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In order to establish a fair, just, and open procedure for the election of directors, these Measures are hereby formulated in accordance with Articles 21 and 41 of the “[T-6-201707-008] **Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies**”.

1. The election and appointment of directors of the Company shall be handled in accordance with these Measures, unless otherwise stipulated by laws and regulations or Articles of Association.
2. The election and appointment of directors of the Company shall take into account the overall composition of the board of directors. The composition of the board of directors shall consider diversity, and formulate an appropriate diversity policy based on its own operation, operation type and development needs. It is recommended to include but not limited to the following two standards:

1. Basic conditions and values: Genders, age, nationality and culture, etc.
2. Expertise and skills: Professional background (such as laws, accounting, industry, finance, marketing or technology), professional skills and industry experience, etc.

The members of the board of directors shall generally possess the necessary knowledge, skills and qualities to perform their duties, and their overall abilities shall be as follows:

1. Ability to make operational judgments.
2. Accounting and financial analysis ability.
3. Business management ability.
4. Crisis management ability.
5. Industry knowledge.
6. Vision and insight on international markets.
7. Leadership.
8. Decision-making ability.

Over half of the seats of the board of directors shall be held by members who mutually have no relationships as spouses or relatives within the second degree of kinship.

The board of directors of the Company shall consider and adjust the composition of the board of directors based on the results of the performance evaluation.

3. The qualifications of independent directors of the Company shall comply with the provisions of Articles 2, 3 and 4 of the “[T-6-201707-055] **Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies**”.

The election and appointment of independent directors of the Company shall comply with Articles 5, 6, 7, 8 and 9 of the “[T-6-201707-055] **Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies**” and shall be handled in accordance with Article 24 of the “[T-6-201707-008] **Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies**”.

4. Method for Election of Directors of the Company:

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1. In the election of directors of the Company, the cumulative voting system shall be adopted. Each share has the equivalent voting rights as the number of directors to be elected, collectively voting for one candidate or allocated to several ones.
2. The election of directors of the Company shall be conducted in accordance with the procedures of the nomination system for candidates stipulated in Article 192-1 of the "[T-6-201707-002] **Company Act**".
3. If any director is dismissed for any reason which results in the situation that there are fewer than five active directors, the Company shall hold a by-election at the earliest shareholders' meeting. However, if the vacancy of seats of directors reaches one-third of the seats specified in the Articles of Association, the Company shall convene an extraordinary shareholders' meeting for by-election within 60 days from the date of the occurrence of such situation.

If the number of independent directors is insufficient, based on the proviso to Paragraph 1 of Article 14-2 of the "[T-6-201707-029] **Securities and Exchange Act**", a by-election shall be held at the earliest shareholders' meeting; and when all independent directors are dismissed, an extraordinary shareholders' meeting for by-election shall be held within 60 days from the date of the occurrence of such situation.

5. The person with the right to convene shall prepare ballots with a quantity equal to the number of directors to be elected, fill in the number of voting rights, and distribute to shareholders attending the shareholders' meeting. The names of the nominees may be replaced by the attendance certificate number printed on the ballots.
6. The number of voting rights for independent directors and ordinary directors shall be calculated separately according to the Company's Articles of Association, and they shall be elected in order of the number of voting rights represented by the votes obtained. Two or more candidates who obtain the same number of votes will be drawn by lot, and those who do not attend in person will be drawn by the chairman on his/her behalf.
7. Before the election begins, the chairman shall designate a number of scrutineers and tellers to perform various relevant duties, but the scrutineers shall have the identity as shareholders. The ballot box shall be prepared by the Company and opened by the scrutineers for public view before voting.
8. If the candidate is also a shareholder, the elector shall fill in the account name and shareholder account number in the ballot; if the candidate is not a shareholder, the candidate's name and identification document number shall be filled in. However, when the government or corporate shareholder is the candidate, the name of the candidate displayed on the ballot shall be filled with the name of the government or corporate, or both names of the government or corporation and its representative; when there are several representatives, the names of these representatives shall be filled in separately, but each ballot may only contain the name of one representative.
9. Ballots are invalid if having any of the following circumstances:
 1. Ballots other than those prepared by the person with the right to convene.
 2. Blank ballots are put into the ballot box.

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3. Ballots with illegible handwriting or having been altered.
 4. The candidates filled in and the list of candidates for directorships are found to be inconsistent after verification.
 5. Containing other words or texts in addition to the number of votes allotted.
10. After the voting is completed, the voting results will be announced on the spot by the chairman or the designated personnel, which include the list of directors elected and their respective votes.
- The ballots for election in the preceding Paragraph shall be sealed and signed by the scrutineers, and shall be properly preserved for at least one year. However, if a shareholder files a lawsuit in accordance with Article 189 of the “[T-6-201707-002] **Company Act**”, the ballots shall be preserved until such lawsuit is concluded.
11. The elected directors will be awarded the notice of appointment issued by the board of directors of the Company.
12. These Measures shall be implemented after being approved by the shareholders’ meeting, and the same shall apply to the amendments.

Reference Documents:

1. [T-6-201707-002] Company Act.
2. [T-6-201707-008] Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.
3. [T-6-201707-029] Securities and Exchange Act.
4. [T-6-201707-055] Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies.

Reference Forms and Lists: N/A.