

Stock code:2027

To consult information about meeting agenda, refer to the link below:

<https://mops.twse.com.tw>

## TA CHEN STAINLESS PIPE CO., LTD.

Handbook for the 2023 1<sup>st</sup> Special Meeting of Shareholders

**TIME: 9:00 a.m. August 30, 2023**

**VENUE: No. 261, Nanmen Rd., South Dist., Tainan City 702,  
Taiwan ( The Labor Recreation Center )**

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# **Ta Chen Stainless Pipe Co., Ltd.**

## Meeting Procedure of the 2023 1<sup>st</sup> Special Meeting of Shareholders

1. Call Meeting to Order (Report the shareholdings of the presented stockholders)
2. Chairman's Address
3. Director Election
4. Other Resolution
5. Extempore Motions
6. Meeting Adjournment

Ta Chen Stainless Pipe Co., Ltd.  
2023 1<sup>st</sup> Special Shareholders' Meeting Agenda

Time: 9:00 a.m. August 30, 2023 (Wednesday)

2. Venue: No. 261, Nanmen Rd., Tainan City (Labor Recreation Center)

Shareholders Meeting will be held by means of: physical shareholders meeting

3. Meeting as Read

4. Chairman's Address

5. Director Election: To elect two Directors (including one independent director).

6. Other Resolution: Agree with dismissing the new directors from non-competition restrictions.

7. Extempore Motions

8. Meeting Adjournment

## Director Election

Proposal : To elect two Directors (including one independent director).

Explanation : 1. Because one of the directors which elected on June 26, 2023 resigned and in order to meet the needs of corporate governance, the company will elect a director and an additional independent director.

2. The terms of the new directors started from August 30, 2023 to June 25, 2026..

3. The list of director (including independent director) candidates as following, please elect from the list.

<b>List of Director Candidates</b>			
<b>Name</b>	<b>Qualification and Experience</b>	<b>Current Position</b>	<b>Number of Shares Held</b>
Tsai, Yong-Yu	<p>Graduated at National Open University, Faculty of Management of Finance.</p> <p>Supervisor of Bank of Kaohsiung Director of Hwa Fong Rubber Ind. Co., Ltd. Director of Atlas Distribution Services Ltd. Director of Ta Chen Stainless Pipe Co., Ltd.</p>	<p>Director of Brighton-Best International (Taiwan) Inc. Chairman of Jinn Her Enterprise Co., Ltd. Chairman of Tamron Construction Co., Ltd. Chairman of Tamron Leisure Co., Ltd. Chairman of Longteng Leisure Co., Ltd. Chairman of De Teng Investment Ltd. Chairman of Kaohsiung Jinn Her Charitable Foundation Director of Yong Fu Yu Green Energy Technology Co., Ltd. Supervisor of Jin Chuan Construction Co., Ltd.</p>	706,349

<b>List of Independent Director Candidates</b>			
<b>Name</b>	<b>Qualification and Experience</b>	<b>Current Position</b>	<b>Number of Shares Held</b>
Wang, Kuang-Tzu	<p>EMBA Master, NCCU Department of Public Finance, National Chengchi University</p> <p>Vice-President of Cathay Venture Inc. President of Cathay Investment Inc. Manager of International Investment Department, Cathay Life Insurance Co., Ltd. Director of Symphox Information Co., Ltd. Director of Cathay Securities Investment Consulting Co., Ltd. Director of Taipei Financial Center Corp.</p>	<p>Independent director/ Member of Audit Committee and Remuneration Committee of Brighton-Best International (Taiwan) Inc.</p>	0

Voting Results :

# Other Resolution

Proposal : Agree with the new directors from non-competition restrictions.

Explanation : 1. The deduction to Article 209 of the Company Act., a director who does anything for himself or on behalf of another person that is within the scope of the company's business, shall explain to the meeting of shareholders the essential contents of such an act and secure its approval.

