

Audit Committee

Under R.O.C. law, the membership of the Audit Committee shall consist of all independent Directors. AM's Audit Committee satisfies this statutory requirement.

The Audit Committee assists the Board in the effectiveness of the implementation of the internal control system, the fair presentation of the financial reports, the hiring (and dismissal), independence, and performance of the certificated public accountants, the compliance with relevant laws and regulations and the management of the existing or potential risks of the Company.

The Audit Committee is responsible to review the Company's: financial reports; auditing and accounting policies and procedures; internal control systems; material asset or derivatives transactions; material lending funds, endorsements or guarantees; offering or issuance of any equity-type securities; legal compliance; related-party transactions and potential conflicts of interests involving executive officers and directors; Ombudsman reports; fraud investigation reports; corporate risk management; hiring or dismissal of an attesting CPA, or the compensation given thereto; and appointment or discharge of financial, accounting, or internal auditing officers.

The Audit Committee meets at least once every quarter. Please consult AM's Annual Report for the relevant year for the number of meetings convened and each member's attendance rate.

Compensation Committee

AM has set up a Compensation Committee for assisting the Board to conduct regular compensation review and set up compensation standard for the Directors and managers.

The members of the Compensation Committee are appointed by the Board. According to AM's Compensation Committee Charter, the Committee shall consist of independent directors or external professionals and one independent director elected by all members shall be the convener and chairman of the meeting. Currently, the Compensation Committee is comprised of all three independent directors.

The Committee shall convene at least twice a year. Please consult AM's Annual Report for the relevant year for the number of meetings convened and each member's attendance rate.

Members:

Name	Audit Committee	Compensation Committee
Chu-Sheng Hsu	v	v (Chair)
Shui-Xian Lin	v	v
Shui-En Liu	v (Convener)	v