290,000
Issue of ordinary shares under conversion of bonds	424,258	4,242,577	9,657,905	-	-	-	-	-	-	-	-	-	13,900,482	-	13,900,482

(Continued)

ASE TECHNOLOGY HOLDING CO., LTD. (FORMERLY KNOWN AS ADVANCED SEMICONDUCTOR ENGINEERING, INC.) AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
(Amounts in Thousands)

	Equity Attributable to Owners of the Company														
								Other Equity							
	Share Capital			Retained Earnings											
	Shares (In Thousands)	Amounts	Capital Surplus	Legal Reserve	Special Reserve	Unappropriated Earnings	Total	Exchange Differences on Translating Foreign Operations	Unrealized Gain (Loss) on Available-for-sale Financial Assets	Unrealized Gain (Loss) on Financial Assets at Fair Value Through Other Comprehensive Income	Total	Treasury Shares	Total	Non-controlling Interests	Total Equity
Issue of dividends received by subsidiaries from the Company	-	$ -	$ 200,977	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ 200,977	$ -	$ 200,977
Changes in percentage of ownership interest in subsidiaries	-	-	3,055	-	-	-	-	-	-	-	-	-	3,055	(3,055)	-
Issue of ordinary shares under employee share options	67,637	570,170	1,256,789	-	-	-	-	-	-	-	-	-	1,826,959	(159,200)	1,667,759
Cash dividends distributed by subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-	-	(246,440)	(246,440)
Additional non-controlling interest arising on issue of employee share options by subsidiaries	-	-	(52,388)	-	-	-	-	-	-	-	-	-	(52,388)	263,213	210,825
BALANCE AT DECEMBER 31, 2017	8,738,079	87,380,787	40,624,328	16,765,066	3,353,938	53,599,541	73,718,545	(6,733,659)	422,570	-	(6,311,089)	(7,292,513)	188,120,058	13,190,129	201,310,187
Effect of retrospective applications	-	-	-	-	-	886,316	886,316	-	(422,570)	135,517	(287,053)	-	599,263	5,183	604,446
ADJUSTED BALANCE AT JANUARY 1, 2018	8,738,079	87,380,787	40,624,328	16,765,066	3,353,938	54,485,857	74,604,861	(6,733,659)	-	135,517	(6,598,142)	(7,292,513)	188,719,321	13,195,312	201,914,633
Change from investments in associates and joint ventures accounted for using the equity method	-	-	1,411,899	-	-	88,201	88,201	-	-	-	-	-	1,500,100	-	1,500,100
Cash dividends paid from the capital surplus	-	-	(10,795,980)	-	-	-	-	-	-	-	-	-	(10,795,980)	-	(10,795,980)
Other changes in the capital surplus	-	-	872	-	-	-	-	-	-	-	-	-	872	-	872
Net profit for the year ended December 31,2018	-	-	-	-	-	26,220,721	26,220,721	-	-	-	-	-	26,220,721	1,203,588	27,424,309
Other comprehensive income (loss) for the year ended December 31, 2018, net of income tax	-	-	-	-	-	(146,194)	(146,194)	562,794	-	(1,016,860)	(454,066)	-	(600,260)	(252,372)	(852,632)
Total comprehensive income (loss) for the year ended December 31, 2018	-	-	-	-	-	26,074,527	26,074,527	562,794	-	(1,016,860)	(454,066)	-	25,620,461	951,216	26,571,677
Effect of the joint share exchange	(4,318,392)	(43,183,919)	117,693,658	(16,765,066)	-	(57,744,673)	(74,509,739)	-	-	-	-	-	-	-	-
Buy-back of ordinary shares	-	-	-	-	-	-	-	-	-	-	-	(71,302)	(71,302)	-	(71,302)
Cancellation of treasury shares	(121,852)	(1,218,520)	(1,480,903)	-	-	(2,705,285)	(2,705,285)	-	-	-	-	5,404,708	-	-	-
Issue of dividends received by subsidiaries from the Company	-	-	182,354	-	-	-	-	-	-	-	-	-	182,354	-	182,354
Disposal of interest in associates and joint ventures accounted for using the equity method	-	-	(1,408,495)	-	-	204,450	204,450	282,291	-	(133,364)	148,927	-	(1,055,118)	-	(1,055,118)
Differences between consideration and carrying amount arising from acquisition or disposal of subsidiaries	-	-	(1,142,856)	-	-	-	-	-	-	-	-	-	(1,142,856)	2,783,015	1,640,159
Changes in percentage of ownership interest in subsidiaries	-	-	(1,118,102)	-	-	-	-	-	-	-	-	-	(1,118,102)	(801,884)	(1,919,986)
Issue of ordinary shares under employee share options	23,879	238,796	549,345	-	-	-	-	-	-	-	-	-	788,141	-	788,141
Cash dividends distributed by subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-	-	(424,815)	(424,815)
Additional non-controlling interest arising on issue of employee share options by subsidiaries	-	-	(1,239,456)	-	-	-	-	-	-	-	-	-	(1,239,456)	1,936,643	697,187
Fair value through other comprehensive income - equity instruments	-	-	-	-	-	400	400	-	-	(400)	(400)	-	-	-	-
BALANCE AT DECEMBER 31, 2018	4,321,714	$ 43,217,144	$ 143,276,664	$ -	$ 3,353,938	$ 20,403,477	$ 23,757,415	$ (5,888,574)	$ -	$ (1,015,107)	$ (6,903,681)	$ (1,959,107)	$ 201,388,435	$ 17,639,487	$ 219,027,922
US DOLLARS															
BALANCE AT DECEMBER 31, 2018	4,321,714	$ 1,411,864	$ 4,680,714	$ -	$ 109,570	$ 666,562	$ 776,132	$ (192,374)	$ -	$ (33,163)	$ (225,537)	$ (64,002)	$ 6,579,171	$ 576,265	$ 7,155,436

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

(Concluded)

ASE TECHNOLOGY HOLDING CO., LTD. (FORMERLY KNOWN AS ADVANCED SEMICONDUCTOR ENGINEERING, INC.) AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS
(Amounts in Thousands)

	For the Year Ended December 31			
	2016	2017	2018	
	NT$	NT$	NT$	US$
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit before income tax	$ 27,968,705	$ 31,020,663	$ 31,937,678	$ 1,043,374
Adjustments for:				
Depreciation expense	28,961,614	28,747,518	40,286,453	1,316,121
Amortization expense	508,823	457,666	2,402,450	78,486
Net loss (gain) on fair value change of financial assets and liabilities at fair value through profit or loss	(447,559)	2,783,902	(1,989,490)	(64,995)
Finance costs	2,261,075	1,799,494	3,568,241	116,571
Interest income	(230,067)	(306,871)	(466,211)	(15,231)
Dividend income	(26,411)	(59,039)	(190,397)	(6,220)
Compensation cost of employee share options	470,788	438,765	215,648	7,045
Share of loss (profit) of associates and joint ventures	(1,503,910)	(525,782)	480,244	15,689
Loss (gain) on disposal of property, plant and equipment	131,044	(348,070)	56,902	1,859
Impairment loss recognized on financial assets	91,886	77,101	675,624	22,072
Reversal of impairment loss recognized on financial assets	(28,022)	-	-	-
Impairment loss recognized on non-financial assets	1,340,011	1,113,499	1,113,998	36,393
Reversal of impairment loss recognized on non-financial assets	-	-	(100,000)	(3,267)
Gain on disposal of subsidiaries	-	(5,589,457)	-	-
Gain on remeasurement of investments for using the equity method	-	-	(7,421,408)	(242,451)
Net loss (gain) on foreign currency exchange	(407,160)	(2,356,480)	1,360,380	44,442
Others	900,378	1,172,005	1,142,735	37,332
Changes in operating assets and liabilities				
Financial assets held for trading	1,052,111	(226,049)	-	-
Financial assets mandatorily at fair value through profit or loss	-	-	345,540	11,288
Contract assets	-	-	(508,166)	(16,601)
Trade receivables	(6,184,873)	(4,066,374)	(9,313,539)	(304,265)
Other receivables	(211,755)	(330,491)	443,517	14,489
Inventories	3,156,759	(2,907,848)	(9,249,714)	(302,179)
Other current assets	(24,517)	(781,477)	(385,172)	(12,583)
Financial liabilities held for trading	(2,952,116)	(3,874,662)	(2,039,771)	(66,637)
Trade payables	1,665,420	4,753,270	6,989,198	228,331
Other payables	1,380,205	685,398	1,016,338	33,203
Other current liabilities	(2,347,599)	211,145	228,190	7,455
Other operating activities items	(407,143)	27,538	(281,736)	(9,204)
Cash generated from operations	55,117,687	51,915,364	60,317,532	1,970,517
Interest received	228,509	236,746	523,679	17,108
Dividend received	4,043,644	1,929,218	297,882	9,731
Interest paid	(2,043,870)	(1,666,759)	(3,239,159)	(105,820)
Income tax paid	(5,238,103)	(4,983,769)	(6,825,243)	(222,974)
Net cash generated from operating activities	52,107,867	47,430,800	51,074,691	1,668,562

(Continued)

ASE TECHNOLOGY HOLDING CO., LTD. (FORMERLY KNOWN AS ADVANCED SEMICONDUCTOR ENGINEERING, INC.) AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS
(Amounts in Thousands)

	For the Year Ended December 31			
	2016	2017	2018	
	NT$	NT$	NT$	US$
CASH FLOWS FROM INVESTING ACTIVITIES				
Purchase of financial assets at fair value through comprehensive income	$ -	$ -	$ (105,000)	$ (3,430)
Proceeds on sale of financial assets at fair value other comprehensive income	-	-	94,217	3,078
Return of capital from financial assets at fair value other comprehensive income	-	-	116,278	3,799
Purchase of financial assets designated as at fair value through profit or loss	(64,853,336)	(61,308,095)	-	-
Proceeds on sale of financial assets designated as at fair value through profit or loss	66,472,870	61,601,865	-	-
Purchase of available-for-sale financial assets	(1,590,928)	(902,648)	-	-
Proceeds on sale of available-for-sale financial assets	867,336	1,121,517	-	-
Cash received from return of capital by available-for-sale financial assets	28,927	16,175	-	-
Acquisition of associates and joint ventures	(16,041,463)	-	(451,563)	(14,752)
Net cash outflow on acquisition of subsidiaries	(73,437)	-	(95,241,855)	(3,111,462)
Cash received from return of capital by investee accounted for using the equity method	-	-	262,941	8,590
Net cash inflow from disposal of subsidiaries	-	7,020,883	-	-
Payments for property, plant and equipment	(26,714,163)	(24,699,240)	(41,386,443)	(1,352,057)
Proceeds from disposal of property, plant and equipment	670,200	1,488,210	1,127,644	36,839
Payments for intangible assets	(513,893)	(337,984)	(577,765)	(18,875)
Proceeds from disposal of intangible assets	25,646	34,690	-	-
Payments for investment properties	-	(186,522)	(125,764)	(4,109)
Decrease (increase) in other financial assets	(1,231,186)	236,227	6,208,527	202,827
Increase in other non-current assets	(206,031)	(171,320)	(1,970,772)	(64,383)
Proceeds from financial liabilities for hedging	-	-	2,507,233	81,909
Net cash used in investing activities	(43,159,458)	(16,086,242)	(129,542,322)	(4,232,026)
CASH FLOWS FROM FINANCING ACTIVITIES				
Net proceeds from (repayment of) short-term borrowings	(10,640,229)	(2,038,993)	22,327,813	729,429
Net repayment of short-term bills payable	(4,348,054)	-	-	-
Proceeds from issue of bonds	9,000,000	8,000,000	-	-
Repayment of bonds payable	(10,365,135)	(9,123,972)	(6,185,600)	(202,078)
Proceeds from long-term borrowings	62,282,917	35,394,158	199,743,582	6,525,436
Repayment of long-term borrowings	(52,924,902)	(51,867,539)	(114,232,623)	(3,731,873)
Dividends paid	(12,243,766)	(11,214,221)	(10,613,626)	(346,737)
Proceeds from issue of ordinary shares	-	10,290,000	-	-
Proceeds from exercise of employee share options	995,832	1,439,819	1,269,680	41,479
Payments for buy-back of ordinary shares	-	-	(71,302)	(2,329)
Proceeds from disposal of interests in subsidiaries	-	-	2,807,568	91,721

(Continued)

ASE TECHNOLOGY HOLDING CO., LTD. (FORMERLY KNOWN AS ADVANCED SEMICONDUCTOR ENGINEERING, INC.) AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS
(Amounts in Thousands)

	For the Year Ended December 31			
	2016	2017	2018	
	NT$	NT$	NT$	US$
Decrease in non-controlling interests	$ (3,063,623)	$ (246,440)	$ (11,820,227)	$ (386,156)
Other financing activities items	219,940	43,761	(113,859)	(3,720)
Net cash generated from (used in) financing activities	(21,087,020)	(19,323,427)	83,111,406	2,715,172
EFFECTS OF EXCHANGE RATE CHANGES ON THE BALANCE OF CASH AND CASH EQUIVALENTS HELD IN FOREIGN CURRENCY	(4,720,046)	(4,335,589)	796,595	26,024
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	(16,858,657)	7,685,542	5,440,370	177,732
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	55,251,181	38,392,524	46,078,066	1,505,327
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	$ 38,392,524	$ 46,078,066	$ 51,518,436	$ 1,683,059

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

ASE Technology Holding Co., Ltd.

Parent Company Only Financial Statements for the Years Ended December 31, 2018 and 2017 and Independent Auditors' Report

Deloitte.

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INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
ASE Technology Holding Co., Ltd.

Opinion

We have audited the accompanying parent company only financial statements of ASE Technology Holding Co., Ltd. (the "Company"), which comprise the balance sheets as of December 31, 2018 and 2017, and the statements of comprehensive income, changes in equity and cash flows for the years then ended, and the notes to the parent company only financial statements, including a summary of significant accounting policies (collectively referred to as the "parent company only financial statements").

In our opinion, based on our audits and the report of other auditors (please refer to the Other Matter paragraph), the accompanying parent company only financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2018 and 2017, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for Opinion

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. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements section of our report. We are independent of the Company in accordance with The Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the parent company only financial statements for the year ended December 31, 2018. These matters were addressed in the context of our audit of the parent company only financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

The key audit matter of the Company's parent company only financial statements for the year ended December 31, 2018 is discussed as follows.

The Identification and Valuation of Intangible Assets from Acquisition of Subsidiaries

The Company completed the acquisition of Siliconware Precision Industries Co., Ltd. ("SPIL") in April 2018 at the consideration of NT$168,440,585 thousand. Goodwill of NT$39,334,426 thousand and the other intangible assets of NT$29,338,821 thousand arose from the acquisition were included in the Company's investments accounted for using the equity method and constituted 23% of total assets of the Company as of December 31, 2018, which was significant to the accompanying parent company only financial statements taken as a whole. Management has completed the identification of the difference between the cost of the investment and the Company's share of the net fair value of SPIL's identifiable assets and liabilities.

While identifying the difference between the cost of the investment and the Company's share of the net fair value of SPIL's identifiable assets and liabilities, management estimated the fair value of the intangible assets using the related estimated cash flow projections or relief from expenses. Certain assumptions were of high uncertainty since they required management to make significant estimates and judgment related to semiconductor industry varied by economic trends. In addition, it also has impact on the amortization recognized based on the estimated economic beneficial lives and the impairment assessment of the Company's investments accounted for using the equity method in the future. Therefore, we determined that identification and valuation of intangible assets from the acquisition of SPIL as a key audit matter.

Please refer to Notes 4(d), 5 and 6 to the accompanying parent company only financial statements for related accounting policies and the uncertainty around the accounting estimates and assumptions regarding the investment in SPIL.

In addition to the understanding of the management's process of identification and valuation of intangible assets from the acquisition of SPIL's shareholdings, our key audit procedures included the followings:

1. We inquired and evaluated the professional competency and objectivity of the external appraisers engaged by the management in the process of identification and valuation of intangible assets.

2. We assessed the reasonableness of the management's assumptions in the process of identification and valuation of intangible assets. We also engaged our valuation specialists in evaluating the reasonableness of the valuation report issued by the external appraisers, including the valuation model used, the factors applied, the categories of intangible assets identified and the related economic benefit lives estimated in the valuation report. Our valuation specialists also tested the mathematical accuracy of the calculation in the valuation report.

3. We tested the accuracy of the amortization expenses recognized for those identified intangible assets and evaluated the completeness and reasonableness of the disclosures regarding the acquisition of subsidiaries in the parent company only financial statements.

Emphasis of Matter

As discussed in Note 1 to the parent company only financial statements, the share exchange was conducted on April 30, 2018 (date of incorporation) in accordance with the joint share exchange agreement at an exchange ratio of 1 ordinary share of Advanced Semiconductor Engineering, Inc. (ASE) for 0.5 ordinary share of the Company, and then the Company owned 100% shareholdings of ASE. The aforementioned share exchange was an organization restructure under common control that the Company was essentially the continuation of ASE. The related assets and liabilities in the Company's parent company only financial statements before the date of incorporation were recognized based on the carrying amounts of those in ASE's parent company only financial statements. The parent company only financial statements of the Company for prior periods are prepared under the assumption that the Company owned 100% shareholdings of ASE at the very beginning and accounted for ASE as a subsidiary using the equity method.

