

**Tainan Enterprises Co., Ltd.**  
**Procedures for Election of Directors**

Amended on June 20, 2022

- I. Elections of the Company's directors shall be conducted in accordance with these Procedures.
- II. The cumulative voting method shall be used for election of the directors at the Company except as otherwise provided in the Company's articles of incorporation. Each share will have voting rights in the number equal to the directors to be elected, and may be cast for a single candidate or split among multiple candidates.
- III. The Company's directors shall be elected from among the shareholders with disposing capacity and based on the specified number of directors in the Articles of Incorporation, those receiving ballots representing the highest numbers of voting rights will be elected sequentially. 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.

The election of all independent directors adopts the candidate nomination system, for the shareholders' meeting to elect from the list of director candidates. Elections of independent and non-independent directors are held together, but elected numbers are counted separately.

The elections and qualifications of the Company's independent directors, shall comply with the "Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies."

The Company's election of directors shall, pursuant to Article 192-1 of the Company Act, adopt the candidate nomination system.
- IV. The board of directors shall prepare separate ballots for directors in numbers corresponding to the directors or supervisors 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.
- V. The ballot boxes shall be prepared by the board of directors and publicly checked by the vote monitoring personnel before voting commences.
- VI. Before the elections begin, the chair shall appoint a number of persons with shareholder status to perform the respective duties of vote monitoring and counting personnel.
- VII. A ballot is invalid under any of the following circumstances:

1. A ballot prepared by a person with the right to convene is invalid.
  2. A blank ballot is placed in the ballot box.
  3. The writing is unclear and indecipherable or has been altered.
  4. The candidate whose name is entered in the ballot does not conform to the director candidate list.
  5. Other words or marks are entered in addition to the number of voting rights allotted.
- VIII. The voting rights shall be calculated on site immediately after the end of the poll, and the results of the calculation, including the list of persons elected as directors or supervisors and the numbers of votes with which they were elected, shall be announced by the chair on the site. The notifications shall be issued to the persons elected as directors after the meeting.
- IX. For anything not mentioned in the Procedures, the Company Act, related laws and regulations and the Company's Articles of Incorporation shall be complied with.
- X. The Rules are implemented upon the approval of the shareholders' meetings; the same applies to the amendments.