

(Translation)

2008 Important Resolution of the Board Meeting

The Boards and the Supervisors unanimously approved.

1. Approved the 11th buyback the treasury share, 3,000,000 shares in total.
2. Approved the Balance Sheet after the Company' spin off.
3. Approved 2007 Financial Report
4. Approved 2007 distribution of the earnings.\
5. Approved 2007 new share issuance from earnings and employee bonus.
6. Approved the 25th revision of Article of the Incorporation
7. Approved 2008 General Shareholders' Meeting's proposals.
8. Approved of convening 2008 General Shareholders' Meeting. Time: June, 13th, 2008. Location: No.187, Jinhua St., Da-an Dist., Taipei City
9. Approved that the Company continues to lend fund to a subsidiary, AVerMedia Technologies (UK) Ltd, the amount is USD\$446,000, extended term is from April 1st 2008 to June 30th 2008, and the interest rate is 3%.
10. Approved of increasing cash investment, NTD\$10,000,000, to a subsidiary, AVerMedia Information Co, Ltd.
11. Approved 2008 written internal control system of the Company.
12. Approved the change of internal audit supervisor. Jack Chin takes over this position from Savina Yeh, the original internal audit supervisor.
13. Approved acceptance of the 2007 consolidated financial statements audited by CPA
14. Approved acceptance of Q1 2008 quarterly financial statement and quarterly consolidated financial statement audited by CPA.
15. Approved the revision of "Rules and Procedures of Board Meeting"
16. Approved of rescinding investment of the Europe subsidiaries, AVerMedia Technologies.S.L Inc. and AVerMedia Technologies France SARL.
17. Approved of rescinding investments of invested company of Sky Coast Enterprise Limited (British Virgin Islands), AVerMedia Technologies (Suzhou), Inc, and AVerMedia Gmbh.
18. Approved 2007 internal control statement of the Company
19. Approved the issuance of 21,973,978 new shares. According to the resolution of General Shareholders' Meeting on June 13th 2008, to determine the record date to distribute shares and dividend and the relevant matters, to determine July 20th 2008 is the record date to

distribute shares and dividend and to increase the capital, July 14th 2008 is the ex-dividend and ex-rights date, and July 16th 2008 is book closure date, according to regulation, the book closure period is from July 16th 2008 to July 20th 2008.

20. Approved the settlement of employees' seniority.
21. Approved the designated manager's remedy of employee pension
22. Approved the financial statement reviewed by CPA in first half 2008
23. Approved first half 2008 consolidated financial statement reviewed by CPA
24. Approved of continuing lending funds company to invested company AVerMedia Technologies (UK), Ltd, the amount is USD\$ 446,000.-
25. Buyback 3,000,000 shares of the Company via stock market. The purpose of buyback is to transfer shares to employees, buyback period is from Sep. 15th, 2008 to Nov. 14th, 2008, and the treasury stock per share is between NTD \$ 23.14 and NTD\$ 41.31, only when the treasury stock price is below the lower limit, the Company will continue to execute the buyback policy.
26. Approved the acceptance of Q3 2006 financial statement reviewed by CPA
27. Approved the record date to subscribe the shares and relevant information of the Measures of buyback shares and transfer to employees
28. Approved of rescinding canceling the investment of subsidiary SKY COAST ENTERPRISE LIMITED (British Virgin Islands)
29. Approved of releasing shares of a subsidiary, AVerMedia Information Co, Ltd.
30. Approved 2009 internal control and annual audit plan
31. Approved the amendment of promotion, wage adjustment, and wage operation.
32. Approved the record date to subscribe shares and relevant information of Measures of buyback shares and transfer to employees
33. Approved of increasing cash investment to AVerMedia Technologies (Shanghai) Ltd, the amount of increasing cash is US\$ 500,000 and the total investment amount is US\$1,200,000 after increasing cash investment.