

ADVANCED SEMICONDUCTOR ENGINEERING INC
Form 6-K
July 15, 2015

FORM 6-K

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16
of the Securities Exchange Act of 1934

July 15, 2015

Commission File Number 001-16125

Advanced Semiconductor Engineering, Inc.
(Exact name of Registrant as specified in its charter)

26 Chin Third Road
Nantze Export Processing Zone
Kaoshiung, Taiwan
Republic of China
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F X Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Note: Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Note: Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's "home country"), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

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Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No X

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):

Not applicable

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

ADVANCED
SEMICONDUCTOR
ENGINEERING, INC.

Date: July 15,
2015

By:

/s/ Joseph Tung

Name:

Joseph Tung

Title:

Chief Financial Officer

Minutes

Of

2015 Annual Shareholders' Meeting

Of

Advanced Semiconductor Engineering, Inc.

(Translation)

1. Time: 10:00AM, Tuesday, June 23, 2015

2. Place: Zhuang Jing Auditorium, 600 Jiachang Rd., Nantz Processing Export Zone, Nantz District, Kaohsiung City

3. Present: 1. Representative of Juristic-person Director, ASE Enterprise Ltd. : Tien Wu, Joseph Tung and Raymond Lo

2. Representative of Juristic-person Supervisor, Hung Ching Development & Construction Co., Ltd. : JJ Lee

Total shares represented by shareholders and proxy present 6,943,777,901 shares(including exercised by way of electronic transmission 4,168,282,504 shares) is 91.04% of total outstanding shares of ASE 7,626,965,085 shares (excluding the shareholders who had no voting right stipulated in Company Law)

4. Chairperson's Remarks: (To be omitted)

5. Status Reports

(1) 2014 Business Report (See Attachment 1)

(2) Report by supervisors on review of the 2014 financial statements. (See Attachment 2)

(3) Report on total amount for endorsements, guarantees, and loans to third parties.

(4) Report on the implementation of the privately offered foreign convertible corporate bonds passed in the 2014 shareholders' general meeting.

(5) Report on the implementation of ASE's indirect investments in mainland China.

(6) Report on the implementation of buyback of ASE shares.

Speech of shareholder:

Shareholder's ID No. 38**80, reference number of attendance card: 65; Mr. Tao, the first speech:

A. The Company was sanctioned by the Kaohsiung Environmental Protection Bureau. What is the execution progress of the improvement plan?

B. What about the status of the cases being considered in Kaohsiung High Administrative Court and Taiwan High Court Kaohsiung Branch Court, respectively?

Shareholder No. 38**80, number of attendance card: 65; Mr. Tao, the second speech:

The Company's real estate company in Shanghai has been performing poorly. Would the Company plan to close the business?

The Chairman of this Annual General Meeting and the CFO of the Company, Mr. Joseph Tung, gave explanations in response to the shareholder's first and second speeches.

6. Matters for Ratification

Case 1 (proposed by the Board of Directors)

Proposal: Your ratification of 2014 final accounts is requested.

1. ASE's 2014 financial statements have been audited and attested by Deloitte & Touche and reviewed by the supervisors.

Explanation:

2. Please ratify the financial statements (see Attachment 3 to this manual for details) and the 2014 Business Report (see Attachment 1 to this manual for details).

Voting results: Ratify 5,672,113,172 shares (including exercised by way of electronic transmission 2,992,055,968 shares); Oppose 36,700 shares (including exercised by way of electronic transmission 36,700 shares); Abstain from voting 1,234,085,418 shares (including exercised by way of electronic transmission 1,176,189,836 shares). Resolved, that the above proposal be and hereby was approved as proposed.

Case 2 (proposed by the Board of Directors)

Proposal: Please ratify ASE's 2014 proposal for earnings distribution.

Explanation: 1. The Board of Directors has drafted ASE's 2014 proposal for surplus distribution as shown in the table below in accordance with applicable laws and ASE's Articles of Incorporation for your ratification.

Advanced Semiconductor Engineering, Inc.

