

Board Members

| Title | Nationality Or Registration | Name | Gender | Date of Election | Term | Term of Office | Academic Background | Experience | Current Position(s) in Other Companies |
|-----------------|-----------------------------|------------|--------|------------------|------|----------------------------------|--|--|--|
| Chairman | Republic of China | Jason Chen | Male | 2020.06.12 | 3 | Director, since (2014.06.18~now) | MS in Business Administration, Missouri Columbia University | Senior Vice President of Worldwide Sales and Marketing, TSMC | <ol style="list-style-type: none"> 1. Chairman, Mu-Jin Investment Co., Ltd. 2. Chairman, Mu-Shi Investment Co., Ltd. 3. Other (Note) |
| Director | Republic of China | Stan Shih | Male | 2020.06.12 | 3 | Director, since (1979.7.18~now) | MS in Electrical Engineering, National Chiao Tung University | Co-Founder, Chairman President and CEO, Acer Group | <ol style="list-style-type: none"> 1. Independent Director, Taiwan Semiconductor Manufacturing Co., Ltd. 2. Director, Nan Shan Life Insurance Co., ltd. 3. Director, Hung Rouan Investment Corp. 4. Director, Egis Technology Inc. 5. Director, iD Innovation Inc. 6. Chairman, Dragon Investment Co., Ltd. 7. Director, CTS Inc. 8. Director, Rongxin Management Consultants Co., Ltd. 9. Director, Bingyu Co., Ltd. 10. Chairman, Ambi Investment and Consulting Inc. 11. Chairman, StanShih Foundation 12. Chairman, Acer Foundation 13. Chairman, CLOUD GATE Foundation 14. Director, NSFG Foundation 15. Director, Chew's Culture Foundation |

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| Director | Republic of China | Hung Rouan Investment Corp. | - | 2020.06.12 | 3 | Director, since (2005.06.14~now) | - | - | - |
| Legal Representative of Director | Republic of China | Maverick Shih (Representative of Hung Rouan Investment Corp.) | Male | 2020.06.12 | 3 | Maverick Shih Representative Director for Hung Rouan Investment Corp., since (2019.7.26~now) | Ph.D. in Electrical Engineering, University of Southern California | Acer BYOC General Manager | <ol style="list-style-type: none"> 1. Chairman, MAVs LAB. Inc. 2. Director, Rongxin Management Consultants Co., Ltd. 3. Director, Dragon Investment Co., Ltd. 4. Director, Kiwi Technology Inc. 5. Supervisor, Allxon Inc. 6. Other (Note) |
| Independent Director | Republic of China | Ching-Hsiang Hsu | Male | 2020.06.12 | 3 | Independent Director, since (2017.06.21~now) | Ph.D. in Strategic Management, University of Illinois at Urban-Champaign | <ol style="list-style-type: none"> 1. Chairman, Research Institute of Electronics engineering, Tsing-Hua University 2. Researcher, IBM T.J. Watson Research Center, State of New York, USA | <ol style="list-style-type: none"> 1. Chairman, eMemory Technology Inc. 2. Chairman, iMQ Technology Inc. 3. Director, Powerflash Technology Corp. 4. Independent Director and Member of Remuneration Committee, Materials Analysis Technology Inc. 5. Director, National Applied Research Laboratories 6. Director, SecuX Technology Inc. 7. Chairman and President, PUFsecurity Corp. |

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| Independent Director | Republic of China | Ji-Ren Lee | Male | 2020.06.12 | 3 | Independent Director, since (2014.06.18~now) | Ph.D. in Business Administration, University of Illinois, USA | 1.Vice Dean of Education and Resource Development , National Taiwan University College of Management 2. CEO, EMBA National Taiwan University | 1. Independent Director, Delta Electronics, Inc. 2. Independent Director, E.Sun Financial Holdings Co., Ltd. 3. Independent Director, Vivotek Inc. 4. Member of Remuneration Committee, Media Tek Inc. |
| Independent Director | Republic of China | San-Cheng Chang | Male | 2020.06.12 | 3 | Independent Director, since (2017.06.21~2019.11.15) (2020.06.12~now) | Ph.D. in Civil and Environmental Engineering, Cornell University | 1. Premier 2. Chairman, Taiwan Mobile Foundation 3. President, Institute for Biotechnology and Medicine Industry | 1. Chairman, SanCode Education Foundation 2. President, Institute for Biotechnology and Medicine Industry |
| Independent Director | Japan | Yuri, Kure | Female | 2020.06.12 | 3 | Independent Director, since (2020.06.12~now) | MS in Law, National Taiwan University | Lee and Li, Attorney-at-Law, Senior Associate-Japan Project Manager | None |

Note: Appointed by Company to be Director and/or President of certain subsidiaries.

Member of Committee

| Name | Audit Committee | Compensation Committee | Investment Committee |
|---|-----------------|------------------------|----------------------|
| Ching-Hsiang Hsu, Independent Director | V (Chair) | V | |
| Ji -Ren Lee, Independent Director | V | V (Chair) | V |
| San-Cheng Chang, Independent Director | V | V | V (Chair) |
| Yuri, Kure, Independent Director | V | | V |
| Jason Chen, Director | | | V |
| Stan Shih, Director | | | V |

Board of Director (BOD) Diversity Policy

Acer Group constantly pay attention to corporate governance, our BOD Diversity Policy is included into Chapter III Enhancing the Function of Board of Directors of “Acer Incorporated Corporate Governance Best-Practice Principles”.

