



晶豪科技股份有限公司

Elite Semiconductor Microelectronics Technology Inc.

Rules for Election of Directors

Approved at the Annual Shareholders' Meeting on July 12, 2021

- Article1. The directors of this Company shall be elected in accordance with the rules specified herein.
- Article2. The cumulative voting method shall be adopted for the election of the Company's directors. It is possible to print the attendance card number on the ballot instead of the name of the candidate. Each share will have voting rights in number equal to the directors of the Company to be elected, and may be used together to elect one single candidate or split among multiple candidates. Independent and non-independent directors shall be elected at the same time, but in separately calculated numbers.
- Article3. The candidate nomination system is adopted for election of directors of this Company. All directors shall be elected by shareholders from the candidate list. According to the Company's articles of incorporation specified seats available, candidates who acquire more votes should win the seats of directors. 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
- Article4. The Board of Directors("BOD") shall prepare separate ballots for directors in numbers corresponding to the directors 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.
- Article5. Before the start of the election, the Chairman shall designate several persons each to check and record the ballots.
- Article6. The ballot box used for voting shall be prepared by the BOD and checked in public by the person who check the ballots before voting.
- Article7. Voters must clearly fill the candidate's name or shareholder's name in the "candidate" column of the ballot. However, when the candidate is a government agency or legal entity, the name of the government agency or legal entity must be clearly filled in the candidate column of the ballot, or both the name of the government agency or legal entity and the name of its representative may be filled. When there are multiple representatives, the names of each representative shall be filled, respectively.
- Article8. A ballot is invalid if any of the following circumstances occur:
- (I) A ballot complying with the Rules is not used;
 - (II) A blank ballot is cast in the ballot box;
 - (III) Illegible writing or the writing has been altered;

(IV) The candidate whose name is entered in the ballot does not conform to the director candidate list.

(V) Ballots with other written characters in addition to candidate's name or shareholder's name for the candidate;

(VI) There are more than two candidates' names entered in the ballot

Article9. The ballots should be calculated during the meeting after completion of the vote and the results of the election should be announced by the Chairman at the meeting.

Article10. The matters not addressed in the Rules shall be handled in accordance with the Company Act and relevant law and regulations.

Article11. These Rules and any revision shall become effective after approved by the shareholders' meeting.