

Acer Gadget Inc.

Regulations Governing Election of Directors

- Article 1 Unless otherwise prescribed by the Company Law, relevant laws and regulations, or the Company's Articles of Incorporation, these Regulations shall govern the election of the Company's directors.
- Article 2 Company's directors shall be elected pursuant to the Article 192-1 of the Company Law.
- Article 3 Company's directors shall be elected through cumulative voting. When electing the Company's directors, each share shall be entitled to one vote for each director to be elected.
- Article 4 The candidates for independent directors or non-independent directors who receive the most votes for the position of director, with voting rights separately calculated for independent and non-independent director positions, shall win the election separately, and such number shall be in compliance with the number of positions for director provided for in the Articles of Incorporation. In the event two or more candidates receive the same number of votes beyond a quota, the winner shall be determined by drawing lots. One lot may be drawn by the chairman for each of the absentees.
- Article 5 The board of directors shall, upon preparing the ballots, prepare ballots equal to the number of directors to be elected, add the number of voting rights, and distribute the ballots to shareholder attending the shareholder meeting. The board of directors may, upon preparing the ballots, replace the voters' name with the voters' number of attendance card.
- Article 6 During the election, the chairman shall appoint vote inspectors and vote counters from among the shareholders in attendance to take charge of inspecting and counting the votes. A ballot box shall be provided by the board of directors and shall be kept in public view by the monitor before the vote.
- Article 7 Voters must write the name and shareholder account number of the candidate on the ballot. If the candidate is not a shareholder, the voter should write the candidate's name and identification document number, and then place the ballot in the ballot box. When the candidate is a government entity or a corporate shareholder, the candidate section on the ballot may list the full name of the government entity or corporation. Additionally, the name of the representative of that government entity or corporation may be

included. If there are multiple representatives, the names of each representative should be listed separately.

Article 8 A ballot shall be deemed invalid under the following circumstances:

1. Is not dropped into the ballot box;
2. Is not on a ballot prepared by the board of directors;
3. Is not filled out by voter and is blank;
4. If the name and account number of the candidate, when a shareholder, do not match those in the shareholder registry; or if the candidate is not a shareholder and their name or identification document number does not match the verified information;
5. If in addition to the name, account number (or identification document number) of the candidate and the allocated number of voting rights, any other text is included;
6. If any item among the filled-in candidate's name, account number (or identification document number), or the number of voting rights has been altered.;
7. Contains words or marks which are illegible or unrecognizable;
or
8. If the name of the candidate is the same as that of another shareholder and the account number or identification document number is not provided to distinguish between them.

Article 9 The Company shall count the votes immediately after shareholders finish voting. The vote inspector and vote counter shall monitor the opening of the ballots, and the chairman shall announce the results promptly thereafter, including the list of the candidates winning the election and the number of vote they receive.

The Company shall keep the ballot of directors' election of preceding paragraph at least one year after it is sealed and signed by the vote inspector. However, in the event any shareholder files a lawsuit pursuant to Article 189 of the Company Law, the Company shall keep the ballot of the election until the legal proceedings of the foregoing lawsuit have been concluded.

Article 10 These Regulations and any amendments hereto shall enter into force when approved by a resolution at a Shareholders' Meeting.

Article 11 These regulations were enacted on May 5, 2022

The first amendment was made on November 11, 2022