In addition, as discussed in Note 1 to the parent company only financial statements that ASE spun off its investment department which was responsible for managing the ordinary shares and assets of USI Inc. (USIINC) as well as relevant assets (including assets, liabilities and business) into a newly established company, USI Global Inc. (USI Global), USI Global then issued new ordinary shares to the Company as the consideration. The aforementioned transaction was also an organization restructure under common control. The parent company only financial statements of the Company for prior periods are prepared under the assumption that the spin-off has been completed at the very beginning and the Company accounted for USI Global as a subsidiary using the equity method.

Other Matter

We did not audit the financial statements of SPIL, the Company's investment in which was accounted for (1) as a subsidiary accounted for using the equity method as of December 31, 2018 and for the period from April 30, 2018 through December 31, 2018 and (2) as an investment accounted for using the equity method of the Company's subsidiary as of December 31, 2017 and for the year then ended, and the period from January 1, 2018 through April 29, 2018, but such financial statements were audited by other auditors. Our opinion, insofar as it relates to the amounts included for SPIL, is based solely on the report of other auditors. The carrying amount of the investment in SPIL accounted for using the equity method constituted 54% and 24%, respectively, of the Company's total assets as of December 31, 2018 and 2017, and the share of profit of SPIL constituted 30% and 4%, respectively, of the Company's net profit for the years then ended.

Responsibilities of Management and Those Charged with Governance for the Parent Company Only Financial Statements

Management is responsible for the preparation and fair presentation of the parent company only financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and for such internal control as management determines is necessary to enable the preparation of the parent company only financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the parent company only financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance, including the audit committee, are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Parent Company Only Financial Statements

Our objectives are to obtain reasonable assurance about whether the parent company only financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the auditing standards generally accepted in the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these parent company only financial statements.

As part of an audit in accordance with the auditing standards generally accepted in the Republic of China, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

1. Identify and assess the risks of material misstatement of the parent company only financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

4. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material

uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the parent company only financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

5. Evaluate the overall presentation, structure and content of the parent company only financial statements, including the disclosures, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

6. Obtain sufficient and appropriate audit evidence regarding the financial information of entities or business activities within the Company to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision, and performance of the audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the parent company only financial statements for the year ended December 31, 2018 and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partners on the audit resulting in this independent auditors' report are Jia-Ling Chiang and Cheng-Hung Kuo.

Deloitte & Touche
Taipei, Taiwan
Republic of China

February 26, 2019

<u>*Notice to Readers*</u>

The accompanying parent company only 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 parent company only 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 parent company only financial statements shall prevail.

ASE TECHNOLOGY HOLDING CO., LTD.

PARENT COMPANY ONLY BALANCE SHEETS
AS OF DECEMBER 31, 2018 AND 2017
(In Thousands of New Taiwan Dollars)

	December 31, 2018		December 31, 2017	
	NT$	%	NT$	%
ASSETS				
CURRENT ASSETS				
Cash	$ 78,075	-	$ -	-
Other receivables	6,672	-	-	-
Other current assets	14,445	-	-	-
Total current assets	99,192	-	-	-
NON-CURRENT ASSETS				
Investments accounted for using the equity method	296,976,191	100	190,801,543	100
Total non-current assets	296,976,191	100	190,801,543	100
TOTAL	$ 297,075,383	100	$ 190,801,543	100
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Other payables	$ 176,655	-	$ -	-
Other payables to related parties	38,600,030	13	-	-
Current portion of long-term borrowings	5,371,917	2	-	-
Other current liabilities	3,427	-	-	-
Total current liabilities	44,152,029	15	-	-
NON-CURRENT LIABILITIES				
Long-term borrowings	49,900,000	17	-	-
Total non-current liabilities	49,900,000	17	-	-
Total liabilities	94,052,029	32	-	-
EQUITY				
Share capital				
Ordinary shares	43,201,486	15	87,246,194	46
Shares subscribed in advance	15,658	-	134,593	-
Total share capital	43,217,144	15	87,380,787	46
Capital surplus	143,275,213	48	40,622,877	21
Retained earnings				
Legal reserve	-	-	16,765,066	9
Special reserve	3,353,938	1	3,353,938	2
Unappropriated earnings	22,038,948	7	56,287,526	29
Total retained earnings	25,392,886	8	76,406,530	40
Other equity	(6,902,782)	(2)	(6,316,138)	(3)
Treasury shares	(1,959,107)	(1)	(7,292,513)	(4)
Total equity	203,023,354	68	190,801,543	100
TOTAL	$ 297,075,383	100	$ 190,801,543	100

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

(With Deloitte & Touche auditors' report dated February 26, 2019)

ASE TECHNOLOGY HOLDING CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017
(In Thousands of New Taiwan Dollars Except Earnings Per Share)

	For the Year Ended December 31			
	2018		2017	
	NT$	%	NT$	%
OPERATING REVENUES	$ 19,026,512	100	$ 22,987,819	100
GROSS PROFIT	19,026,512	100	22,987,819	100
OPERATING EXPENSES				
General and administrative expenses	205,468	1	-	-
Total operating expenses	205,468	1	-	-
PROFIT FROM OPERATIONS	18,821,044	99	22,987,819	100
NON-OPERATING INCOME AND EXPENSES				
Other income	435	-	-	-
Other gains, net	7,571,880	40	-	-
Finance costs	(1,131,003)	(6)	-	-
Total non-operating income and expenses	6,441,312	34	-	-
PROFIT BEFORE INCOME TAX	25,262,356	133	22,987,819	100
INCOME TAX EXPENSE	-	-	-	-
NET PROFIT FOR THE YEAR	25,262,356	133	22,987,819	100
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified subsequently to profit or loss				
Share of other comprehensive income (loss) of subsidiaries	(1,163,054)	(6)	175,100	-
Items that may be reclassified subsequently to profit or loss				
Share of other comprehensive income (loss) of subsidiaries	562,794	3	(4,432,564)	(19)
Other comprehensive loss for the year, net of income tax	(600,260)	(3)	(4,257,464)	(19)
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	$ 24,662,096	130	$ 18,730,355	81
EARNINGS PER SHARE (4,080,443 thousand shares and 4,184,620 thousand shares were used in the computatuion of basic and diluted earnings per share, respectively, for the year ended December 31, 2017)				
Basic	$ 5.95		$ 5.63	
Diluted	$ 5.84		$ 5.23	

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

(With Deloitte & Touche auditors' report dated February 26, 2019)

ASE TECHNOLOGY HOLDING CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017
(In Thousands of New Taiwan Dollars)

	Share Capital			Retained Earnings				Other Equity					
	Shares (In Thousands)	Amounts	Capital Surplus	Legal Reserve	Special Reserve	Unappropriated Earnings	Total	Exchange Differences on Translating Foreign Operations	Unrealized Gain (Loss) on Available-for-sale Financial Assets	Unrealized Gain (Loss) on Financial Assets at Fair Value Through Other Comprehensive Income	Total	Treasury Shares	Total Equity
BALANCE AT JANUARY 1, 2017	7,946,184	$ 79,568,040	$ 22,265,049	$ 14,597,032	$ 3,353,938	$ 46,710,051	$ 64,661,021	$ (1,642,724)	$ (240,850)	$ -	$ (1,883,574)	$ (7,292,513)	$ 157,318,023
Change from investments in associates and joint ventures accounted for using the equity method	-	-	1,490	-	-	(2,212)	(2,212)	-	-	-	-	-	(722)
Net profit for the year ended December 31, 2017	-	-	-	-	-	22,987,819	22,987,819	-	-	-	-	-	22,987,819
Other comprehensive income (loss) for the year ended December 31, 2017, net of income tax	-	-	-	-	-	175,100	175,100	(5,090,036)	657,472	-	(4,432,564)	-	(4,257,464)
Total comprehensive income (loss) for the year ended December 31, 2017, net of income tax	-	-	-	-	-	23,162,919	23,162,919	(5,090,036)	657,472	-	(4,432,564)	-	18,730,355
Appropriation of 2016 earnings													
Legal reserve	-	-	-	2,168,034	-	(2,168,034)	-	-	-	-	-	-	-
Cash dividends declared by the Company	-	-	-	-	-	(11,415,198)	(11,415,198)	-	-	-	-	-	(11,415,198)
	-	-	-	2,168,034	-	(13,583,232)	(11,415,198)	-	-	-	-	-	(11,415,198)
Issue of ordinary shares for capital increase by cash	300,000	3,000,000	7,290,000	-	-	-	-	-	-	-	-	-	10,290,000
Issue of ordinary shares under conversion of bonds	424,258	4,242,577	9,657,905	-	-	-	-	-	-	-	-	-	13,900,482
Issue of dividends received by subsidiaries from the Company	-	-	200,977	-	-	-	-	-	-	-	-	-	200,977
Changes in percentage of ownership interest in subsidiaries	-	-	3,055	-	-	-	-	-	-	-	-	-	3,055
Issue of ordinary shares under employee share options	67,637	570,170	1,256,789	-	-	-	-	-	-	-		-	1,826,959
Additional non-controlling interest arising on issue of employee share options by subsidiaries	-	-	(52,388)	-	-	-	-	-	-	-	-	-	(52,388)
BALANCE AT December 31, 2017	8,738,079	$ 87,380,787	$ 40,622,877	$ 16,765,066	$ 3,353,938	$ 56,287,526	$ 76,406,530	$ (6,732,760)	$ 416,622	$ -	$ (6,316,138)	$ (7,292,513)	$ 190,801,543
BALANCE AT JANUARY 1, 2018	8,738,079	$ 87,380,787	$ 40,622,877	$ 16,765,066	$ 3,353,938	$ 56,287,526	$ 76,406,530	$ (6,732,760)	$ 416,622	$ -	$ (6,316,138)	$ (7,292,513)	$ 190,801,543
Effect of retrospective applications	-	-	-	-	-	880,368	880,368	-	(416,622)	135,517	(281,105)	-	599,263
ADJUSTED BALANCE AT JANUARY 1, 2018	8,738,079	87,380,787	40,622,877	16,765,066	3,353,938	57,167,894	77,286,898	(6,732,760)	-	135,517	(6,597,243)	(7,292,513)	191,400,806
Change from investments in associates and joint ventures accounted for using the equity method	-	-	1,411,899	-	-	-	-	-	-	-	-	-	1,411,899
Cash dividends paid from the capital surplus	-	-	(10,795,980)	-	-	-	-	-	-	-	-	-	(10,795,980)
Other changes in the capital surplus	-	-	872	-	-	-	-	-	-	-	-	-	872
Net profit for the year ended December 31, 2018	-	-	-	-	-	25,262,356	25,262,356	-	-	-	-	-	25,262,356
Other comprehensive income (loss) for the year ended December 31, 2018, net of income tax	-	-	-	-	-	(146,194)	(146,194)	562,794	-	(1,016,860)	(454,066)	-	(600,260)
Total comprehensive income (loss) for the year ended December 31, 2018, net of income tax	-	-	-	-	-	25,116,162	25,116,162	562,794	-	(1,016,860)	(454,066)	-	24,662,096
Effect of the joint share exchange	(4,318,392)	(43,183,919)	117,693,658	(16,765,066)	-	(57,744,673)	(74,509,739)	-	-	-	-	-	-
Buy-back of ordinary shares	-	-	-	-	-	-	-	-	-	-	-	(71,302)	(71,302)
Cancellation of treasury shares	(121,852)	(1,218,520)	(1,480,903)	-	-	(2,705,285)	(2,705,285)	-	-	-	-	5,404,708	-
Issue of dividends received by subsidiaries from the Company	-	-	182,354	-	-	-	-	-	-	-	-	-	182,354
Disposal of interest in associates and joint ventures accounted for using the equity method	-	-	(1,408,495)	-	-	204,450	204,450	282,291	-	(133,364)	148,927	-	(1,055,118)
Differences between consideration and carrying amount arising from acquisition or disposal of subsidiaries	-	-	(1,142,856)	-	-	-	-	-	-	-	-	-	(1,142,856)
Changes in percentage of ownership interest in subsidiaries	-	-	(1,118,102)	-	-	-	-	-	-	-	-	-	(1,118,102)
Issue of ordinary shares under employee share options	23,879	238,796	549,345	-	-	-	-	-	-	-	-	-	788,141
Additional non-controlling interest arising on issue of employee share options by subsidiaries	-	-	(1,239,456)	-	-	-	-	-	-	-	-	-	(1,239,456)
Fair value through other comprehensive income - equity instruments	-	-	-	-	-	400	400	-	-	(400)	(400)	-	-
BALANCE AT December 31, 2018	4,321,714	$ 43,217,144	$ 143,275,213	$ -	$ 3,353,938	$ 22,038,948	$ 25,392,886	$ (5,887,675)	$ -	$ (1,015,107)	$ (6,902,782)	$ (1,959,107)	$ 203,023,354

The accompanying notes are an integral part of the parent company only financial statements.
(With Deloitte & Touche auditors' report dated February 26, 2019)

ASE TECHNOLOGY HOLDING CO., LTD.

PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2018 AND 2017
(In Thousands of New Taiwan Dollars)

	For the Year Ended December 31	
	2018 NT$	2017 NT$
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before income tax	$ 25,262,356	$ 22,987,819
Adjustments for:		
Finance costs	1,131,003	-
Interest income	(435)	-
Compensation cost of employee share options	2,414	-
Share of profit of subsidiaries	(19,026,512)	(22,987,819)
Remeasure gain on investments accounted for using the equity method	(7,571,882)	-
Changes in operating assets and liabilities		
Other receivables	(6,672)	-
Other current assets	(14,445)	-
Other payables	100,795	-
Other payables to related parties	30	-
Other current liabilities	3,427	-
Cash used in operations	(119,921)	-
Interest received	435	-
Dividend received	38,579,558	-
Interest paid	(868,226)	-
Net cash generated from operating activities	37,591,846	-
CASH FLOWS FROM INVESTING ACTIVITIES		
Acquisition of subsidiaries	(120,547,783)	-
Net cash used in investing activities	(120,547,783)	-
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from long-term borrowings	90,085,000	-
Repayment of long-term borrowings	(35,000,000)	-
Increase in other payable to related parties	38,600,000	-
Dividends paid	(10,795,980)	-
Proceeds from exercise of employee share options	144,992	-
Net cash generated from financing activities	83,034,012	-
NET INCREASE IN CASH	78,075	-
CASH AT THE BEGINNING OF THE YEAR	-	-
CASH AT THE END OF THE YEAR	$ 78,075	$ -

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

(With Deloitte & Touche auditors' report dated February 26, 2019)

Any shareholder who wishes to download the complete financial statements is asked to visit the ASEH website

(URL: http://www.aseglobal.com/en/)

Enquire under "Stock Exchange Filings " under "Investor Relations/Financials"

Link http://ir.aseglobal.com/html/ir_financials.php

ASE Technology Holding Co., Ltd.
Table of Comparison of Procedure for the Acquisition or Disposal of Assets

BEFORE Amendment	AFTER Amendment
Article 2 Scope of Assets (1) Securities: including stocks, government bonds, corporate bonds,financial bonds, securities representing interest in a fund, depositary receipts, call (put) warrants, beneficial interest securities and asset-backed securities. (2) Real property (including land, houses and buildings, investment property, and rights to use land) and equipment. (3) Memberships. (4) Intangible assets: including patents, copyrights, trademarks, franchise rights, and other intangible assets. (5) Claims of financial institutions (including accounts receivable, bills purchased and discounted, loans, and overdue receivable). (6) Derivatives. (7) Assets acquired or disposed of in connection with mergers, spin-offs,acquisitions, or transfer of shares in accordance with law. (8) Other major assets.	Article 2 Scope of Assets (1) Securities: including stocks, government bonds, corporate bonds,financial bonds, securities representing interest in a fund, depositary receipts, call (put) warrants, beneficial interest securities and asset-backed securities. (2)Real property (including land, houses and buildings, and investment property) and equipment. (3) Memberships. (4)Intangible assets: Include patents, copyrights, trademarks, franchise rights, and other intangible assets. (5)Right-of-use assets. (6) Claims of financial institutions (including accounts receivable, bills purchased and discounted, loans, and overdue receivable). (7)Derivatives. (8) Assets acquired or disposed of in connection with mergers, spin-offs,acquisitions, or transfer of shares in accordance with law. (9)Other major assets.
Article 3 Definitions . . (3) "Derivative" refers to contracts whose value is derived from assets, interest rates, foreign exchange rates, indexes or other interests (such as forward contracts, options, futures, leverage contracts, swaps and various combinations thereof). The term "forward contracts" does not include insurance contracts, performance contracts, after-sales service contracts, long-term lease contracts, or long-term purchase (sales) agreements. (4) "Assets Acquired or Disposed of through Mergers, Spin-offs, Acquisitions, or Transfer of Shares in Accordance with Law" refers to assets acquired or disposed of through mergers, spin-offs, or acquisitions conducted under Taiwan Business Mergers and Acquisitions Act, Taiwan	Article 3 Definitions . . (3) "Derivative": Refers to forward contracts, options contracts, futures contracts, leverage contracts, or swap contracts whose value is derived from a specified interest rate, financial instrument price, commodity price, foreign exchange rate, index of prices or rates, credit rating or credit index, or other variable; or hybrid contracts combining the above contracts; or hybrid contracts or structured products containing embedded derivatives. The term "forward contracts" does not include insurance contracts, performance contracts, after-sales service contracts, long-term lease contracts, or long-term purchase (sales) agreements. (4) "Assets Acquired or Disposed of through Mergers, Spin-offs, Acquisitions, or Transfer of Shares in Accordance with Law" refers to assets acquired or disposed of through mergers, spin-offs, or acquisitions conducted under Taiwan Business Mergers and Acquisitions Act, Taiwan

