Dear Shareholders,

The 2015 Annual Shareholders’ Meeting (the “Meeting”) of Compal Electronics, Inc. (the “Company”) will be convened at 9:00 am, Friday, June 26, 2015 at Compal Headquarter, B1 (No. 581, Ruiguang Rd., Neihu District, Taipei, 11492, Taiwan).

I. The agenda for the Meeting is as follows:
   1. **Report Items**
      (1) Report on Business for the year 2014
      (2) Report of Supervisors’ Examination for the year 2014 Financial Statements
      (3) Implementation status of the Company’s share buy-back
   2. **Ratification Items**
      (1) To ratify the Financial Statements Report for the year 2014
      (2) To ratify the Distribution of Earnings for the year 2014
   3. **Discussion and Election Items**
      (1) To approve the proposal of cash distribution from capital surplus
      (2) To approve the amendment to the “Articles of Incorporation”
      (3) To approve the amendment to the “Regulations for Election of Directors and Supervisors”
      (4) Election of the 12th Term of Directors
      (5) To approve the release of non-competition restrictions for Directors
      (6) To approve the amendment to the “Procedures for Acquisition or Disposal of Assets”
      (7) To approve the amendment to the “Procedures for Financial Derivatives Transactions”
      (8) To approve the amendment to the “Procedures for Endorsement and Guarantee”
      (9) To approve the amendment to the “Procedures for Lending Funds to Other Parties”
   4. **Special Motion(s)**

II. The amount of earnings for the year 2014 available for distribution to shareholders as dividend and bonus is NT$ 4,428,780,625. Such amount is proposed to be distributed in the form of cash dividend. Each shareholder will be entitled to receive a cash dividend of NT$1 per share.

III. In accordance with Article 241 of the Company Act, the Company proposes a cash distribution of NT$ 2,214,390,313 from capital surplus in excess of par value of common shares issued to the registered shareholders on the record date, and the expected cash distribution will be NT$0.5 per share.

IV. Pursuant to Article 209 of the Company Act, it is proposed to submit to the general meeting for resolution the proposal of releasing the non-competition restrictions on Director candidates (Mr.
Sheng-Hsiung Hsu, Mr. Jui-Tsung Chen, Mr. Wen-Being Hsu, Mr. Charchg-Chyi Ko, Mr. Sheng-Chieh Hsu, Mr. Yen-Chia Chou, Mr. Wen-Chung Shen, Mr. Yung-Ching Chang, Mr. Chung-Pin Wong, Mr. Chiung-Chi Hsu, Mr. Chao-Cheng Chen, Mr. Min Chih Hsuan, Mr. Duh Kung Tsai, Kinpo Electronics, Inc., Mr. Duei Tsai), without prejudice to the interests of the Company.

V. The shareholder voting right could be exercised through the Internet during the period from May 27, 2015 to June 23, 2015. Please login to the TDCC (Taiwan Depository & Clearing Corporation) website (http://www.stockvote.com.tw) to exercise voting rights in accordance with the online instruction.

VI. Please note and act accordingly.

Sincerely Yours,

Board of Directors
Compal Electronics, Inc.