

ABIT Computer Corp.
Meeting Minutes
Of the Board of Directors

(92)Sheng (Tung)No.012

A Meeting of the Board of Directors of ABIT Computer Corporation (the "Company") was held at the main conference room at 10F, No. 323, Yang-Guang Street, Taipei, Taiwan, upon the 26th day of August, 2003, at the hour of 16:00, pursuant to a written notice issued to all the Directors of the Company.

The following Directors of the Company were present in person or by proxy:

Lu Yi-Tsun, Lin Wen-Chung, Hsu Shaw-Li, Ke Cheng-En

Observers: Lee Chun-Hsiu, Chiang Wei-Yi, Tseng Deh-Han

Mr. Lu Yi-Tsun, Chairman of the Board, presided at the meeting. Chan Chun-Hui acted as the Secretary of the meeting.

I. General Report to the Board of Directors: skipped

II. Motions:

The Chairman explained the purpose for which the meeting has been called.

The Company previously planned to issue secured ECB for the second time in 2003. Now it is moved that such decision be amended to the issuance of unsecured ECB for the second time in 2003. Discussion and approval on such motion is hereby invited.

Explanation:

1. In response to the needs of the market, and after evaluating on the acceptability of the market and the efficient use of corporate resources, it is hereby moved to amend the issuance of secured ECB to unsecured ECB. The amount of the said issue is set up to US\$85,000,000. The actual amount of bonds to be issued shall be determined by the chairman of the board as authorized and in compliance with applicable laws and regulations.
2. The plan for the use of fund solicited from the said ECB, the expected progress and

result are fully described in Appendix 1. The Chinese and English versions of the Provisional Regulation for the Issuance of the ECB are shown in Appendix 2.

3. The institution of the actual regulation, procedure and conditions for the issuance of the said bonds shall be varied, altered or revised by the chairman of the board or any specific person as authorized by the board depending on the requirements of applicable laws and regulations as well as the market situation.
4. For facilitating the issuance of the said ECB and related duties, it is hereby moved that the board shall authorize the chairman of the board or specific person to act in the name of and on behalf of the company in making decisions and apply signature to any matter pertinent to the said issuance of ECB.
5. This motion is hereby seconded for discussion and approval.

Upon motion duly made and seconded, the following resolution was adopted:

Resolved: That the Company be authorized to execute the issuance of ECB as proposed.

Upon motion duly made and seconded, the meeting was adjourned.

Chairman: Lu Yi-Tsun

Reported by: Chan Chun-Hui