



Major Resolutions of Board Meetings in 2012

Date/Item	Major resolutions
1/11/2012 Board meeting	Approval of changes to financial executives, the spokesman and acting spokesman case.
3/19/2012 Board meeting	Approved the amendments to the Company's Internal Control System、 internal audit implementation rules and Company's Internal Control Self-inspection Operation Guidelines.
3/29/2012 Board meeting	Approved the 2011 Business Report and financial statements and consolidated financial reports. Approved the earning distribution proposal for 2011 with cash dividend of NT\$0.8 per share and stock dividend of NT\$0.3 per share. Approved the convening of the Company's annual shareholders' meeting for 2012. Approved loans extended to subsidiary Test Rite Retail Co., Ltd.
4/25/2012 Board meeting	Approved the 2011 Statement of Declaration on Internal Control System. Approved the amendment of earnings distribution of 2011. Approved the capitalization of retained earnings issuance of new shares. Approved of proposal for the issuance of public placement of common stock. Approved the partial amendments to "Engage in derivative transaction process" Approved the partial amendments to "Acquisition or disposal of the asset process" Approved the partial amendments to the Company's Articles of Incorporation. Approval of reported the review of shareholder proposals. Approved the amendments to the agenda and topics for Company's annual shareholders' meeting for 2012.
5/10/2012 Board meeting	Approved various proposals that would impact the Company's financial statements on the first day of adopting International Financial Reporting Standards (IFRSs)
5/21/2012 Board meeting	Approved the Company to sign the Lock-Up Agreement of selling TLM shares to Stanley Black & Decker Inc. Approved the Company to acquire the existing appliance/kitchenette assembly businesses from TLM.
5/30/2012 Board meeting	Approved the Company's 13th share buyback program.
6/18/2012 Board meeting	Elected the Company's Chairwoman. Approved the appointing members of Remuneration Committee member.
6/28/2012 Board meeting	Approved the Company's earning distribution and cash dividend proposal for fiscal year 2011 and related matters has been passed. Approved the Company's directors' and supervisors' Remuneration distribution proposal for fiscal year 2011.
7/27/2012 Board meeting	Approved the proposal for the cancellation of treasury shares for the purpose of capital reduction. Approved the Company's stock dividend proposal for fiscal year 2011 and related matters has been passed.
8/30/2012 Board meeting	Approved the Company's Financial Statements and Consolidated Financial Statements for the first half year of 2012. Approved changing CPA of financial statements. Approved to merged outstanding shares of Test-Rite International (U.S.)Co., Ltd.
11/14/2012 Board meeting	Approved the Company's managers' Employee bonus distribution proposal for fiscal year 2011 and annual bonus for 2012. Approved cash injection in Test-Rite International (U.S.) Co., Ltd. Approved of Acquired International Art Enterprise Company Limited and its subsidiary.
12/19/2012 Board meeting	Approved the Company's business plan and budget review for fiscal year 2013. Approved the Company's Internal Audit Plan for fiscal year 2013. Approved the modified of Acquired International Art Enterprise Company Limited and its subsidiary. Approved Company's US\$5 million indirect capital injection in Test Rite Business Development Corporation (China) Co., Ltd. through Test Rite Trading Co., Ltd. Approved Company's US\$9 million indirect capital injection in Test Rite (China) Investment Co., Ltd. through Test Rite Retailing Co., Ltd. Approved the partial amendments to the Company's Articles of Incorporation. Approved the partial amendments to the Company's Rules of Procedure for Board of Directors Meetings.