

Wistron Corporation

Investor presentation





Disclaimer

This presentation is being delivered to the recipient. The sole purpose of this presentation is to assist the recipient in understanding Wistron. This presentation is not intended to form the basis of a decision to purchase securities or any other investment decision and does not constitute an offer, invitation or recommendation for the sale or purchase of securities. Neither the information contained in this presentation nor any further information made available in connection with the subject matter contained herein will form the basis of any contract.

This presentation does not purport to be comprehensive or to contain all the information that a prospective purchaser may need. The information contained herein is based on publicly available information and sources, which we believe to be reliable, but we do not represent it is accurate or complete. The recipient of this presentation must make its own investigation and assessment of the ideas and concepts presented herein. No representation, warranty or undertaking, express or implied, is or will be made or given and no responsibility or liability is or will be accepted by Wistron Corporation (“Wistron”) or by any of its directors, officers, employees, agents or advisers, in relation to the accuracy or completeness of this presentation or any other written or oral information made available in connection with the ideas and concepts presented herein. Any responsibility or liability for any such information is expressly disclaimed.

This presentation is private and confidential and is being made available to the recipient on the express understanding that it will be kept confidential and that the recipient shall not copy, reproduce, distribute or pass to third parties this presentation in whole or in part at any time. This presentation is the property of Wistron and the recipient agrees that it will, on request, promptly return this presentation and all other information supplied in connection with the ideas and concepts presented herein, without retaining any copies.

In furnishing this presentation, Wistron undertakes no obligation to provide the recipient with access to any additional information, or to update, or to correct any inaccuracies which may become apparent in, this presentation or any other information made available in connection with the ideas and concepts presented herein.



Table of contents

Section 1 Company Overview

Section 2 Financial Summary

Company Overview

Section 1





Company Overview

- ◆ The leading provider of Design, Manufacturing and After-sales Service support for ICT products
- ◆ Listed on the TSE in August 2003
- ◆ #3 “Best Overall Corporate Governance--Taiwan”¹
- ◆ Market Cap - NT\$66 billion (US\$2.0B)²
- ◆ Acer shareholding – 9.35%³

Key financials ⁴	2004	2005 ⁵	2006
Revenue	116,752	164,732	221,054
Gross Profit	6,487	10,581	14,744
<i>Gross Margin</i>	5.6%	6.4%	6.7%
Operating Profit	600	3,802	6,959
<i>Operating Margin</i>	0.5%	2.3%	3.1%
PBT	(985)	3,275	6,524
PAT	(824)	3,182	5,327

Note:

1 Dec/Jan issue of Asia Money magazine

2. As of close of trading at May 15, 2007

3. Inclusive of indirect holdings of Acer Investments as of March 31, 2007

4 Consolidated financials

5 2005 financials includes consolidation impact of Wistron NeWeb under ROC SFAS NO.7