BEFORE Amendment	AFTER Amendment
Financial Holding Company Act, Taiwan Financial Institution Merger Act and other applicable laws, or to transfer of shares from another company through issuance of new shares of its own as the consideration therefor ("Transfer of Shares") under Paragraph 8 of Article 156 of Taiwan Company Act. . .	Financial Holding Company Act, Taiwan Financial Institution Merger Act and other applicable laws, or to transfer of shares from another company through issuance of new shares of its own as the consideration therefor ("Transfer of Shares") under Article 156-3 of Taiwan Company Act. . .
Article 4 Scope and Amount of Investment In addition to acquisition of assets for operating purpose, the Company and its Subsidiaries may invest in real property and securities for non-operating purpose, of which the limits on the amount are as follows: (1) The total amount invested in real property for non-operating purpose by the relevant company shall not exceed 20% of such company's net worth shown in the Latest Financial Statements. . .	Article 4 Scope and Amount of Investment In addition to acquisition of assets for operating purposes, the Company and its subsidiaries may invest in real property and right-of-use assets thereof or securities for non-operating purposes, of which the limits on the amount are as follows: (1) The total amount invested in real property and right-of-use assets thereof for non-operating purposes by the relevant company shall not exceed 20% of such company's net worth as shown in the latest Financial Statements. . .
Article 5 The Professional Appraiser and its appraisal personnel, CPAs, attorneys, and securities underwriters that provide the Company with appraisal reports or opinions shall not be a Related Party of any party to the transaction.	Article 5 The Professional Appraiser and its appraisal personnel, CPAs, attorneys, and securities underwriters that provide the Company with appraisal reports or opinions shall meet the following requirements: (1)May not have previously received a final and unappealable sentence to imprisonment for 1 year or longer for a violation of the Securities and Exchange Act, the Company Act, the Banking Act, the Insurance Act, the Financial Holding Company Act, or the Business Entity Accounting Act, or for fraud, breach of trust, embezzlement, forgery of documents, or occupational crime. However, this provision does not apply if 3 years have already passed since completion of service of the sentence, since expiration of the period of a suspended sentence, or since a pardon was received. (2)May not be a related party or de facto related party of any party to the transaction. (3)If the Company is required to obtain appraisal reports from two or more professional appraisers, the different professional appraisers or appraisal officers may not be related parties or de facto related parties of each other. When issuing an appraisal report or opinion, the

BEFORE Amendment	AFTER Amendment
	personnel referred to in the preceding paragraph shall comply with the following: (1)Prior to accepting a case, they shall prudently assess their own professional capabilities, practical experience, and independence. (2)When examining a case, they shall appropriately plan and execute adequate working procedures, in order to produce a conclusion and use the conclusion as the basis for issuing the report or opinion. The related working procedures, data collected, and conclusion shall be fully and accurately specified in the case's working papers. (3)They shall undertake an item-by-item evaluation of the comprehensiveness, accuracy, and reasonableness of the sources of data used, the parameters, and the information, as the basis for issuance of the appraisal report or the opinion. (4)They shall issue a statement attesting to the professional competence and independence of the personnel who prepared the report or opinion, and that they have evaluated and found that the information used is reasonable and accurate, and that they have complied with applicable laws and regulations.
Article 8 Procedures for Acquisition or Disposal of Real Property or Equipment (1) Operating Procedures A. Acquisition or disposal of Real Property or equipment by the Company shall follow the fixed assets cycle under the Company's internal control system. B. Authorized Amount and Authority Levels a Acquisition or disposal of Real Property or equipment shall be handled and submitted for approval according to the Company's internal authority levels. b If the Board's approval is required pursuant to the Company's internal authority levels, to meet business needs or for time efficiency, any contract with a transaction amount not exceeding 1% of the Company's net worth shown in its Latest Financial Statements may be entered into with the approval of the Chairman and be subsequently submitted to and ratified at the next Board meeting.	Article 8 Procedures for Acquisition or Disposal of Real Property, Equipment or Right-of-use Assets Thereof (1) Operating Procedure A. Acquisition or disposal of Real Property , equipment or right-of-use assets thereof by the Company shall follow the fixed assets cycle under the Company's internal control system. B. Authorized Amount and Authority Levels a Acquisition or disposal of Real Property , equipment or right-of-use assets thereof shall be handled and submitted for approval according to the Company's internal authority levels. b If the Board's approval is required pursuant to the Company's internal authority levels, to meet business needs or for time efficiency, any contract with a transaction amount not exceeding 1% of the Company's net worth shown in its Latest Financial Statements may be entered into with the approval of the Chairman and be subsequently submitted to and ratified at the next Board meeting.

BEFORE Amendment	AFTER Amendment
c Acquisition or disposal of assets that is required by Taiwan Company Act or other applicable laws and regulations to be resolved or recognized or reported to the shareholders' meeting shall be completed accordingly. C. Division Responsible for Implementation The division responsible for implementation of acquisition or disposal of real property and equipment in the Company is the User Department and related authorized divisions. (2) Appraisal Procedures A. For acquisition or disposal of Real Property or equipment of the Company, the division responsible for implementation shall prepare a capital expenditure plan in advance and perform a feasibility analysis on the purpose and anticipated benefits of such acquisition or disposal. B. Pricing Methods and References a Acquisition or disposal of Real Property shall be based on the publicly announced current value, appraised value and actual sale prices of neighboring property to determine the transaction terms and the transaction price. b Acquisition or disposal of equipment shall be conducted by way of price inquiry, price competition, price negotiation or bidding. (3) When the amount of acquiring or disposing of Real Property or equipment is up to certain amounts, the Company shall obtain an appraisal report prior to the Date of Occurrence from a Professional Appraiser. In acquisition or disposal of Real Property or equipment where the transaction amount reaches 20% of the Company's paid-in capital or NT$300 million or more, unless otherwise transacting with a government agency, engaging others to build on the land owned or rented by the Company, or acquiring or disposing of equipment for operating purpose, the Company shall obtain an appraisal report prior to the Date of Occurrence from a Professional Appraiser and shall further comply with the following provisions:	c Acquisition or disposal of assets that is required by Taiwan Company Act or other applicable laws and regulations to be resolved or recognized or reported to the shareholders' meeting shall be completed accordingly. C. Division Responsible for Implementation The division responsible for implementation of acquisition or disposal of real property<u>,</u> equipment <u>or right-of-use assets thereof</u> in the Company is the User Department and related authorized divisions. (2) Appraisal Procedures A. For acquisition or disposal of Real Property<u>,</u> equipment <u>or right-of-use assets thereof</u> by the Company, the division responsible for implementation shall prepare a capital expenditure plan in advance and perform a feasibility analysis on the purpose and anticipated benefits of such acquisition or disposal. B. Pricing Methods and References a Acquisition or disposal of Real Property <u>or right-of-use assets thereof</u> shall be based on the publicly announced current value, appraised value and actual sale prices of neighboring property to determine the transaction terms and the transaction price. b Acquisition or disposal of equipment <u>or right-of-use assets thereof</u> shall be conducted by way of price inquiry, price competition, price negotiation or bidding. (3) When the amount of acquiring or disposing of Real Property<u>,</u> equipment <u>or right-of-use assets thereof</u> is up to certain amounts, the Company shall obtain an appraisal report prior to the Date of Occurrence from a Professional Appraiser. In acquisition or disposal of Real Property<u>,</u> equipment <u>or right-of-use assets thereof</u> where the transaction amount reaches 20% of the Company's paid-in capital or NT$300 million or more, unless otherwise transacting with a <u>domestic</u> government agency, engaging others to build on the land owned or rented by the Company, or acquiring or disposing of equipment for operating purpose<u> or the right-of-use assets thereof</u>, the Company shall obtain an appraisal report prior to the Date of Occurrence from a Professional Appraiser and shall further

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A. In the event that it is necessary to set a price limit or a specific price or a special price as a reference basis for the transaction price due to special circumstances, the transaction shall be submitted to the Board for approval in advance. The above procedures should also be followed in case the transaction terms are changed subsequently. . .	comply with the following provisions: A. In the event that it is necessary to set a price limit or a specific price or a special price as a reference basis for the transaction price due to special circumstances, the transaction shall be submitted to the Board for approval in advance. The above procedures should also be followed in case the transaction terms are changed subsequently. . .
Article 9 Procedures for Acquisition or Disposal of Memberships or Intangible Assets (1) Appraisal and Operating Procedures A. Acquisition or disposal of memberships or intangible assets by the Company shall follow the investment cycle under the Company's internal control system. B. Transaction Terms and Price, Authorized Amount, and Authority Level a For acquisition or disposal of memberships, the transaction terms and the transaction price shall be determined based on the fair market value, an analysis report shall be prepared, and approval shall be obtained according to the Company's internal authority levels. b For acquisition or disposal of intangible assets, the transaction terms and the transaction price shall be determined based on expert opinions or fair market value, an analysis report shall be prepared, and approvals shall be obtained according to the Table of Delegated Authority of the Company. C. Division Responsible for Implementation When the Company acquires or disposes of memberships or intangible assets, the User Department and related authorized divisions shall be responsible for implementation after the Company obtains the approval in accordance with the authority levels referred to in the preceding Paragraph. (2) When the amount of acquiring or disposing of memberships or intangible assets is up to certain amounts, the Company shall engage a CPA to	Article 9 Procedures for Acquisition or Disposal of Intangible Assets, Right-of-Use Assets Thereof or Memberships (1)Appraisal and Operating Procedure A. Acquisition or disposal of intangible assets, right-of-use assets thereof or memberships by the Company shall follow the investment cycle under the Company's internal control system. B. Transaction Terms and Price, Authorized Amount, and Authority Level a For acquisition or disposal of memberships, the transaction terms and the transaction price shall be determined based on the fair market value, an analysis report shall be prepared, and approval shall be obtained according to the Company's internal authority levels. b For acquisition or disposal of intangible assets or right-of-use assets thereof the transaction terms and the transaction price shall be determined based on expert opinions or fair market value, an analysis report shall be prepared, and approvals shall be obtained according to the Table of Delegated Authority of the Company. C. Division Responsible for Implementation When the Company acquires or disposes of intangible assets, right-of-use assets thereof or memberships, the User Department and related authorized divisions shall be responsible for implementation after the Company obtains the approval in accordance with the authority levels referred to in the preceding Paragraph. (2) When the amount of acquiring or disposing of intangible assets, right-of-use assets thereof or memberships is up to certain amounts, the

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render an opinion Where the Company acquires or disposes of memberships or intangible assets and the transaction amount reaches 20% of paid-in capital or NT$300 million or more, unless otherwise transacting with a government agency, the Company shall engage a CPA prior to the Date of Occurrence to render an opinion on the reasonableness of the transaction price. The CPA shall comply with the provisions of Statement of Auditing Standards No. 20 published by the ARDF.	Company shall engage a CPA to render an opinion Where the Company acquires or disposes of intangible assets, right-of-use assets thereof or memberships and the transaction amount reaches 20% of paid-in capital or NT$300 million or more, unless otherwise transacting with a domestic government agency, the Company shall engage a CPA prior to the Date of Occurrence to render an opinion on the reasonableness of the transaction price. The CPA shall comply with the provisions of Statement of Auditing Standards No. 20 published by the ARDF.
Article 13 Operating Procedures for Transactions with Related Parties When the Company intends to acquire or dispose of real property from or to a Related Party, or when the Company intends to acquire or dispose of assets other than real property from or to a Related Party and the transaction amount reaches 20% or more of the Company's paid-in capital, 10% or more of the Company's total assets, or NT$300 million or more, except in selling or purchasing government bonds or bonds under repurchase and resale agreement, or subscription or repurchase of money market funds issued by domestic securities investment trust enterprises, the Company shall not enter into any transaction contract or make any payment unless the following documents have been submitted by the division responsible for implementation to the Board for approval and recognized by the supervisors: . . (3) With respect to acquisition of real property from a Related Party, documents for assessing the reasonableness of the proposed terms and conditions in accordance with Articles 14 and 15 hereof. . . With respect to the acquisition or disposal of equipment for operating purpose between the Company and its parent company or Subsidiary, if the transaction amount does not exceed 1% of the Company's net worth shown in its Latest Financial Statements, such transaction may be delegated to the Chairman for decision and be subsequently	Article 13 Operating Procedures for Transactions with Related Parties When the Company intends to acquire or dispose of real property or right-of-use assets thereof from or to a Related Party, or when the Company intends to acquire or dispose of assets other than real property or right-of-use assets thereof from or to a Related Party and the transaction amount reaches 20% or more of the Company's paid-in capital, 10% or more of the Company's total assets, or NT$300 million or more, except in selling or purchasing domestic government bonds or bonds under repurchase and resale agreement, or subscription or repurchase of money market funds issued by domestic securities investment trust enterprises, the Company shall not enter into any transaction contract or make any payment unless the following documents have been submitted by the division responsible for implementation to the Board for approval and recognized by the supervisors: . . (3) With respect to acquisition of real property or right-of-use assets thereof from a Related Party, documents for assessing the reasonableness of the proposed terms and conditions in accordance with Articles 14 and 15 hereof. . . With respect to the acquisition or disposal of equipment for operating purpose between the Company and its parent company or Subsidiary, or with its subsidiaries in which it directly or indirectly holds 100% of the issued shares or total capital, if the transaction amount does not exceed 1% of the Company's net worth shown in its Latest Financial

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submitted to and ratified at the next Board meeting.	Statements, such transaction may be delegated by the Board of Directors to the Chairman for decision and be subsequently submitted to and ratified at the next Board meeting.: (1)Acquisition or disposal of equipment or right-of-use assets thereof held for business purposes. (2) Acquisition or disposal of real property right-of-use assets held for business purposes.
Article 14 Appraisal Procedures for Acquisition of Real Property from Related Parties (1) Where the Company acquires real property from a Related Party, the Company shall evaluate the reasonableness of the transaction costs by the following means: . . (2) Where land and structures thereupon are combined as a single property purchased in one transaction, the transaction costs for the land and the structures may be separately appraised in accordance with either of the means listed in the preceding Subparagraph. (3) Where the Company acquires real property from a Related Party and appraises the cost of the real property in accordance with the two preceding Subparagraphs, the Company shall also engage a CPA to check the appraisal and render a specific opinion. (4) Where the Company acquires real property from a Related Party and any of the following circumstances exists, the acquisition shall be conducted in accordance with Article 13 hereof and the preceding three Subparagraphs shall not apply: A. The Related Party acquires the real property through inheritance or gifts. B. More than five years have elapsed from the date that the Related Party signed the contract to acquire the real property to the signing date for the current transaction. C. The real property is acquired through signing of a joint development contract with the Related Party, or through engaging a Related Party to build real property, either on the Company's own land or on rented land.	Article 14 Appraisal Procedures for Acquisition of Real Property from Related Parties (1)Where the Company acquires real property or right-of-use assets thereof from a Related Party, the Company shall evaluate the reasonableness of the transaction costs by the following means: . . (2) Where land and structures thereupon are combined as a single property purchased or leased in one transaction, the transaction costs for the land and the structures may be separately appraised in accordance with either of the means listed in the preceding Subparagraph. (3) Where the Company acquires real property or right-of-use assets thereof from a Related Party and appraises the cost of the real property or right-of-use assets thereof in accordance with the two preceding Subparagraphs, the Company shall also engage a CPA to check the appraisal and render a specific opinion. (4) Where the Company acquires real property or right-of-use assets thereof from a Related Party and any of the following circumstances exists, the acquisition shall be conducted in accordance with Article 13 hereof and the preceding three Subparagraphs shall not apply: A. The Related Party acquires the real property or right-of-use assets thereof through inheritance or gifts. B. More than five years have elapsed from the date that the Related Party signed the contract to acquire the real property or right-of-use assets thereof to the signing date for the current transaction. C. The real property is acquired through signing of a joint development contract with the Related Party, or through engaging a Related Party to build real property, either on the Company's own land or on rented land. D. Real property right-of-use assets for business

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	purposes are acquired between the Company and its parent or subsidiaries, or with its subsidiaries in which it directly or indirectly holds 100% of the issued shares or total capital.
Article 15 Required Procedures When Transaction Cost Is Lower Than Transaction Price (1) When the results of the Company's appraisal conducted in accordance with Subparagraphs 1 and 2 of the preceding Article are both lower than the transaction price, the matter shall be handled in accordance with Subparagraphs 2, 3 and 4 of the preceding Article. However, such restriction shall not apply if any of the following circumstances exists, objective evidence has been submitted, and specific opinions on reasonableness of the transaction have been respectively provided by the professional real property appraiser and the CPA: A. Where the Related Party acquires undeveloped land or leases land for development, it may submit proof of compliance with one of the following conditions: • • b Completed transactions by unrelated parties within one year involving other floors of the same property or property in an adjacent area, where the area and transaction terms and conditions are similar after considering reasonable price discrepancies in floor or area in accordance with standard property market practices. c Completed leasing transactions by unrelated parties for other floors of the same property within one year, where the transaction terms and conditions are similar after considering reasonable price discrepancies among floors in accordance with standard property leasing market practices. B. For real property acquired from a Related Party, the Company provides evidence to prove that the terms and conditions of the transaction are similar to those completed in an adjacent area of a similar size by unrelated parties within one year. "Completed transactions for property in an	Article 15 Required Procedures When Transaction Cost Is Lower Than Transaction Price (1) When the results of the Company's appraisal conducted in accordance with Subparagraphs 1 and 2 of the preceding Article are both lower than the transaction price, the matter shall be handled in accordance with Subparagraphs 2, 3 and 4 of the preceding Article. However, such restriction shall not apply if any of the following circumstances exists, objective evidence has been submitted, and specific opinions on reasonableness of the transaction have been respectively provided by the professional real property appraiser and the CPA: A. Where the Related Party acquires undeveloped land or leases land for development, it may submit proof of compliance with one of the following conditions: • • b Completed transactions by unrelated parties within one year involving other floors of the same property or property in an adjacent area, where the area and transaction terms and conditions are similar after considering reasonable price discrepancies in floor or area in accordance with standard property market sale or leasing practices. B. For real property , or obtaining real property right-of-use assets through leasing from a related party, acquired from a Related Party, the Company provides evidence to prove that the terms and conditions of the transaction are similar to those completed transactions in an adjacent area of a similar size by unrelated parties within one year. "Completed transactions for property in an

