



**BOARD OF DIRECTORS  
OF  
FIRST SOLAR, INC.**

**TECHNOLOGY REVIEW COMMITTEE CHARTER**

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**I. PURPOSE OF THE TECHNOLOGY REVIEW COMMITTEE**

The Technology Review Committee (the “Committee”) of the Board of Directors of First Solar, Inc. (the “Company”) shall oversee the Company’s technology related strategies, processes, and programs. By working closely with Management members from the Technology, Operations (Manufacturing Engineering), and Quality functions, the Committee will help ensure that technical risks are reasonably assessed while maintaining the Company’s quality and technological advantage in the industry.

**II. COMPOSITION**

The number of members and composition of the Committee shall be established by resolution of the Board. The members of the Committee shall be appointed by the Board from among its members and shall be subject to removal by the Board. The determination of any member’s qualification to serve on the Committee shall be made by the Board upon the recommendation of the Nominating and Governance Committee.

**III. RESPONSIBILITIES AND DUTIES**

The responsibilities of the Committee include:

1. Review and approve on an annual basis the integrated Technology Road Map
2. Review on a regular basis (as determined by the Committee) with the Technology, Operations, Quality, and other appropriate Management, the following:
  - a. The current state of product performance, quality, and reliability as measured through the appropriate Key Metrics and previously established goals
  - b. Actions and risks associated with any current shortfalls in product performance, quality, or reliability
  - c. The status of ongoing and proposed technology development programs, with emphasis on results as measured against goals
  - d. The Benefit/Risk Matrix associated with the proposed technology development programs

3. Review periodically the processes established by Management for product improvement, product quality and reliability, and change control.
4. Review as needed any proposed changes to the organizational structures that could significantly impact the management and/or responsibilities for product improvement, quality, performance or reliability.

Any matter which requires approval by or the recommendation of the Committee may be approved by the Board in lieu of the Committee.

#### **IV. STRUCTURE AND OPERATIONS**

The Committee shall designate one member of the Committee to act as its chairperson.

The Committee shall meet in person or telephonically with such frequency and at such times and places as may be determined by the Committee chairperson, with further actions to be taken by unanimous written consent when deemed necessary or desirable by the Committee or its chairperson. The chairperson, with input from other members of the Committee and, where appropriate, management shall set the agendas for Committee meetings.

The Committee may request that any directors, officers or other employees of the Company, or any other person whose advice and counsel are sought by the Committee, attend any meeting of the Committee to provide such pertinent information as the Committee requests. The Committee may exclude from its meetings any person as it deems appropriate.

The Committee may form and delegate authority to subcommittees.

The Committee shall maintain minutes or other records of its meetings. Unless otherwise designated by the Committee, the Corporate Secretary of the Company, or an Assistant Corporate Secretary, will serve as secretary to the Committee.

The Committee shall give regular reports to the Board on its meetings and such other matters as required by this Charter or as the Board shall from time to time specify. Reports to the Board may take the form of oral reports by the chairperson of the Committee or any other member of the Committee designated by the Committee to give such report.

Except as expressly provided in this Charter, the Company's Amended and Restated By-laws or the Company's Corporate Governance Guidelines, or as required by law, regulation or Nasdaq Stock Market listing standards, the Committee shall set its own rules of procedure.