

# **Actron Technology Corporation.**

## **Rules for Election of Directors**

### Article 1

The independent and non-independent directors of this Company shall be elected in accordance with the rules specified herein.

### Article 2

Election of the independent and non-independent directors of this Company shall be held at the shareholders' meeting.

### Article 3

The election of directors shall adopt a disclosed cumulative voting method. Each share represents a weighted number of voting rights equivalent to the number of directors to be elected; such voting rights may be exercised to collectively elect a single candidate or may be distributed among several candidates. Those persons with the greatest numbers of ballots representing voting rights shall be elected as director in order of number of ballots received. Each voter will be identified by shareholder's numbers or his/her attendance card number as printed on his/her ballot.

### Article 4

This Company's directors (including Independent directors) shall be elected by adopting the candidate nomination system specified in Article 192-1 of the ROC Company Law, the adoption of such system shall be expressly stipulated in the Articles of Incorporation of the company; and the shareholders shall elect the directors from among the nominees listed in the roster of independent director candidates.

### Article 5

In the election of directors of this Company, independent directors and non-independent directors should be elected from the same election with the effective seats calculated specifically. Candidates who acquire more votes should individually win the seats of directors. The aforementioned number of votes cast in the election shall include the votes cast on-site in the shareholders' meeting and via electronic voting. If two or more persons acquire the same number of votes and the number of such persons exceeds the specified seats available, such persons acquiring the same votes shall draw lots to decide who should win the seats available, and the Chairman shall draw lots on behalf of the candidate who is not present.

### Article 6

The Board of Directors shall prepare ballots and distribute one ballot to each shareholder identified by shareholder's numbers. Each ballot shall contain the votes that the voter is entitled to in the election.

### Article 7

At the beginning of the election, the Chairman shall appoint several persons each to check and record the ballots. The persons to check the ballots.

### Article 8

The ballot box used for voting shall be prepared by the Board of Directors and checked in public by the person to check the ballots before voting.

#### Article 9

Voters shall fill in the "candidate" column the candidate's name and shareholder's numbers ( ID number or Company Tax ID ). If the candidate is a legal entity, the full name of the legal entity, the name(s) of their representative(s), shareholder's numbers of the legal entity or Company Tax ID should be filled in the column.

#### Article 10

Ballots shall be deemed void under the following conditions: 1. Ballots not prepared by this Company; 2. Blank ballots not completed by the voter; 3. Ballots with Illegible writing; 4. If the candidate is a shareholder of this Company, the name or shareholder's number of the candidate filled in the ballot inconsistent with the shareholders' register. 5. Ballots with other written characters or symbols in addition to candidate's name, shareholder's number (ID numbers or Company Tax ID); 6. The name of the candidates filled in the ballots being the same as another candidate's name and the respective shareholder's numbers (ID numbers or Company Tax ID) not being indicated to distinguish them.

#### Article 11

Upon completion of the balloting process, the shareholders' meeting chairperson shall announce on-the-spot counting and announcing the ballots. The superintendent(s) shall watch by the side. The results of the election should be announced by the Chairman or the master of ceremonies at the meeting.

#### Article 12

This Company shall issue notifications to the independent and non-independent directors elected.

#### Article 13

Any matters insufficiently provided for herein shall be subject to the Company Law and other laws and ordinances concerned.

#### Article 14

These rules and any revision thereof shall become effective after approval at the shareholders' meeting.

#### Article 15

This Procedure was enacted on June 4, 2013.

The 1st amendment was made on May 26, 2017.