

Rules and Procedures of Shareholders Meeting of Compal Electronics, Inc.

Passed by the General Shareholders Meeting on April 8, 1998

1. The shareholders meeting of Compal Electronics, Inc. (the "Company") shall be conducted in accordance with these Rules and Procedures unless the law provides otherwise.
Unless otherwise stipulated by the securities regulatory authority, the convening of the shareholders meetings via video conference shall be handled in accordance with these Rules.
2. Shareholders, solicitors and proxies (hereinafter referred to as "shareholders") attending the shareholders meeting shall submit an attendance card for registration. If the shareholders meeting is held by video conference, the shareholders intending to attend such meeting via video conference shall register with the Company 2 days prior to the meeting. For the video conferencing of the shareholders meeting, registration should be accepted on the video conference platform 30 minutes before the start of the meeting. Shareholders who have completed the registration shall be deemed to have attended the shareholders meeting in person.
3. The presence of shareholders in a shareholders meeting shall be calculated in accordance with the number of shares. The number of shares attended is calculated based on the attendance card and the number of shares registered on the video conference platform, plus the number of shares for which voting rights are exercised in writing or electronically.
4. The place for convening a shareholders meeting for the Company shall be held inside the premises of the Company, or any other place convenient for presence of shareholders, and suitable for holding of the said meeting. The time for commencing the said meeting shall not be earlier than 9am or later than 3pm.
When the Company convenes a video conferencing shareholders meeting, it is not subject to the restriction on the meeting place of the preceding paragraph.
When the Company convenes a video conferencing shareholders meeting, it shall provide appropriate alternatives for shareholders who have difficulty in attending the shareholders meeting by video.
Change of the method of convening the shareholders meeting shall be subject to a resolution by the board of directors, and shall be made before the shareholders meeting notice is released.
5. If a shareholders meeting is called by the Board of Directors, the Chairman of the Board shall preside at the said shareholders meeting. In case the Chairman is on leave of absence, or cannot exercise his/her powers and authority, the Vice Chairman shall act in lieu of him/her. If there is no Vice Chairman, or the Vice Chairman is also on leave of absence, or cannot exercise his/her powers and authority, the Chairman shall designate a Managing Director to act in lieu of him/her; if there is no Managing Director, the Chairman shall designate a Director to act in lieu of him/her. If the Chairman does not designate a Director, the

Managing Directors or Directors shall elect one from among themselves to act in lieu of the Chairman.

If a shareholders meeting is called by a person other than the Board of Directors, who has the right to call the meeting, said person shall preside at that meeting.

6. The Company may designate its lawyer, certified public accountant or other relevant persons to attend the shareholders meeting.

Persons handling affairs of meeting shall wear identification cards or arm badges.

7. The proceeding of the meeting shall be audio recorded or videotaped in its entirety and these tapes shall be kept for at least one year.

If the shareholders meeting is held by video conferencing, the Company shall record and preserve the materials of shareholders registration, booking, attendance, questions, voting and the Company's vote counting results; as well as record and videotape the entire meeting process continuously and uninterruptedly. The above-mentioned materials and audio and video recordings shall be properly preserved by the Company during the Company existed life, and the audio and video recordings shall be provided to those handling video conference affairs for preservation.

8. The chairman of the meeting shall call the meeting to order at the time scheduled for the meeting, provided, however, that if the shareholders present do not represent a majority of the total amount of issued shares, the chairman of the meeting may postpone the meeting, provided, however, that the postponement of the said meeting shall be limited to two times, and the total time postponed shall not exceed one hour. If the meeting has been postponed for two times, but the shareholders present are still less than one-third of the total amount of issued shares, the chairman shall announce the meeting adjourned. If the shareholders meeting is held by video conferencing, the Company shall also announce the meeting adjourned on the video conferencing platform.

If shareholders who represent no less than one-third of the total amount of issued shares are present after two-times postponement mentioned in the preceding paragraph, the tentative resolution may be adopted in accordance with the Paragraph 1 of Article 175 of the Company Act. Shareholders will be notified of the tentative resolutions and the Company shall convene a shareholders meeting again within one month. If the shareholders meeting is held by video conferencing, shareholders who wish to attend the shareholders meeting by video conferencing shall re-register with the Company two days before the shareholders meeting.

Before the close of the said meeting, if the shareholders present represent a majority of the total amount of issued shares, the chairman of the meeting may present the tentative resolution so adopted to the meeting for resolution in accordance with the provisions of Article 174 of the Company Act.

9. If a shareholders meeting is called by the Board of Directors, the meeting agenda shall be set by the Board of Directors, and the meeting shall be conducted in accordance with the said agenda. The agenda shall not be changed without a resolution made by the shareholders meeting.

If a shareholders meeting shall be called by a person, other than the Board of Directors, entitled to convene such meeting, the preceding provisions shall apply mutatis mutandis to the said meeting.

The chairman of the meeting shall not adjourn a meeting without resolution adopted by shareholders if the items (including extraordinary motions) listed in the agenda so arranged in the above two Paragraphs are not completed.

After close of the said meeting, shareholders shall not elect another person to serve as chairman and continue the meeting at the same place or at any other place.

10. When a shareholder present at the meeting wishes to speak, he/she shall first fill out a slip, specifying therein the major points of his/her speech, his/her serial number as a shareholder (or number of attendance) and his/her name, and the chairman of the meeting shall determine his/her order of giving a speech.

