# Wah Lee Industrial Corp.

## Director Election Regulations

Approved at the Shareholders' Meeting on June 17, 2016

Article 1: The election of Directors of the Company shall be conducted in accordance with these Regulations.

Article 2: The election of Directors of the Company shall adopt the cumulative voting system. Each share shall have the same number of voting rights as the number of Directors to be elected, which may be concentrated on one person or distributed among several persons. The name of the voter may be replaced by the attendance certificate number printed on the ballot.

Article 3: Before the election begins, the chairperson shall designate a certain number of ballot supervisors and vote counters to perform various tasks. The ballot supervisors shall have Shareholder status.

Article 4:

1. The Directors of the Company shall be elected by the Shareholders' Meeting from persons with full legal capacity. The election shall be conducted in accordance with the number of seats set forth in the Articles of Incorporation of the Company. The number of voting rights for Independent Directors and non-Independent Directors shall be calculated separately. Candidates with more votes shall be elected in order. If two or more candidates receive the same number of votes and exceed the prescribed number of seats, the tie shall be decided by drawing lots among those with the same number of votes; if any such candidate is absent, the chairperson shall draw lots on their behalf.

2. The election of Directors of the Company shall be conducted in accordance with the candidate nomination system procedure as stipulated in Article 192-1 of the Company Act.

3. If a Director or Independent Director is dismissed for any reason, resulting in the number of members falling below five or the situation specified in Article 13, Paragraph 2 of the Articles of Incorporation, a by-election shall be held at the next Shareholders' Meeting. However, if the vacancy of Directors reaches one-third of the seats specified in Article 13, Paragraph 1 of the Articles of Incorporation, or all Independent Directors are dismissed, a special Shareholders' Meeting shall be convened within sixty days from the date the fact occurs to hold a by-election.

4. Among the Directors, more than half of the seats shall not be held by persons who have a spousal relationship or a kinship relationship within the second degree of kinship with each other.

5. The Board of Directors of the Company shall consider adjusting the composition of Board members based on the results of performance evaluations.

Article 5: The Company shall prepare ballots equal in number to the number of Directors to be elected, with the number of voting rights additionally indicated thereon, and distribute them to Shareholders attending the Shareholders' Meeting.

The ballot box shall be prepared by the Company and inspected publicly by the ballot supervisors before voting begins.

Article 6: If the candidate is a Shareholder, the voter must fill in the candidate's account name and additionally fill in the Shareholder account number in the 'Candidate' column of the ballot; if the candidate is not a Shareholder, the candidate's name and identification document number shall be filled in.

If the candidate is a legal entity, in addition to filling in the Shareholder account number, the full name of the legal entity shall be written, or the full name of the legal entity and the name of its representative shall be filled in.

Article 7: A ballot shall be invalid if any of the following circumstances apply:

1. A ballot other than that prescribed by these Regulations is used.
2. Two or more candidates are filled in on a single ballot.
3. Other text is written on the ballot besides the candidate's account name or full name and Shareholder account number or identification document number.
4. The handwriting is illegible and cannot be identified.
5. If the candidate is a Shareholder, the account name and Shareholder account number do not match the Shareholder register; if the candidate is not a Shareholder, the name and identification document number do not match upon verification.
6. The name of the candidate filled in is the same as that of another Shareholder, and no Shareholder account number or identification document number is filled in for identification purposes.

Article 8: Ballots shall be opened and counted on the spot immediately after voting is completed. The results of the ballot count shall be announced on the spot by the chairperson personally or by a designated person, including the list of elected Directors and their respective number of votes received.

The ballots for the election matters referred to in the preceding paragraph shall be sealed and signed by the vote supervisors, properly preserved, and retained for at least one (1) year. However, if a Shareholder initiates legal proceedings pursuant to Article 189 of the Company Act, the recordings shall be retained until the conclusion of such proceedings.

Article 9: Matters not provided for in these Regulations shall be handled in accordance with the Company Act, the Articles of Incorporation of the Company, and other relevant laws and regulations.

Article 10: These Regulations shall come into effect upon approval by the Shareholders' Meeting, and the same shall apply when amendments are made.