2. This re-election of new director if the new director does anything for himself or on behalf of another person that is within the scope of the company's business. It is proposed to release from restrictions relating to the Directors' participation in competing industries by these directors who hold concurrent posts in other companies without prejudice to the Company's interests.

The situation of newly elected directors and their representatives concurrently working in other companies:

Directors and their representatives	Concurrently working in other companies
Tsai, Yong-Yu	Director of Brighton-Best International (Taiwan) Inc. Chairman of Jinn Her Enterprise Co., Ltd. Chairman of Tamron Construction Co., Ltd. Chairman of Tamron Leisure Co., Ltd. Chairman of Longteng Leisure Co., Ltd. Chairman of De Teng Investment Ltd. Chairman of Kaohsiung Jinn Her Charitable Foundation Director of Yong Fu Yu Green Energy Technology Co., Ltd. Supervisor of Jin Chuan Construction Co., Ltd.
Independent Director : Wang, Kuang-Tzu	Independent director/ Member of Audit Committee and Remuneration Committee of Brighton-Best International (Taiwan) Inc.

Resolution :

## Extempore Motions

## Meeting Adjournment

TA CHEN STAINLESS PIPE CO., LTD.  
Rules and Procedure of Shareholders' Meeting

- A. Ta Chen Stainless Pipe Co., Ltd. (hereinafter referred to as the Company) shareholders' meeting shall be carried out in accordance with these Rules unless otherwise specified.
- B. The term "shareholders" as used in these Rules refers to the shareholders themselves or the representatives entrusted to attend the meeting.
- C. At the the shareholders' meeting, the attending shareholders shall hand in the sign-in card instead of signing in, and the number of attending shares will be calculated according to the sign-in card.
- D. when the meeting time comes, the chairman shall announce the meeting begins. However, if the total shares of the present shareholders are less than half of total issued shares , the chairman may announce the postponement of the meeting. The number of delays shall be less than two times, and the total time of the delay shall not exceed one hour. If the shares held by the present shareholders are still insufficient after the 2 delays, but there are more than one-third of the total issued shares represented, they may make a false resolution in accordance with the provisions of Article of the Company Act.  
Before the end of the meeting, if the number of shares represented by the shareholders has reached more than half of the total issued shares, the chairman may propose the vote on the false resolution in the meeting in accordance with the provisions of Article 174 of the Company Act.
- E. If the shareholders' meeting is convened by the board of directors, the agenda shall be determined by the board of directors. The meeting shall be held according to the scheduled agenda and may not be changed without the resolution of the shareholders' meeting.  
If the shareholders' meeting is convened by other convening rights holders other than the board of directors, the provisions of the preceding paragraph shall apply. Before the first two scheduled proposals are finalized (including motions of any other business), the chairman may not announce the meeting adjourned without a resolution. After the meeting is adjourned by the resolution, the shareholders may not choose another chairman to continue the meeting at the original site or another place.
- F. During the meeting, the chairman may announce the rest time. If a meeting fails to complete the issue, it may be decided by the shareholders' meeting to postpone or renew the meeting within five days and be exempt from notice and announcement.
- G. Before the shareholder's speech, the speech notes must be filled out with keynote, shareholder number (or attendance card number) and the name. The chairman will arrange the speaking order. Shareholders who only fill out a speech note but do not speak are considered to have not spoken. If the content of the speech is inconsistent with the speech note, it shall go by the confirmed speech. When a shareholder speaks, the other shareholders shall not interfere with the speech except with the consent of the chairman and the speaking shareholder, or the chairman may stop the violators.
- H. Each shareholder shall not speak more than two times in the same resolution without the consent of the chairman, and each time may not exceed five minutes. If the attending shareholders' speech violates the provisions of the preceding paragraph, exceeds the scope of the issue, or disturb the order of the meeting, the chairman may stop or suspend his speech. Other shareholders may also request that the chairman do so.
- I. The voting of the proposals, unless otherwise specified by Company Act or Articles of Incorporation of the Company, is passed by the approval of more than half of the voting rights of attending shareholders. At the time of voting, if there is no objection after the chairman requests opinions, it shall be look upon as passed, and its validity shall be the same as the voting. When the chairman violates the rules of procedure and announces the meeting adjourned, a new chairman may be elected by more than half of the voting rights of the present shareholders, and the meeting may continues.
- J. The voting of the proposals, unless otherwise specified by Company Act or Articles of Incorporation of the Company, is passed by the approval of more than half of the voting rights of attend-

