

# Shining Building Business Co., Ltd

## Rules of Election of Directors

( The English Version is Based on Traditional Chinese Version for June 25, 2019)

1. Purpose: In order to legitimize and validated the election of directors of the Company, to rule this Rules to be followed.
2. Scope: All election of directors of the Company.
3. Responsibilities: In accordance with the provisions of this Rules.
4. Operating Contents:
  - 4-1. The election of directors of the Company shall be handled in accordance with the provisions of this Rules.
  - 4-2. The election of directors of the Company, except other rules in the Company's articles of incorporation, shall adopt the cumulative voting system, for the election of directors of the Company each share is entitled to votes equal to the number of directors to be elected, which may be combined to elect a single candidate, or divided to elect several candidates; and where the name of the voters may be represented by the shareholder account number.
  - 4-3. The number of directors will be as specified in the Company's articles of incorporation, with voting rights separately calculated for independent directors and non-independent directors. Those receiving ballots representing the highest numbers of voting rights will be elected sequentially according to their respective numbers of votes. 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.
  - 4-4. The qualifications and selection of independent directors of the Company shall be in accordance with the requirements of "Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies", and shall be act in accordance with Article 24 of the "Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies".
  - 4-5. The electoral vote shall be issued by the Company, according to the number of the shareholder account number, and indicate the number of the votes of each shareholder.
  - 4-6. At the beginning of the election, the election shall be presided over by the chair person and shall be carried out by a number of supervisors and tellers who is a shareholder, and presumed by the General Meeting.
  - 4-7. The elector shall have the name of the elected person in the "elected person" column on the ballot paper and shall be marked with the shareholder account number or identity card number, when an elected person is a legal person, it shall be required to fill in the name of the legal person and the name or uniform number of its' representative.
  - 4-8. The ballot is invalid if one of the following circumstances occurs:
    - (1). The ballot which not act in accordance with Article 5 of this Rules.
    - (2). Fill in more places for the elected person than the required number of candidates.
    - (3). In addition to the name of the person elected (including the name of the legal person and the name of the representative) and his or her shareholder account number, identification card

number or uniform number, the other words are written.

4-9. An elected person shall be invalid if there is one of the following circumstances in the ballot:

- (1). A vaguely worded, unrecognizable person.
- (2). If the elected person is a shareholder, his or her identity, shareholder account number and the person listed in the shareholder's name book shall not be in conformity; if the elected person is not a shareholder, his or her name, identity card number or uniform number is not match after checking.
- (3). The elected person's name is as the same as other shareholder but not fill in shareholder account number, identity card number or uniform number which used to identify.

4-10. After the vote has been cast, the invoicing shall be opened on the spot and the results shall be announced by the chair person on the spot.

4-11. This Rules which not provide for matters, will act in accordance with the Company Act and the relevant laws and regulations.

4-12. This Rules shall be implemented upon submission to the General Meeting of Shareholders for approval and the amendments shall be the same.

4-13. This Rules of Incorporation are agreed to and signed on September 1, 1997; 1st Amendment was made on June 10, 1998; 2nd Amendment was made on June 27, 2002; 3rd Amendment was made on June 13, 2007; 4th Amendment was made on June 30, 2015; 5th Amendment was made on June 25, 2019.

5. Related Information / Documents: None.

6. Table Used: None.