

WPG Holdings Limited
Rules for Election of Directors

The amendments were approved by the shareholders' meeting on August 3, 2021

- Article 1. Unless otherwise provided in the Company Act and Articles of Incorporation, the Directors of the Company shall be elected in accordance with the rules specified herein.
- Article 2. Election of directors of the Company shall be held at the shareholders' meeting. The person with the right to convene shareholders' meeting shall prepare ballots and note the number of voting rights. The names of voters may be represented by shareholders' numbers. Electronic voting records are regarded as the check result of ballots when shareholders exercise voting rights by means of electronic transmission.
- Article 3. The election of directors of the Company shall be conducted in accordance with the candidate nomination system set out in Article 192-1 of the Company Act. The Directors shall be elected from candidates based on the candidate nomination system.
- Article 4. The Company shall adopt a cumulative voting method with open ballots to elect the Directors. The number of votes exercisable in respect of one share shall be the same as the number of Directors to be elected, and the total number of votes per share may be consolidated for election of one candidate or may be split for the election of two or more candidates. The election for independent and non-independent Directors shall be held at the same time, but the numbers to be elected shall be calculated separately.
- Article 5. Before election, the Chairman shall designate several controllers and counters to perform relevant duties. The ballot boxes shall be prepared by the Company and publicly checked by the vote monitoring personnel before voting commences.
- Article 6. (deleted)
- Article 7. A ballot is invalid under any of the following circumstances:
- (I) Ballots not placed in the ballot box
 - (II) Ballots not prepared by the Company.
 - (III) A blank ballot is placed in the ballot box.
 - (IV) The writing is unclear and indecipherable or has been altered.
 - (V) The candidate is verified to be inconsistent with the list of director candidates.
 - (VI) Other words or marks are entered in addition to the candidate's account name and the number of voting rights allotted.

(VII) There are two or more than two candidates in a ballot.

Article 8. 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 voting rights, thus exceeding the specified number of positions, they shall draw lots to determine the winner, with the chairman drawing lots on behalf of any person not in attendance.

Article 9. After voting, the votes shall be opened on the spot, and the voting result shall be announced by the Chairman on the spot.

Article 10. The Board of Directors shall send each elected Director a notice of appointment, and the elected Directors are required signing the letter of intent to take office.

Article 11. These Rules and any amendments thereto shall be implemented after the approval by the shareholders' meeting.