ing shareholders. At the time of voting, if there is no objection after the chairman requests opinions, it shall be look upon as passed, and its validity shall be the same as the voting. When the chairman violates the rules of procedure and announces the meeting adjourned, a new chairman may be elected by more than half of the voting rights of the present shareholders, and the meeting may continues.

- K. Shareholders have one vote per share, while shareholders who are restricted or do have voting rights according to the Article 179 of Company Act are not subject to this rule. If a shareholder is entrusted by two or more shareholders at the same time, the voting rights of the representative shall not exceed 3 percent of the voting rights of the total issued shares. If it exceeds, the excess shall not be counted. The voting of the shareholders' meeting shall be based on the shares. Shareholders shall not vote in the event that has their personal interests and is harmful to the interests of the Company. And they may not exercise the voting rights on behalf of other shareholders as well.
- L. The place of the shareholders' meeting shall be at where the headquarters is or a place convenient to shareholders as well as suitable for the shareholders' meeting. The beginning time of the meeting shall not be earlier than 9:00 am or later than 3:00 pm.
- M. If the shareholders' meeting is convened by the board of directors, the chairman of the board shall be the chairman of the meeting. If the chairman of the board is taking leaves or fails to exercise his authority, he shall be represented by the vice chairman. If there is no vice chairman or the vice chairman is absent or unable to exercise his functions as well, the chairman of the board shall designate one of the managing directors to substitute; if there is no managing director, one of the directors shall be designated. If the chairman does not appoint a representative, the managing directors or the directors shall select one from one another other.  
If the shareholders' meeting is convened by other person that has the convening right other than the board of directors, the chairman of the meeting shall be the person having the convening right. When there are more than two convening right holders, one shall be the chairman chose by each other.
- N. The company may appoint attorneys, accountants or related personnel to attend the shareholders' meeting. The attending staff of the shareholders' meeting should wear an identification badge or armband.
- O. During the shareholders' meeting, the Company will record or videotape the whole process and keep it for at least one year.
- P. In addition to the proposals listed in the agenda, shareholders' amendments to the original proposals, alternatives or other motions as any other business shall be seconded by two or more shareholders. So shall the changes to the agenda and the motion for the adjournment of the meeting.
- Q. When there is an amendment or an alternative to the same proposal, the chairman shall decide the order of voting along with the original case. If one of the cases has been passed, the other motions are regarded as vetoed and no further votes are required.
- R. When a legal person is entrusted to attend the shareholder meeting, the legal person can only assign one representative to attend the meeting. When a corporate shareholder appoints two or more representatives to attend the meeting, only one of them may speak on the same motion.
- S. The chairman may personally or designate the relevant personnel to reply the speaking of the attending shareholders.
- T. The staff members in charge of the scrutiny or counting of the proposal votes shall be designated by the chairman and approved by the attending shareholders; the scrutineers shall have the identities of shareholder. The results of the voting shall be reported on the spot and minuted.
- U. The chairman may direct the pickets (or security officers) to help maintain the order of the venue. When the pickets (or security officers) is assisting in maintaining order, they shall wear the badges that read "picket."
- V. When the meeting is in progress, if there are major disasters such as air raid alarms, earthquakes, fires, etc., it should be announced that the meeting suspended at the time of evacuation. One hour after the situation is relieved, the chairman will announce the meeting time.
- W. Items not covered by these rules shall be handled in accordance with the provisions of Company

Act, other relevant regulations and the Articles of Incorporation of the Company.

X. These rules shall be implemented after the shareholders' meeting passes the resolution, which also applies to the amendments.