Wistron leadership strategy

Pursue best performance, not biggest

Drive for more high-value business opportunities

Continue to enhance operation quality





Key investment highlights

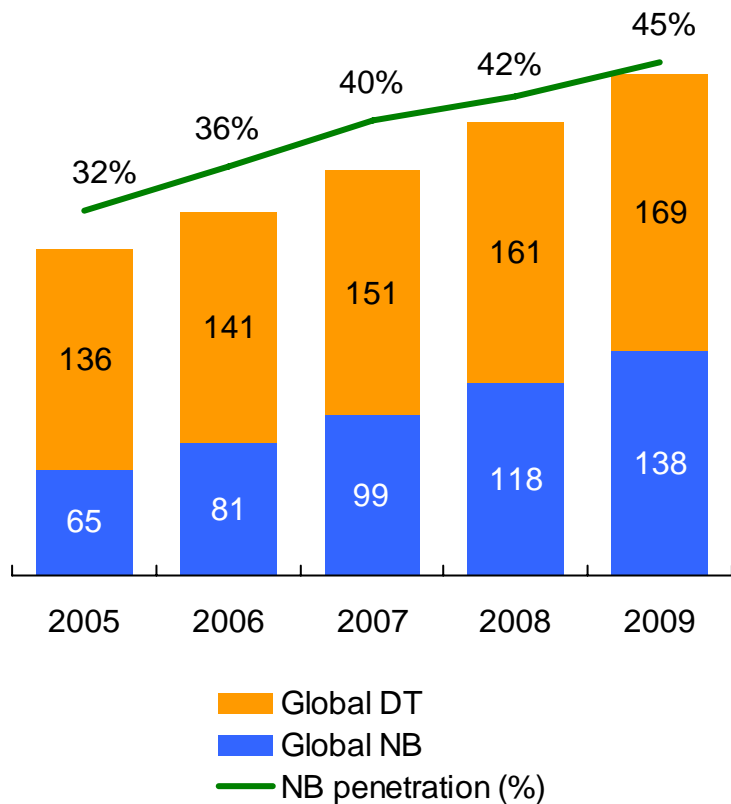
- 1** Steady industry growth outlook
- 2** Well-established foundation in notebooks
- 3** Growth strategy beyond notebooks
- 4** Well-diversified tier 1 customer base
- 5** Strong R&D and efficient manufacturing and services platform
- 6** Strong financial performance and superior balance sheet management