2014 earnings distribution proposal

Unit: NT\$

Item	Amount
Earnings carried over from the previous year	15,193,332,441
Subtract: Actuarial losses allocated to retained earnings	32,538,303
Add: Current year gross profit	23,592,667,578
Subtract: Provision for 10% statutory surplus reserve	2,359,266,758
Current year earnings to be distributed	36,394,194,958
Items for distribution:	
Dividends (Note 1)	15,589,825,292
Current year retained earnings	20,804,369,666

Remarks:

NT\$211,200,000 to be distributed as the remuneration for directors and supervisors

NT\$2,335,600,000 to be distributed as bonuses for employees, all in cash

President: Jason C.S. Chang

Manager: Richard H.P. Chang

Accountant Manager: Joseph Tung

Note 1: A total of NT\$15,589,825,292 will be distributed as dividends to shareholders at NT\$2 per share, all of which will be distributed in cash. The above distribution of dividends to shareholders and the cash and stock dividend distribution rates are calculated based on the number (7,794,912,646) of shares recorded in the Register of Shareholders as of March 19, 2015 after treasury stocks that were already bought back by ASE were subtracted. If at a later date ASE's ECB holders exercise the right of conversion, or new shares are issued to employees against Employee Stock Option warrants, or new shares are issued by ASE for cash increase, or there is a buyback of ASE's stock, or transfer or cancellation of ASE's treasury stocks, which affects the cash distribution rate of the shareholders' bonus, requiring adjustment, the management will request the shareholders' meeting to authorize the Board of Directors to handle the situation and make adjustments accordingly..

Note 2: In response to the introduction of an integrated income tax system, earnings of the most recent year will be distributed at this time.

2. Basis date for dividend distribution: The board is authorized to set the date after it is passed at the shareholders meeting.

Speech of shareholder:

Shareholder's ID No. 55**1, reference number of attendance card: 38; Mr. Tsai spoke:

A. The Company has such low dividend yield every year. This year the dividend is NTD\$2, which is below 70% and is lower than other IC assembly and testing services providers. Could the Company increase the dividend for minority shareholders?

B. In recent years the percentage of foreign shareholders of the Company has been declining to 78% now. Is this partly due to low dividend yield?

The Chairman of this Annual Genreal Meeting asked the CFO of the Company, Mr. Joseph Tung, to give explanations, and continued the voting procedure of Proposal 2.

Resolution: Voting results: Ratify 5,701,985,653 shares (including exercised by way of electronic transmission 3,021,928,449 shares); Oppose 36,700 shares (including exercised by way of electronic transmission

36,700 shares); Abstain from voting 1,204,212,939 shares (including exercised by way of electronic transmission 1,146,317,355 shares). Resolved, that the above proposal be and hereby was approved as proposed

7. Matters for Discussion

Case 1 (proposed by the Board of Directors)

Proposal: The matter over whether to consecutively or simultaneously select one of or combine cash increase by issuing common shares and DRs, domestic cash increase by issuing common shares, and privately offered foreign convertible corporate bonds is submitted for discussion.

Explanation: To finance future capacity expansion, provide for working capital increases, repay bank loans, or cope with other needs for funds in the longer term, ASE is urged to authorize the board to consecutively or simultaneously select one of or combine issuing DRs through cash capital increases, conducting domestic cash capital increases by issuing common shares, and privately offering foreign convertible corporate bonds according to articles of incorporation, relevant regulations and the following rules.

1. The principles to issue new common shares and DR for capital increase in cash shall be as follows:

(1) The current capital increase in cash by issuing common shares and DRs shall not exceed 500 million shares with the board of directors authorized through shareholders' meetings to decide how many shares are to be issued depending on market conditions.

(2) The price at which shares are issued via issuance of DRs through cash capital increases shall not fall below 90% of the simple arithmetic mean of the share's closing price on the date the issue price is set and its closing price one, three or five days prior to the price-setting date after adjustment for any distribution of stock dividends (or cancelled shares for capital reduction) as per "Self-imposed Rules Governing Underwriters Assisting Companies in Issuing Securities" announced by Taiwan Securities Association. If relevant regulations change, the pricing method may be changed accordingly. As share prices often fluctuate substantially in a short time, the president is authorized to set the issue price by following international practices after consulting the underwriter and considering international capital markets' circumstances, domestic market prices, and the book building status. The DR's issue price is decided based on the fair market price of ASE's common stock. Original shareholders who did not participate in the offering, if for the purpose of maintaining shareholding structure, may purchase common stock in Taiwan's stock market at a price close to the DR's issue price without having to assume exchange and liquidity risks. In addition, shares issued via issuance of DRs through cash increases will dilute the

original shareholders' equity to a maximum of 6.41%, not a major impact on shareholders' rights and interests.

