



CyberLink Corp.

Procedures for Election of Director

Article 1

The elections of the directors of the Company shall be conducted in accordance with these Procedures.

Article 2

The elections of the directors of the Company shall be conducted by the shareholders' meeting.

Article 3

The election of directors of the Company shall adopt a disclosed cumulative voting mechanism. Attendance card numbers or shareholder account number printed on the ballots may be used instead of recording the names of voting shareholders.

Article 4

For the elections of the directors of the Company, each share represents a weighted number of voting rights equivalent to the number of directors to be elected; such voting rights may be exercised to collectively elect a single candidate or may be distributed among several candidates.

Article 5

The directors of the Company shall be elected in accordance with the Articles of Incorporation of the Company on the number of directors. Candidates who get more votes representing corresponding voting rights shall be elected directors in the order of number of ballots received. If two or more persons have received the same number of voting rights, and the number of persons would exceed the prescribed number of available seats, the persons with the same number of voting rights shall draw lots to decide election; the chairman shall draw lots on behalf of any selected persons who are not present.

Article 6

When the board of directors prepares ballots, it shall specify the number of voting rights associated with each ballot and, if necessary, print attendance card numbers on the ballots.

Article 7

When the election begins, the chair shall appoint a number of persons to perform the respective duties of vote monitoring and counting personnel.

Article 8

If a candidate is a shareholder, a voter must enter the candidate's account name and shareholder account number in the "candidate" column of the ballot; for a non-shareholder, the voter shall enter the candidate's full name and identity card number. However, when the candidate is a governmental organization or juristic-person shareholder, the name of the governmental organization or juristic-person shareholder shall be entered in the column for the candidate's account name in the ballot paper, or both the name of the governmental organization or juristic-person shareholder and the name of its representative may be entered. When there are multiple representatives, the names of each respective representative shall be entered.

Article 9

A ballot is invalid under any of the following circumstances:

1. The ballot was not prepared by a person with the right to convene.
2. A blank ballot is placed in 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 10

A ballot box would be set for director election. After the voting, the watchers for monitoring the voting and counting officers shall open the ballot box.

Article 11

The counting of votes will be monitored by the watchers for monitoring the voting, and the results of the counting of votes will be announced on the spot by the chairman or his/her designee.

Article 12

The board of directors of this Corporation shall issue notifications to the persons elected as directors.

Article 13

All matters not specifically provided for in this Procedures shall be dealt with in accordance with the Company Act and other applicable laws.

Article 14

When the number of directors falls short by one third of the total number prescribed in this Corporation's articles of incorporation, this Corporation shall call a special



shareholders meeting within 60 days from the date of occurrence to hold a by-election to fill the vacancies, and the term of office shall be limited to the unexpired term of office of the predecessor.

Article 15

When there are some among the directors who do not meet the regulations specified in Article 26-3 of the Securities and Exchange Act, the election of the director receiving the lowest number of votes among those not meeting the conditions shall be deemed invalid.

Article 16

The number of directors will be as specified in this Corporation's articles of incorporation. Independent directors and non-independent directors of the Company shall be elected at the same time and with voting rights separately calculated for common and independent director positions. Those receiving ballots representing the highest numbers of voting rights will be elected as an independent director or a non-independent director sequentially according to their respective numbers of votes. Article 17: The number of directors and supervisors will be as specified in this Corporation's articles of incorporation. Independent directors and non-independent directors of the Company shall be elected at the same time and with voting rights separately calculated for common and independent director positions. Those receiving ballots representing the highest numbers of voting rights will be elected as an independent director, a non-independent director, or a supervisor sequentially according to their respective numbers of votes.

Article 17

The candidates nomination system is adopted by the Company for election of the directors of the Company. Any shareholder holding 1% or more of the total number of outstanding shares issued by the Company may submit to the Company in writing a roster of director candidates. After examining the qualification of the director is satisfied, the board of directors shall submit it to shareholder's meeting. The shareholders shall elect the directors from among the nominees listed in the roster of director candidates. For the matters regarding the public announcement and accepting the nomination of director candidates shall be subject to the Company Act, Securities and Exchange Act, and relevant laws and regulations in light thereof.

Article 19

The Procedures for Election of Director duly enacted on March 6, 1999, which is adopted by the resolutions of board of directors and effective upon approval of the shareholders meeting. Any amendment hereof shall require the same process. The 1st amendment was made on May 27, 2002; the 2nd amendment was made on June 14, 2006; the 3rd amendment was made on June 21, 2007; the 4th amendment was made on June 23, 2020.