

(Translation)

2009 Important Resolution of the Board Meeting

The Boards and the Supervisors unanimously approved.

1. Approved 2008 financial report
2. Approved the 2008 distribution of the Company's earnings
3. Approved 2008 new share issuance from earnings and employee bonus
4. Approved 2009 General Shareholders' Meeting's proposals.
5. Approved of convening 2009 General Shareholders' Meeting. Time: June 10th, 2009. Location: No.187, Jinhua St., Da-an Dist., Taipei City
6. Approved 2008 Board Supervisor election in General Shareholders' Meeting
7. Approved of submitting the Shareholders' Meeting for approval to remove the non-competition restrictions on new directors.
8. Approved revision of the Company's Procedures of Endorsement& Guarantee
9. Approved revision of the Company's Procedures of Lending Funds to Other Parties
10. Approved revision of the Company's Measures of 10th transfer of treasury stocks to employees and Measures 11th transfer of treasury stocks to employees.
11. Approved of establishing Yuan-Yi Investment Co, Ltd
12. Approved that the Company increases cash investment EUR\$500,000 to a subsidiary, AVerMedia Technologies Europe B.V.
13. Approved of increasing cash investment to a subsidiary AVerMedia Information Co, Ltd.
14. Approved that release stock of subsidiary AVerMedia Information Co, Ltd.
15. Approved AVerMedia Information's new factory building project in TuCheng
16. Approved 2009 Annual Operational Plan
17. Approved the 10th transferring the treasury stocks to employees as the average price below of the actual buyback price of treasury stocks
18. Approved the change of deputy spokesperson. Savina Yeh takes over the position from Laura Chen, original deputy spokesperson.
19. Approved acceptance of 2008 consolidated financial statements audited by CPA
20. Approved acceptance of quarterly financial statement audited by CPA and unaudited quarterly consolidated financial statement in Q1 2009.
21. Approved of establishing Yuan-Yao Investment Co, Ltd. & Yuan-Ding Investment Co, Ltd.

22. Approved the Company's 2008 internal control statement.
23. Approved the election result pursuant article 14 of *Article of the Company*: New Chairman of the Company is Michael Kuo, Vice Chairman is Moses Lee (term of office is from June 10th 2009 to June 9th 2012).
24. Approved of removing non-competition restriction on Directors of the Company.
25. Approved the Company resigned the duties of director and supervisor of AVerMedia Information on account of operation plan.
26. Approved the issuance of 3,314,123 new shares. According to the resolution of General Shareholders' Meeting on June 10th 2009, to determine the record date to distribute shares and dividend and the relevant matters, to determine July 15th 2009 is the record date to distribute shares and dividend and to increase the capital, July 9th 2009 is the ex-dividend and ex-rights date, and July 10th 2009 is book closure date, according to regulation, the book closure period is from July 11th 2009 to July 15th 2009.
27. Approved the financial statement reviewed by CPA in first half 2009.
28. Approved first half 2009 consolidated financial statement reviewed by CPA.
29. Approved AVerMedia Technologies designated Michael Kuo and Jenny Kang as Directors of AVerMedia Information; Yuan Yi Investment Company designated Allan Yang as Supervisor of AVerMedia Information.
30. Approved the Company cooperated with job rotation of Deloitte & Touche. Wencin Lin and Yiwen Wang took over the certificated CPA since Q3 2009.
31. Approved Q3 2009 quarterly financial statement audited by CPA.
32. Approved the Company changed the accounting supervisor. David Chang took over this occupation.
33. Approved 2010 internal control system & annual audit plan and establishment of "Policy for Prohibition of Insider Trading"
34. Approved the Company established AVerMedia Technologies, Inc in Japan.
35. Approved 2010 annual operational plan