(3) 10%~15% of common shares issued for this capital increase in cash shall, according to Article 267 of The Company Act, be reserved for subscription by company employees and the shareholders meeting will be requested to fully appropriate the remaining 85%~90% for open issuance as the securities for DR as the original shareholders have waived their rights for subscription in accordance with Article 28-1 of the Securities Exchange Act. For the part that employees have not subscribed for, the Chairman is authorized to contact a designated party for purchase or, depending on market requirements, list as the original securities for participation in the issuance of DR.

(4) The funds raised by shares issued via issuance of DRs through this cash capital increase shall be used to expanding the factories, purchase equipment, purchase materials overseas, make reinvestments, and/or repay bank loans. Implementation shall be completed within 2 years after the funds are raised. The project is expected to boost ASE's competitiveness, improve its efficiency, and have a positive impact on shareholders' rights and interests.

(5) The board of directors is authorized to adjust, set, and administer the major contents of the cash capital increase by DR issuance plan, which includes issuance rules, source of capital, plan items, estimated progress and estimated probable effect generated as well as other matters relevant to the issuance of DR, according to market conditions. If a cash capital increase must be changed as ordered by the regulatory authority or required by circumstances, the board is authorized to make corresponding changes.

(6) In conjunction with the issuance method of common shares for this capital increase in cash and participation in DR issuance, the president or his designated representative is authorized to represent ASE in signing all documents related to the participation in the issuance of DR as well as handling all needed matters.

2. The principles for domestic cash capital increase by issuing common shares:

(1) The number of common shares issued for this domestic cash increase may not exceed 500 million shares.

(2) Face value of shares issued via cash increase is 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 and market conditions at time of issue and filed with the competent authority.

(3) According to Article 28-1 of the Securities Exchange Act, the underwriting method for the publicly offered portion shall be decided by the board of directors as authorized between public subscription and book building.

A. If public subscription is selected:

Apart from the 10%~15% of the issued shares to 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 by the existing shareholders based on the shareholding percentages on the base date. For an existing shareholder who holds insufficient shares to subscribe to one new share, joint subscription with other shareholders or combined subscription by one person will be allowed; any employee or existing shareholder who does not subscribe to the issue authorizes the Chairman to contact a designated party for purchase at the issue price.

B. If book building is selected:

Apart from the 10%~15% of the issued shares to 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 before the shares all become publicly offered based on the book building method. In addition, if ASE's employees have not subscribed sufficiently and adequately or waived the right to subscribe, the chairman may contact a designated party for purchase.

(4) The rights and obligations associated with the new shares issued for the cash increase are identical to those associated with the existing shares.

(5) The funds raised by common shares issued through this cash increase shall be used to expand factories, purchase equipment, purchase materials overseas, provide for working capital increase, make reinvestments, and/or repay bank loans. Implementation shall be completed within 2 years after the funds are raised. The project is expected to boost ASE's competitiveness, improve its efficiency, 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 issuance rules, source of capital, plan items, estimated progress and estimated probable effect generated as well as other matters relevant to the issuance of DR, according to market conditions. If a cash capital increase must be changed as ordered by the regulatory authority or required by circumstances, the board is authorized to make corresponding changes.

(7) Once the plan for cash increase is filed with the competent authority, the Chairman will be authorized to set the base date, payment period, and ex-rights date for new share issue.

3. The principles to privately issue foreign convertible corporate bonds:

(1) This private offering of foreign convertible corporate bonds is subject to a maximum of NT\$16 billion or the equivalent in foreign currencies. Please see Attachment 4 to this Agenda for the preliminary issue and conversion rules for this private offering of foreign convertible corporate bonds, which will be handled by the board of directors authorized by the shareholders meeting based on ASE's funding needs or financial market conditions.

