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	Procedures for Election of Directors	Version	A.2
		Date	December 15, 2021

Article 1

To ensure a just, fair, and open election of directors, these Procedures are adopted pursuant to Articles 21 and 41 of the Corporate Governance Best-Practice Principles for TWSE/GTSM Listed Companies.

Article 2

Except as otherwise provided by law and regulation or by this Corporation's articles of incorporation, elections of directors and supervisors shall be conducted in accordance with these Procedures.

Article 3

The overall composition of the board of directors shall be taken into consideration in the selection of this Corporation's directors. The composition of the board of directors shall be determined by taking diversity into consideration and formulating an appropriate policy on diversity based on the company's business operations, operating dynamics and development needs. It is advisable that the policy include, without being limited to, the following two general standards:

- I. Basic conditions and values: Gender, age, nationality, culture and so on.
- II. Professional knowledge and skills: A professional background (e.g., law, accounting, industry, finance, marketing, technology), professional skills and industry experience.

Each board member shall have the necessary knowledge, skill and experience to perform their duties; the abilities that must be present in the board as a whole are as follows:

- I. The ability to make judgments about operations.
- II. Accounting and financial analysis ability.
- III. Business management ability.
- IV. Crisis management ability.
- V. Knowledge of the industry.
- VI. An international market perspective.
- VII. Leadership ability.
- VIII. Decision-making ability.

More than half of the directors shall be persons who have neither a spousal relationship nor a relationship within the second degree of kinship with any other director.

The Board of Directors of this Corporation shall consider adjusting its composition based on the results of performance evaluation.

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Article 4

The qualifications for the independent directors of this Corporation shall comply with Articles 2, 3, and 4 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies.

The selection of independent directors of this Corporation shall comply with the provisions of Articles 5, 6, 7, 8, and 9 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies.

Article 5

Elections of both directors and supervisors at this Corporation shall be conducted in accordance with the candidate nomination system and procedures set out in Article 192-1 of the Company Act. To facilitate examination of the qualifications and the educational and professional backgrounds of director candidates, as well as whether or not there are any items listed in Article 30 of the Company Act, proofs of other qualifications shall not be added arbitrarily and the review results shall be provided to shareholders for reference so as to select suitable directors.

When the number of directors falls below five due to the dismissal of a director for any reason, the company shall hold a director by-election at the next following shareholders meeting. When the number of directors falls short by one-third of the total number prescribed by the articles of incorporation, the company shall convene a special shareholders meeting within 60 days of the occurrence of that fact to hold a director by-election.

When there are an insufficient number of independent directors, then a director by-election shall be held at the next following shareholders' meeting in accordance with provisions of Article 14-2 Paragraph 1 of the Securities and Exchange Act, relevant regulations under the Taiwan Stock Exchange Corporation Rules Governing Review of Securities Listings, or those stipulated in Article 8 of "Specific identification standards for each item not suitable for listing on the over-the-counter market under Article 10, Item 1 of the Rules Governing the Review of Securities for Trading on the TPEx" of the Taipei Exchange. When all independent directors have been dismissed, the Company shall convene a special shareholders meeting to hold a by-election within 60 days from the date on which the fact occurred.

Article 6

An accumulative voting system shall be adopted in the election of directors of the Company. The number of votes exercisable with respect to one share shall be the same as the number of directors to be elected and the total number of votes per share may be consolidated for election of one candidate or may be split for election of two or more candidates

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Article 7

The Board of Directors shall prepare ballots equal to the number of directors to be elected, and append their weightings, for distribution to shareholders attending the shareholders' meeting. The name of the elector may be replaced by the attendance number printed on the ballot paper.

Article 8

Voting rights going toward directors of the Company shall be calculated for independent directors and non-independent directors separately in accordance with the number of directors stipulated in the Company's Articles of Incorporation. Those candidates receiving the greatest numbers of electoral votes as represented by the electoral votes obtained shall be elected in turn. If two or more candidates receive equal numbers of votes and are in excess of the 66 prescribed quota, those with equal numbers of votes shall be decided by drawing lots and the presiding chair shall draw lots on behalf of those not in attendance.

Article 9

When the election begins, the presiding chair shall designate a number of monitors and tallying personnel with shareholder status to perform various related duties. The ballot box shall be prepared by the Board of Directors and shall be inspected by the monitors in public before voting is initiated.

Article 10

If a selected candidate is a shareholder, the voting individual must fill in the name and shareholder account number of the selected candidate in the "selected candidate" column of the ballot. If not a shareholder, the name and ID document number of the selected candidate must be filled in as well. However, when the selected candidate is a governmental or institutional shareholder, the name of the government or institutional entity should be filled in in the voter's "selected candidate" column. When there are several such representatives, the names of the representatives should be added separately.

Article 11

A ballot will be deemed invalid under any of the following circumstances:

1. Not using ballots prepared by the Board of Directors.
2. Putting blank ballots into the ballot box.
3. The handwriting is illegible or has been altered.
4. If a selected candidate is a shareholder and the associated account name and shareholder account number do not match the roster of shareholders; if the selected candidate is not a shareholder or his or her name and identification document number do not match after verification.

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5. Other wording is inserted in addition to the account name (name) or shareholder account number (identification document number).

6. The names of selected candidates are the same as those of other shareholders but the shareholder account numbers or identification document numbers are not filled in for identification.

Article 12

Ballots will be opened on site after voting and the ballot results should be announced on site by the chair or master of ceremonies, including the list of elected directors and their respective votes received. The ballots for the election mentioned in the preceding paragraph shall be sealed and signed by the monitors and shall be held in a secure location for at least one year. However, if a shareholder institutes legal proceedings in accordance with Article 189 of the Company Act, the relevant audio or video recordings shall be retained until the legal proceedings are concluded.

Article 13

Elected directors shall be given separate notices of election by the Company's Board of Directors.

Article 14

These Procedures shall come into force after approval by the shareholders' meeting; the same shall apply to amendments thereof.