

OFFICIAL LETTER**FAIR TRADE COMMISSION, EXECUTIVE YUAN of THE R.O.C.**

To: Acer Display Technology, Inc.
Type of Document: Urgent
Issue Date: May 11, 2001
Reference No. (90) Kung Rth No. 9004457-001
Attachment: Allowance Notice

Subject:

The allowance decision for the application for the merger acquisition of Acer Display Technology, Inc. and Unipac Optoelectronics Corp., under Paragraph 3, Article 11-1 of Fair Trade Law has been made in the No. 495 Meeting dated May 3, 2001. Enclosed for your record is a copy of the allowance decision.

Note:

Reply to the application for the merger acquisition of Acer Display Technology, Inc. and Unipac Optoelectronics Corp., filed on March 30, 2001.

The original copies send to:

Acer Display Technology, Inc. Representative: K. Y. Lee
Unipac Optoelectronics Corp., Representative: Ing Dar Liu

**Sealed
Commissioner
Tsong Le Huang**

行政院公平交易委員會 函

受文者：達基科技股份有限公司

代表人：李焜耀 君

速別：特急件

密等及解密條件：

發文日期：中華民國九十年五月十一日

發文字號：(九十)公貳字第900四四五七-001號

附件：許可決定書

主旨：貴公司等依公平交易法第十一條第一項第三款規定申請結合許可乙案，業經本會九十年五月三日第四九五次委員會議決議通過，准予結合，茲檢送許可決定書乙份，請 查照。

說明：復 貴公司等九十年三月三十日事業結合申請書。

正本：達基科技股份有限公司

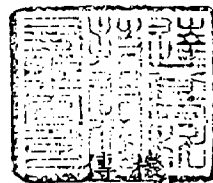
代表人：李焜耀 君

聯友光電股份有限公司

代表人：劉英達 君

副本：

號： 年
檔保 存



台北市濟南路一段二之二號十二
〇二二二九九七四九九七

與正本相符

PATENT

主任委員 黃家樂

Allowance Notice

FAIR TRADE COMMISSION, EXECUTIVE YUAN of THE R.O.C.

Applicant:	Acer Display Technology, Inc.	Address:	No. 23, Li-Hsin Rd., Science-Based Industrial Park, Hsinchu, Taiwan, R.O.C.
Corporation ID No.:	84149738		
Representative:	K. Y. Lee	Address:	Same as above
Applicant:	Unipac Optoelectronics Corp.	Address:	No. 1, Li-Hsin Rd., II, Science-Based Industrial Park, Hsinchu, Taiwan, R.O.C.
Corporation ID No.:	22099625		
Representative:	Ing Dar Liu	Address:	Same as above

The Merger Acquisition Application

Acer Display Technology, Inc. has applied for the acquisition of Unipac Optoelectronics Corp. with Acer Display Technology, Inc. remaining operations and Unipac Optoelectronics Corp. terminating operations upon approval of such application. Under Paragraph 1, Article 6-1 and Paragraph 3, Article 11-1, such application has been granted.

Content

The merger acquisition application of Acer Display Technology, Inc. (surviving company) and Unipac Optoelectronics Corp. (merged company) is applicable to the Paragraph 1, Article 6-1 and Article 12 and is approved.

Grounds of Allowance Decision

1. The said merger application shall be made on the basis of exchange of shares of the two companies. After merger, Acer Display Technology, Inc., will be the surviving company and Unipac Optoelectronics Corp. terminating operations will be dissolved. Both companies are mid-stream thin film transistor-liquid crystal display (TFT-LCD) manufacturers; however, Acer Display Technology, Inc., is mainly engaged in large-sized panels while Unipac Optoelectronics Corp. with a focus on the middle and small-sized products. The latter company started volume shipments of large-sized TFT-LCD panels in 1999. Both companies has involved in different R& D programs for different display production lines and technologies. Considering the steadily rising production of ~~PATENT~~ LCD

panels in Taiwan with the expectation replacing the cathode ray tube, such merger application shall be approved for a horizontal integration of different recourses and advantages, larger economic scale, advancement of R&D powers, stronger competitiveness in the world-wide market.

2. Given the island-wide display output in 2000, the shipments of Acer Display Technology, Inc. and Unipac Optoelectronics Corp. in total is estimated a 40% of the total output in Taiwan. Such merger is not an expansion of original production lines of the said companies without impact on prices, supply, demand and competition in the market. Additionally, the display market remains open with companies including Chunghwa Picture Tube, Ltd., AdvancedTek, HannStar Display Company, quanta Display Inc., and PrimeView International Co., Ltd., etc.
3. Based upon the above, the macroeconomics advantages weight heavily than the disadvantages of constrained competitiveness and such merger application is therefore approved.