Y. This operation procedure was approved by the shareholders' meeting on June 25, 2002

First revision was made on March 28, 1996

Second revision was made on April 15, 1998

Third revision was made on June 25, 2002

Fourth revision was made on June 15, 2006

Fifth revision was made on June 22, 2015

## TA CHEN STAINLESS PIPE CO., LTD.

### Articles of Incorporation

#### Chapter 1 General Provisions

Article 1 : This Company is incorporated in accordance with the Company Act and registered under the business name of 大成不銹鋼工業股份有限公司, with the English business name of Ta Chen Stainless Pipe Co., Ltd.

Article 2 : The Company's business is as follows:

ZZ99999 All business items that are not prohibited or restricted by law, except those that are subject to special approval.

Article 3 : The Headquarters of the Company is located in Tainan City.

#### Chapter 2 Shares

Article 4 : The total amount of this Corporation's capital is NTD 32 billion, which is further divided into 3.2 billion shares, with the value per share NTD 10, and the Board is authorized to issue shares in installments.

Article 5 : The Company's shares are registered with names. The shares are issued after being signed and sealed by the director representing the company and approved by the competent authority or the approved issuing agency.

The registered stock issued by the Company may be issued without printing out the shares.

Article 6 : Changes in the register of shareholders' names shall not be made within 60 days before the annual general meeting, within 30 days before the extraordinary general meeting, or within five days before the base date on which the dividends or other benefits are given by the Company

#### Chapter 3 Shareholders' Meeting

Article 7 : The shares of the company shall be registered with names. The shareholders' names and addresses shall be listed in the shareholder's list, with the shareholder's seal cards deposited to the Company. The same requirement applies to the change. The management of the Company's shareholder services is handled in accordance with the "Regulations Governing the Administration of Shareholder Services of Public

Companies” issued by the competent authority.

Article 8 : There are two types of shareholders's meeting, which are annual general meeting and extraordinary general meeting. The annual general meeting is held once a year within 6 months after the end of each fiscal year, while the extraordinary general meeting is held according to relevant regulations if necessary.

Article 9 : Shareholders of the company have one vote per share, except for those restricted by Company Act or other regulations. Shareholders may show the proxy issued by the Company at each shareholder meeting, indicating the limits of authorization, and entrusting an agent to attend the shareholders' meeting. The operations of entrusting others to attend the shareholders' meeting shall be handled in accordance with the provisions of the “Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies” promulgated by the competent authority, in addition to Company Act.

The resolutions of the shareholders' meeting, unless otherwise stipulated by the Company Act, shall be approved by more than half of the shareholders' voting, with the attending shareholders holding more than half of the total shares.

According to the regulations of the competent authority, the Company may exercise its voting rights by electronic means. Shareholders who exercise their voting rights by electronic means are deemed to be present in person, and the related matters are handled in accordance with the regulations.

Article 10 : The shareholders' meeting is chaired by the chairman of the board of directors. If the chairman is on business, he may appoint one of the directors as an agent. If the chairman has not appointed the agent, the chairman of the meeting shall be selected among the directors by one another.

#### Chapter 4 Directors and Supervisors

Article 11 : This Corporation shall appoint 9 to 15 directors (including at least 3 independent directors) with legal capacity, and the term of the director is three years and may be re-elected after the term. The board of directors is empowered to resolve the number of directors.

For the nomination system of director nominees, the directors' election is taken in shareholders' meeting adopting cumulative voting system in accordance with Article 198 of the Company Act. The total amount of registered shares held by all directors of this Company is handled following “Rules and Review Procedures for Director and Supervisor Share Ownership Ratios at Public Companies”.

However, when the number of vacancies in the board of directors of a company equals to one third of the total number of directors, the board of directors shall call, within 60 days, a special meeting of shareholders to elect succeeding directors to fill the vacancies, and their term of office shall be extended until the time new directors have been elected and assumed their office.