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adjacent area" referred to in this Subparagraph in principle refers to property on the same or an adjacent block and within a distance of no more than 500 meters or property close in publicly announced current value; "similar in area" in principle refers to transactions completed by unrelated parties for properties with a land area of no less than 50% of the property in the proposed transaction; "within one year" refers to the year preceding the Date of Occurrence of the acquisition of the real property. (2) Where the Company acquires real property from a Related Party and the results of appraisals conducted in accordance with Article 14 and Subparagraph 1 of this Article are both lower than the transaction price, the following steps shall be taken: A. A special reserve shall be set aside in accordance with Paragraph 1 of Article 41 of SEA against the difference between the real property transaction price and the appraised cost, and may not be distributed or used for capital increase or issuance of bonus shares. If the Company's investor is a public company that uses the equity method to account for its investment in the Company, a special reserve shall be also set aside pro rata in a proportion consistent with such investor's shareholding in the Company in accordance with Paragraph 1 of Article 41 of SEA. B. Supervisors shall handle the relevant matters in accordance with Article 218 of Taiwan Company Act. C. Actions taken pursuant to Subparagraphs 1 and 2 of this Article shall be reported to the shareholders' meeting, and the details of the transaction shall be disclosed in the annual report and the prospectus. (3) In the event that the Company has set aside a special reserve under the preceding Subparagraph, the Company may not utilize such	adjacent area" referred to in this Subparagraph in principle refers to property on the same or an adjacent block and within a distance of no more than 500 meters or property close in publicly announced current value; "similar in area" in principle refers to transactions completed by unrelated parties for properties with a land area of no less than 50% of the property in the proposed transaction; "within one year" refers to the year preceding the Date of Occurrence of the acquisition of the real property or right-of-use assets thereof. (2) Where the Company acquires real property or right-of-use assets thereof from a Related Party and the results of appraisals conducted in accordance with Article 14 and Subparagraph 1 of this Article are both lower than the transaction price, the following steps shall be taken: A. A special reserve shall be set aside in accordance with Paragraph 1 of Article 41 of SEA against the difference between the real property or right-of-use assets thereof transaction price and the appraised cost, and may not be distributed or used for capital increase or issuance of bonus shares. If the Company's investor is a public company that uses the equity method to account for its investment in the Company, a special reserve shall be also set aside pro rata in a proportion consistent with such investor's shareholding in the Company in accordance with Paragraph 1 of Article 41 of SEA. B. Supervisors shall handle the relevant matters in accordance with Article 218 of Taiwan Company Act. Where an Audit Committee has been established in accordance with the provisions of the Securities and Exchange Act, the preceding part of this subparagraph shall apply mutatis mutandis to the independent director members of the Audit Committee. C. Actions taken pursuant to Item 1 and 2 of this Article shall be reported to the shareholders' meeting, and the details of the transaction shall be disclosed in the annual report and the prospectus. (3) In the event that the Company has set aside a special reserve under the preceding Subparagraph, the Company may not utilize such

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special reserve unless it has recognized a loss on decline in market value of the real property it purchased at a premium or such real property has been disposed of, or adequate compensation has been made, or the status quo ante has been restored, or there is other evidence confirming that there was nothing unreasonable about the transaction, and the FSC has given its consent. (4) When the Company obtains real property from a Related Party, it shall also comply with the preceding two Subparagraphs if there is other evidence indicating that the acquisition was not an arm's length transaction.	special reserve unless it has recognized a loss on decline in market value of the real property it purchased or leased at a premium or such real property has been disposed of, the leasing contract has been terminated, or adequate compensation has been made, or the status quo ante has been restored, or there is other evidence confirming that there was nothing unreasonable about the transaction, and the FSC has given its consent. (4) When the Company obtains real property or right-of-use assets thereof from a Related Party, it shall also comply with the preceding two Subparagraphs if there is other evidence indicating that the acquisition was not an arm's length transaction.
Article 25 Internal Audit Procedures (1)The Company's internal audit personnel shall periodically evaluate the suitability of internal controls of the Derivatives and conduct a monthly audit on how the department in charge complies with the procedures for engaging in Derivative transactions, and prepare an audit report. If any material violation is discovered, the internal audit personnel shall promptly report to the Chairman and the senior officers designated by the Board and notify each supervisor in writing. (2) The Company's internal audit personnel shall include the Derivative transactions in the auditing plans, report the enforcement condition of the annual auditing plan in the previous year to the FSC by the end of February in the following year, and submit the improvement on abnormal events to the FSC for reference by the end of May in the following year at the latest.	Article 25 Internal Audit Procedures (1)The Company's internal audit personnel shall periodically evaluate the suitability of internal controls of the Derivatives and conduct a monthly audit on how the department in charge complies with the procedures for engaging in Derivative transactions, and prepare an audit report. If any material violation is discovered, the internal audit personnel shall promptly report to the Chairman and the senior officers designated by the Board and notify each supervisor in writing. (2) Where independent directors have been appointed in accordance with the provisions of the Securities and Exchange Act, for matters for which notice shall be given to the supervisors under the preceding paragraph, written notice shall also be given to the independent directors. Where an Audit Committee has been established in accordance with the provisions of the Securities and Exchange Act, the provisions of the preceding subparagraph with regard to supervisors shall apply mutatis mutandis to the Audit Committee. (3) The Company's internal audit personnel shall include the Derivative transactions in the auditing plans, report the enforcement condition of the annual auditing plan in the previous year to the FSC by the end of February in the following year, and submit the improvement on abnormal events to the FSC for reference by the end of May in the following year at the latest.
Article 31 Public Announcement and Regulatory	Article 31 Public Announcement and Regulatory

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Filing Procedures (1) Under any of the following circumstances, when acquiring or disposing of assets, the Company shall publicly announce and report the relevant information on the FSC's designated website in the appropriate format as prescribed by laws and regulations within two days commencing immediately from the Date of Occurrence: A. Acquisition or disposal of real property from or to a Related Party, or acquisition or disposal of assets other than real property from or to a Related Party where the transaction amount reaches 20% or more of the Company's paid-in capital, 10% or more of the Company's total assets, or NT$300 million or more; provided, this requirement shall not apply to transactions of selling or purchasing government bonds or bonds under repurchase or resale agreement, or subscription or repurchase of money market fundsissued by domestic securities investment trust enterprises. . . D. The type of asset acquired or disposed of is equipment for operating purpose; the transaction counterparty is not a Related Party, and the transaction amount reaches NT$1 billion. E. Real property acquired under an arrangement engaging others to build on the Company's own land or rented land, a joint construction and allocation of housing units, a joint construction and allocation of ownership percentages, or a joint construction and separate sale, and the amount the Company expects to invest in the transaction reaches NT$500 million. F. Any asset transaction (other than those referred to in the preceding five Items) or Investment in Mainland China that reaches 20% or more of the Company's paid-in capital or NT$300 million except for the following: a Purchase or sale of government bonds. b Purchase or sale of Securities on foreign or domestic stock exchanges or over-the-counter markets, or subscription of	Filing Procedures (1) Under any of the following circumstances, when acquiring or disposing of assets, the Company shall publicly announce and report the relevant information on the FSC's designated website in the appropriate format as prescribed by laws and regulations within two days commencing immediately from the Date of Occurrence: A. Acquisition or disposal of real property or right-of-use assets thereof from or to a Related Party, or acquisition or disposal of assets other than real property or right-of-use assets thereof from or to a Related Party where the transaction amount reaches 20% or more of the Company's paid-in capital, 10% or more of the Company's total assets, or NT$300 million or more; provided, this requirement shall not apply to transactions of selling or purchasing domestic government bonds or bonds under repurchase or resale agreement, or subscription or repurchase of money market fundsissued by domestic securities investment trust enterprises. . . D. The type of asset acquired or disposed of is equipment or right-of-use assets thereof for operating purpose; the transaction counterparty is not a Related Party, and the transaction amount reaches NT$1 billion. E. Real property acquired under an arrangement engaging others to build on the Company's own land or rented land, a joint construction and allocation of housing units, a joint construction and allocation of ownership percentages, or a joint construction and separate sale, the transaction counterparty is not a related party, and the amount the Company expects to invest in the transaction reaches NT$500 million. F. Any asset transaction (other than those referred to in the preceding five Items) or Investment in Mainland China that reaches 20% or more of the Company's paid-in capital or NT$300 million except for the following: a Purchase or sale of domestic government bonds.

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ordinary corporate bonds or of general bank debentures without equity characteristics that are offered and issued in the domestic primary market. c Purchase or sale of bonds under repurchase and resale agreement, or subscription or repurchase of money market funds issued by domestic securities investment trust enterprises. (2) The amount of transactions specified in the preceding Subparagraph shall be calculated based on the following: . . C. The cumulative transaction amount of real property acquisitions and disposals (cumulative acquisitions and disposals, respectively) within the same development project within one year. . .	b Purchase or sale of bonds under repurchase and resale agreement, or subscription or repurchase of money market funds issued by domestic securities investment trust enterprises. (2) The amount of transactions specified in the preceding Subparagraph shall be calculated based on the following: . . C. The cumulative transaction amount of real property or right-of-use assets thereof acquisitions and disposals (cumulative acquisitions and disposals, respectively) within the same development project within one year. . .
Article 32-1 If the Company has established an audit committee in accordance with SEA, the provisions regarding supervisors set out in Articles 6, 13, 25, 32 and 34 shall apply mutatis mutandis to the audit committee of the Company. If the Company has established an audit committee in accordance with SEA, the provisions regarding supervisors set out in Item 2 of Subparagraph 2 of Article 15 shall apply mutatis mutandis to the independent directors members on the audit committee of the Company.	This article has been deleted.
Article 32-2 The calculation of 10% of total assets under the Procedures shall be based on the total amount of assets stated in the latest financial reports of the parent company or the latest standalone financial reports prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.	Article 32-1 The calculation of 10% of total assets under the Procedures shall be based on the total amount of assets stated in the latest financial reports of the parent company or the latest standalone financial reports prepared in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

■ Attachment 5

ASE Technology Holding Co., Ltd.
Table of Comparison of Procedures for Lending Funds to Other Parties

BEFORE Amendment	AFTER Amendment
Article 2 The Parties to Whom the Company May Lend Funds The Company shall not lend funds to any of its shareholders or any other persons provided that the Company may lend funds to the following parties (the "Borrower"): (1) Companies or firms that have business relationships with the Company. (2) Companies or firms that have a short-term financing need. The term "short-term"means one year or one operating cycle, whichever is longer. The parties to whom the Company's subsidiaries may lend funds shall comply with the preceding paragraph, provided, however, that for loans between foreign companies in which the Company directly or indirectly holds 100% of the voting rights, the proviso of Paragraph 2 of Article 5 hereof shall apply and subparagraph 2 of the preceding paragraph shall not apply.	Article 2 The Parties to Whom the Company May Lend Funds The Company shall not lend funds to any of its shareholders or any other persons provided that the Company may lend funds to the following parties (the "Borrower"): (1) Companies or firms that have business relationships with the Company. (2) Companies or firms that have a short-term financing need. The term "short-term"means one year or one operating cycle, whichever is longer. The parties to whom the Company's subsidiaries may lend funds shall comply with the preceding paragraph, provided, however, that for loans between foreign companies in which the Company directly or indirectly holds 100% of the voting rights, <u>and from foreign companies in which the Company directly or indirectly holds 100% of the voting rights,</u> the proviso of Paragraph 2 of Article 5 hereof shall apply and subparagraph 2 of the preceding paragraph shall not apply.
Article 5 The Term of Loan And Calculation of Interest The term of loan and calculation of interest for the Company shall be applied as follows: (1) The term of each loan shall not exceed one year. However, for lending funds to companies or firms that have business relationships with the Company, the term of loan may be extended with the approvals of the Board under special circumstances, provided that the extension for each loan shall be no more than 6 months and no more than one time. (2) Interest on the loan may be calculated at floating interest rates or fixed interest rates and adjusted according to the Company's cost of fundsat all time. Interest rate adjustments will become effective after submitted by the Finance Division of the Company (the "Finance Division") to and approved by the general manageror chief financial officer. Loan interest is calculated once every month. The term of loan and calculation of interest for funds lending by a subsidiary shall comply with the preceding paragraph. However, for loans between foreign companies in which the Company directly or indirectly holds 100% of the voting rights, the term of	Article 5 The Term of Loan And Calculation of Interest The term of loan and calculation of interest for the Company shall be applied as follows: (1) The term of each loan shall not exceed one year. However, for lending funds to companies or firms that have business relationships with the Company, the term of loan may be extended with the approvals of the Board under special circumstances, provided that the extension for each loan shall be no more than 6 months and no more than one time. (2) Interest on the loan may be calculated at floating interest rates or fixed interest rates and adjusted according to the Company's cost of fundsat all time. Interest rate adjustments will become effective after submitted by the Finance Division of the Company (the "Finance Division") to and approved by the <u>competent authorized divisions</u> general manageror chief financial officer. Loan interest is calculated once every month. The term of loan and calculation of interest for funds lending by a subsidiary shall comply with the preceding paragraph. However, for loans between foreign companies in which the Company directly or

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each loan may not exceed five years. Under special circumstances, the term of loan may beextended with the prior approval of the Board, provided that the extension for each loan shall be no more than three years and no more than one time; the restrictions under subparagraph 1 of the preceding paragraph shall not apply. In the event that the Company has established an audit committee in accordance with the Securities and Exchange Act ("SEA"), matters required to be approved by the Board in accordance with Paragraph 1 of this Article shall be first approved with the consent of one-half or more of all audit committee members and submitted to the Board for a resolution. If such proposal is not approved with the consent of one-half or more of all audit committee members as required in the preceding paragraph, the proposal may be approved with the consent of two-thirds or more of all the directors, and the resolution of the audit committee shall be recorded in the Board meeting minutes. The terms "all audit committee members" in Paragraph 3 and "all the directors" in the preceding paragraph shall be counted as the actual number of persons currently holding those positions.	indirectly holds 100% of the voting rights, <u>or from foreign companies in which the Company directly or indirectly holds 100% of the voting rights,</u> the term of each loan may not exceed five years. Under special circumstances, the term of loan may beextended with the prior approval of the Board, provided that the extension for each loan shall be no more than three years and no more than one time; the restrictions under subparagraph 1 of the preceding paragraph shall not apply. In the event that the Company has established an audit committee in accordance with the Securities and Exchange Act ("SEA"), matters required to be approved by the Board in accordance with Paragraph 1 of this Article shall be first approved with the consent of one-half or more of all audit committee members and submitted to the Board for a resolution. If such proposal is not approved with the consent of one-half or more of all audit committee members as required in the preceding paragraph, the proposal may be approved with the consent of two-thirds or more of all the directors, and the resolution of the audit committee shall be recorded in the Board meeting minutes. The terms "all audit committee members" in Paragraph 3 and "all the directors" in the preceding paragraph shall be counted as the actual number of persons currently holding those positions.
Article 6 The Operational Procedures for Lending of Funds (1) When applying to the Company for a loan, the Borrower shall provide an application letter specifying the loan amount, term of loan, purpose for loan and provision of collaterals, together with its basic information, finance information and guarantee information, etc. to the Company. (2) The Finance Division shall carefully review and evaluate the Borrower. The items for evaluation shall include: A. Necessity and reasonableness of the lending. B. The appropriateness of the loan amount granted considering the Borrower's financial condition. C. Whether the lending exceeds the limits on the aggregate lending amount. D. Impact on the Company'soperational risk, financial condition, and shareholders'equity. E. The necessity to obtain collaterals and appraisal of collaterals. F. Enclosure of credit check and risk assessment records of the Borrower. (3) For lending funds to companies or firms that have	Article 6 The Operational Procedures for Lending of Funds (1) When applying to the Company for a loan, the Borrower shall provide an application letter specifying the loan amount, term of loan, purpose for loan and provision of collaterals, together with its basic information, finance information and guarantee information, etc. to the Company. (2) The <u>competent authorized division</u> shall carefully review and evaluate the Borrower. The items for evaluation shall include: A. Necessity and reasonableness of the lending. B. The appropriateness of the loan amount granted considering the Borrower's financial condition. C. Whether the lending exceeds the limits on the aggregate lending amount. D. Impact on the Company'soperational risk, financial condition, and shareholders'equity. E. The necessity to obtain collaterals and appraisal of collaterals. F. Enclosure of credit check and risk assessment records of the Borrower. (3) For lending funds to companies or firms that have