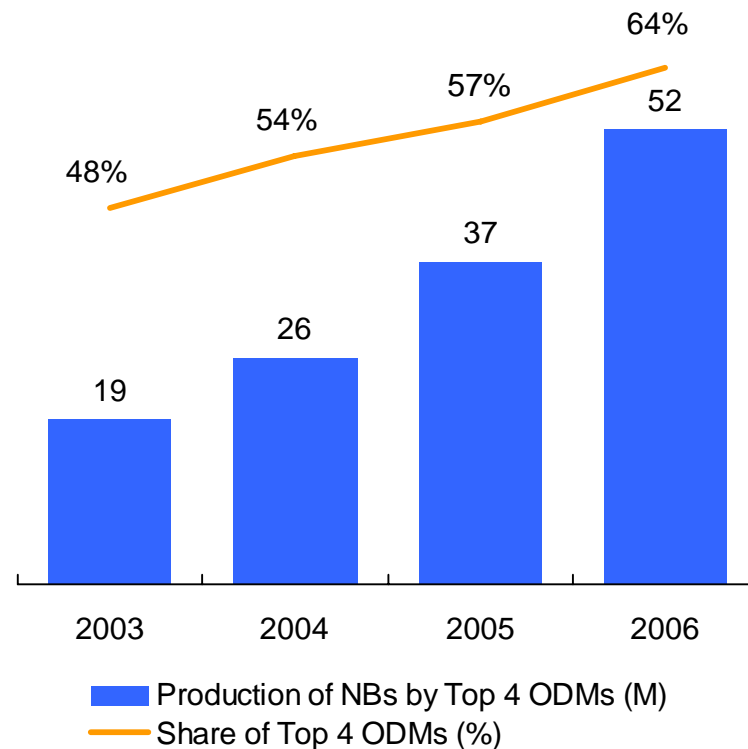
Strong growth outlook for the NB market

Notebooks - 20% 4 year CAGR

Strong growth outlook for Top ODMs



Source: IDC, Oct. 2006
 Note: Notebook includes ultra-portables



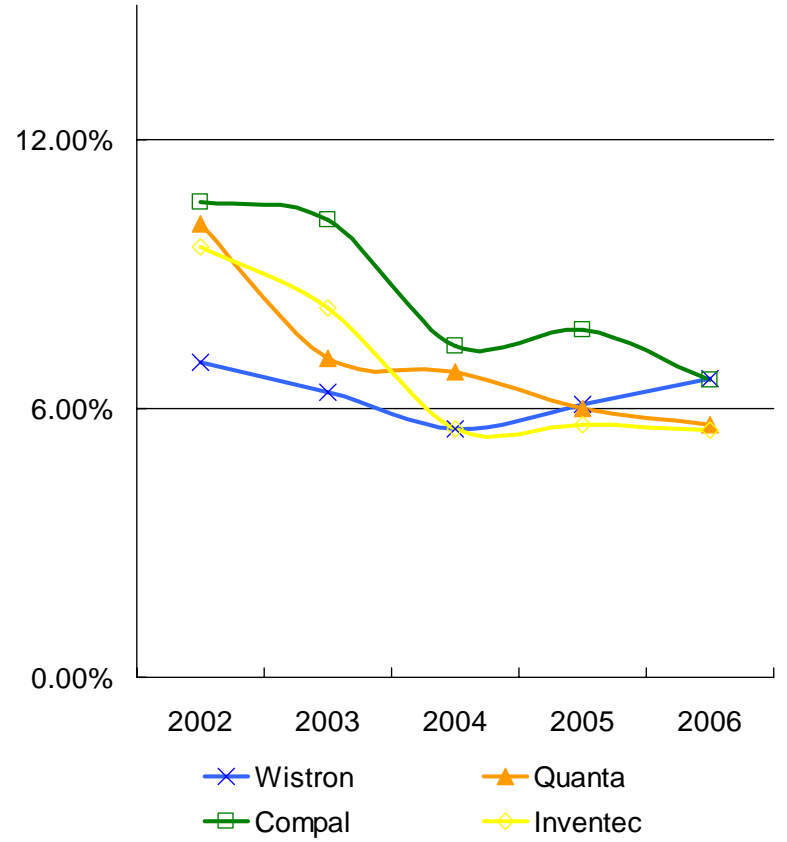
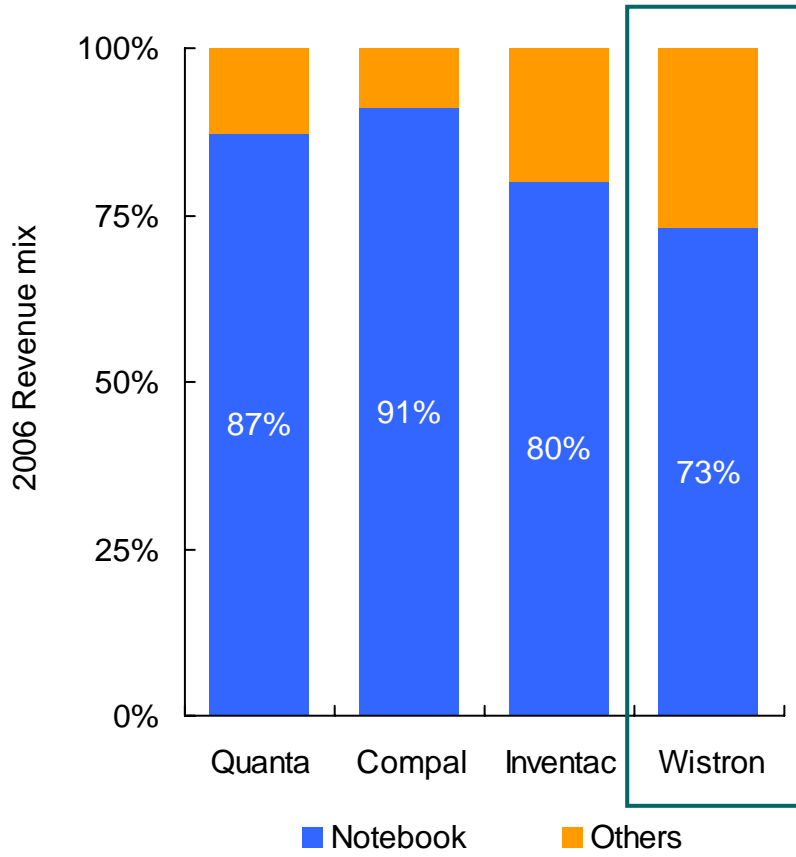
Source: Gartner

Diversified product mix leading to stable margins



More diversified revenue mix

Better GM trend vs. peers'