This Company establishes an audit committee composed of all independent directors which shall not be less than 3 people, including 1 convener and at least 1 person with accounting or finance expertise. Organic regulations of audit committee is otherwise regulated by the board of directors.

This Company's board of directors meeting is called by the chairman. The reasons for calling a board of directors meeting shall be notified to each director and supervisor before the expiration date as set forth by competent securities authorities. In emergency circumstances, however, a meeting may be called on shorter notice. The above notice in respect of convening the meeting shall be done in writing, by electronic email, or by facsimile.

The resolution of the board of directors, unless as otherwise set forth in the Company Act, shall be attended by a majority of all the directors and be approved by a majority of the attending directors. Upon absence of the chairperson, the chairperson shall appoint one of the directors to act as chair, or where the chairperson does not make such a delegation, the directors shall select from among themselves one person to serve as chair. When the chairperson of the board is unable to exercise the powers of chairperson, the chairperson shall appoint one of the managing directors to act.

Article 12 : The board of directors of the Company shall be elected by more than two-thirds of the attending directors and approved by more than half of the directors. Internally, the chairman of the board chairs the shareholders' meeting and the board of directors, while externally the chairman represents the Company.

Article 13 : The board of directors of the Company is convened by the chairman of the board. The convening of board of directors shall list clearly the reasons for the convening and notify all the directors seven days before. However, if there is an emergency, it can be convened at any time. The directors of the Company can be notified of the convening by writing, email or fax.

Unless otherwise specified by the Company Act, the resolutions shall be approved by more than half of the attending directors, and the attending directors shall be more than half of the total directors. If the chairman of the board is unable to attend the board of directors, he may appoint one of the directors as the agent. If the chairman of the board

does not appoint an agent, one of the directors will be elected to be the chairman of the meeting by one another. If the director is unable to attend the board of directors for any reason, the director may entrust other directors to be the agent.

Article 14 : The authority of board of directors is as follows:

1. Approval of business and financial policies.
2. Approval budget and final accounts.
3. Approval important contracts.
4. Approval important articles.
5. Review of the proposals and report of the shareholders' meeting.
6. Disposition of net earnings.
7. Appointment, dismissal and remuneration of accountants.
8. Appointment and dismissal of managers.
9. Implementation of the resolutions of the shareholders' meeting.
10. Other important matters that should be decided by the board of directors.

Article 15 : (Deleted)

Article 16 : The resolution of directors' remuneration is authorized to the board of directors and is made based on the level of the industry.

#### Chapter 5 Managers

Article 17 : The company has one general manager, adhering to the resolution of the board of directors, a number of vice general managers and managers, who assist the general manager in managing business. The appointment, dismissal and remuneration are handled in accordance with Article 29 of the Company Act.

#### Chapter 6 Accounting

Article 18 : The company shall, at the end of the annual fiscal year, submit the following forms to the Audit Committee and the Board of Directors for approval, and forward them to the annual shareholders' meeting for recognition:

1. business report
2. financial statements
3. surplus earnings distribution or loss make-up proposal

Article 18-1 : 3% of the Company's annual net profit before deduction of employee compensation

and directors' remuneration shall be allocated to the employee's remuneration, while no more than 1.5% shall be director's remuneration. However, if the company still has accumulated losses (including adjustment of retained earnings amount), the amount of compensation should be retained in advance.

The employee's remuneration mentioned in the preceding paragraph can be given by shares or cash, and the objects of payment may include the employees of the subordinate companies that meet the conditions set by the board of directors.

Nevertheless, the directors' remuneration can only be paid in cash. The resolution of the previous two items shall be passed by the board of directors and reported to the shareholders' meeting.

Article 19 : If the company's annual final accounts have a net profit after tax, the accumulated losses should be compensated first (including the adjustment of the retained earnings amount), and 10% of the net profit will be allocated to be legal reserve according to the law. except that the legal reserve has reached the Company's paid-in capital. Secondly, special reserve will be allocated according to the law or regulations of competent authority. If there are earnings remained, the resolution of the earnings along with the retained earnings at the beginning of the period (including the adjustment of the retained earnings amount) will be drawn up and forwarded to the shareholders' meeting for distribution of dividends.