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business relationships with the Company, the Finance Division shall assess whether the lending amount is commensurate with the sum of the value of purchase plus disbursements for provision of service or the sum of the sales revenue plus service revenue. For lending funds to companies or firms that have a short-term financing need, reasons for loans shall be enumerated.	business relationships with the Company, the competent authorized division shall assess whether the lending amount is commensurate with the sum of the value of purchase plus disbursements for provision of service or the sum of the sales revenue plus service revenue. For lending funds to companies or firms that have a short-term financing need, reasons for loans shall be enumerated.
(4) After credit investigation and evaluation by the Finance Division, if the Finance Division intends to refuse the lending because the credit rating of the Borrower is found not good enough or the lending purpose is improper, the Finance Division shall explain the reasons fordenial, submit the same togeneral manageror chief financial officer for review and reply to the Borrower promptly.	(4) After credit investigation and evaluation by the Finance Division, if the competent authorized division intends to refuse the lending because the credit rating of the Borrower is found not good enough or the lending purpose is improper, the competent authorized division shall explain the reasons fordenial, submit the same togeneral manageror chief financial officer for review and reply to the Borrower promptly.
(5) After credit investigation and evaluation by the Finance Division, if the credit rating of the Borrower is evaluated as good and the lending purpose is proper, the Finance Division shall prepare the credit investigation report and opinion, draft the terms and conditions of the lending, and report the same to the general manageror chief financial officer, who shall submit the same to the Board for approvals before lending of funds.	(5) After credit investigation and evaluation by the competent authorized division, if the credit rating of the Borrower is evaluated as good and the lending purpose is proper, the competent authorized division shall prepare the credit investigation report and opinion, draft the terms and conditions of the lending, and report the same to the general manageror chief financial officer, who shall submit the same to the Board for approvals before lending of funds.
(6) The Borrower shall complete the "Drawdown Request"and apply with the Company to draw the loan facility after the facility amount is determined and approved by the Board. The Borrower shall provide a guaranteed note or other collaterals of the same value as guarantee. The Finance Division shall complete necessary procedures (e.g. mortgage, perfection) for the collaterals provided by the Borrower.	(6) The Borrower shall complete the "Drawdown Request"and apply with the Company to draw the loan facility after the facility amount is determined and approved by the Board. The Borrower shall provide a guaranteed note or other collaterals of the same value as guarantee. The competent authorized division shall complete necessary procedures (e.g. mortgage, perfection) for the collaterals provided by the Borrower.
(7) The Finance Division shall establish the "Record Book for Lending Funds to Others"that documents information such as name of the Borrower, lending amount, date approved by the Board, date the loan is drawn, and items that should be carefully evaluated as specified in the Procedures for reference.	(7) The competent authorized division shall establish the "Record Book for Lending Funds to Others"that documents information such as name of the Borrower, lending amount, date approved by the Board, date the loan is drawn, and items that should be carefully evaluated as specified in the Procedures for reference.
(8) In the event that the Company has established an audit committee in accordance with the SEA, matters required to be approved by the Board in accordancewith Paragraph 5of this Article shall be first approved with the consent of one-half or more of all audit committee members and submitted to the Board for a resolution.	(8) In the event that the Company has established an audit committee in accordance with the SEA, matters required to be approved by the Board in accordancewith Paragraph 5of this Article shall be first approved with the consent of one-half or more of all audit committee members and submitted to the Board for a resolution.

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(9) If such proposal is not approved with the consent of one-half or more of all audit committee members as required in the precedingparagraph, the proposal may be approved with the consent of two-thirds or more of all the directors, and the resolution of the audit committee shall be recorded in the Board meeting minutes. (10) The terms “all auditcommitteemembers” in Paragraph 8and “all the directors” in the preceding paragraph shall be counted as the actual number of persons currently holding those positions.	(9) If such proposal is not approved with the consent of one-half or more of all audit committee members as required in the precedingparagraph, the proposal may be approved with the consent of two-thirds or more of all the directors, and the resolution of the audit committee shall be recorded in the Board meeting minutes. (10) The terms “all auditcommitteemembers” in Paragraph 8and “all the directors” in the preceding paragraph shall be counted as the actual number of persons currently holding those positions.
Article 7 Decision and Authorization Level (1) When the Company lends funds to others, the Finance Division shall assess the compliance with provisions of the Procedures, together with the evaluation results provided under Article 6 hereof, and submit the same to the general manager or chief financial officer for approval.The fundsmay be lent after the approvalof the Board. (2) The lending between the Company and its parent company or subsidiaries or lending between the Company’s subsidiaries shall be submitted to the Board for approvalpursuant to the preceding paragraph. After the Board’s approval, the Board may authorize the Chairman of the Board to lend to the same party in installments or as revolving loan within the specific amount and the period not exceeding one year as approved by the Board. (3) The term “specific amount”in the preceding paragraph means that the authorized amount for lending by the Company or the Company’s subsidiary to each company shall not exceed 10% of the net worth of the Company or such subsidiary as shown in the latest financial statements of the Company or of such subsidiary; however for loans between foreign companies in which the Company directly or indirectly holds 100% of the voting rights, the foregoing restrictions on the authorized amount for lending will not apply. (4) In the event that the Company has elected independent directors,when lending funds to others, the Company shall fully take into consideration each independent director’s opinions. The independentdirectors’opinions specifically expressing assent or objection and the reasons for objection shall beincluded in the Board meeting minutes. (5) In the event that the Company has established an audit committee in accordance with the SEA,	Article 7 Decision and Authorization Level (1) When the Company lends funds to others, the <u>competent authorized division</u> shall assess the compliance with provisions of the Procedures, together with the evaluation results provided under Article 6 hereof, and submit the same to the general manager or chief financial officer for approval.The fundsmay be lent after the approvalof the Board. (2) The lending between the Company and its parent company or subsidiaries or lending between the Company’s subsidiaries shall be submitted to the Board for approvalpursuant to the preceding paragraph. After the Board’s approval, the Board may authorize the Chairman of the Board to lend to the same party in installments or as revolving loan within the specific amount and the period not exceeding one year as approved by the Board. (3) The term “specific amount”in the preceding paragraph means that the authorized amount for lending by the Company or the Company’s subsidiary to each company shall not exceed 10% of the net worth of the Company or such subsidiary as shown in the latest financial statements of the Company or of such subsidiary; however for loans between foreign companies in which the Company directly or indirectly holds 100% of the voting rights, the foregoing restrictions on the authorized amount for lending will not apply. (4) In the event that the Company has elected independent directors,when lending funds to others, the Company shall fully take into consideration each independent director’s opinions. The independentdirectors’opinions specifically expressing assent or objection and the reasons for objection shall beincluded in the Board meeting minutes. (5) In the event that the Company has established an audit committee in accordance with the SEA,

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matters required to be approved by the Board in accordance with Paragraph 1of this Article shall be first approved with the consent of one-half or more of all audit committee members and submitted to the Board for a resolution. (6) If such proposal is not approved with the consent of one-half or more of all audit committee members as required in the preceding paragraph, the proposal may be approved with the consent of two-thirds or more of all the directors, and the resolution of the audit committee shall be recorded in the Board meeting minutes. (7) The terms "all audit committeemembers" in Paragraph 5and "all the directors" in the preceding paragraph shall be counted as the actual number of persons currently holding those positions. <u>(8) The Company shall report the fund lending operation and related matters at the next year's shareholders'meeting.</u>	matters required to be approved by the Board in accordance with Paragraph 1of this Article shall be first approved with the consent of one-half or more of all audit committee members and submitted to the Board for a resolution. (6) If such proposal is not approved with the consent of one-half or more of all audit committee members as required in the preceding paragraph, the proposal may be approved with the consent of two-thirds or more of all the directors, and the resolution of the audit committee shall be recorded in the Board meeting minutes. (7) The terms "all audit committeemembers" in Paragraph 5and "all the directors" in the preceding paragraph shall be counted as the actual number of persons currently holding those positions.
Article 9 Follow-up Control Measures for Lent Funds and Non-Performing Loans (1) The Finance Division shall record the abovementioned funds lending in the subsidiary ledger and compile "Detailed Information on Funds Lending to Others"on a monthly basis. (2) After a loan has been drawn, the Company shall constantly monitor the finance, business and relevant credit status of the Borrower and the guarantor from time to time. If any collateral is provided, the Company shall monitor changes in the value of the collateral. The Finance Division shall notify the Borrower to repay the loan and accrued interest or to apply for extension two months prior to the maturity date. (3) When the Borrower repays the loan on or before the maturity date, guaranteed notes shall not be returned to the Borrower and mortgages shall not be released unless the Borrower has repaid the full amount of the principal together with accrued interest. The Finance Division shall record such repayment information in the "Record Book for Lending Funds to Others." (4) If the Borrower fails to repay the loan and accrued interest or apply for extension when the loan is due, the Company shall take legal actions to preserve its rights pursuant to applicable laws after necessary notifications.	Article 9 Follow-up Control Measures for Lent Funds and Non-Performing Loans (1) The <u>competent authorized division</u> shall record the abovementioned funds lending in the subsidiary ledger and compile "Detailed Information on Funds Lending to Others"on a monthly basis. (2) After a loan has been drawn, the Company shall constantly monitor the finance, business and relevant credit status of the Borrower and the guarantor from time to time. If any collateral is provided, the Company shall monitor changes in the value of the collateral. The <u>competent authorized division</u> shall notify the Borrower to repay the loan and accrued interest or to apply for extension two months prior to the maturity date. (3) When the Borrower repays the loan on or before the maturity date, guaranteed notes shall not be returned to the Borrower and mortgages shall not be released unless the Borrower has repaid the full amount of the principal together with accrued interest. The <u>competent authorized division</u> shall record such repayment information in the "Record Book for Lending Funds to Others." (4) If the Borrower fails to repay the loan and accrued interest or apply for extension when the loan is due, the Company shall take legal actions to preserve its rights pursuant to applicable laws after necessary notifications.
Article 10 Disclosure of Information (1) The Company shall announce to the public and report the previous month's lending balance of the Company and its subsidiaries prior to the 10th day	Article 10 Disclosure of Information (1) The Company shall announce to the public and report the previous month's lending balance of the Company and its subsidiaries prior to the 10th day

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of each month. (2) If the lending balance of the Company reaches one of the following thresholds, the Company shall announce to the public and report such information within two days of occurrence of event: A. The lending balance of the Company and its subsidiaries reaches 20% or more of the Company's net worth as stated in the latest financial statements of the Company. B. The lending balance of the Company and its subsidiaries to single company reaches 10% or more of the Company's net worth as stated in the latest financial statements of the Company. C. The new lending amount of the Company or one of the Company's subsidiaries reaches NT$10 million or more and 2% or more of the Company's net worth as stated in the latest financial statements of the Company. (3) If the Company's subsidiary shall announce to the public and report information in accordance with subparagraph 3 of the preceding paragraph and such subsidiary is not a public company in the Republic of China, the Company shall announce to the public and report the information on behalf of such subsidiary. (4) Occurrence of event referred to in Paragraph 2 of this Article means the date of signing a contract, the payment date, thedate for a board of directors resolution, or a date that is appropriate to determine the trade counterparties and transaction amount, whichever is earlier. (5) The Company shall evaluate the lending status, set aside sufficient provisions for bad debts and adequately disclose the relevant information in its financial reports. The Company shall also provide certified public accountants with the relevant information for necessary audit procedures.	of each month. (2) If the lending balance of the Company reaches one of the following thresholds, the Company shall announce to the public and report such information within two days of occurrence of event: A. The lending balance of the Company and its subsidiaries reaches 20% or more of the Company's net worth as stated in the latest financial statements of the Company. B. The lending balance of the Company and its subsidiaries to single company reaches 10% or more of the Company's net worth as stated in the latest financial statements of the Company. C. The new lending amount of the Company or one of the Company's subsidiaries reaches NT$10 million or more and 2% or more of the Company's net worth as stated in the latest financial statements of the Company. (3) If the Company's subsidiary shall announce to the public and report information in accordance with subparagraph 3 of the preceding paragraph and such subsidiary is not a public company in the Republic of China, the Company shall announce to the public and report the information on behalf of such subsidiary. (4) Occurrence of event referred to in Paragraph 2 of this Article means the date of signing a contract, the payment date, thedate for a board of directors resolution, or a date that is appropriate to determine the <u>loan</u> counter parties and transaction amount, whichever is earlier. (5) The Company shall evaluate the lending status, set aside sufficient provisions for bad debts and adequately disclose the relevant information in its financial reports. The Company shall also provide certified public accountants with the relevant information for necessary audit procedures.
Article 13 Penalty Managers and in-charge personnel of the Company violating the Procedures shall be subject to disciplinary action taken according to the seriousness of the violation under the Company's rules for personnel management regulations.	Article 13 Penalty Managers and in-charge personnel of the Company violating the Procedures shall be subject to disciplinary action taken according to the seriousness of the violation under the Company's rules for personnel management regulations. <u>Responsible person of the Company violating the provisions of the Paragraph 1, Article 4 shall be liable, jointly and severally with the borrower, for the repayment of the loan at issue and for the damages, if any, to the Company resulted therefrom.</u>
Article 14 Audit Committee he Company has established an audit committee in accordance with SEA, the provisions regarding supervisors set out in Articles 8 and 11 <u>and Paragraph</u>	Article 14 Audit Committee he Company has established an audit committee in accordance with SEA, the provisions regarding supervisors set out in Articles 8 and 11 hereof shall

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2 of Article 15 hereof shall apply mutatis mutandis to the independent directors members on the audit committee of the Company.	apply mutatis mutandis to the Audit Committee of the Company.
Article 15 Implementation and Amendment (1) The Procedures shall be implemented after being approved by the promoters'meeting held on February12, 2018. (2) Any amendment of theProcedures shall be implemented after being approved by the Board andsubsequently submitted to eachsupervisorand approved by the shareholders'meeting.If any director objects to any amendment to the Procedures and such objection is recorded in the meeting minutes or a written statement, the Company shall submit such documents regarding the directors' objection to each supervisor and the shareholders'meeting for discussion. (3) In the event that the Company has elected independent directors, when submitting the Procedures to the Board for discussion in accordance with the preceding paragraph, the Company shall fully take into consideration each independent director's opinions. The independent directors'opinions specifically expressing assent or objection and the reasons for objection shall be included in the Board meeting minutes. (4) If the Company has established an audit committee in accordance with SEA, the amendment to the Procedures shall be approved with the consentof one-half or more of all audit committee members and then submitted to the Board for a resolution. (5) If such proposal is not approved with the consent of one-half or more of all audit committee members as required in the preceding paragraph,the proposal may be approved with the consent of two-thirds or more of all the directors, and the resolution of the audit committee shall be recorded in the Board meeting minutes. (6) The terms "all audit committee members" and "all the directors" in Paragraph 4shall be counted as the actual number of persons currently holding those positions.	Article 15 Implementation and Amendment (1) The Procedures shall be implemented after being approved by the promoters'meeting held on February12, 2018. (2) Any amendment of theProcedures shall be implemented after being approved by the Board andsubsequently submitted to eachsupervisorand approved by the shareholders'meeting.If any director objects to any amendment to the Procedures and such objection is recorded in the meeting minutes or a written statement, the Company shall submit such documents regarding the directors' objection to each supervisor and the shareholders'meeting for discussion. (3) In the event that the Company has elected independent directors, when submitting the Procedures to the Board for discussion in accordance with the preceding paragraph, the Company shall fully take into consideration each independent director's opinions. The independent directors' objections or qualified opinions, if any, shall be included in the Board meeting minutes. (4) If the Company has established an audit committee in accordance with SEA, the amendment to the Procedures shall be approved with the consentof one-half or more of all audit committee members and then submitted to the Board for a resolution. The preceding paragraph shall not apply. (5) If such proposal is not approved with the consent of one-half or more of all audit committee members as required in the preceding paragraph,the proposal may be approved with the consent of two-thirds or more of all the directors, and the resolution of the audit committee shall be recorded in the Board meeting minutes. (6) The terms "all audit committee members" and "all the directors" in Paragraph 4shall be counted as the actual number of persons currently holding those positions.

ASE Technology Holding Co., Ltd.
Table of Comparison of Procedures for Making Endorsements and Guarantees

BEFORE Amendment	AFTER Amendment
Article 5 The Operational Procedures for Providing Endorsements/Guarantees (1) Where a company needs an endorsement/guarantee under the amountauthorized herein, it shall report the loan amount, period, and nature of the endorsement/guarantee to the Company. The finance division of the Company (the "Finance Division") shall review the report and assess the risks, and then submit the results to the Board for approval before providing endorsements/guarantees.	Article 5 The Operational Procedures for Providing Endorsements/Guarantees (1) Where a company needs an endorsement/guarantee under the amountauthorized herein, it shall report the loan amount, period, and nature of the endorsement/guarantee to the Company. The competent authorized division of the Company shall review the report and assess the risks, submit the results to the general manager or chief financial officer, and then submit the results to the Board for approval before providing endorsements/guarantees.
(2) The Finance Division shall carry out a credit check on the endorsed/guaranteed company and evaluate the risk. The items for evaluation shall include: A. Necessity and reasonableness of the endorsement or guarantee. B. Credit check and risk assessment on the endorsed or guaranteed company. C. Impact on the Company's operational risk, financial condition, and shareholders' equity. D. The necessity to obtain collaterals and appraisal of collaterals. E. For providing endorsements/guarantees because of business relationship, whether the amount of endorsements/guarantees is commensurate with the trading amount.	(2) The competent authorized division shall carry out a credit check on the endorsed/guaranteed company and evaluate the risk. The items for evaluation shall include: A. Necessity and reasonableness of the endorsement or guarantee. B. Credit check and risk assessment on the endorsed or guaranteed company. C. Impact on the Company's operational risk, financial condition, and shareholders' equity. D. The necessity to obtain collaterals and appraisal of collaterals. E. For providing endorsements/guarantees because of business relationship, whether the amount of endorsements/guarantees is commensurate with the trading amount.
(3) If the Finance Division considers it necessary based on the results of its risks assessment, the Company shall require collaterals for the endorsement/guarantee from the endorsed/guaranteed company and complete necessary procedures (e.g. mortgage, perfection) of the collaterals.	(3) If the competent authorized division considers it necessary based on the results of its risks assessment, the Company shall require collaterals for the endorsement/guarantee from the endorsed/guaranteed company and complete necessary procedures (e.g. mortgage, perfection) of the collaterals.
(4) The Company shall establish the "Endorsement/Guarantee Record Book"Such book shall record in detail the information on the company for which the endorsement/guarantee is provided, the amount, the date that the Board or the chairman of the Board approved such endorsement/guarantee, the date that the endorsement/guarantee is made, and matters that shall be carefully assessed in accordance with this Article, and the conditions and date of release from liabilities on the endorsement/guarantee.	(4) The competent authorized division shall establish the "Endorsement/Guarantee Record Book"Such book shall record in detail the information on the company for which the endorsement/guarantee is provided, the amount, the date that the Board or the chairman of the Board approved such endorsement/guarantee, the date that the endorsement/guarantee is made, and matters that shall be carefully assessed in accordance with this Article, and the conditions and date of release from liabilities on the endorsement/guarantee.