(2) Basis and reasonableness of private offering price:

The issue price for the private offering of foreign convertible corporate bonds is set to be not lower than 80% of the formula price referred to in the Directions for Public Companies Conducting Private Placements of Securities. For the actual issue price, the shareholders meeting will be requested to grant the board of directors the authority to set the price according to the law and not below the range approved by the shareholders meeting and depending on current market and company circumstances. The price for this private offering of foreign convertible corporate bonds is set according to the regulations and in consideration of the strict restrictions for transfer timing, recipient, and quantity of privately offered securities. In addition, shares converted from corporate bonds may not be publicly listed for three years from delivery. The price and terms for this private offering of foreign convertible corporate bonds is deemed to be reasonable considering factors such as weakened liquidity.

(3) Offeree selection method and its purpose, necessity, and expected benefits:

The offeree selection procedure shall follow the rules under Article 43-6 of the Securities and Exchange Act and the previous order (91) Tai-Cai-Zheng-1 No. 0910003455 on June 13, 2002 from the Securities and Futures Commission of the Ministry of Finance. The purpose for selecting offerees is to introduce strategic investors. A strategic investor refers to an individual or corporate entity that, for the purpose of increasing ASE's profits, assists ASE to enhance technology, improve quality, increase efficiency, and expand market share through vertical or horizontal industry integration or collaboration in product or market development. The selection of offerees shall be decided by the board of directors as authorized by the shareholders meeting.

The purpose, necessity, and expected benefits are to meet the demands of ASE's operations by having private offering investors provide ASE with assistance in enhancing technology, improving quality, reducing costs, increasing efficiency, and expanding the market in order to strengthen ASE's competitiveness and improve operational efficiency and long term development.

(4) The necessity, use of funds, and expected benefits:

A. Reasons against a public offering:

The choice of a private offering is in support of ASE's future business development and plans to introduce strategic investors and in consideration of the time sensitiveness, convenience, issue costs and shareholder stability provided by a private offering. In addition, privately offered securities are restricted from free transfer under the Securities and Exchange Act, and this rule will ensure a long-term partnership between ASE and its strategic investors.

B. Maximum amount of private offering:

The total value of privately offered foreign convertible corporate bonds is limited to NT\$16 billion or its equivalent in foreign currencies at maximum. However, the actual value of private offering shall be determined according to applicable laws and regulations and financial market circumstances at the time. When a convertible corporate bond holder obtains common shares of ASE by exercising conversion rights, the number of shares is calculated based on the conversion price at the time of conversion.

C. Use of funds and expected benefits:

The current private offering of foreign convertible corporate bonds may be embarked on by the Board of Directors within a year from the date the resolution is reached during a shareholders' meeting. The raised capital is expected to be used for one or more purposes such as capital expenditure, working capital, payback of bank loans, and reinvestments. In addition, it is expected that the fund will be completely used within two years after private offering is completed. The expected benefits include a positive impact on shareholder rights and one or more of strengthened position in the industry, enhanced long term competitiveness, improved financial structure, and savings in interest expenses. However, the actual private offering and the schedule for the use of funds shall depend on ASE's capital requirements, legal regulations, and financial market circumstances.

(5) Rights and obligations associated with converting corporate bonds to common shares

The rights and obligations associated with the common shares converted from this private offering of foreign convertible corporate bonds are identical to those associated with the existing common shares of ASE. However, the listing and resale of such common shares shall be subject to the rules under the Securities and Exchange Act. Private offerings of foreign convertible corporate bonds shall be conducted in compliance with the letter from the Financial Supervisory Commission of the Executive Yuan, Jin-Guan-Zheng-1 No. 09700513881 on October 21, 2008.

(6) The private offering plan includes primarily the issue and conversion rules, actual private offering price, private offering terms, plan items, amounts, scheduled progress and expected benefits, and other matters potentially related to the issue plan. The shareholders meeting will be requested to authorize the board of directors to make adjustments at its full discretion according to ASE's financial needs, financial market conditions, and relevant regulations. The shareholders meeting will also be requested to authorize the board of directors to make modification or correction at its full discretion in response to future changes in legal regulations, orders from the competent authority, or changes in market conditions, business assessment, or objective environmental conditions.

(7) In order to complete the private offering of foreign convertible corporate bonds, the shareholders meeting will also be requested to authorize the chairman of the board or a designated person to represent ASE in the signing of all relevant contracts and documents and complete all subsequent procedures for ASE.

