

Regulations for Election of Directors of Compal Electronics, Inc.

1. Unless otherwise prescribed by applicable laws and regulations and the Company's Articles of Incorporation, these Regulations shall govern the election of the Company's Directors (including independent directors).
2. Election of Directors shall be held at the shareholders' meeting.
When selecting and electing the Company's Directors, the overall composition of the Board of Directors shall be taken into consideration.
The composition of the Board of Directors shall be diversified, and shall give weight to the principle of gender equality, the professional background or areas of the members, and whether they have necessary knowledge, skill, and experience for performance of their duties.
3. The professional qualifications and election, and other matters for compliance with respect to Independent Directors shall be in compliance with applicable laws and regulations.
4. Directors of the Company are elected by adapting the single-mark ballot accumulation voting system. Each voting share is entitled to have votes equivalent to the number of Directors to be elected. The total number of votes may be used to elect a single candidate or be allocated among several candidates.
The Board of Directors shall prepare ballots equal to the number of Directors to be elected and distribute these ballots to the attending shareholders. The names of voters may be represented by shareholders' numbers.
5. The Company's Directors shall be elected by a candidate nomination system whereby the shareholders elect directors from nominees listed in the roster of Directors candidates. The election of independent directors and non-independent directors shall proceed as one election and number of the elected shall be calculated separately.
According to the seats regulated in the Articles of Incorporation, the candidates who receive more votes shall be respectively elected in order of number of votes received.
If two or more persons have received the same number of votes, and the number of persons would exceed the number to be elected, the persons with the same number of votes shall draw lots to decide election; the chairman shall draw lots on behalf of any elected person who are not present.
6. The Board of Directors shall, upon preparing the ballots, have the ballots serial numbered and note the voting rights on each ballot.

7. Before the beginning of the election, the chairman shall appoint several persons to check and record the ballots.
8. The ballot boxes used for voting shall be prepared by the Board of Directors and checked in public by the person to check the ballots before voting.
9. If the candidate is a shareholder of the Company, voters shall fill in the "candidate" column the candidate's name and shareholder's number. However, if the candidate is a government agency or a legal entity, the full name of the government agency or the legal entity or the name(s) of their representative(s) should be filled in the column. If the candidate is not a shareholder, voters shall fill in the "candidate" column the candidate's name and the candidate's ID number.
10. Ballots shall be deemed void under any of the following conditions:
 - (1) Ballots not prepared in accordance with these Regulations;
 - (2) Blank ballots not completed by the voters;
 - (3) The writing is unclear and illegible or the alteration is made without sealing thereon as required by law;
 - (4) If the candidate is a shareholder of the Company, the name or shareholder's number of the candidate filled in the ballot is inconsistent with the roster of shareholders. If the candidate is not a shareholder of the Company, the name or ID number of the candidate filled in the ballot is incorrect;
 - (5) The number selected candidates filled in the ballot exceeds the prescribed number of available seats;
 - (6) Ballot with other written characters or symbols in addition to candidate's name and shareholder's number/ID number;
 - (7) Any of the candidate's name or shareholder's number is failed to fill in the ballot.
11. The ballot box will be opened by the persons checking and recording the ballots after the vote casting for the election of the Directors.
12. The ballots should be calculated during the meeting right after the vote casting and the results of the election should be announced by the chairman.
13. The Board of Directors shall issue letters of elected notification to the elected Directors.
14. These Regulations shall be effective after approval at the shareholders' meeting. The same applies to amendments.

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

The 1st amendment was adopted by the Annual General Shareholders Meeting on April 23, 1994.

The 2nd amendment was adopted by the Annual General Shareholders Meeting on March 27, 1996.

The 3rd amendment was adopted by the Annual General Shareholders Meeting on March 24, 2002.

The 4th amendment was adopted by the Annual General Shareholders Meeting on June 24, 2011.

The 5th amendment was adopted by the Annual General Shareholders Meeting on June 20, 2014.

The 6th amendment was adopted by the Annual General Shareholders Meeting on June 26, 2015.