The company's dividend policy is based on current and future development plans, considering the investment environment, capital needs and domestic and international competition, and taking into account the interests of shareholders, etc.. No less than 20 % of the annual distributable earnings are allocated as dividends to shareholders; when dividends are distributed to shareholders, they can be cash or shares, with cash dividends are no less than 20% of the total dividends.

Article 20 : The transportation allowances of the Company's directors shall be determined by the board of directors. The salary standard for ordinary employees shall be approved by the general manager and shall be paid regardless of the Company's operating gain or loss.

#### Chapter 7 Supplementary Provisions

Article 21 : The items not listed in the Articles of Incorporation of the Company shall be handled in accordance with the provisions of the Company Act and other relevant regulations.

Article 22 : Based on the regulations, the Company may give endorsement to third parties.

Article 23 : When the Company is a shareholder with limited liabilities of another company, the total investment amount is not subject to Article 13 of Company Act.

Article 24 : If the company buys back the shares and plans to transfers the shares to the employees at an price lower than the average price of the purchase, it shall be approved by more than two-thirds of the shareholders' voting, with the attending shareholders holding more than half of the total shares at the latest shareholders' meeting.

Article 25 : The Articles was laid down on October 31, 1986

First revision was made on December 25, 1986

Second revision was made on May 20, 1987

Third revision was made on September 1, 1988

Fourth revision was made on January 7, 1989

Fifth revision was made on April 16, 1989

Sixth revision was made on October 4, 1989

Seventh revision was made on January 24, 1990

Eighth revision was made on April 20, 1991

Ninth revision was made on February 15, 1992

Tenth revision was made on August 11, 1992

Eleventh revision was made on April 20, 1994

Twelfth revision was made on March 17, 1995

Thirteenth revision was made on March 28, 1996

Fourteenth revision was made on October 18, 1996

Fifteenth revision was made on April 15, 1998

Sixteenth revision was made on April 7, 1999

Seventeenth revision was made on April 18, 2000

Eighteenth revision was made on October 20, 2000

Nineteenth revision was made on June 25, 2002

Twentieth revision was made on June 15, 2004

Twenty-first revision was made on June 14, 2005

Twenty-second revision was made on June 15, 2006

Twenty-third revision was made on June 21, 2007

Twenty-fourth revision was made on June 19, 2008

Twenty-fifth revision was made on June 10, 2009

Twenty-sixth revision was made on June 15, 2010

Twenty-seventh revision was made on June 10, 2011

Twenty-eighth revision was made on June 13, 2012

Twenty-ninth revision was made on June 28, 2013

Thirtieth revision was made on June 12, 2014

(Article 11 of the provisions about the nomination system for candidates has been applicable since the election of directors of the eleventh term.)

Thirty-first revision was made on June 22, 2015

Thirty-second revision was made on June 21, 2016

Thirty-third revision was made on June 19, 2017

Thirty-fourth revision was made on June 8, 2018

Thirty-fifth revision was made on June 18, 2019.

Thirty-sixth amendment was effected on June 22, 2020.

Thirty-seventh amendment was effected on July 15, 2021.

Thirty-eighth amendment was effected on June 20, 2022.

Thirty-nine amendment was effected on June 26, 2023.

Implemented after being approved by the competent authority.

TA CHEN STAINLESS PIPE CO., LTD.

Procedures for Election of Directors

Jun.2017

Article 1

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

Article 2

The cumulative voting method shall be used for election of the Directors at this Corporation. Besides the use of electronic vote, attendance card numbers printed on the ballots may be used instead of recording the names of voting shareholders. Each share will have voting rights in number equal to the directors or supervisors to be elected, and may be cast for a single candidate or split among multiple candidates.