(8) For matters that are not covered herein, the shareholders meeting will be requested to authorize the board of directors to, in accordance with law, proceed at its own discretion.

Voting results: Ratify 5,214,738,047 shares (including exercised by way of electronic transmission 2,534,680,843 shares); Oppose 446,998,659 shares (including exercised by way of electronic transmission Resolution: 446,998,659 shares); Abstain from voting 1,244,498,586 shares (including exercised by way of electronic transmission 1,186,603,002 shares). Resolved, that the above proposal be and hereby was approved as proposed.

Case 2 (proposed by the Board of Directors)

Proposal: Please discuss the revised version of the Procedure for the Acquisition or Disposal of Assets.

1. To reflect the establishment of an audit committee by ASE to replace supervisors this year (2015), a resolution was reached in the Board of Directors' meeting on March 30, 2015 to revise some articles of the Procedure for the Acquisition or Disposal of Assets.

Explanation:

2. Your approval of the comparison of Revised Articles of the Procedure for the Acquisition or Disposal of Assets before and after revisions as shown in Attachment 5 is requested.

Voting results: Ratify 5,677,212,173 shares (including exercised by way of electronic transmission 2,997,154,969 shares); Oppose 45,955 shares (including exercised by way of electronic transmission Resolution: 45,955 shares); Abstain from voting 1,228,977,164 shares (including exercised by way of electronic transmission 1,171,081,580 shares). Resolved, that the above proposal be and hereby was approved as proposed.

Case 3 (proposed by the Board of Directors)

Proposal: Please discuss the revision of the Procedure for Lending Funds to Other Parties.

Explanation: 1. To meet the requirements of the Financial Supervisory Commission indicated in the Jin-Guan-Zheng-Shan No. 1030034970 letter and to reflect the fact that an audit committee will be established by ASE this year (2015) to replace supervisors, the Board of Directors approved the revision of some articles of the Procedure for Lending Funds to Other Parties in its meetings on September 11, 2014 and March 30, 2015, respectively.

2. Your approval of the comparison of revised articles of the Procedure for Lending Funds to Other Parties before and after revisions as shown in Attachment 6 is requested.

Voting results: Ratify 5,676,122,779 shares (including exercised by way of electronic transmission 2,996,065,575 shares); Oppose 1,135,349 shares (including exercised by way of electronic transmission 1,135,349 shares); Abstain from voting 1,228,977,164 shares (including exercised by way of electronic transmission 1,171,081,580 shares). Resolved, that the above proposal be and hereby was approved as proposed.

Case 4 (proposed by the Board of Directors)

Proposal: Please discuss the revision of the Procedure for Making Endorsements and Guarantees.

1. To reflect the establishment of an audit committee by ASE to replace supervisors this year (2015), a resolution was reached in the Board of Directors' meeting on March 30, 2015 to revise some articles of the Procedure for Making Endorsements and Guarantees.

Explanation:

2. Your approval of the comparison of revised articles of the Procedure for Making Endorsements and Guarantees before and after revisions as shown in Attachment 7 is requested.

Voting results: Ratify 5,676,138,049 shares (including exercised by way of electronic transmission 2,996,080,845 shares); Oppose 1,120,079 shares (including exercised by way of electronic transmission 1,120,079 shares); Abstain from voting 1,228,977,164 shares (including exercised by way of electronic transmission 1,171,081,580 shares). Resolved, that the above proposal be and hereby was approved as proposed.

Case 5 (proposed by the Board of Directors)

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

Explanation: 1. To reflect the establishment of an audit committee by ASE to replace supervisors this year (2015), a resolution was reached in the Board of Directors' meeting on March 30, 2015 to revise some articles of ASE's Articles of Incorporation.

2. Your approval of the comparison of ASE's Articles of Incorporation before and after revisions as shown in Attachment 8 is requested.

Voting results: Ratify 5,700,597,910 shares (including exercised by way of electronic transmission 3,020,540,706 shares); Oppose 1,423,434 shares (including exercised by way of electronic transmission 1,423,434 shares); Abstain from voting 1,204,213,948 shares (including exercised by way of electronic transmission 1,146,318,364 shares). Resolved, that the above proposal be and hereby was approved as proposed.