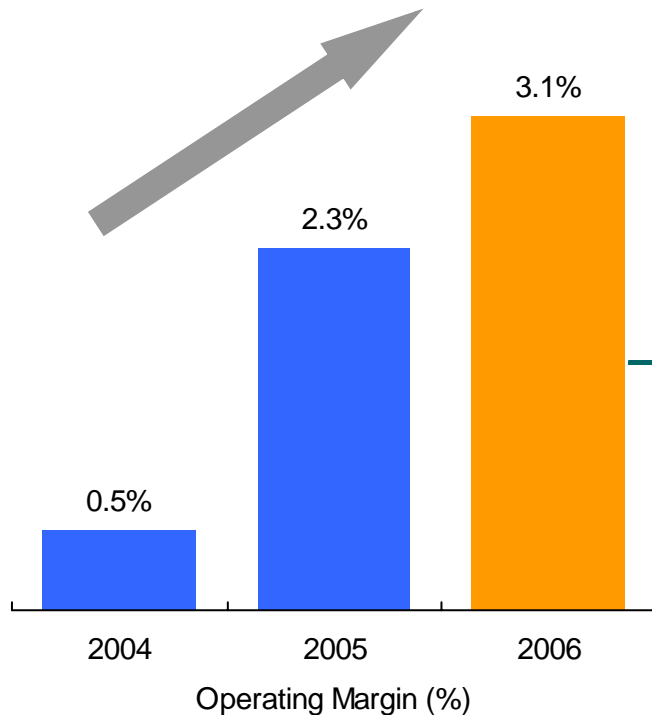


Source: TSEC Market Observation Post System

Cost control and efficiency improvement strategy taking effect

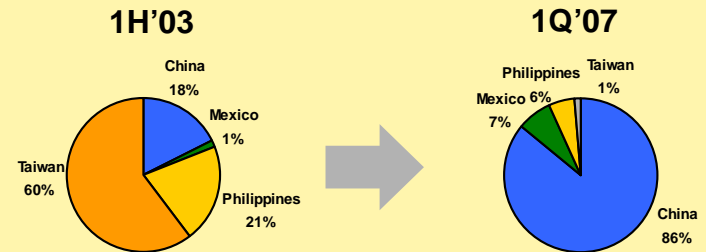


Substantial gain in cost and opex efficiency



Source: Company consolidated financials

Manufacturing consolidation



Diversified product portfolio

- ◆ De-emphasis on low margin MBs and PDAs
- ◆ Mix with more high-margin innovative products

Increasing economies of scale

- ◆ Emergence as core supplier for top OEMs
- ◆ Tier 1 ODM procurement power due to scale and product focus