**Sealed
Commissioner
Tsung Le Huang**

Note: If dissatisfied with the above decision, the applicant(s) shall file appeal with copies of this decision within 30 days following receipt of this decision with the FAIR TRADE COMMISSION.

行政院公平交易委員會許可決定書

(九十)公結字第四四六號

申請人：達基科技股份有限公司

址設：新竹市科學園區力行路二十三號

統一編號：84149738

地址：同右

代表人：李焜耀 君

與正本相符

申請人：聯友光電股份有限公司

址設：新竹科學工業園區力行二路一號

統一編號：22099625

代表人：劉英達 君

地址：同右

申請事項

達基科技股份有限公司吸收合併聯友光電股份有限公司，合併後以達基科技股份有限公司為存續公司，聯友光電股份有限公司為消滅公司，爰依公平交易法第六條第一項第一款暨第十一條第一項第三款規定申請結合許可。

許可內容

達基科技股份有限公司吸收合併聯友光電股份有限公司，屬公平交易法第六條第一項第一款之事業結合，依同法第十二條規定，應予許可。

許可理由

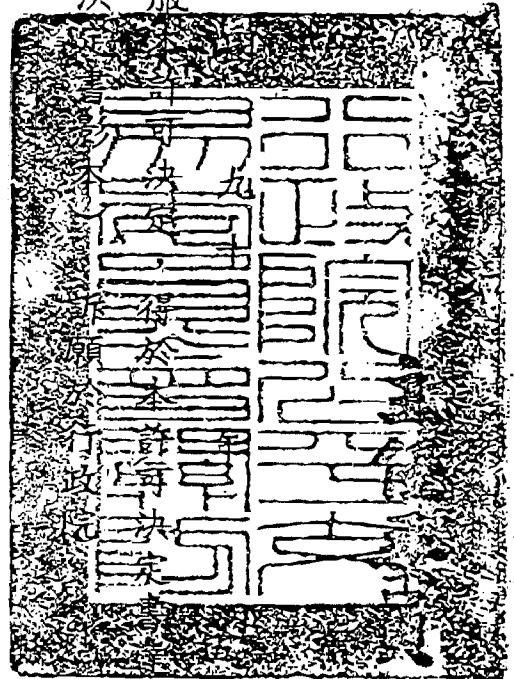
與正本相符

一、本案係以吸收合併方式進行結合，結合後達基科技股份有限公司（下稱達基科技）為存續事業，聯友光電股份有限公司（下稱聯友光電）為消滅事業。參與結合事業達基科技與友光電同屬中游薄膜液晶顯示器製造廠商，惟達基科技原係生產大尺寸面板產品為主，友光電係生產中、小尺寸之面板，迄自八十八年底始量產大尺寸面板，即參與結合事業原各自擁有不同產品線與研發技術。復以我國液晶顯示器製造廠商之產銷已漸次步上軌道，漸有取代陰極射線管之趨勢，爰本結合可使該二參與結合事業藉產品線水平整合之優勢，達到經濟規模及提升技術研發等能力，進而提升該產業之國際競爭力。

二、觀諸國內特定市場，以八十九年國內、外銷總值計，暨概估達基科技及聯友光電所量產之「大尺寸面板」市場占有率，參與結合事業結合前即約占國內市場四成產量，本結合並非參與結合事業原所從事之產品線廣度延伸行為，對於原有市場結構及其餘競爭廠商之產品價格、供需及產業競爭之相關市場經營條件不生實質影響，爰對該特定市場尚不生擴張之情事；且國內目前尚有中華映管、奇晶光電、翰宇彩晶、廣輝電子、元太科技等多家廠商進行競爭，該特定市場亦屬開放性市場，將不致增強相關市場之參進障礙，因而產生限制競爭之不利益。

三、綜上，本案准予結合後，整體經濟利益大於限制競爭之不利益，爰依公平交易法第十二條規定，予以結合許可。

中 華 民 國
本件申請人如有不服
書（須檢附本許可決



到之次日起三十日內，向本會提出訴願

月 十

與正本相符



Official Letter

The Hsinchu Science Park Administration

To: Acer Display Technology, Inc.
Type of Document:
Issue Date: May 17, 2001
Reference No. (90) Yuan No. 013168
Attachment:

Subject:

Enclosed for your record is the Approval Notice rendered for the application for the merger acquisition of Acer Display Technology, Inc. and Unipac Optoelectronics Corp.

