



April 22, 2025

Dear Shareholder,

AUO Corporation (AUO) will convene its Annual General Meeting (AGM) on May 28, 2025. To facilitate timely and convenient participation of shareholders in important corporate decisions, we will continue to employ a hybrid method for the meeting, thereby promoting shareholder engagement.

The AGM will be held at the company's registered office, located at No. 1, Lane 100, Section 1, Neihu District, Taipei, Taiwan, R.O.C. (112-100, Taiwan).

Shareholders will be able to participate in the meeting via video conference or by telephone. The meeting will be held in English.

Proposed Resolution

Director's Election

The Board has nominated five independent directors out of nine directors, including five female directors, all of whom are non-executive directors. The Board believes that the gender and age diversity of the Board's female members will increase from 22% to 50%. Additionally, the age range of the directors will cover generations from 36 to 65, 50-60 and 70-74. In addition to gender and age diversity, the Board considers other diverse representations of knowledge and skills, including technology, industry, research and development, marketing, ESG, risk management, finance, operations, human resources, executive compensation, and strategy. The nominees are connectors of diverse backgrounds, including the Company's founders and its management team proposed by the Corporate Governance and Nominating Committee. The Board recommends a vote "FOR" for the proposal.

Type of Nomination	Name	Age*	Gender	Professional knowledge and skills											
				IT	Finance	Manufacturing	Marketing	R&D	ESG	Human Resources	Operations	Strategy	Research	Finance	Law
Director	Chang-Jiung Wu	66 60	Male												
Director	Yi-Chun Tsai	50 53	Male												
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Yours sincerely,
AUO Corporation

Corporate Governance and Nominating Committee

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

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

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

For the fiscal year of 2024, AUO reported a net loss of NT\$3.1 billion, attributable to owners of AUO, with a basic loss per share of NT\$3.40.

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

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

In 2024, AUO restructured its operations and strategic planning around three core operating pillars: "Mobility Solution," "Vertical Solution," and "Display." By structuring its operations into three distinct pillars, AUO focuses on addressing specific challenges and opportunities of each pillar, optimizing operations to achieve the best possible performance. This approach aims to reduce the impact of cyclical fluctuations from the panel industry, ensuring stable profitability and long-term sustainable operations.



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

In 2021, the entire world went through some fluctuations, economically and politically. However, at AUO, our transformation efforts gradually bore fruits. We started to include BHTC in our revenue in Q2, and our revenue for the full year reached NT\$280 billion, up by 13% YoY. We also entered the tier 1 segment as an automotive solution provider, expanding our manufacturing and sales presence around the world. We also became more complementary with BHTC by leveraging our advantages and strengthening the benefits derived through the acquisition and consolidation with BHTC.

Despite facing significant challenges in the business environment, AUO has decided to distribute NT\$0.3 for every common share in order to deliver stable shareholder returns. Going forward, our shareholder return policy will be characterized by assessing our free cash

flow and the overall financial condition of the Company. In addition, the Company will continue to evaluate the best way to reward shareholders and employees. In accordance with the amendment of Article 14, Paragraph 6 of the Securities Exchange Act and to further align the goal of sharing the Company's operational results with non-executive employees, we proposed to amend the Company's Articles of Incorporation to disclose that no less than 10% of employee compensation should be allocated to rewards for employees.

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

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