Improving production efficiency

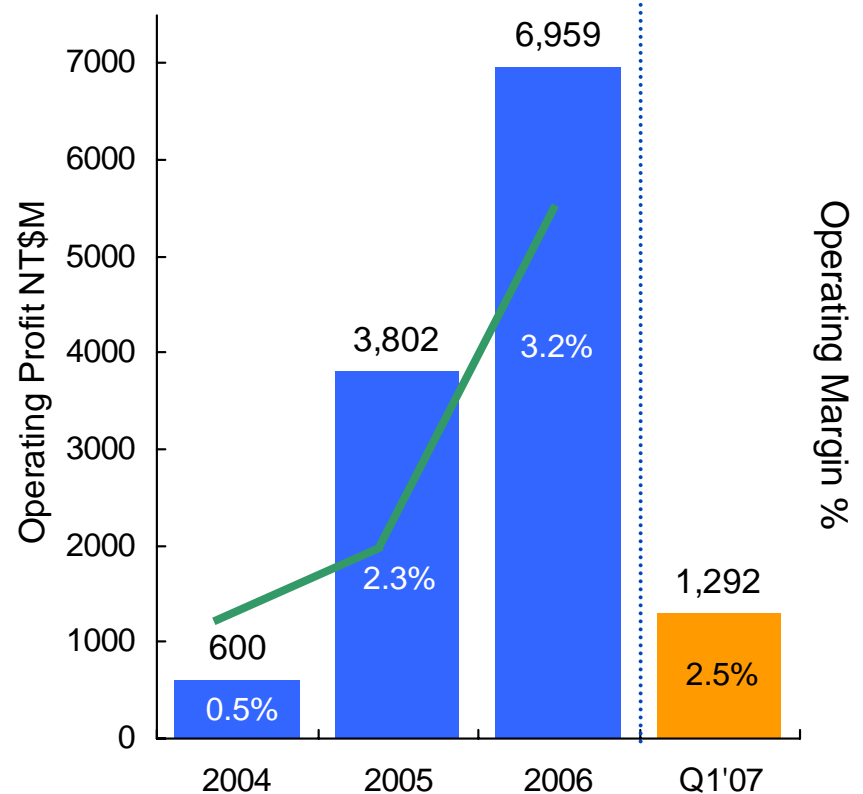
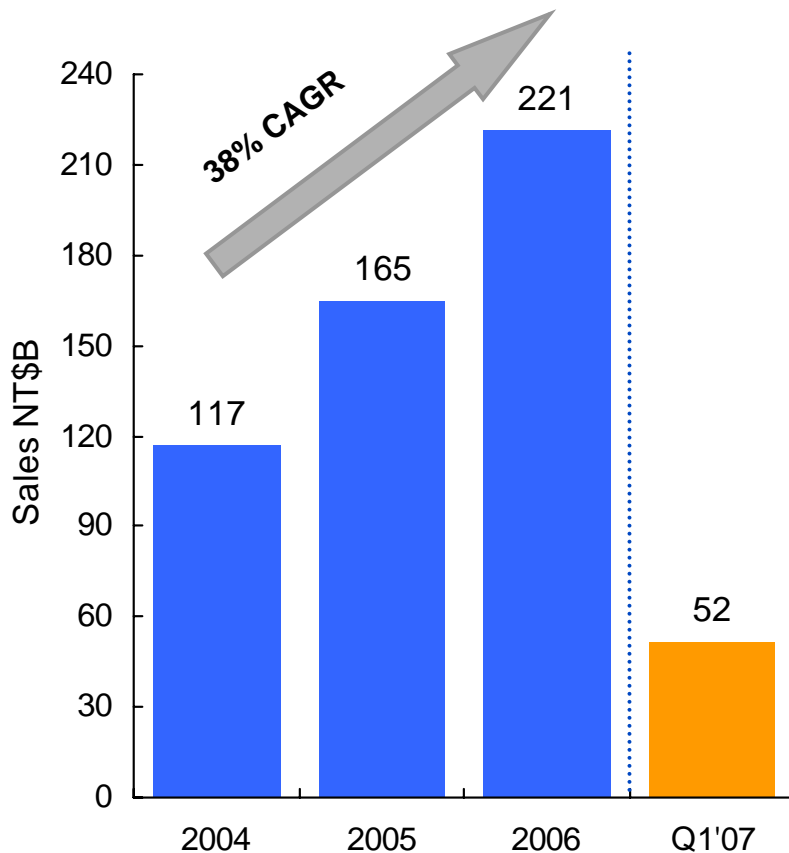
- ◆ Better Yield and SMT output/utilization