Note:

1. Reply to the Letter of reference no.90031 from Acer Display Technology, Inc.
2. After merger, Acer Display Technology, Inc., will be the surviving company while Unipac Optoelectronics Corp., will become dissolved. The merged company is required to file such dissolution with the Park Administration accordingly.
3. The surviving company is named AU Optronics Corp.
4. The operating items of AU Optronics Corp., after merger are as follows:
 - OEM of Electronics parts (code no. CC01080)
 - Vendor of Electronics materials (code no. F119010)
 - Manufacturers of export products (code no. F401030)

Developing, manufacturing, producing and selling products listed below:

- ✓ Plasma display and system
- ✓ TFT display and system
- ✓ Organic light emitting diode (OLED) display and system
- ✓ Amorphous Silicon PV panels and parts
- ✓ Thin film products for laser diode and photo diode applications
- ✓ Thin film transistor sensor and parts
- ✓ Contact Image Sensor (CIS)
- ✓ Active Matrix Flat Panel Display
- ✓ Field Emission Display
- ✓ Single Crystal Silicon Tiles for Liquid Crystal Display Panels
- ✓ OEM of Amorphous Silicon thin-film transistor and display modules
- ✓ OEM of Flat-panel displays
- ✓ Trading of related products

5. The responsible department of the Administration shall evaluate and review the pollution prevention programs of AU Optronics Crop.
6. Upon approvals of Securities and Futures Institute (SFI) and Fair Trade Commission, the applicant shall comply with related provisions of Taiwan Corporation Law for recordation of corporation registration, merger and dissolution.
7. This application shall be reviewed and recorded by the Panel Committee of the Hsinchu Science Park Administration.

Sealed
Director General
Wen-Hsiun Huang

科學工業園區管理局 函

受文者：達碁科技股份有限公司

速別：

密等及解密條件：

發文日期：中華民國九十年五月十七日

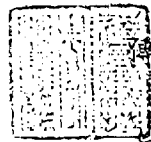
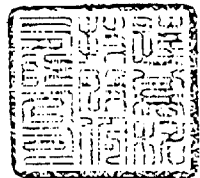
發文字號：(90)園投字第〇一三一六八號

附件：無

主旨：貴公司申請與聯友光電股份有限公司合併及變更公司名稱暨營業項目乙案，同意如說明，復請查照。

說明：

- 一、復 貴公司九十年四月二十七日達碁股務字第九〇〇三一號函。
 - 二、本案合併後，達碁科技股份有限公司為「存續公司」，聯友光電股份有限公司為「消滅公司」；「消滅公司」請另案向本局辦理撤銷事宜。
 - 三、本案「存續公司」達碁科技股份有限公司名稱變更為「友達光電股份有限公司」，英文名稱則由「Acer Display Technology, Inc.」變更為「AU Optronics Corp.」。
 - 四、本案合併後友達光電股份有限公司營業項目核定如左：
 - CC01080電子零組件製造業
 - F119010電子材料批發業
 - F401030製造輸出業
- 研究、開發、生產、製造、銷售下列產品：
- 1. 電漿顯示器及其系統。
 - 2. 液晶顯示器及其系統。
 - 3. 有機發光顯示器及其系統。
 - 4. 非晶矽光電感應器零組件。



與正本相符

機關地址：新竹市東區新安路2號
電話：(03)5773311 轉 678
傳真：(03)5777622



校對：曾美霞
藍印：陳清一



- 5. 薄膜式二極體光電感應器零組件。
- 6. 薄膜式電晶體光電感應器零組件。
- 7. 接觸式影像感應器。

8. 彩色主動矩陣式平板顯像器。

9. 場發射顯示器。(Field Emission Display)

10. 單晶矽液晶顯示器。

11. 非晶矽薄膜電晶體製程之代工及平板顯示器模組。

12. 平板顯示器產品之接受委託設計及接受原廠委託製造業務。

13. 兼營與本公司業務有關之貿易業務。

五、本案污染防治計畫書請另洽本局勞資組辦理。

六、本案宜請先經證期會、公平會核准合併後，再依公司法有關規定辦理合併變更登記及合併解散登記。

七、本案將另案提報園區審議委員會核備。

正本：達基科技股份有限公司

副本：台北關稅局新竹科學工業園區支局、財政部北區國稅局、本局企劃組、投資組、勞資組、工商組、營建組、建管組

、會計室、資訊室

局長

黃文雄



與正本相符