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(5) In the event where any endorsement/guarantee is provided by the Company or its subsidiaries to one of the Company's subsidiaries whose net worth is less than 50% of its paid-in capital, the preceding four paragraphs shall apply and the finance divisions of the Company or its subsidiaries shall constantly monitor the financial status, business operations, and credit status of the endorsed/guaranteed subsidiary. Should there be any material risk event, a written report shall be immediately issued to the Board. (6) If the shares of the endorsed/guaranteed subsidiaries in the preceding paragraph do not have a par value or the par value is not NT$10, for the calculation of paid-in capital in the preceding paragraph, the sum of the share capital plus paid-in capital in excess of par shall besubstituted. (7) Inthe event that the Company has establishedan audit committee in accordance with theSecurities and Exchange Act ("SEA"), the matters required to be approved by the Board in accordancewith Paragraph 1 of thisArticle shall be first approved with the consent of one-half or more of all audit committee members and submitted to the Board for a resolution. (8) If such proposal is not approved with the consent of one-half or more of all audit committee members as required in the preceding paragraph, the proposal may be approved with the consent of two-thirds or more of all the directors, and the resolution of the audit committee shall be recorded in the Board meeting minutes. (9) The terms "all audit committeemembers" in Paragraph 7and "all the directors" in the preceding paragraph shall be counted as the actual number of persons currently holding those positions.	(5) In the event where any endorsement/guarantee is provided by the Company or its subsidiaries to one of the Company's subsidiaries whose net worth is less than 50% of its paid-in capital, the preceding four paragraphs shall apply and the <u>competent authorized division</u> of the Company or its subsidiaries shall constantly monitor the financial status, business operations, and credit status of the endorsed/guaranteed subsidiary. Should there be any material risk event, a written report shall be immediately issued to the Board. (6) If the shares of the endorsed/guaranteed subsidiaries in the preceding paragraph do not have a par value or the par value is not NT$10, for the calculation of paid-in capital in the preceding paragraph, the sum of the share capital plus paid-in capital in excess of par shall besubstituted. (7) Inthe event that the Company has establishedan audit committee in accordance with theSecurities and Exchange Act ("SEA"), the matters required to be approved by the Board in accordancewith Paragraph 1 of thisArticle shall be first approved with the consent of one-half or more of all audit committee members and submitted to the Board for a resolution. (8) If such proposal is not approved with the consent of one-half or more of all audit committee members as required in the preceding paragraph, the proposal may be approved with the consent of two-thirds or more of all the directors, and the resolution of the audit committee shall be recorded in the Board meeting minutes. (9) The terms "all audit committeemembers" in Paragraph 7and "all the directors" in the preceding paragraph shall be counted as the actual number of persons currently holding those positions.
Article 6 The Authorization Level for Providing Endorsements/Guarantees (1) When the Company processes the provision of endorsements/guarantees, it shall submit the proposal, along with the resultsof risks assessment prescribed under Article 5 hereof, to the Board for approval. If necessary, the Board may authorize the chairman of the Board to approve the provision of endorsements/guarantees provided that the amount of such endorsements/guarantees provided by the Company shall not exceed 1% of the Company's net worth as stated in the latest financial statements of the Company, and subsequently the chairman of the Board shall submit the endorsements/guarantees so approved	Article 6 The Authorization Level for Providing Endorsements/Guarantees (1) When the Company processes the provision of endorsements/guarantees, it shall submit the proposal, along with the resultsof risks assessment prescribed under Article 5 hereof, <u>to the general manager or chief financial officer</u>, <u>and obtain approval from the Board of Directors before execution</u>. If necessary, the Board may authorize the chairman of the Board to approve the provision of endorsements/guarantees provided that the amount of such endorsements/guarantees provided by the Company shall not exceed 1% of the Company's net worth as stated in the latest financial statements of the Company, and

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to the Board for ratification <u>and the handling process and relevant information shall be reported to the next year's shareholders'meeting for future reference.</u> (2) In the event that the Company has elected independent directors,when providing endorsements/guarantees for others, the Company shall fully take into consideration each independent director's opinions. The independent directors'opinions specifically expressing assent or objection and the reasons for objection shall be included in the Board meeting minutes. (3) Inthe event that the Company has established an audit committee in accordance with theSEA, the matters required to be approved by the Board in accordancewith Paragraph 1 of thisArticle shall be first approved with the consent of one-half or more of all audit committee members and submitted to the Board for a resolution. (4) If such proposal is not approved with the consent of one-half or more of all audit committee members as required in the preceding paragraph, the proposal may be approved with the consent of two-thirds or more of all the directors, and the resolution of the audit committee shall be recorded in the board meeting minutes. (5) The terms "all audit committeemembers" in Paragraph 3and "all the directors" in the preceding paragraph shall be counted as the actual number of persons currently holding those positions.	subsequently the chairman of the Board shall submit the endorsements/guarantees so approved to the Board for ratification. (2) In the event that the Company has elected independent directors,when providing endorsements/guarantees for others, the Company shall fully take into consideration each independent director's opinions. The independent directors'opinions specifically expressing assent or objection and the reasons for objection shall be included in the Board meeting minutes. (3) Inthe event that the Company has established an audit committee in accordance with theSEA, the matters required to be approved by the Board in accordancewith Paragraph 1 of thisArticle shall be first approved with the consent of one-half or more of all audit committee members and submitted to the Board for a resolution. (4) If such proposal is not approved with the consent of one-half or more of all audit committee members as required in the preceding paragraph, the proposal may be approved with the consent of two-thirds or more of all the directors, and the resolution of the audit committee shall be recorded in the board meeting minutes. (5) The terms "all audit committeemembers" in Paragraph 3and "all the directors" in the preceding paragraph shall be counted as the actual number of persons currently holding those positions.
Article 9 Disclosure of Information (1) The Company shall announce the previous month's endorsements/guarantees balance of the Company and its subsidiaries prior to the 10th day of each month. (2) If the endorsements/guarantees balance of the Company reaches one of the following thresholds, the Company shall announce to the public and report such information within two days of occurrence of event: A. The endorsements/guarantees balance of the Company and its subsidiaries reaches 50% or more of the Company's net worth as stated in the latest financial statements of the Company. B. The endorsements/guarantees balance of the Company and its subsidiaries for one single company reaches 20% or more of the Company's networth as stated in the latest financial statements of the Company. C. The endorsements/guarantees balance of the Company and its subsidiaries for one single company reaches NT$10 million or above and	Article 9 Disclosure of Information (1) The Company shall announce the previous month's endorsements/guarantees balance of the Company and its subsidiaries prior to the 10th day of each month. (2) If the endorsements/guarantees balance of the Company reaches one of the following thresholds, the Company shall announce to the public and report such information within two days of occurrence of event: A. The endorsements/guarantees balance of the Company and its subsidiaries reaches 50% or more of the Company's net worth as stated in the latest financial statements of the Company. B. The endorsements/guarantees balance of the Company and its subsidiaries for one single company reaches 20% or more of the Company's networth as stated in the latest financial statements of the Company. C. The endorsements/guarantees balance of the Company and its subsidiaries for one single company reaches NT$10 million or above and

BEFORE Amendment	AFTER Amendment
the aggregate amount of endorsements/guarantees balance to, investment of a long-term nature in, and balance of loans to such company reaches 30% or more of the Company's net worth as stated in the latest financial statements of the Company. D. The increased endorsements/guarantees amount of the Company or its subsidiaries reaches NT$30 million or above and 5% or more of the Company's net worth as stated in the latest financial statements of the Company. (3) If the Company's subsidiary shall announce to the public and report information in accordance with Subparagraph 4 of Paragraph 2 of this Article and such subsidiary is not a public company in the Republic of China, the Company shall announce to the public and report the information on behalf of such subsidiary. (4) The Company shall quarterly evaluate or record the contingent loss for endorsements/guarantees, and shall adequately disclose the information on endorsements/guarantees in its financial reports and provide certified public accountants with relevant information for necessary audit procedures. (5) Occurrence of event referred to in Paragraph 2 of this Article means the date of signing a contract, the payment date, the date for a board of directors resolution, or a date that is appropriate to determine the trade counterparties and transaction amount, whichever is earlier.	the aggregate amount of endorsements/guarantees carrying amount of investments recognized under the equity method, and balance of loans to such company reaches 30% or more of the Company's net worth as stated in the latest financial statements of the Company. D. The increased endorsements/guarantees amount of the Company or its subsidiaries reaches NT$30 million or above and 5% or more of the Company's net worth as stated in the latest financial statements of the Company. (3) If the Company's subsidiary shall announce to the public and report information in accordance with Subparagraph 4 of Paragraph 2 of this Article and such subsidiary is not a public company in the Republic of China, the Company shall announce to the public and report the information on behalf of such subsidiary. (4) The Company shall quarterly evaluate or record the contingent loss for endorsements/guarantees, and shall adequately disclose the information on endorsements/guarantees in its financial reports and provide certified public accountants with relevant information for necessary audit procedures. (5) Occurrence of event referred to in Paragraph 2 of this Article means the date of signing a contract, the payment date, the date for a board of directors resolution, or a date that is appropriate to determine the endorsement/guarantee counterparties and transaction amount, whichever is earlier.
Article 13 Audit Committee If the Company has established an audit committee in accordance with SEA, the provisions regarding supervisors set out in Paragraph 2 of Article 7, Article 10 and Paragraph 2 of Article 14 hereof shall apply mutatis mutandis to the independent directors members on the audit committee of the Company.	Article 13 Audit Committee If the Company has established an audit committee in accordance with SEA, the provisions regarding supervisors set out in Paragraph 2 of Article 7 and Article 10 shall apply mutatis mutandis to the Audit Committee.
Article 14 Implementation and Amendment (1) The Procedures shall be implemented after being approved by the promoters'meeting held on February12, 2018. (2) Any amendment of theProcedures shall be implemented after being approved by the Board andsubsequently submitted to the supervisorand approved by the shareholders'meeting.If any director objects to any amendment to the Procedures and such objection is recorded in the meeting minutes or a written statement, the	Article 14 Implementation and Amendment (1) The Procedures shall be implemented after being approved by the promoters'meeting held on February12, 2018. (2) Any amendment of theProcedures shall be implemented after being approved by the Board andsubsequently submitted to the supervisorand approved by the shareholders'meeting.If any director objects to any amendment to the Procedures and such objection is recorded in the meeting minutes or a written statement, the

<table>
<tr><th>BEFORE Amendment</th><th>AFTER Amendment</th></tr>
<tr><td>Company shall submit such documents regarding the directors’ objection to each supervisor and the shareholders’meeting for discussion.
(3) In the event that the Company has elected independent directors,when submitting the Procedures to the Board for discussion in accordance with the preceding paragraph, the Company shall fully take into consideration each independent director’s opinions. <u>The independent directors’opinions specifically expressing assent or objection and the reasons for objection shall be included in the Board meeting minutes.</u>
(4) If the Company has established an audit committee in accordance with SEA, the amendment to the Procedures shall be approved with the consent of one-half or more of all audit committee members and then submitted to the Board for a resolution.
(5) If such proposal is not approved with the consent of one all audit committee members as required in the preceding paragraph,the proposal may be approved with the consent of two-thirds or more of all the directors, and the resolution of the audit committee shall be recorded in the Board meeting minutes.
(6) The terms “all audit committee members” and “all the directors” in Paragraph 4shall be counted as the actual number of persons currently holding those positions.</td><td>Company shall submit such documents regarding the directors’ objection to each supervisor and the shareholders’meeting for discussion.
(3) In the event that the Company has elected independent directors,when submitting the Procedures to the Board for discussion in accordance with the preceding paragraph, the Company shall fully take into consideration each independent director’s opinions. <u>The independent directors’ objections or qualified opinions, if any, shall be included in the Board meeting minutes</u>.
(4) If the Company has established an audit committee in accordance with SEA, the amendment to the Procedures shall be approved with the consent of one-half or more of all audit committee members and then submitted to the Board for a resolution. <u>The preceding paragraph shall not apply</u>.
(5) If such proposal is not approved with the consent of one all audit committee members as required in the preceding paragraph,the proposal may be approved with the consent of two-thirds or more of all the directors, and the resolution of the audit committee shall be recorded in the Board meeting minutes.
(6) The terms “all audit committee members” and “all the directors” in Paragraph 4shall be counted as the actual number of persons currently holding those positions.</td></tr>
</table>

ASE Technology Holding Co., Ltd.
Table of Comparison of Articles of Incorporation

BEFORE Amendment	AFTER Amendment	Notes
Article 6. The Company's total capital is NT$50 billion divided into 5 billion shares with a par value of NT$10 per share. Stock options worth of NT$4 billion are set aside for employee subscription. The Board of Directors is authorized to issue the unissued shares in installments if deemed necessary for business purposes.	Article 6. The Company's total capital is NT$50 billion divided into 5 billion shares with a par value of NT$10 per share. Stock options worth of NT$4 billion are set aside for employee subscription. The Board of Directors is authorized to issue the unissued shares in installments if deemed necessary for business purposes. "Employees" referred to in the preceding paragraph include employees of the parent or subsidiaries of the Company that meet certain requirements, which are to be prescribed by the Board of Directors.	I. Amendment to Paragraph 2. II. Article167-2 of the Company Law amended on August 1, 2018 stipulates that employees of the parent or subsidiaries of the Company meeting certain specific requirements are entitled to receive stock options in accordance with the provision of the Articles of Incorporation. III. The Company increased the flexibility of the employee reward system to retain talents of the Group. Paragraph 2 of this Article is updated in accordance with the provisions of the Company Act.
	Article 6-1: Unless otherwise approved specifically by the central authority of the respective industry or other laws and regulations, when the Company issues new shares, there shall be 10 to 15% of such new shares reserved for subscription by employees of the Company. The Company may issue new shares to employees with restricted rights after the resolutions of the Shareholders' Meeting. The Company may buy back its shares and transfer them to employees in accordance with relevant laws and regulations. Employees referred to in the three preceding subparagraphs include employees of parent or subsidiary companies that meet certain conditions, which are to be prescribed by the Board of Directors.	I. This article has been added. II. Article 167-1 and Paragraphs 7 and 11, Article 267 of the Company Act amended on August 1, 2018 stipulate that under the provision of the Articles of Incorporation, the Company shall reserve 10 to 15% of new shares, issue restricted shares, and transfer treasury shares to employees of parent or subsidiary companies that meet certain conditions. III. The Company increased the flexibility of the employee reward system to retain the talents of the Group. This Article is revised in accordance with the Company Act.
Article 7. The share certificates shall be in	Article 7: According to Article 161-2 of the ROC	I. Article 166 of the Company Act amended on August 1,

BEFORE Amendment	AFTER Amendment	Notes
registered form and have the signatures or seals of at least three directors of the Company and shall be legally authenticated before issuance. In accordance with the provisions set forth in Article 162-2 of the ROC Company Act, the Company may choose not to provide share certificates in print form.	Company Act, the Company may be exempted from printing any share certificate for the shares issued but shall register the issued shares with a centralized securities depositary enterprise and follow the regulations of that enterprise.	2018 abolishes the system of bearer shares, so it is unnecessary to distinguish between registered shares and bearer shares. Furthermore, Paragraph 1, Article 162 of the Company Act amended the procedures from "issued" shares being affixed with the signatures or personal seals of three or more directors to "printed" shares being affixed the with signatures or personal seals of the director representing the company. Since the Company does not print shares, the specifications of Article 162 of the Company Act are not applicable. II. In order to comply with the amendments of the Company Act, the provisions on the issuance of share certificates of this Article shall be deleted, and it shall be stipulated that the Company does not issue printed shares but is registered with a centralized securities depositary enterprise and follows the regulations of that enterprise.
Article 16-1. The election of the Company's independent directors uses the candidate nomination system. Shareholders who hold 1% or more of the Company's issued shares and the Board of Directors may nominate a list of candidates for independent directors. After the Board of Directors examines and confirms the qualifications of the candidate(s) for serving as an independent director, the name(s) is/are sent to the general shareholders' meeting for election. If the general shareholders' meeting is convened by a	Article 16-1. The election of the Company's directors uses the candidate nomination system. Shareholders who hold 1% or more of the Company's issued shares and the Board of Directors may nominate a list of candidates for directors. After the Board of Directors examines and confirms the qualifications of the candidate(s) for serving as a director, the name(s) is/are sent to the general shareholders' meeting for election. If the general shareholders' meeting is convened by a person entitled to do so other than a	In response to the policy of the Financial Supervisory Commission for listed company directors to be elected via a candidate nomination system, the amendment of this Article stipulates that the independent directors and non-independent directors of the Company shall be elected via a candidate nomination system.