Track record of strong financial performance

Strong growth momentum in sales

Continuously improving profitability

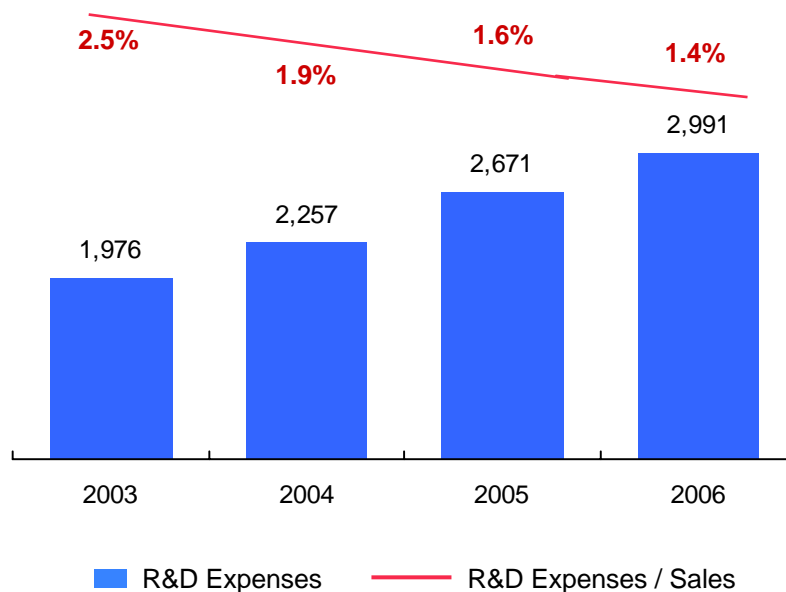


Source: Company consolidated financials

Strong commitment to R&D

Sustained R&D spending with continual efficiency enhancements

Key R&D focus



- ◆ Designing and developing new products and technologies, value-added features and functions
- ◆ Improving enclosure design including appearance, texture and “fit and finish”
- ◆ Developing innovative, practical and high-quality manufacturing processes to improve efficiency and reduce costs
- ◆ R&D team Over 4,000*
- ◆ Locations Taipei, Shanghai Region

Source: Company consolidated financials

* R&D headcount including engineers

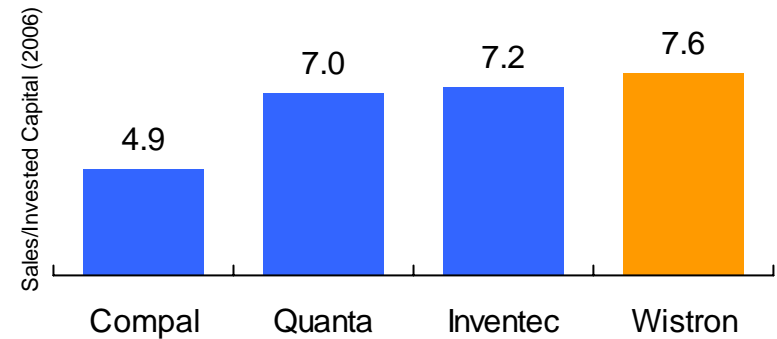


Superior balance sheet management

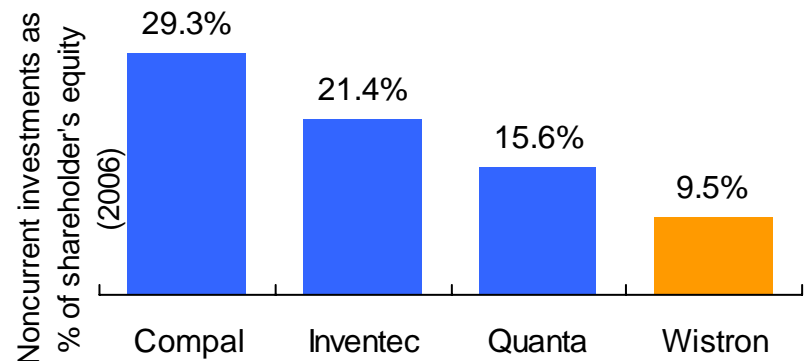
(NT\$M)	2004	2005	2006
Total assets	41,467	65,082	73,652
Total debt	6,486	3,892	2,862
Shareholders' equity	14,977	25,042	28,829
LT investments	2,653	2,409	2,727
D/E	43%	16%	10%
Net Debt / Equity	1%	-28%	-33%

