

United Microelectronics Corporation Capital Budget Committee Charter

Article 1

Matters concerning the formation, number of members, term of office, authorities and responsibilities of this Capital Budget Committee (hereinafter referred to as "the Committee"); rules for proceedings; and resources necessary for performance of the Committee's duties to be provided by United Microelectronics Corporation (the "Company") shall be governed by this Capital Budget Committee Charter ("Charter").

Article 2

The goal to be achieved by the Committee includes review of the Company's capital expenditure budget, with the intention to strengthen corporate long-term strategy, financial planning and business performance.

Article 3

The members of the Committee shall be appointed by a resolution of the Board of Directors. The Committee shall comprise not fewer than three (3) members, each of which members shall be a member of either of the Company's independent director or non-executive director. The Committee shall, by a majority vote of all Committee members, designate one member as the convener. The term of a Committee member shall be identical to that of the Board of Directors appointing the Committee member.

Article 4

The Committee shall have the authority to resolve proposals regarding the execution, amendment and reapportionment of capital expenditure budgets, review the cost benefit analysis and monitor the executive result. Resolutions with regard to capital expenditure budgets shall be submitted to the Board of Directors for approval. Unless otherwise stipulated by law, additional capital expenditure budgets to ensure business continuity in response to natural disasters or material emergencies, shall comply with the review procedures and be approved by the Chairman of the Board prior to execution, and shall be submitted to the next meeting of the Committee and the Board of Directors for ratification.

Article 5

The Committee shall convene at least once every calendar quarter, and/or at any time as necessary.

A Committee meeting shall be called via a written notice delivered to all Committee members at least seven (7) days prior the meeting specifying a full agenda, provided, however, that such notice requirement shall be waived in the event of any anomalous and urgent circumstance requiring a shorter notice.

The convener of a Committee shall serve as the chairman of a Committee meeting. In the event that the convener takes a leave or is unable to chair a Committee meeting for any reason, the meeting shall be chaired by a proxy Committee member designated by the convener, or, if no such designation, by a Committee member elected by and from other attending Committee members.

The Committee shall be entitled to request relevant managerial officers or other personnel of the Company to attend the meeting and provide necessary information or opinions.

Article 6

The finance division or other personnel authorized by the Board of Directors shall be responsible for administration of Committee meetings.

The meeting agenda and supporting materials shall be delivered to Committee members together with a notice of the same meeting.

Article 7

The Company shall provide an attendance book for attending Committee members to sign when a Committee meeting is held.

Committee members shall attend a Committee meeting in person, and attendance via video-conference shall be considered attendance in person.

Committee members not able to attend a Committee meeting in person may appoint a proxy Committee member to attend on his/her behalf and shall, in each instance, issue a written proxy stating therein the scope of authorization with respect to the agenda for the same meeting. A Committee member shall only be allowed to act as a proxy for one (1) other Committee member.

Article 8

A resolution of the Committee shall be approved by a majority vote of all Committee members. If the chairman solicits consents from all attending Committee members and receives no dissents, a proposal shall be deemed passed with equivalent effect as a resolution by a majority vote.

The results of voting shall be announced immediately and recorded in writing.

Any objection or reservation expressed by a Committee member shall be specified on the meeting minutes.

Article 9

Discussions at the Committee meeting shall be recorded in meeting minutes. The meeting minutes shall be signed by the chairman and minutes taker, sent to each Committee member within twenty (20) days after the conclusion of a meeting, and retained for three (3) years.

The meeting minutes can be prepared and distributed electronically.

The meeting minutes shall record the matters listed below in a detailed and accurate manner:

- (1) Session, time, and place of the meeting.
- (2) Name of the meeting chairman.
- (3) Member attendance, specifying the names and number of members in attendance, excused, and absent.
- (4) Names and titles of those present at the meeting.
- (5) Name of minutes taker.
- (6) Matters reported.
- (7) Agenda items: the resolution method and outcome of each motion, and any objection or comments expressed by any Committee member.
- (8) Extraordinary motions: the name of the proposer, the resolution method and outcome of the motion, and any objection or comments expressed by any Committee member.
- (9) Other matters required to be recorded.

The attendance book is part of the meeting minutes. Where the meeting is held via a video-conference, the audio and video data, if any are recorded, shall be part of the meeting minutes.

Article 10

The implementation status of matters resolved by a Committee meeting shall be reported in the immediately subsequent Committee meeting.

Article 11

The Charter is effective after approval by a resolution of the Board of Directors, as is any amendment hereof.