

Foxconn International Holdings Limited
(the “Company”)

**Procedures for Shareholders to Propose Candidates for
Election as a Director of the Company**

Adopted by the Board of Directors of the Company on 22 March 2012

Articles of Association

According to Article 116 of the Company’s Articles of Association, no person other than a retiring director of the Company shall be eligible for election to the office of director of the Company (a “Director”) at any general meeting of the Company, unless (a) such person is recommended by the Company’s board of directors, or (b) any shareholder of the Company (not being the person to be proposed) has given to the Company’s secretary a written notice of his/her intention to propose such person for election and also the person so proposed has given to the Company’s secretary a written notice of his/her willingness to be elected.

The written notices shall be given during the period commencing no earlier than the day after the despatch of the notice of the meeting appointed for such election and ending no later than 7 days prior to the date of the meeting. The Company will assess whether to adjourn the meeting to allow the Company’s shareholders at least 10 business days to consider such written notices.

The written notices shall be sent to:

The Company Secretary of Foxconn International Holdings Limited
c/o Shenzhen Futaihong Precision Industrial Co., Ltd.
Mailbox 201
No. 2, 2nd Donghuan Road
10th Yousong Industrial District
Longhua Town, Baoan
Shenzhen City
Guangdong Province
518109
People’s Republic of China

Written Notices

The written notices shall comprise the following:

1. A notice in writing signed by the nominating shareholder regarding his/her intention to propose a resolution for election of a person (other than himself/herself) as a Director at a general meeting, which notice shall include: (a) the name, address and other contact details of the nominating shareholder; (b) the number of the Company’s shares held by the nominating shareholder; and (c) his/her written consent to the use, transfer and/or processing of his/her personal data and other information provided to the Company for the purpose of

verifying his/her capacity as the Company's shareholder; and

2. A notice in writing signed by the nominated candidate including: (a) his/her willingness to be elected as a Director; (b) his/her name, address and other contact details; (c) all the details, declaration and undertaking required to be disclosed and made in compliance with Rule 13.51(2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (as amended from time to time) (the "Listing Rules"), including his/her appropriate negative statements to that effect where there is no information to be so disclosed nor no other matter that may need to be brought to the attention of the Company's shareholders; (d) his/her current employment and such other information (which may include business experience and academic qualifications) that the Company's shareholders should be aware of, pertaining to the ability or integrity of the nominated candidate; and (e) his/her written consent to the publication of his/her personal data and other information provided to the Company.

Verification of Shareholder Capacity

In addition to the information specified in his/her written notice, the nominating shareholder shall forthwith upon the Company's request provide such additional information as the Company may reasonably require for the purpose of verifying his/her capacity as the Company's shareholder. The verification process will be conducted by the Company, in consultation with the Company's share registrar and other third parties if necessary, to the satisfaction of the Company. The Company will proceed to handle the written notices following a successful verification to its satisfaction.

General Meeting

The nominating shareholder will be required to read out aloud the proposed resolution for election of the nominated candidate as a Director at the meeting.

Announcement on Appointment

After the appointment has become effective, the Company will publish an announcement relating to the appointment in compliance with applicable requirements laid down by the Listing Rules.