<table>
<tr><th>BEFORE Amendment</th><th>AFTER Amendment</th><th>Notes</th></tr>
<tr><td>person entitled to do so other than a member of the Board of Directors, after such person examines and confirms the qualifications of the candidate(s) for serving as an <u>independent director</u>, the name(s) is/are sent to the general shareholders' meeting for election. All matters regarding the acceptance method and announcement of the nomination of candidates for <u>independent directors</u> will be handled according to the ROC Company Act, the ROC Securities and Exchange Act, and other relevant laws and regulations.</td><td>member of the Board of Directors, after such person examines and confirms the qualifications of the candidate(s) for serving as a director, the name(s) is/are sent to the general shareholders' meeting for election. All matters regarding the acceptance method and announcement of the nomination of candidates for directors will be handled according to the ROC Company Act, the ROC Securities and Exchange Act, and other relevant laws and regulations.</td><td></td></tr>
<tr><td>Article 23.
If the Company is profitable, 0.1% (inclusive) to 1% (inclusive) of the profits shall be allocated as compensation to employees and 0.75% (inclusive) or less of the profits should be allocated as compensation to directors. While the Company has accumulated losses, the profit shall be set aside to compensate losses before distribution.
The compensation being distributed to employees in the form of stock or cash shall be approved by more than half of the directors at a board meeting at which two-thirds or more of the directors are present and report to the general shareholders' meeting.
"Employees" referred to in paragraph 1and 2 above includes employees of subsidiaries who meet certain qualifications. Such qualifications are to be determined by the Board of</td><td>Article 23:
If the Company is profitable, 0.1% (inclusive) to 1% (inclusive) of the profits shall be allocated as compensation to employees and 0.75% (inclusive) or less of the profits should be allocated as compensation to directors. While the Company has accumulated losses, the profit shall be set aside to compensate losses before distribution.
The compensation being distributed to employees in the form of stock or cash shall be approved by more than half of the directors at a board meeting at which two-thirds or more of the directors are present and report to the general shareholders' meeting.
<u>The Company distributes profit to employees in the form of shares by a resolution of a meeting of Board of Directors, and in accordance with the provision of the preceding paragraph, may resolve, at the same meeting of the Board of Directors, to distribute the shares by way of new shares to be issued by the Company or existing shares to be repurchased by the Company.</u>
"Employees" referred to in the <u>three preceding paragraphs</u> include employees of <u>controlling or</u> subsidiary companies that meet certain conditions, which are to be prescribed by the</td><td>I. According to Paragraph 4, Article 235-1 of the Company Act amended on August 1, 2018, it is stipulated that the Company can issue or repurchase existing shares as a way to distribute employee compensation.
II. Paragraph 5, Article 235-1 of the Company Act amended on August 1, 2018 stipulates that employee remuneration is issued to Company employees as stipulated in the Articles of Incorporation. Therefore, Paragraph 4 of this Article was amended to increase the flexibility of the employee reward system to retain the talents of the Group.</td></tr>
</table>

BEFORE Amendment	AFTER Amendment	Notes
Directors.	Board of Directors.	
Article 24. The annual net income ("Income") shall be distributed in the order of sequences below: (1) Making up for losses, if any. (2) 10% being set aside as legal reserve. (3) Allocation or reversal of a special surplus reserve in accordance with laws or regulations set forth by the authorities concerned. (4) Addition or deduction of the portion of retained earnings that are equity investment gains or losses that have been realized and measured at fair value through other overall gains or losses. The remainder plus the undistributed earnings shall be distributed in accordance with the proposal submitted by the Board of Directors and adopted by the general shareholders' meeting.	Article 24. The annual net income ("Income") shall be distributed in the order of sequences below: (1) Making up for losses, if any. (2) 10% being set aside as legal reserve. (3) Allocation or reversal of a special surplus reserve in accordance with laws or regulations set forth by the authorities concerned. The remainder plus the undistributed earnings shall be distributed in accordance with the proposal submitted by the Board of Directors and adopted by the general shareholders' meeting.	In response to the requirements of International Financial Reporting Standards No. 9 (IFRS 9), unrealized valuation gain and loss from equity investment instruments measured at fair value through other comprehensive income are directly recorded in retained earnings. Therefore, it is not necessary to make a separate provision in the Articles of Incorporation. The provisions of Subparagraph 4, Paragraph 1 of this Article are deleted.
Article 28. These Articles of Incorporation were made on February 12, 2018 as approved by all the promoters. The first amendment was made on June 21, 2018.	Article 28: These Articles of Incorporation were made on February 12, 2018 as approved by all the promoters. The first amendment was made on June 21, 2018. The second amendment was made on June 27, 2019.	The date and number of amendments are specified.

■ Attachment 8

ASE Technology Holding Co., Ltd.

Table of Comparison of Rules Governing the Election of Directors

BEFORE Amendment	AFTER Amendment
Article 2 The election of the Company's directors may be carried out by shareholders via electronic voting. When conducting the election of the Company's directors, in addition to electronic voting, voters may also use the ballots prepared by the board of directors of the Company (the "Board") and printed with their attendance pass serial numbers and the number of votes represented. The name of the voter on the ballot described in the preceding paragraph may be replaced with the attendance pass serial number. In the process of electing the Company's directors, the numbers of votes attached to each share held by a shareholder shall correspond to the number of vacancy of the directors to be appointed at the shareholders' meeting, and the total number of votes per share may be consolidated for electing one candidate or may be split for electing two or more candidates. The elections of independent directors and non-independent directors shall be conducted at the same time, but the numbers to be elected shall be separately calculated.	Article 2 The election of the Company's directors <u>by a candidate nomination system</u>, and <u>the voting</u> by shareholders via electronic voting. When conducting the election of the Company's directors, in addition to electronic voting, voters may also use the ballots prepared by the board of directors of the Company (the "Board") and printed with their attendance pass serial numbers and the number of votes represented. The name of the voter on the ballot described in the preceding paragraph may be replaced with the attendance pass serial number. In the process of electing the Company's directors, the numbers of votes attached to each share held by a shareholder shall correspond to the number of vacancy of the directors to be appointed at the shareholders' meeting, and the total number of votes per share may be consolidated for electing one candidate or may be split for electing two or more candidates. The elections of independent directors and non-independent directors shall be conducted at the same time, but the numbers to be elected shall be separately calculated.
Article 6 A ballot shall be deemed null and void under any of the following conditions: (1) It is not a ballot specified under the Rules. (2) It is not placed in the ballot box or it is a blank ballot. (3) It is illegible. (4) The name provided on the ballot is not the name of the <u>Independent</u> director listed as a candidate; name on the shareholder account or shareholder account number provided on the ballot is inconsistent with those shown in the shareholders' roster if the candidate is a shareholder; the name or identification number provided on the ballot is verified to be incorrect if the candidate is not a shareholder. (5) Ballot contain other written character in addition to the name on the shareholder account (name) or the shareholder account number (identification number) of the candidate and the	Article 6 A ballot shall be deemed null and void under any of the following conditions: (1) It is not a ballot specified under the Rules. (2) It is not placed in the ballot box or it is a blank ballot. (3) It is illegible. (4) The name provided on the ballot is not the name of the director listed as a candidate; name on the shareholder account or shareholder account number provided on the ballot is inconsistent with those shown in the shareholders' roster if the candidate is a shareholder; the name or identification number provided on the ballot is verified to be incorrect if the candidate is not a shareholder. (5) Ballot contain other written character in addition to the name on the shareholder account (name) or the shareholder account number (identification number) of the candidate and the

BEFORE Amendment	AFTER Amendment
assigned voting rights. (6) The name on the shareholder account (name) or the shareholder account number (identification number) of the candidate is not provided. (7) Two or more candidates are filled in on the same ballot.	assigned voting rights. (6) The name on the shareholder account (name) or the shareholder account number (identification number) of the candidate is not provided. (7) Two or more candidates are filled in on the same ballot.

■Appendix 1

ASE Technology Holding Co., Ltd.
Rules of Procedures for Shareholders' Meeting

Article 1 Shareholders' meetings of the ASE Technology Holding Co., Ltd. (the "Company") shall be conducted in accordance with the Rules of Procedure for Shareholders' Meeting (the "Rules").

Article 2 A shareholder (or its proxy) attending a shareholders' meeting in person shall show the attendance card and submit the signing card in lieu of signing in. The number of shares present at the meeting shall equal the aggregate number of shares held by the shareholders having submitted their signing cards, plus shares that shareholders have exercised their voting rights by way of electronic transmission.

Article 3 Each shareholder shall be entitled to one vote for each share held except for those shares prohibited from exercising voting rights in accordance with Article 179 of Taiwan Company Act or otherwise restricted under the relevant provisions of Taiwan Company Act. When a shareholder is not able to attend a shareholders' meeting, a shareholder may appoint a proxy to attend the meeting on his behalf by executing a proxy instrument prepared by the Company stating therein the scope of proxy authorization. Except for trust enterprises or stock affairs agencies approved by the competent authority of securities, in the event a person acts as the proxy for two or more shareholders, the total number of issued and voting shares entitled to be voted as represented by such proxy shall be not more than three percent of the total number of issued and voting shares of the Company; any vote in respect of the portion in excess of such three percent threshold shall not be counted.

A shareholder may only execute one proxy instrument and appoint one proxy only, and shall serve such written proxy to the Company no later than five days prior to the date of shareholders' meeting. In cases where the Company receives multiple proxy instruments from one shareholder, the first one arriving at the Company shall prevail unless an explicit statement to revoke the previous written proxy is made in the proxy which comes later.

Shareholders who have authorized a proxy to attend a shareholders' meeting later intend to attend the shareholders' meeting in person or to exercise his voting power by way of electronic transmission, the shareholder shall, at least two days prior to the date of such shareholders' meeting, serve the Company with a separate written notice revoking his previous appointment of the proxy. Votes by way of proxy shall remain valid if the relevant shareholder fails to revoke his appointment of such proxy before the prescribed time.

Article 4 A shareholders' meeting shall be held at the head office of the Company or any place that is convenient to the shareholders and suitable for such meeting. The meeting should not start earlier than 9:00 a.m. or later than 3:00 p.m.

Article 5 Unless otherwise provided in Taiwan Company Act, a shareholders' meeting shall be called by the board of directors of the Company (the "Board"), and the chairman of the Board (the "Chairman") shall preside as the chairperson at such shareholders' meeting. In the event that the Chairman is on leave of absence, or is unable to exercise his powers and authorities, Paragraph 3 of Article 208 of Taiwan Company Act shall be followed. If a shareholders' meeting is called by any person other than the Board, the person who has called the meeting shall preside as the chairperson at such shareholders' meeting; if there is more than one person who has called a shareholders' meeting, such persons shall elect one from among themselves to act as the chairperson at such shareholders' meeting.

Article 6 The Company may invite attorneys, certified public accountants or relevant persons to attend a shareholders' meeting. The staff in charge of the administrative affairs at a shareholders' meeting shall wear an identification card or a badge.

Article 7 The Company shall make audio or video recording of the entire process of a shareholders' meeting, and preserve the recordings for at least one year.

Article 8 At the scheduled time for a shareholders' meeting, the chairperson shall announce the commencement of the meeting provided that if the number of shares represented by the shareholders present at the meeting fails to exceed half of the total issued and outstanding shares of the Company (the "Quorum"), the chairperson may announce that the meeting is postponed. The postponements shall be limited to two times and the total time postponed shall not exceed one hour. If the number of shares represented by the shareholders present at the meeting fails to meet the Quorum but exceeds one third of the total number of issued and outstanding shares of the Company after the meeting has been postponed twice, a tentative resolution may be passed by a majority of those represented in accordance with Paragraph 1 of Article 175 of Taiwan Company Act. If the number of shares represented by the shareholders present at the meeting exceeds half of the total issued and outstanding shares of the Company before the end of the meeting, the tentative resolution may be re-proposed by the chairperson to be passed in the shareholders' meeting in accordance with Article 174 of Taiwan Company Act.

Article 9 If a shareholders' meeting is called by the Board, the agenda of such meeting shall be prepared by the Board and such meeting shall proceed in accordance with the agenda. No modification to the agenda shall be made unless shareholders resolve otherwise at such shareholders' meeting.

The preceding paragraph shall apply mutatis mutandis in cases where a shareholders' meeting is called by any person entitled to call the meeting other than the Board.

Before the procedure set forth in the agenda prepared pursuant to the preceding two paragraphs (including the extemporary motions) has completely ended, the chairperson may not adjourn the meeting unless shareholders resolve otherwise at such meeting.

When the meeting is adjourned, shareholders may not designate another chairperson to continue the meeting at the same venue or another venue; in the event that the chairperson adjourns the meeting in violation of the Rules, shareholders, by a majority of votes represented by the attending shareholders, may designate one person as chairperson to continue the meeting.

Article 10 During a shareholders' meeting, the chairperson may announce a break for a period of time in his discretion.

Article 11 When a shareholder present at a shareholders' meeting wishes to speak, a speech note should be filled out with summary of the speech, the shareholder account number (or the number of attendance card) and the account name of the shareholder. The chairperson should decide the sequence of speeches by shareholders. If any shareholder present at a shareholders' meeting submits a speech note but does not speak, no speech should be deemed to have been made by such shareholder. In case the contents of the actual speech of a shareholder are inconsistent with the contents of the speech note, the contents of the actual speech shall prevail. When an attending shareholder delivers a speech, unless otherwise permitted by the chairperson and the shareholder who is making the speech, no shareholder may interrupt the speech. If any shareholder violates this provision, the chairperson shall intervene to stop such interruption.

Article 12 Unless otherwise permitted by the chairperson, each shareholder shall not speak more than two times (each time not exceeding five minutes) for each proposal.

In case the speech of any shareholder violates the preceding paragraph or exceeds the scope of the proposal for current discussion, the chairperson may stop the shareholder from continuing delivering the speech.

Article 13 If a juristic person is authorized to attend the shareholders' meeting on behalf of another shareholder, only one representative of such juristic person may attend the meeting. If a juristic shareholder designates two or more representatives to attend the shareholders' meeting, only one representative can speak for each proposal.

Article 14 After the speech of a shareholder, the chairperson may respond by himself or appoint an appropriate person to respond.

Article 15 When the chairperson is of the opinion that a proposal has been sufficiently discussed to be put to vote, the chairperson may announce the cease of discussion and bring the proposal to vote.

Article 16 The chairperson shall designate the persons supervising the casting of votes and the counting thereof for resolutions. The person supervising the casting of votes shall be a shareholder. The result of the resolution shall be reported on the spot and written into records.

Article 17 Unless otherwise provided in Taiwan Company Act or the Articles of Incorporation of the Company, a resolution shall be passed by a majority of the votes represented by the shareholders present at a shareholders' meeting. During voting, resolutions shall be deemed adopted if all the attending shareholders voice no objection after consultation by the chairperson.

Article 18 If there is an amendment to or a substitute for a proposal for resolution, the chairperson shall arrange the sequence for resolution along with the original proposals. If any one of them has been adopted, the remaining proposals shall be deemed rejected and no further resolution is needed.

Article 19 The chairperson may direct disciplinary personnel (or security personnel) to maintain the order of the meeting place. Such disciplinary personnel (or security personnel) shall wear a badge marked "Disciplinary Staff".

Article 20 For matters not provided in the Rules, Taiwan Company Act, applicable laws and regulations, and the Articles of Incorporation of the Company shall apply.

Article 21 The Rules and any revisions thereof shall take effect upon approval by shareholders at the shareholders' meeting.

ASE Technology Holding Co., Ltd.
Articles of Incorporation (Before Revisions)

Chapter One: General Principals

Article 1.
The Company is called 日月光投資控股股份有限公司 and is registered as acompany limited by shares according to the ROC Company Act. The English name of the Company is ASE Technology Holding Co., Ltd.

Article 2.
The Company is engaged in the following businesses:
H201010 General Investment Business

Article 3.
The investment made by the Company in other companies as a limited liability shareholder thereof is not subject to the limitation that such investment shall not exceed a certain percentage of the paid-in capital as set forth in the ROC Company Act.

Article 4.
The Company may provide external guaranty.

Article 5.
The Company's headquarter is located in Kaohsiung, Taiwan, ROC and may set updomestic or foreign branches, offices or business establishments as resolved by the Board of Directors, if necessary.

Chapter Two: Shares

Article 6.
The Company's total capital is NT$50 billion divided into 5 billion shares with a par value of NT$10 per share. Stock options worth of NT$4 billion are set aside for employee subscription. The Board of Directors is authorized to issue the unissued shares in installments if deemed necessary for business purposes.

Article 7.
The share certificates shall be in registered form and have the signatures or seals of at least three directors of the Company and shall be legally authenticated before issuance. In accordance with the provisions set forth in Article 162-2 of the ROC Company Act, the Company may choose not to provide share certificates in print form.

Article 8.
No registration of share transfer shall be made within sixty days before each ordinary general shareholders' meeting, or within thirty days before each extraordinary general shareholders' meeting or five days before the record date for dividends, bonuses or other distributions as determined by the Company.

Article 9.
The rules governing stock affairs of the Company shall be made pursuant to the laws and the

regulations of the relevant authorities.

Chapter Three: General Shareholders' Meeting

Article 10.
General shareholders' meetings include ordinary meetings and extraordinary meetings. Ordinary meetings shall be convened according to law by the Board of Directors once annually within 6 months after the end of each fiscal year. Extraordinary meetings will be held according to the law whenever necessary.

