

Tong Ming Enterprise Co.,Ltd.
Rules for Elections of Directors and Supervisors

1. Purpose

This provision was established so the Directors' election can follow this.

2. Scope and applicable objects

2.1 Scope: Unless otherwise specified by law or the Articles of Incorporation, election of the Company's directors shall proceed according to the procedures stated here.

2.2 Applicable to the Company and its consolidated subsidiaries.

3. Responsible department: None

4. Work procedure

4.1 During the listing period, Elections of directors of the Company shall be conducted in accordance with the candidate nomination system and procedures set out in Article 192-1 of the Company Act.

4.2 For the election of directors of the Company, the name of the elector shall be replaced by the attendance number. Unless otherwise provided in the Company's Articles of Incorporation, each share shall have the same right to vote as the number of directors to be elected, and may elect one person centrally or several persons separately. The Board of Directors shall prepare the same number of ballots as the number of directors to be elected, fill in the number of rights, and distribute them to each shareholder.

4.3 The directors of the Company shall be elected in accordance with the quotas set forth in the Articles of Incorporation, and the right to elect independent directors and non-independent directors shall be calculated separately, and those who receive more votes representing the right to elect shall be elected in order.

4.4 When the Board prepares the votes, they shall number it according to the number in attendance and add the weight of it.

4.5 At the beginning of the election, the chairperson shall appoint a scrutineer and a teller to monitor and record the votes, but the scrutineer shall be a shareholder and perform all relevant duties.

4.6 The ballot box will be made available by the Board of Directors, and shall

be opened for inspection by the ballot examiner prior to voting.

- 4.7 If the candidate is also a shareholder, voters shall specify both shareholder account name and number in the "candidate" column of the ballot. If the candidate is not a shareholder, the candidate's name and ID card number will have to be specified instead. However, if the government or a legal person is a candidate, the name of the candidate shall state the government or the name of the legal person.
- 4.8 Ballots are invalid in any of the following circumstances:
 - 4.8.1 The ballot was not prepared by a person with the right to convene.
 - 4.8.2 Blank ballots are cast in the ballot box.
 - 4.8.3 Unidentifiable ballot due to illegible or incomplete corrections.
 - 4.8.4 The candidate whose name is entered in the ballot does not conform to the director candidate list.
 - 4.8.5 Other words or marks are entered in addition to the number of voting rights allotted.
- 4.9 The ballot box shall be placed for the election of Directors, and after voted separately, the poll watcher and the ticket counters open the ballot box together.
- 4.10 Vote counting is supervised by the poll watcher, and the chairman announces the result on the spot. The list of directors elected and the number of their election rights are also included.
- 4.11 Should there be items not instructed in this provision, the related law shall prevail and be followed.
- 4.12 These procedures will be implemented after being approved in the shareholders' meeting, same as the amendment.

5. Related attachment: None

6. Related departments: All departments

This procedure was established on April 16, 2010 after approved in the Board Meeting.

This procedure was first amended on May 19, 2010 after approved in the Shareholders' Meeting.

The procedure was second amended on April 12, 2013 after being approved by the Board Meeting.

The procedure was second amended on May 13, 2013 after being approved by the Shareholders' Meeting.