

ThinTech Materials Technology Co., Ltd.

Rules of Election of Directors

Article 1 To ensure a just, fair, and open election of directors, these Rules are adopted pursuant to Article 21 of the “Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies”.

Article 2 Except as otherwise provided by law and regulation or by the Articles of Incorporation, elections of directors shall be conducted in accordance with these Rules.

Article 3 The overall composition of the board of directors shall be taken into consideration in the selection of the Company's directors. The composition of the board of directors shall be determined by taking diversity into consideration and formulating an appropriate policy on diversity based on the company's business operations, operating dynamics, and development needs. It is advisable that the policy include, without being limited to, the following two general standards:

- I. Basic requirements and values: Gender, age, nationality, and culture.
- II. Professional knowledge and skills: A professional background (e.g., law, accounting, industry, finance, marketing, technology), professional skills, and industry experience.

Each board member shall have the necessary knowledge, skill, and experience to perform their duties; the abilities that must be present in the board as a whole are as follows:

- I. The ability to make judgments about operations.
- II. Accounting and financial analysis ability.
- III. Business management ability.
- IV. Crisis management ability.
- V. Knowledge of the industry.
- VI. An international market perspective.
- VII. Leadership ability.
- VIII. Decision-making ability.

More than half of the directors shall be persons who have neither a spousal relationship nor a relationship within the second degree of kinship with any other director.

The board of directors of the Company shall consider adjusting its composition based on the results of performance evaluation.

Article 4 The Company's directors shall be elected through a candidate nomination system in accordance with Article 192-1 of the Company Act. Independent directors and non-independent directors shall be nominated separately, and shareholders shall elect them from the lists of candidates.

The qualifications for the independent directors of the Company shall comply with Articles 2, 3, and 4 of the “Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies”.

The selection of independent directors of the Company shall comply with Articles 5, 6, 7, 8 and 9 of the “Regulations Governing the Establishment of Independent Directors of Public Companies and Matters to be Observed by The Company” and in accordance with Article 24 of the “Regulations Governing the Governance of Listed OTC Companies”.

Independent directors and non-independent directors shall be elected together and the number of elected directorships shall be counted separately.

When the number of directors falls below five due to the dismissal of a director for any reason, the Company shall hold a director by-election at the soonest shareholders' meeting. When the number of directors falls short by one-third of the total number set in the Articles of Incorporation, the Company shall convene an extraordinary shareholders' meeting within 60 days of the occurrence of that event for a director by-election.

When the number of the Company's independent director falls below that required under the proviso of Article 14-2, paragraph 1 of the Securities and Exchange Act, a by-election shall be held at the next shareholders meeting to fill the vacancy. When the independent directors are dismissed en masse, a special shareholders' meeting shall be called within 60 days from the date of occurrence to hold a by-election to fill the vacancies.

- Article 5** The cumulative voting method shall be used for election of the directors at the Company. Each share will have voting rights in number equal to the directors to be elected, and may be cast for a single candidate or split among multiple candidates.
- Article 6** The board of directors shall prepare separate ballots for directors in numbers corresponding to the directors or supervisors 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. Attendance card numbers printed on the ballots may be used instead of recording the names of voting shareholders.
No ballots will be issued additionally to shareholders who exercise their voting rights by electronic means.
- Article 7** Regarding the number of directors to be elected as specified in the Company's Articles of Incorporation, the number of voting rights shall be separately calculated for independent and non-independent director positions. Those receiving votes 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 directorships, they shall draw lots to determine the winner, with the chair drawing lots on behalf of any person not in attendance.
- Article 8** Before an election begins, the chair shall appoint a number of persons, who shall also be shareholders, to perform the respective duties of vote monitoring and counting personnel. The ballot boxes shall be prepared by the board of directors and publicly checked by the vote monitoring personnel before voting commences.
- Article 9** The elector shall insert the election ballot into the ballot box after filling in the name of the electee and the candidate number or the uniform number of the identity card information.
- Article 10** An election ballot shall be invalid under any of the following circumstances:
I. A ballot that was not prepared by a person with the power to convene.
II. A blank ballot placed in the ballot box.
III. A ballot with the writing unclear, indecipherable or altered.
IV. A ballot with the name of a candidate or inconsistent with the list of director candidates.
V. Include text other than the number of voting rights allocated.
- Article 11** After the voting is completed, the ballots shall be counted on the spot. If there is any question about a ballot, the scrutineers shall determine if it is invalid. If there is any dispute, all the scrutineers shall go for a vote. If the number of votes for valid is the same as that for those for invalid, the ballot shall be invalid. The chair shall announce a list of elected directors and the number voting rights they won on-site.
The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the scrutineers and kept in proper custody for at least one year. If, however, a shareholder files a lawsuit pursuant to Article 189 of the Company Act, the recording shall be retained until the conclusion of the litigation.
- Article 12** The board of directors of the Company shall issue notifications to the persons elected as directors.

Article 13 Matters not provided in these Rules shall be handled in accordance with the applicable provisions of the Company Act, Securities and Exchange Act, and the Articles of Incorporation.

Article 14 These Rules and any amendments thereto shall be enforced after being approved by the board of directors and reported to and approved by the shareholders' meeting.

Article 15 Supplementary Provisions

Date of formulation: September 6, 2000.

Date of the first amendment: June 12, 2002.

Date of the second amendment: June 23, 2009.

Date of the third amendment: June 24, 2014.

Date of the fourth amendment: June 23, 2015.

Date of the fifth amendment: June 11, 2020.

Date of the sixth amendment: August 20, 2021.

Date of the seventh amendment: June 19, 2025.