The board of directors of the Company shall direct company strategies, supervise the management, and be responsible to the shareholders meetings. Procedures and arrangement relating to corporate governance shall ensure that, in exercising its authority, the board of directors will comply with laws, regulations, articles of incorporation, and the resolutions of shareholders meetings of the Company.

Regarding the structure of the board of directors, the Company shall determine an appropriate number of board members not less than five persons, in consideration of its business scale, the shareholding of its major shareholders and practical operational needs.

The composition of the board of directors shall be determined by taking diversity into consideration. It is advisable that directors concurrently serving as company officers not exceed one-third of the total number of the board members, and that an appropriate policy on diversity based on the Company's business operations, operating dynamics, and development needs be formulated and include, without being limited to, the following two general standards:

1. Basic requirements and values: Gender, age, nationality, and culture.
2. Professional knowledge and skills: A professional background (e.g., law, accounting, industry, finance, marketing, and technology), professional skills, and industry experience.

All members of the board shall have the necessary knowledge, skill, and experience to perform their duties. To achieve the ideal goal of corporate governance, the board of directors shall possess the following abilities:

1. Ability to make operational judgment.
2. Ability to perform accounting and financial analysis.
3. Ability to conduct management administration.
4. Ability to conduct crisis management.
5. Industrial knowledge.
6. International market perspective.
7. Ability to lead.
8. Ability to make decisions.

The specific management objectives of the BOD Diversity Policy

This Policy may make the Board function be more effective. The nomination and selection of board members of the Company is in accordance with the Company's Articles. In addition, there is nomination system to ensure the diversity and independence of the board members. The Company expects to invite and nominate one or more female candidates in the next board election (will be held in 2020), and to select directors with different professional knowledge, for providing different perspectives and contributions to facilitate the Board function.

The implement of the BOD Diversity Policy:

Communication Among Independent Directors and the Company’s Chief Internal Auditor and CPAs:

- (1) The Company Chief Internal Auditor monthly reports internal audit execution situation to independent directors; and in addition, the Chief Internal Auditor regularly process internal audit report in the quarterly held Audit Committee meeting. She communicates with Audit Committee members about the internal audit results and the improvement; and immediate report will be made to Audit Committee members for special case and circumstances if any.
- (2) Audit Committee members and Chief Internal Auditor have good communication, the communication are summarized as below:

| Date | Keys of Communication | Communitive Results |
|------------|---|--|
| 2020.03.18 | 1. Fy2019 Internal Audit and Fraud Investigation Report 2. FY2019 Statement of Internal Control System 3. To Approve the Amendments of the Internal Rules | The Independent Directors had no rejection and expressed reservation after consulting with the internal chief audit officer for the related contents and details to the item(s). |
| 2020.05.06 | 1. 2020 Q1 Internal Audit and Fraud Investigation Report 2. The “Internal Control Systems of Shareholder Services Unit” which is one of the Company’s Internal Control Systems | The Independent Directors had no rejection and expressed reservation after consulting with the internal chief audit officer for the related contents and details to the item(s). |
| 2020.08.05 | 1. 2020 Q2 Internal Audit and Fraud Investigation Report 2. To Approve the Amendments of the Internal Rules | The Independent Directors had no rejection and expressed reservation after consulting with the internal chief audit officer for the related contents and details to the item(s). |
| 2020.11.04 | 1. 2020 Q3 Internal Audit and Fraud Investigation Report 2. 2021 Annual Audit Plan | The Independent Directors had no rejection and expressed reservation after consulting with the internal chief audit officer for the related contents and details to the item(s). |

- (3) The CPAs the Company appointed regularly process audit or reviewing result report in the quarterly held Audit Committee meeting, and the matters to be communicated with independent directors required by laws and regulations. CPAs will immediate report to Audit Committee members for special case and circumstances if any.

(4) Audit Committee members and CPAs have good communication, the communication are summarized as below:

| Date | Keys of Communication | Communitive Results |
|------------|---|--|
| 2020.03.18 | 1. Results of Auditing FY2019 Financial Statement 2. Update of Relevant laws and regulations | The Independent Directors had no rejection and expressed reservation after consulting with the internal chief audit officer for the related contents and details to the item(s). |
| 2020.05.06 | 1. Results of Reviewing 2020 Q1 Financial Statement 2. Update of Relevant laws and regulations | The Independent Directors had no rejection and expressed reservation after consulting with the internal chief audit officer for the related contents and details to the item(s) |
| 2020.08.05 | 1. Results of Reviewing 2020 Q2 Financial Statement 2. Update of Relevant laws and regulations | The Independent Directors had no rejection and expressed reservation after consulting with the internal chief audit officer for the related contents and details to the item(s) |
| 2020.11.04 | 1. Results of Reviewing 2020 Q3 Financial Statement 2. Update of Relevant laws and regulations | The Independent Directors had no rejection and expressed reservation after consulting with the internal chief audit officer for the related contents and details to the item(s) |