

ASUSTEK COMPUTER INC.

Rules for Election of Directors

Revision Date: July 30, 2021

Article 1 The Company's directors are elected in accordance with the Rules for Election of Directors.

Article 2 The Company's directors are elected in the shareholders' meeting by single-ballot voting method. The Company's directors shall be elected by a candidate nomination system and elected by the shareholders' meeting of the list of candidates.

The identity of the voter can be replaced with the attendance card number on the ballot. For the election of the Company's directors and supervisors, each stock share represents the voting right equivalent to the number of persons to be elected. Stock shares can be collected to focusing on electing one person or more than one person.

The election of independent directors and non-independent directors shall be held together, however, that the number of independent directors and non-independent directors elected shall be calculated separately.

Article 3 The Company's directors with higher voting rights received are elected sequentially in accordance with the number of seats defined in the Articles of Associations. If there are two candidates received same votes causing the total elected candidates exceeding the number of seats available, the two candidates who received same voting rights are to take a ballot for the seat; also, the Chairman is to take the ballot on behalf of the absentee.

Article 4 The board of directors or the person with the right to convene should prepare the same ballot as the number of directors to be elected. Fill in the number of voting rights on the ballot and distributed to shareholders attending the shareholders meeting.

Article 5 The Chairman is to have election officials and tellers appointed at the beginning of the election for job performance. The scrutineer must be a shareholder.

Article 6 The Company is to prepare the ballot box and it is examined by the election officials in public.

Article 7 Ballot is invalid upon the occurrence of any of the following:

1. The ballot was not prepared by Board of Directors or the person with the right to convene.
2. Blank ballot is cast into the ballot box.
3. The writing is unclear and indecipherable or has been altered.
4. The candidate whose name is entered in the ballot does not conform to the director candidate list.
5. Other words or marks are entered in addition to the number of voting rights allotted.

Article 8 Open the ballot and record the votes at the end of voting under the supervision of the election officials and announce the result immediately by the Chairman.

Article 9 The matters that are not provided in the Rules for Election of Directors will be processed in accordance with the Company Law and related regulations.

Article 10 These Rules and any revision thereof shall become effective after approval at the shareholders' meeting.