



HTC Board of Directors resolved to buy back HTC common stocks_ For the cancellation of shares

August 24, 2015

- 1.Date of the board of directors resolution:2015/08/24
- 2.Purpose of the share repurchase:
Such repurchase is proposed and arranged for the cancellation of shares for the Company's credit and interest of shareholders.
- 3.Type of shares to be repurchased:HTC's common stocks
- 4.Ceiling on total monetary amount of the share repurchase:
NT\$62,353,725,283 (The aforementioned NT\$62,353,725,283 is the regulatory cap on the total value of the shares could be bought.HTC Board of Directors resolved the Ceiling on total monetary amount of the repurchase is NT\$3,000,000,000.)
- 5.Scheduled period for the repurchase:2015/08/25~2015/10/24
- 6.Number of shares to be repurchased:50,000,000 shares.
- 7.Repurchase price range:NT\$ 35.00 to NT\$ 60.00 per share.
Repurchasing will continue even when the share price is lower than the lower bound of the above price range.
- 8.Method for the repurchase:Repurchase at a centralized securities exchange.
- 9.Ratio of the shares to be repurchased to total issued shares of the Company:6.04%
- 10.Number of the Company's own shares held at the time of reporting:0 shares
- 11.Status of repurchases within three years prior to the time of reporting:
HTC had bought treasury stock back once, which was 7,789,000 shares of common stock within three years prior to the time of reporting.
- 12.Status of repurchases that have been reported but not yet completed:
No repurchases that have been reported but not yet completed.
- 13.Minutes of the board of directors meeting that resolved for the share repurchase:
Proposal for the repurchase of the Company's shares and cancellation of such shares is submitted for discussion.
Contents:
(1)Pursuant to the second Article of the Regulations Governing Share Repurchases by Listed and OTC Companies, the Company will repurchase Treasury Stock for the cancellation of shares for the Company's credit and interest of shareholders.
(2) The following related matters are proposed for this repurchase:
(a) Purpose of the repurchase: Such repurchase is proposed and arranged for the cancellation of shares for the Company's credit and interest of shareholders.
(b) Types of shares to be repurchased: the Company's common shares
(c) Ceiling on total monetary amount of the repurchase: NT\$3,000,000,000.
(d) Planned period for the repurchase, and number of shares to be repurchased:It is proposed to repurchase 50,000,000 shares from August 25, 2015 to October 24, 2015.
(e) Price range of the shares to be repurchased: From NT\$35.00 to NT\$60.00, repurchasing will continue even when the share price is lower than the lower bound of the above price range.
(f) Method for the repurchase: Repurchase at a centralized securities exchange.
(3)The number of issued outstanding common shares is 828,272,225. The number of repurchased common shares constitutes 6.04 % of the issued outstanding common shares, and the Company's own funds will be used to buy Treasury Stock, so that the financial status and that capital of the Company will not be affected. By law, when the Company repurchases its own shares, it shall announce the repurchase, and report to the Financial Supervisory Commission (FSC), and make a Declaration (as Appendix 1) that was considered at a meeting of the board of directors and on which the resolution was made by the directors present.
(4) The proposal is submitted for discussion and resolution.
Resolution: This Proposal has been approved unanimously by the Directors presented (6 seats).
- 14.The rules for transfer of shares set forth in Article 10 of the Guidelines

for Repurchase of Shares by Listed and OTC Companies:N/A

15.The rules for conversion or subscription of shares set forth in Article 11 of the Guidelines for Repurchase of Shares by Listed and OTC Companies:N/A

16.Declaration that the financial state of the Company has been considered by the board of directors and that its capital maintenance will not be affected:

1. The Corporation will repurchase, through a majority vote at the 23th meeting of the 7th Board of Directors attended by at least a two-thirds quorum on August 24, 2015, its own shares at a centralized securities exchange market within two months from the day on which the repurchase was reported to the Financial Supervisory Commission (FSC).
2. Total number of common shares to be repurchased constitutes 6.04% of the issued outstanding common shares and cash needed for such repurchase constitutes 2.84% of current assets. The financial status of the Company was considered at the meeting of the Board of Directors; it is concluded that the maintenance of Company's capital would not be affected by the repurchase.
3. This Declaration has been approved unanimously by all the directors presented six at this board meeting.

HTC Corporation

17.Appraisal by a CPA or securities underwriter of the reasonableness of the share repurchase price:

The buyback of these common shares in the stated price range will not have a material impact on HTC's financial structure, book value per share, earnings per share, return on equity, quick ratio, and current ratio except for cash flow.

18.Other particular specified by the Securities and Futures Bureau:None