GENTEX CORPORATION

A Smarter Vision®

Lead Independent Director Policy

1. Background. The Board of Directors (the "Board") of Gentex Corporation (the "Company"), including the independent Board members, considers it useful and appropriate to designate a nonemployee, independent director ("Lead Director"), elected by and from the independent directors, to coordinate the activities of the independent directors and to perform such other duties and responsibilities as the Board may determine. The role of Lead Director is created to enhance the Company's comprehensive plan of corporate governance and shall not in any way undermine the role of the Chairman of the Board (the "Chairman") as set forth in the Bylaws of the Company.

2. Responsibilities. The specific responsibilities of the Lead Director are:

a. Preside at all meetings of the Board at which the Chairman is not present.

b. Preside over all executive sessions of independent directors. A meeting of the independent directors will be scheduled as an agenda item for each regularly scheduled Board meeting. The Lead Director has the authority to call such other meetings of the independent directors as he or she deems necessary. The Lead Director will advise the Chairman of any consensus reached during, and any suggestions made at, any executive sessions.

c. Approve of all information sent to the Board, including meeting agendas, as well as Board meeting schedules, to assure that there is sufficient time for discussion of all agenda items.

d. Serve as a liaison between the independent directors and the Chairman.

e. Be available for consultation and direct communication with major shareholders if requested.

f. Approve and coordinate the retention of advisors who report directly to the independent directors, except as otherwise provided in the governance plan of the Company, and to seek counsel from appropriate Company personnel at the Lead Director's discretion.

3. Appointment of Lead Director. The Lead Director shall be elected by a majority of the independent directors of the Board. Such Lead Director shall serve until such time as he or she ceases to be a director, resigns as Lead Director, is replaced as Lead Director by a majority of the independent directors, or is replaced by an independent Board Chairman, elected by a majority of the independent directors of the Board. The performance of a Lead Director shall be reviewed annually as a part of the normal Board evaluation process.

4. Qualifications of Lead Director. The Lead Director must:

a. Satisfy the independence standards of the NASDAQ Global Select Market, the Securities Exchange Act of 1934, as amended, and any other applicable standards.

b. Have served at least one full year as a director of the Company before being elected Lead Director.

c. Be able to effectively work with the Chairman in an advisory capacity.

d. Be able to effectively discuss with other directors any concerns about the Board or the Company and to relay those concerns, where appropriate, to the Chairman or the Board.

5. Absence of Lead Director. If the Lead Director is not present at any meeting of the Board, a majority of the independent directors shall select an independent director to act as Lead Director for the purposes and duration of such meeting.

6. Compensation. Any additional compensation to be paid to the Lead Director shall be determined in accordance with the policies and procedures for determining compensation of the Board generally.

Effective February 14, 2013