Source: Company consolidated financials
TSEC Market Observation Post System

More efficient utilisation of capital



Higher focus on core business



Financial Summary

Section 2



Consolidated Income Statements

NT\$ M	2003		2004		2005		2006	
Net Revenue	80,058		116,752		164,732		221,054	
Realized gross profit	5,096	6.37%	6,488	5.56%	10,581	6.42%	14,745	6.67%
Operating Expenses								
Selling	(1,887)	-2.36%	(2,573)	-2.20%	(3,120)	-1.89%	(3,623)	-1.64%
Administrative	(889)	-1.11%	(1,058)	-0.91%	(988)	-0.60%	(1,171)	-0.53%
Research and Development	(1,976)	-2.47%	(2,257)	-1.93%	(2,671)	-1.62%	(2,991)	-1.35%
Total Operating Expenses	(4,752)	-5.94%	(5,888)	-5.04%	(6,779)	-4.12%	(7,785)	-3.52%
Operating Income	344	0.43%	600	0.51%	3,802	2.31%	6,959	3.15%
Non-operating Income/(Loss)								
Interest Expense, net	(105)		(181)		(526)		(989)	
Investment Income/(Loss)	411		(444)		(288)		152	
Disposal of Investment	540		(26)		392		93	
Exchange Gain/(Loss), net	(121)		(12)		(199)		268	
Other Income/(Expense)	427		(921)		94		40	
PBT	1,496		(985)		3,275		6,524	
Tax	23		14		(39)		(1,249)	
Minority Interest	86		140		(54)		52	
PAT	1,606		(823)		3,182		5,327	
Outstanding Shares (M)	8,709		9,493		1,178		1,272	

2007 Q1 vs. 2006 Q4 & 2006 Q1 (Unconsolidated)

NT\$ M	Q1'07		Q4'06		QoQ	Q1'06		YoY
Net Revenue	51,597		61,781		-16.49%	50,424		2.33%
Realized gross profit	3,003	5.82%	3,642	5.89%	-17.54%	3,156	6.26%	-4.84%
Operating Expenses								
Selling	(667)	-1.29%	(846)	-1.37%	-21.22%	(884)	-1.75%	-24.58%
Administrative	(196)	-0.38%	(338)	-0.55%	-41.94%	(131)	-0.26%	49.77%
Research and Development	(848)	-1.64%	(815)	-1.32%	4.14%	(643)	-1.28%	31.93%
Total Operating Expenses	(1,711)	-3.32%	(1,999)	-3.24%	-14.39%	(1,658)	-3.29%	3.22%
Operating Income	1,292	2.50%	1,643	2.66%	-21.36%	1,498	2.97%	-13.75%
Non-operating Income/(Loss)								
Interest Expense, net	(57)		(145)			(152)		
Investment Income/(Loss)	51		(153)			57		
Disposal of Investment	25		35			24		
Exchange Gain/(Loss), net	(38)		(27)			(4)		
Other Income/(Expense)	15		82			(13)		
PBT	1,289		1,434		-10.15%	1,411		-8.66%
Tax	(193)		(215)			(127)		
PAT	1,096		1,219		-10.15%	1,284		-14.69%
Outstanding Shares (M)	1,272		1,272			1,196		

Single Balance Sheets

NT\$M	2007/3/31		2006/3/31		2006/12/31		2005/12/31	
Cash & ST Investments	12,662	23%	11,273	15%	10,899	19%	8,653	18%
A/R	23,942	43%	20,554	32%	25,535	44%	17,368	36%
Inventory	2,618	5%	4,319	14%	3,470	6%	5,389	11%
Other current Assets	3,041	5%	3,173	6%	6,336	11%	4,805	10%
Total Current Assets	42,262	75%	39,319	66%	46,240	79%	36,215	75%
LT equity investments	9,445	17%	8,048	22%	8,410	14%	7,946	16%
Property, plant and equipment	2,974	5%	2,765	8%	2,948	5%	2,793	6%
Other assets	1,365	2%	1,385	3%	1,049	2%	1,290	3%
Total Assets	56,047	100%	51,517	100%	58,647	100%	48,244	100%
ST Borrowing	-	0%	-	0%	-	0%	-	0%
ECB	-	0%	-	11%	-	0%	494	1%
A/P	20,452	36%	20,389	37%	24,450	42%	18,672	39%
Other current liabilities	5,010	9%	4,083	6%	5,448	9%	4,025	8%
Total Current Liabilities	25,462	45%	24,472	54%	29,898	51%	23,191	48%
LT & Other liabilities	125	0%	11	0%	22	0%	11	0%
Total Liabilities	25,587	46%	24,483	54%	29,921	51%	23,201	48%
Shareholders' Equity	30,460	54%	27,035	46%	28,726	49%	25,042	52%

