

(Translation)

2010 Important Resolution of the Board Meeting

The Boards and the Supervisors unanimously approved.

1. Approved 2009 financial report
2. Approved the Company established AVerMedia Technologies, Inc. in USA
3. Approved the Company transferred the securities into the dematerialized securities. The dematerialization of securities transfer date is March 18th 2010.
4. Approved the Company's share release of AVerMedia Information, Inc.
5. Approved that 03/01/2010 is the record date to subscribe the new share and 2,000,000 shares are expected to be transferred to employees according to Measure of 10th and 12th transfer of treasury stocks to employees.
6. Approved 2009 consolidated financial statement audited by CPA.
7. Approved 2009 annual operational reports.
8. Approved 2009 distribution of earning.
9. Approved the amendment of "Article of the Company"
10. Approved the amendment of "Procedures of Acquisition or Disposal Assets"
11. Approved the amendment of the "Procedure of Board Meeting"
12. Approved of setting the independent director and "The Practice Principle of Corporate Governance of Publicly Traded Companies" and revising "Election Measure of Director and Supervisor" in accordance with the revision and augment of the Article of the Company
13. Approved of convening 2010 General Shareholders' Meeting. Time: June 15th, 2010. Location: No.187, Jinhua St., Da-An Dist., Taipei City and the meeting issue of general shareholders' meeting.
14. Approved the amendment of 2010 "Document of Internal Control System"
15. Approved 2009 internal control statement.
16. Approved acceptance of Q1 2010 quarterly financial statement and quarterly consolidated financial statement audited by CPA.
17. Approved the amendment of "Procedure for Endorsement"
18. Approved the amendment of "Procedure for Lending Funds to Other Parties"

19. Approved that set “Rules of Supervisor’s Authority Scope”
20. Approved the record date to distribute dividend in 2010, according to the resolution of General Shareholders’ Meeting of June 15th 2010, the record date to distribute dividend is on July 14th 2010; the ex-dividend date is on July 8th; the book closure date is on July 9th 2010; in accordance with the regulations, from July 9th to July 14th 2010 is book closure period.
21. Approved the first half 2010 financial statement audited by CPA.
22. Approved the first half 2010 consolidated financial statement audited by CPA.
23. Approved Miss Yiwen Wang and Mr. Shinwei Dai will take over the certification CPA since Q3 2010 in accordance with rotation of Deloitte & Touche.
24. Approved the Company lend fund to a subsidiary, AVerMedia Technologies Europe B.V., the amount is €1,500,000, the chairman is authorized to execute the details of lending.
25. Approved of the Q3 2010 quarterly financial statement audited by CPA.
26. Approved of the Q3 2010 unaudited consolidated financial statement.
27. Approved November 30th 2010 is the record date to subscribe shares in accordance with “The 11th and 12th Measures of buyback shares and transfer to employees”, expected to transfer 5,000,000 shares to employees.
28. Approved 2011 "internal control system"&"annual audit plan"