A shareholder who submits his/her slip for a speech but does not actually speak shall be considered as not having given a speech. If the contents of his/her speech shall be different from those specified on the slip, the contents of his/her speech shall prevail.

When a shareholder is giving a speech, the other shareholders shall not interrupt unless they have obtained the prior consent from the chairman of the meeting as well as the said shareholder, and the chairman of the meeting may stop such interruption.

11. Unless otherwise permitted by the chairman of the meeting, any shareholder shall not, for each discussion item, speak more than two times and each time shall not exceed 3 minutes. However, after obtaining consent of the chairman, the length of such speech may be extended for an additional 3 minutes.

If the speech of any shareholder violates the above provisions or his/her speech exceeds the scope of the discussion item, the chairman of the meeting may stop the speech of such shareholder.

When the shareholders meeting is held by video conferencing, the shareholders who participate by video conferencing may ask questions in text on the video conferencing platform of the shareholders' meeting after the meeting commencement and before the meeting adjournment announced by the chairman. The questions are subject to limitation of two times and 200 words for each discuss items, and in such case, the preceding article and the first two paragraphs of this article are not applicable.

12. Any legal entity designated as proxy by a shareholder(s) to be present at the shareholders meeting may appoint only one representative to attend such meeting. If a corporate shareholder who designates two or more representatives to represent it at the shareholders meeting, only one of the representatives so designated may speak on any one discussion item.
13. After the speech of a shareholder, the chairman of the meeting may respond himself/herself or appoint an appropriate person to respond.
14. The chairman of the meeting may announce to end the discussion of any discussion item and go into voting if the chairman considers that the discussion for a motion

has reached the extent for making a resolution.

15. The persons for supervising the casting of votes and the counting thereof for resolutions shall be designated by the chairman of the meeting, provided, however, that the person supervising the casting of votes shall be a shareholder. The results of resolution(s) shall be announced in the meeting, and recorded in the meeting minutes.
16. During the meeting, the chairman of the meeting may, at his/her discretion, set time for intermission.
17. Voting at a shareholders meeting shall be calculated based on the number of shares. A shareholder shall be entitled to one vote for each share held. If the shares are restricted shares or are deemed non-voting shares, the shareholders' voting rights shall be handled in accordance with the relevant provisions of the applicable law and the articles of incorporation of the Company.
18. Unless otherwise specifically provided for in the Company Act or the Articles of Incorporation of the Company, resolutions shall be adopted by a majority of votes represented by the shareholders present at a meeting.

The resolution shall be deemed adopted and shall have the same effect as if it was voted by casting ballots if no objection is raised after solicitation by the chairman of the meeting.

When the shareholders' meeting is held by video conferencing, the Company shall immediately disclose the voting results and election results of various resolutions on the video conferencing platform of the shareholders meeting in accordance with regulations, and shall continue to disclose for at least 15 minutes after the chairman's announcement of meeting adjournment.
19. If there is amendment to or substitute for one discussion item, the chairman of the meeting may combine such amendment or substitute into the original discussion item, and determine their orders for resolution. If any one of the above has been adopted, the others shall be considered as rejected, upon which no further resolution shall be required.
20. For the number of shares obtained by the solicitor, the number of shares represented by the proxies, and the number of shares represented by attending shareholders in writing or electronically, the Company shall, on the day of the shareholders meeting, prepare a statistical statement in the prescribed format and disclose it clearly at the shareholders meeting place. When the shareholders meeting is held by video conferencing, the Company shall upload the above-mentioned information to the video conferencing platform of the shareholders meeting at least 30 minutes before the start of the meeting, and continue to disclose it until the end of the meeting.

When the Company holds a video conferencing shareholder meeting, the total number of shares represented by shareholders present shall be disclosed on the video conferencing platform as meeting starting announced. The same process shall be carried out if the total number of shares and voting rights of the shareholders attending the meeting are otherwise counted during the meeting.

21. When the shareholders meeting is held by video conferencing, the chairman shall, when announcing the meeting starts, separately announce that unless there is no need for postponement or continuation of the meeting as stipulated in Paragraph 4 of Article 44-20 of the Regulations Governing the Administration of Shareholder Services of Public Companies, if before the meeting is adjourned, due to natural disasters, incidents or other force majeure events, it is difficult to participate in the meeting on the video conferencing platform or via video, and such difficulty lasts for 30 minutes or more, the date of the meeting should be postponed or resumed within five days. In such case, Article 182 of Company law is not applicable.

22. The chairman of the meeting may direct disciplinary personnel (or security personnel) to keep the order of the meeting. Such disciplinary personnel (or security personnel) shall wear badges bearing the words of "disciplinary personnel".

In order to keep the order of the meeting, shareholders shall obey directions made by the chairman of the meeting, disciplinary personnel (or security personnel). In case any person interrupts the meeting and, after being stopped by the chairman of the meeting three times, refuses to desist his/her interruption, the chairman of the meeting may ask the disciplinary personnel (or security personnel) to escort such shareholder to leave the meeting place.

23. These Rules and Procedures shall be effective from the date they are approved by the shareholders meeting. The same applies in case of amendments.

24. These Regulations were approved by the Annual General Shareholders Meeting and entered into force on May 4, 1990.

The 1st amendment was implemented after it was adopted by the resolution of the General Shareholders Meeting on March 27, 1996.

The 2nd amendment was implemented after it was adopted by the resolution of the General Shareholders Meeting on July 8, 1998.

The 3rd amendment was implemented after it was adopted by the resolution of the General Shareholders Meeting on June 24, 2022.