Consolidated Balance Sheets

NT\$M	2006/12/31		2005/12/31		2006/6/30	
Cash & ST Investments	12,722	17%	10,845	17%	12,328	17%
A/R	22,477	31%	15,079	23%	19,475	27%
Inventory	14,044	19%	18,471	28%	16,766	24%
Other current Assets	7,312	10%	4,184	6%	5,516	8%
Total Current Assets	56,554	77%	48,579	75%	54,086	76%
LT equity investments	2,727	4%	2,409	4%	2,398	3%
Property, plant and equipment	11,993	16%	11,436	18%	11,677	16%
Other assets	2,378	3%	2,658	4%	2,689	4%
Total Assets	73,652	100%	65,082	100%	70,851	100%
ST Borrowing	2,805	4%	3,098	5%	6,064	9%
ECB	-	0%	494	1%	-	0%
A/P	35,834	49%	31,454	48%	31,130	44%
Other current liabilities	6,006	8%	4,429	7%	7,068	10%
Total Current Liabilities	44,645	61%	39,474	61%	44,262	62%
LT & Other liabilities	178	0%	401	1%	446	1%
Total Liabilities	44,823	61%	39,876	61%	44,708	63%
Shareholders' Equity & Minority Interest	28,829	39%	25,207	39%	26,143	37%



NT\$M	Single		Consolidated	
	Q1'07	2006	2006	2005
Cash* (Beginning of period)	10,899	8,653	10,845	6,335
Cash flow from Operation				
Net income	1,096	5,327	5,275	3,236
Depreciation & amortization	249	788	2,227	1,840
Loss (Income) from equity method	(51)	(57)	(152)	288
Others	1,280	1,534	485	(1,346)
Cash provided by operating activities	2,573	7,591	7,835	4,018
Cash flow from Investment				
Capex	(217)	(1,093)	(3,658)	(4,410)
Others	(1,030)	(2,074)	514	686
Cash provided by investing activities	(1,247)	(3,167)	(3,145)	(3,724)
Cash flow from Finance				
Increase (decrease) in borrowings & debts	-	-	(496)	490
Issuance of common stock	-	14	14	14
Increase (decrease) in convertible bonds payable	-	(284)	-	4,874
Cash dividends to shareholders	-	(1,765)	(1,765)	-
Employee bonus	-	(114)	(114)	-
Directors' and supervisors' remuneration	-	(29)	(29)	-
Others	437	-	(423)	(1,161)
Cash provided by financing activities	437	(2,178)	(2,813)	4,217
Cash (End of period)	12,662	10,899	12,723	10,845

* Cash = Cash + Cash equivalent + ST financial instruments (available-for-sale financial assets - current)



Historical Earning Distribution

- Dividend

	2002	2003	2004	2005	2006*
Stock (NT\$)	0.5	0.5	-	0.5	0.6
Cash (NT\$)	0.5	0.5	-	1.5	2.2
Diluted EPS (NT\$)	2.70	1.68	(0.89)	3.02	4.31
Total Dividend Payout (%)	37%	60%	-	66%	65%
Cash Dividend Payout (%)	19%	30%	-	50%	51%

- Employee Bonus Dilution

	2003	2004	2005	2006*
PBT (NT\$M)	1,568	(834)	3,212	6,524
Cash Bonus (NT\$M)	-	-	114	144
Stock Bonus (000' Shares)	14,450	-	17,148	33,492
Average share price of December	27.2	14.1	41.9	44.5
Employee Bonus / PBT	25.1%	0.0%	25.9%	25.1%

* The board approved proposal