8. Elections

Case 1 (proposed by the Board of Directors)

Proposal: Election of directors for the new term is requested.

1. ASE now has nine directors (including two independent directors) and five supervisors whose tenure will expire on June 21, 2015. To meet the requirement of the Financial Supervisory Commission for a mandatory audit committee, ASE will only elect directors for the new term this year (2015) and establish an audit committee to replace supervisors.

Explanation: 2. In accordance with Article 16 of ASE's Articles of Incorporation, to reflect the establishment of an audit committee, during the election of 2015, 11 to 15 directors, including 3 independent directors and 8 to 12 non-independent directors will be elected for the new term. All of the directors will serve a term of three years. The resolution was reached by the Board of Directors on March 30, 2015 to elect 11 directors, including three independent directors and eight non-independent directors at this current shareholders' general meeting. The new directors will serve a term of three years that begin on June 24, 2015 and expires on June 23, 2018.

3. List of independent director candidates and their related information are specified as follows:

Name	Education	Experience	Number of shares held
Sheng-fu You	Department of Accounting, National Taiwan University College of Management	² ASE independent director and member of ASE's Remuneration Committee	0 shares

Master, Graduate Institute of Accounting, National Chengchi University ² Supervisor of Dynapack International Technology Corporation

² Supervisor of San Fu Chemical Co., Ltd.

² Supervisor of Arima Communications Corp.

² Director of Arima Lasers Corp.

² Independent director and member of
Remuneration Committee of Yulon Motors

² Member of Remuneration Committee of
Taiwan Acceptance Corporation

² Member of Remuneration Committee of Elite
Material Co., Ltd.

² CPA at Deloitte & Touche (Retired)

Ta-lin Hsu Bachelor of Physics,

² ASE independent director and member of
ASE's Remuneration Committee 0 shares

National Taiwan University

Master of Physics, NYU Polytechnic
School of Engineering

² President and Founder of H&Q Asia Pacific

Doctor of Electrical Engineering,
University of California - Berkeley

² Minister of Economic Affairs

² Chairman of Council for Economic Planning And
Development

Mei-yueh Ho Bachelor of Agricultural Chemistry,
National Taiwan University

² Independent director and member of Audit Committee
and Remuneration Committee of AU Optronics Corp.

0
shares

² Independent director and member of Audit Committee
and Remuneration Committee of Bank of Kaohsiung

² Independent director and member of Remuneration
Committee of Kinpo Electronics, Inc.

Election results: List of elected directors:

No. / ID No.	Name	Votes received	Note
1	A.S.E. Enterprises Limited representative Jason C.S. Chang	6,377,189,226	Director
3	Richard H.P. Chang	4,448,633,020	Director

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1	A.S.E. Enterprises Limited representative Tien Wu	3,133,813,210	Director
1	A.S.E. Enterprises Limited representative Joseph Tung A.S.E. Enterprises Limited	3,133,807,952	Director
1	representative Raymond Lo	3,122,586,825	Director

1	A.S.E. Enterprises Limited	3,111,482,762	Director
	representative Jeffrey Chen		
	A.S.E. Enterprises Limited		
1		3,082,831,601	Director
	representative TS Chen		
372564	Rutherford Chang	2,968,743,539	Director
H101****17	Shen-fu You	3,987,327,485	Independent Director
1943****HS	Ta-lin Hsu	3,667,616,540	Independent Director
Q200****32	Mei-yueh Ho	3,917,783,859	Independent Director

9. Other Proposals :

Case 1 (proposed by the Board of Directors)

Proposal: Waiver of non-competition clauses for newly elected directors of ASE.

1. Article 209 of the Company Act stipulates that directors should brief actions they are going to take within the scope of ASE's business operation for themselves or for others in the shareholders' meetings and obtain permission.

Explanation: 2. If, following reelection, new directors are engaged in the investment or operation of a business entity whose scope of business is similar to that of ASE and acts as a director thereof, we request that the non-competition clauses applicable to the director be waived in order to allow him or her to act as a director or the representative of said business entity, provided that such waiver will not infringe upon the interests of ASE.

Other positions held by newly elected Directors are presented below