Article 11.
General shareholders' meetings shall be convened by written notice stating the date, place and purpose dispatched to each shareholder at least 30 days, in the case of ordinary meetings, and 15 days, in the case of extraordinary meetings, prior to the date set for such meeting.

Article 12.
Unless otherwise required by the ROC Company Act, shareholders' resolutions shall be adopted by at least half of the votes of the shareholders present at a general shareholders' meeting who hold at least half of all issued and outstanding shares of the Company.

Article 13.
Each shareholder of the Company shall have one vote per share, unless otherwise provided by Article 179 of the ROC Company Act.

Article 14.
Any shareholder, who for any reason is unable to attend general shareholders' meetings, may execute a proxy printed by the Company, in which the authorized matters shall be expressly stated, to authorize a proxy to attend the meeting for him/her. Such proxy shall be submitted to the Company at least 5 days prior to the general shareholders' meeting.

Article 15.
The general shareholders' meeting shall be convened by the Board of Directors unless otherwise stipulated in the ROC Company Act, and the person presiding over the meeting will be the Chairman of the Board of Directors (the "Chairman"). If the Chairman is on leave or for any reason cannot discharge his duty, Paragraph 3 of Article 208 of the ROC Company Act should apply. If the general shareholders' meeting is convened by a person entitled to do so other than a member of the Board of Directors, that person shall act as the person presiding over the meeting . If two or more persons are entitled to call the general shareholders' meeting, those persons shall elect one to act as the person presiding over the meeting.

Chapter Four: Director

Article 16.
The Company shall have 13 directors , of which there shall be 3 independent directors and 10 non-independent directors to be elected by the general shareholders' meeting from candidates with legal capacity. Each director shall hold office for a term of three years, and may continue to serve in the office if re-elected.
The election of the directors of the Company shall be conducted pursuant to Article 198 of the ROC Company Act and relevant regulations.
When handling the aforementioned election of directors, the election of independent directors and non-independent directors should be held together, provided, however, that the number of

independent directors and non-independent directors elected shall be calculated separately; those that receive votes representing more voting rights will be elected as independent directors or non-independent directors.
The Company shall then establish an audit committee in lieu of supervisors in accordance with Article 14-4 of the ROC Securities and Exchange Act to exercise the powers and duties of supervisors stipulated in the ROC Company Act, the ROC Securities and Exchange Act, and other applicable laws and regulations. The audit committee shall comprise solely of the independent directors. The responsibilities, powers and other related matters of the audit committee shall be separately stipulated in rules adopted by the Board of Directors in accordance with applicable laws and regulations.

Article 16-1.
The election of the Company's independent directors uses the candidate nomination system. Shareholders who hold 1% or more of the Company's issued shares and the Board of Directors may nominate a list of candidates for independent directors. After the Board of Directors examines and confirms the qualifications of the candidate(s) for serving as an independent director, the name(s) is/are sent to the general shareholders' meeting for election. If the general shareholders' meeting is convened by a person entitled to do so other than a member of the Board of Directors, after such person examines and confirms the qualifications of the candidate(s) for serving as an independent director, the name(s) is/are sent to the general shareholders' meeting for election. All matters regarding the acceptance method and announcement of the nomination of candidates for independent directors will be handled according to the ROC Company Act, the ROC Securities and Exchange Act, and other relevant laws and regulations.

Article 16-2.
The remuneration of the Company's independent directors is set at NT$3 million per person annually. For those that do not serve a full year, the remuneration will be calculated in proportion to the number of days of the term that were actually served.
The additional remuneration of the Company's independent directors who are also the members of the Company's Compensation Committee is set at NT$ 360,000 per person annually. For those that do not serve a full year, the additional remuneration will be calculated in proportion to the number of days of the term that were actually served.

Article 17.
The Board of Directors is constituted by directors. Their powers and duties are as follows:
(1). Preparing business plans;
(2). Preparing surplus distribution or loss make-up proposals;
(3). Preparing proposals to increase or decrease capital;
(4). Reviewing material internal rules and contracts;
(5). Hiring and discharging the general manager;
(6). Establishing and dissolving branch offices;
(7). Reviewing budgets and audited financial statements; and
(8). Other duties and powers granted by or in accordance with the ROC Company Act or shareholders' resolutions.

Article 18.
The Board of Directors is constituted by directors, and the Chairman and Vice Chairman are elected by more than half of the directors at a board meeting at which two-thirds or more of the directors are present. If the Chairman is on leave or for any reason cannot discharge his duties, his/her acting proxy shall be elected in accordance with Article 208 of the ROC Company Act.

Article 19.
Board of Directors meetings shall be convened according to the law by the Chairman, unless otherwise stipulated by the ROC Company Act. Board of Directors meetings can be held at the place that the Company is headquartered, or at any place that is convenient for the directors to attend and appropriate for the meeting to be convened, or via video conference.

Article 19-1.
Directors shall be notified of Board of Director meetings no later than seven days prior to the meetings. However, in case of any emergency, a Board of Directors meeting may be convened at any time.
Notifications of Board of Directors meetings may be in writing or via email or fax. Article 20.
A director may execute a proxy to appoint another director to attend the Board of Directors meeting and to exercise his/her voting right, but a director can accept only one proxy.

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A director may execute a proxy to appoint another director to attend the Board of Directors meeting and to exercise his/her voting right, but a director can accept only one proxy.

Article 21.
The Company has one general manager. The appointment, discharge and salary of the general manager shall be managed in accordance with Article 29 of ROC Company Act.

Chapter Six: Accounting

Article 22.
The fiscal year of the Company starts from January 1 and ends on December 31 every year. At the end of each fiscal year, the Board of Directors shall prepare financial and accounting books in accordance with the ROC Company Act and submit them according to law to the ordinary general shareholders' meeting for approval.

Article 23.
If the Company is profitable, 0.1% (inclusive) to 1% (inclusive) of the profits shall be allocated as compensation to employees and 0.75% (inclusive) or less of the profits should be allocated as compensation to directors. While the Company has accumulated losses, the profit shall be set aside to compensate losses before distribution.
The compensation being distributed to employees in the form of stock or cash shall be approved by more than half of the directors at a board meeting at which two-thirds or more of the directors are present and report to the general shareholders' meeting.
"Employees" referred to in paragraph 1and 2 above includes employees of subsidiaries who meet certain qualifications. Such qualifications are to be determined by the Board of Directors.

Article 24.
The annual net income ("Income") shall be distributed in the order of sequences below:
(1) Making up for losses, if any.
(2) 10% being set aside as legal reserve.
(3) Allocation or reversal of a special surplus reserve in accordance with laws or regulations set forth by the authorities concerned.
(4) Addition or deduction of the portion of retained earnings that are equity investment gains or losses that have been realized and measured at fair value through other overall gains or losses.
The remainder plus the undistributed earnings shall be distributed in accordance with the proposal submitted by the Board of Directors and adopted by the general shareholders' meeting.

Article 25.

The Company is at the stage of stable growth. In order to accommodate the capital demand for the present and future business development and satisfy the shareholder's demand for the cash inflow, the Residual Dividend Policy is adopted for the dividend distribution of the Company. The ratio for cash dividends shall be not less than 30% of the total dividends; and the residual dividends shall be distributed in form of stocks in accordance with the distribution plan proposed by the Board of Directors and resolved by the general shareholders' meeting.

Chapter Seven: Appendix

Article 26.

The bylaws and rules of procedure of the Company shall be stipulated separately.

Article 27.

Any matter not covered by these Articles of Incorporation shall be subject to the ROC Company Act.

Article 28.

These Articles of Incorporation were made on February 12, 2018 as approved by all the promoters.
The first amendment was made on June 21, 2018.

■ Appendix 3

Status of Holdings of Directors

I. In accordance with Article 26 of the Securities and Exchange Act, all directors of the Company shall hold at least 103,760,601 shares.

II. As of the ex-dividend date (Apr 29, 2019) shares retained by directors are as follows:

Apr 29, 2019

Title	Name	Current Holdings	
		Number of shares	Percentage of shares
Juristic person Director	A.S.E. Enterprises Limited Represented by: Jason C.S. Chang (Chairman) Represented by: Richard H.P Chang (Vice Chairman) Represented by: Bough Lin Represented by: C.W. Tsai Represented by: Tien Wu Represented by: Joseph Tung Represented by: Raymond Lo Represented by: TS Chen Represented by: Jeffrey Chen	684,327,886	15.83%
Director	Rutherford Chang	1,577,647	0.04%
Independent Director	Sheng-Fu You	0	—
	Ta-Lin Hsu	0	—
	Mei-Yueh Ho	0	—

Note 1: As of the ex-dividend date, a total of 685,905,533 shares were retained by all directors, which meets the requirement under Article 26 of the Securities Exchange Act.

Note 2: The Company has established an Audit Committee; therefore, there is no applicable information on the number of shares retained by supervisors.

■ Appendix 4

Impact upon Business Performance, EPS and Shareholders' ROI from Non-remunerative Share Allotment

Not Application.

The dividend will be all distributed in cash for the year, not relative of the Non-remunerative Share Allotment.

Summary of Corporate Governance Differences

Item 16G. Corporate Governance

As a company listed on the NYSE, we are subject to certain corporate governance rules of the NYSE. The application of the NYSE's corporate governance rules is limited for foreign private issuers, recognizing that they have to comply with domestic requirements. As a foreign private issuer, we must comply with the following NYSE corporate governance rules: 1) satisfy the audit committee requirements of the SEC; 2) chief executive officer must promptly notify the NYSE in writing upon becoming aware of any material non-compliance with applicable NYSE corporate governance rules; 3) submit annual and interim affirmations to the NYSE regarding compliance with applicable NYSE corporate governance requirements; and 4) provide a brief description of any significant differences between our corporate governance practices and those required of U.S. companies under the NYSE listing standards. The table below sets forth the significant differences between our corporate governance practices and those required of U.S. companies under the NYSE listing standards.

New York Stock Exchange Corporate Governance Rules Applicable to U.S. Companies	Description of Significant Differences between Our Governance Practices and the NYSE Corporate Governance Rules Applicable to U.S. Companies
Director independence	
Listed companies must have a majority of independent directors, as defined under the NYSE listing standards.	Three members of our board of directors are independent as defined in Rule 10A-3 under the Exchange Act. We do not assess the independence of our directors under the independence requirements of the NYSE listing standards. Pursuant to relevant laws and regulations of the R.O.C., we have three independent directors on our board of directors that were elected through the candidate nomination system at our extraordinary general shareholders' meeting on June 21, 2018.
To empower non-management directors to serve as a more effective check on management, the non-management directors of each company must meet at regularly scheduled executive sessions without management.	All of our directors attend the meetings of the board of directors. Our non-management directors do not meet at regularly scheduled executive sessions without management. The R.O.C. Company Law does not require companies incorporated in the R.O.C. to have their non-management directors meet at regularly scheduled executive sessions without management.

New York Stock Exchange Corporate Governance Rules Applicable to U.S. Companies	Description of Significant Differences between Our Governance Practices and the NYSE Corporate Governance Rules Applicable to U.S. Companies

Nominating/Corporate governance committee

Listed companies must have a nominating/corporate governance committee composed entirely of independent directors and governed by a written charter that provides for certain responsibilities of the committee set out in the NYSE listing standards.	We do not have a nominating/corporate governance committee. The R.O.C. Company Law does not require companies incorporated in the R.O.C. to have a nominating/corporate governance committee. Currently, our board of directors performs the duties of a corporate governance committee and regularly reviews our corporate governance principles and practices. The R.O.C. Company Law requires that directors be elected by shareholders. Under R.O.C. law and regulations, companies that have independent directors are required to adopt a candidate nomination system for the election of independent directors. Our three independent directors were elected through the candidate nomination system provided in our Articles of Incorporation. All of our non-independent directors were elected directly by our shareholders at our shareholders' meetings without a nomination process.

Compensation committee

Listed companies must have a compensation committee composed entirely of independent directors and governed by a written charter that provides for certain responsibilities of the committee set out in the NYSE listing standards.	We have a compensation committee as required by the regulations promulgated by the FSC. The charter of such committee contains similar responsibilities as those provided under NYSE listing standards.
In addition to any requirement of Rule 10A-3(b)(1), all compensation committee members must satisfy the independence requirements for independent directors set out in the NYSE listing standards.	We do not assess the independence of our compensation committee member under the independence requirements of the NYSE listing standards but adopt the independence standard as promulgated under the R.O.C. Regulations

New York Stock Exchange Corporate Governance Rules Applicable to U.S. Companies	Description of Significant Differences between Our Governance Practices and the NYSE Corporate Governance Rules Applicable to U.S. Companies
	Governing the Appointment and Exercise of Powers by the Remuneration Committee of a Company Whose Stock is Listed on the Stock Exchange or Traded Over the Counter.
Audit committee	
Listed companies must have an audit committee that satisfies the requirements of Rule 10A-3 under the Exchange Act.	We have an audit committee that satisfies the requirements of Rule 10A-3 under the Exchange Act and the requirements under R.O.C. Securities and Exchange Act.
The audit committee must have a minimum of three members. In addition to any requirement of Rule 10A-3(b) (1), all audit committee members must satisfy the independence requirements for independent directors set out in the NYSE listing standards.	We currently have three members on our audit committee. Our audit committee members satisfy the independence requirements of Rule 10A-3 under the Exchange Act. We do not assess the independence of our audit committee member under the independence requirements of the NYSE listing standards.
The audit committee must have a written charter that provides for the duties and responsibilities set out in Rule 10A-3 and addresses certain other matters required by the NYSE listing standards.	Our audit committee charter provides for the audit committee to assist our board of directors in its oversight of (i) the integrity of our financial statements, (ii) the qualifications, independence and performance of our independent auditor and (iii) our compliance with legal and regulatory requirements and provides for the duties and responsibilities set out in Rule 10A-3. Our audit committee charter does not address all the matters required by the NYSE listing standards beyond the requirements of Rule 10A-3. Because the appointment and retention of our independent auditor are the responsibility of our entire board of directors under R.O.C. law and regulations, our audit committee charter provides that the audit committee shall make recommendations to the board of directors with

New York Stock Exchange Corporate Governance Rules Applicable to U.S. Companies	Description of Significant Differences between Our Governance Practices and the NYSE Corporate Governance Rules Applicable to U.S. Companies
	respect to these matters.
Each listed company must have an internal audit function.	We have an internal audit function. Under the R.O.C. Regulations for the Establishment of Internal Control Systems by Public Companies, a public company is required to set out its internal control systems in writing, including internal audit implementation rules, which must be approved by the board of directors. Our entire board of directors and the chief executive officer are responsible for the establishment of the internal audit functions, compliance with the internal audit implementation rules and oversight of our internal control systems, including the appointment and retention of our independent auditor.
Equity compensation plans	
Shareholders must be given the opportunity to vote on all equity compensation plans and material revisions thereto, except for employment inducement awards, certain grants, plans and amendments in the context of mergers and acquisitions, and certain specific types of plans.	The board of directors has authority under R.O.C. laws and regulations to approve (i) the distribution of employee compensation and (ii) employee stock option plans by a majority vote of the board of directors at a meeting where at least two-thirds of all directors are present and to grant options to employees pursuant to such plans provided that shareholders' approval is required if the exercise price of an option would be less than the closing price of the common shares on the TWSE on the grant date of the option, subject to the approval of the Securities and Futures Bureau of the FSC, and to approve treasury stock programs and the transfer of shares to employees under such programs by a majority vote of the board of directors in a meeting where at least two-thirds of all directors are present.

New York Stock Exchange Corporate Governance Rules Applicable to U.S. Companies	Description of Significant Differences between Our Governance Practices and the NYSE Corporate Governance Rules Applicable to U.S. Companies
Corporate governance guidelines	
Listed companies must adopt and disclose corporate governance guidelines.	We currently comply with the domestic non-binding Corporate Governance Best-Practice Principles for TWSE and Taipei Exchange Listed Companies promulgated by the TWSE and the Taipei Exchange, and we provide an explanation of the differences between our practice and the principles, if any, in our R.O.C. annual report.
Code of ethics for directors, officers and employees	
Listed companies must adopt and disclose a code of business conduct and ethics for directors, officers and employees, and promptly disclose any waivers of the code for directors or executive officers.	We have adopted a code of ethics that satisfies the requirements of Item 16B of Form 20-F and applies to all employees, officers, supervisors and directors of our company and our subsidiaries and will disclose any waivers of the code as required by Item 16B of Form 20-F. We have posted our code of ethics on our website.
Description of significant differences	
Listed foreign private issuers must disclose any significant ways in which their corporate governance practices differ from those followed by domestic companies under NYSE listing standards.	This table contains the significant differences between our corporate governance practices and those required of U.S. companies under the NYSE listing standards.
CEO certification	
Each listed company CEO must certify to the NYSE each year that he or she is not aware of any violation by the company of NYSE corporate governance listing standards, qualifying the certification to the extent necessary.	As a foreign private issuer, we are not required to comply with this rule; however, our chief executive officer provides certifications under Sections 302 and 906 of the Sarbanes-Oxley Act.
Each listed company CEO must promptly notify the NYSE in writing after any executive officer of the listed company becomes aware of any material non-compliance with any applicable	We intend to comply with this requirement.

provisions of Section 303A.	
Each listed company must submit an executed Written Affirmation annually to the NYSE. In addition, each listed company must submit an interim Written Affirmation each time a change occurs to the board or any of the committees subject to Section 303A. The annual and interim Written Affirmations must be in the form specified by the NYSE.	We have complied with this requirement to date and intend to continue to comply going forward.
Website	
Listed companies must have and maintain a publicly accessible website.	We have and maintain a publicly accessible website.

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