

AU OPTRONICS CORP  
Form 6-K  
March 21, 2006

**FORM 6-K**  
**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**Report of Foreign Private Issuer**

**Pursuant to Rule 13a-16 or 15d-16**  
**of the Securities Exchange Act of 1934**

March 20, 2006

Commission File Number 001-31335

**AU Optronics Corp.**

(Translation of registrant's name into English)

**No. 1 Li-Hsin Road 2**  
**Hsinchu Science Park**  
**Hsinchu, Taiwan**

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

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**Note:** Regulation S-T Rule 101(b)(1) only permits the submission in paper of a Form 6-K if submitted solely to provide an attached annual report to security holders.

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

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**Note:** Regulation S-T Rule 101(b)(7) only permits the submission in paper of a Form 6-K if submitted to furnish a report or other document that the registrant foreign private issuer must furnish and make public under the laws of the

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jurisdiction in which the registrant is incorporated, domiciled or legally organized (the registrant's home country), or under the rules of the home country exchange on which the registrant's securities are traded, as long as the report or other document is not a press release, is not required to be and has not been distributed to the registrant's security holders, and, if discussing a material event, has already been the subject of a Form 6-K submission or other Commission filing on EDGAR.

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes \_\_\_ No X

If  Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b):

Not applicable

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INDEX TO EXHIBITS

Item

1. Taiwan Stock Exchange filing entitled, "The Board Resolution to convene the 2006 Annual General Shareholders Meeting", dated March 20, 2006.
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**Signatures**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

AU Optronics Corp.

Date: March 20, 2006

By: /s/ Max Cheng  
Name: Max Cheng  
Title: Chief Financial Officer

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Item 1

**AU Optronics Corp.**  
March 20, 2006  
English Language Summary

Subject: The Board Resolution to convene the 2006 Annual General Shareholders' Meeting.  
Regulation: Published pursuant to Article 2-17 of the Taiwan Stock Exchange's Operating Procedures for the Publication of Material Information by Listed Companies  
Date of Events: 2006/03/20

Content:

1. Date of the board of directors' resolution: 2006/03/20
2. Date for convening the shareholders' meeting: 2006/06/15
3. Location for convening the shareholders' meeting: 2, Hsin-An Road, Hsinchu Science Park, Hsinchu, Taiwan R.O.C.
4. Cause or subjects for convening the meeting:
  - A. Report items:
    - (1) Report of 2005 business
    - (2) Supervisors' review report

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- (3) Report of indirect investments in China in 2005
- (4) Report on the issuance of secured corporate bonds in 2005
- (5) Report on the issuance of new common shares to sponsor ADS offering in 2005

B. Acceptances:

- (1) The 2005 Business Report and Financial Statements.
- (2) Proposal for distribution of 2005 profits

C. Discussions:

- (1) Proposal for the capitalization of 2005 dividends and employee profit sharing.
  - (2) Proposal for the revisions to the Articles of Incorporation.
  - (3) Proposal for the revisions to the [Rules for the Election of Directors and Supervisors].
  - (4) Proposal for the revisions to the [Guidelines for Endorsements and Guarantees].
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- (5) Proposal to opt for tax benefits on the issuance of new common shares in 2005 in accordance with the Statute of Upgrading Industries.
  5. Starting and ending dates of suspension of share transfer: 2006/04/17 - 2006/06/15
  6. Any other matters that need to be specified:
    - (1) The proposals for 2005 profit distribution and the capitalization of 2005 dividends and employee profit sharing will be resolved by the Board and be announced 40 days prior to the Meeting date, i.e. by May 5, 2006, pursuant to the ROC rules.
    - (2) The 2006 Submission Period of the Company for the submission of shareholder proposals pursuant to the ROC Company Law will begin from April 10, 2006 and will end on April 20, 2006.
    - (3) Pursuant to Section 4.16(b) of Amendment No. 1 to the Deposit Agreement between the Company and Citibank, N.A., as Depositary, dated February 15, 2006, any proposal submitted by ADS holders must be received by the Depositary 2 business days prior to the expiration of the Submission Period. Therefore, any proposal submitted by ADS holders must be received by the Depositary between April 10, 2006 to April 18, 2006. The ADS Record Date is April 17, 2006. For all enquiries, please contact Citibank Shareholder Services at 1-877-CITI-ADR (248-4237).
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