Article 3

Elections of Directors at this Corporation shall be conducted in accordance with the candidate nomination system whereby the shareholders nominate and elect candidates from the candidates list. The number of directors will be as specified in this Corporation's Articles of Incorporation. Those receiving ballots representing the highest numbers of voting rights will be elected sequentially according to their respective numbers of votes as director and independent director positions. 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.

#### Article 4

Before the election begins, it shall appoint 2 people with shareholder status to perform the respective duties of vote monitoring personnel. The chair shall appoint the other people to perform the respective duties of vote counting personnel.

#### Article 5

The board of directors shall prepare separate ballots in the number of voting rights which shall then be distributed to the attending shareholders . The preparation of ballots by electronic voting shall not be printed.

#### Article 6

If a candidate is a shareholder, a voter must enter the candidate's account name and shareholder account number in the "candidate" column of the ballot; for a non-shareholder, the voter shall enter the candidate's full name and identity card number. However, when the candidate is a governmental organization or juristic-person shareholder, the name of the governmental organization or juristic-person shareholder shall be entered in the column for the candidate's account name in the ballot paper, or both the name of the governmental organization or juristic-person shareholder and the name of its representative may be entered. When there are multiple representatives, the names of each respective representative shall be entered.

#### Article 7

A ballot is invalid which shall not be distribute to the candidate under any of the following circumstances:

1. Ballots not placed in the ballot box.
2. Ballots not prepared by this Company
3. A blank ballot
4. Other words or marks are entered in addition to the candidate's account name, shareholder account number or identity card number.
5. The writing is unclear and indecipherable.

6. The name of the candidate, shareholder account number or identity card number has been altered.
7. The writing of ballot in accordance with Article 7.
8. The candidate whose name is entered in the ballot is a shareholder, but the candidate's account name and shareholder account number do not conform with those given in the shareholder register, or the candidate whose name is entered in the ballot is a non-shareholder, and a cross-check shows that the candidate's name and identity card number do not match.
9. Two or more candidates are included in a single ballot.

#### Article 8

The number of voting shares exercised by correspondence or electronically shall be calculated on site immediately after the end of the poll, and the list of persons elected as directors which they were elected, shall be announced by the chair on the site

#### Article 9

The board of directors of this Corporation shall issue notifications to the persons elected as directors.

#### Article 10

The exception to this procedure shall be conducted in accordance with Company Act, Corporation's Articles of Incorporation or associated laws.

#### Article 11

These Procedures, and any amendments hereto, shall be implemented after approval by a shareholders meeting.

## Shareholdings of All Directors

1. Based on the provisions of Article 26 of Securities and Exchange Act, the Company's directors altogether shall hold a minimum of 60,856,515 shares (3%).
2. The Company has established an audit committee, thus there is no requirement for the number of shares that the supervisors should legally hold.
3. As of August 1, 2023, the shareholdings of individual and all directors as well as supervisors listed in the shareholder list are as follows:

August 1, 2023

Title	Name	Shares Held at Present	
		Number of Shares	Shareholding Ratio
Chairman	Wei-Yi Investment Co., Ltd. Representative: Shieh, Li-Yun	156,461	0.01%
Director	Ta Ying Cheng Investment Co., Ltd. Representative: Shieh, Rung-Kun Representative: Wang, Ling-Hwa	79,251,507	3.91%
Director	Tu, Shi-Hsien	6,409,386	0.32%
Director	Hsieh, Erh-Yi	890,952	0.04%
Director	Tsai, Chao-Chin	3,414,317	0.17%
Director	Wise Creation Investment Ltd. Representative: Ou, I-Lan	371,968	0.02%
Director	Linfangjin Charitable Foundation Representative : Lin, Mei-Feng	2,326,797	0.11%
Independent Director	Hsu, Chun-An	-	-
Independent Director	Shen, Ming-Chang	-	-
Independent Director	Wang, Kuang-Hsiang	803	-

Note: As of the date of the shareholder's transfers, the total number of shares held by all directors was 92,822,191 shares, which conform to the provisions of Article 26 of Securities and Exchange Act.