

FOCI Fiber Optic Communications, Inc.
Director Election Regulations
(Translation)

1. Unless otherwise provided in the Company Act and the Company's Articles of Incorporation, the election of directors of the Company shall be conducted in accordance with the provisions of these Regulations.
2. The election of directors of the Company shall be held at the shareholders' meeting.
3. A majority of the directors shall not be related to each other in any of the following ways:
 - (1) Spouse
 - (2) Relatives within the second degree of consanguinityThe eligibility of the Company's independent directors shall be in accordance with the criteria established by the competent authorities for the independent directors, and the election of the independent directors shall be in accordance with the regulations of the competent authorities.
4. If directors fail to comply with the provisions of the preceding Article, the election of the director who receives the lesser number of votes among the directors failing to comply with the provisions of the preceding Article shall be invalidated.
5. Elections of directors of the company shall be conducted in accordance with the candidate nomination system and procedures set out in Article 192-1 of the Company Act.

The Company shall adopt the single-name cumulative election method for the election of directors. The names of the electors may be represented by the attendance numbers printed on the election ballots. For the election of directors of the Company, each share will have voting rights in number equal to the directors to be elected, and may be cast for a single candidate or split among multiple candidates.

6. The number of directors will be as specified in the company's Articles , with voting rights separately calculated for director positions. Those receiving ballots representing the highest numbers of voting rights will be elected sequentially according to their respective numbers of votes. When two or more persons receive the same number of votes, thus exceeding the specified number of positions, they shall draw lots to determine the winner, with the chair drawing lots on behalf of any person not in attendance.
7. Before the election begins, the chair shall appoint a number of persons to perform the respective duties of vote monitoring and counting personnel. The vote monitoring personnel shall have status of shareholder.
8. The ballot boxes shall be prepared by the Board of Directors or the person who has the authority to convene the shareholders' meeting, and the ballot boxes

shall be publicly checked by the vote monitoring personnel before voting commences.

9. The board of directors or the person who has the authority to convene the shareholders' meeting shall prepare separate ballots for directors in numbers corresponding to the directors to be elected. The number of voting rights associated with each ballot shall be specified on the ballots, which shall then be distributed to the attending shareholders at the shareholders meeting. Attendance card numbers printed on the ballots may be used instead of recording the names of voting shareholders.
10. (Deleted)
11. A ballot is invalid under any of the following circumstances:
 - (1) An election ballot that has not been put into the ballot box.
 - (2) An election ballot that is not authorized by these Regulations is used.
 - (3) A blank ballot is placed in the ballot box.
 - (4) The writing is unclear and indecipherable or has been altered.
 - (5) The candidate whose name is entered in the ballot does not conform to the director candidate list.
 - (6) Other words or marks are entered in addition to the number of voting rights allotted.
12. The voting rights shall be calculated on site immediately after the end of the poll, and the results of the calculation shall be announced by the chair on the site.
13. The Company shall issue a notifications of election to each of the elected directors.
14. These Regulations, and any amendments hereto, shall be implemented after approval by a shareholders meeting.

