

Procedures for Election of Directors of ADDcn Technology Co., Ltd

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1. Basis for the establishment:

To establish a fair, just, and open procedure for the election of directors, the Company established the Procedure in accordance with Articles 21 and 41 of the “Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.”

2. Principle of compliance :

Unless otherwise specified by laws or Articles of Incorporation, the election of directors of the company shall proceed according to the procedure.

3. The criteria that shall be taken into account when electing directors:

The overall composition of the directors shall be taken into consideration in the election of directors.

- (1) The composition of the board of directors shall be determined by taking diversity into consideration. It is advisable that an appropriate policy on diversity based on the company’s business operations, operating dynamics, and development needs be formulated and include, without being limited to, the following two general standards:
 - (A) Basic requirements and values: Gender, age, nationality and culture.
 - (B) Professional knowledge and skills: A professional background (e.g., law, accounting, industry, finance, marketing, technology), professional skills, and industry experience.
- (2) All members of the board shall have the knowledge, skills, and experience necessary to perform their duties. To achieve the ideal goal of corporate governance, the board of directors shall possess the following abilities:
 - (A) Ability to make operational judgments.
 - (B) Ability to perform accounting and financial analysis.
 - (C) Ability to conduct management administration.
 - (D) Ability to conduct crisis management.
 - (E) Knowledge of the industry.
 - (F) An international market perspective.
 - (G) Ability to lead.
 - (H) Ability to make policy decisions.

- (3) A spousal relationship or a familial relationship within the second degree of kinship may not exist among more than half of the directors of the Company.
- (4) The Company shall adjust the composition of the board of directors according to the results of the performance evaluation.

4. Qualifications of independent directors and the scope of the appointment:

1. The qualifications of the independent director shall be in accordance with Articles 2, 3 and 4 of the “Regulations Governing Appointment of Independent Directors and Compliance Matter for Public Companies”.
2. The appointment of the independent director shall be in accordance with Articles 5, 6, 7, 8 and 9 of the “Regulations Governing Appointment of Independent Directors and Compliance Matter for Public Companies” and shall be implemented pursuant to Article 24 of the “Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.”

5. The appointment directors and supervisors:

1. The appointment of the Company’s directors shall adopt the candidates’ nomination system pursuant to Article 192-1 of the Company Act.
2. 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 next following shareholders’ meeting. When the number of directors falls short by one-third of the total number prescribed by the articles of incorporation, the company shall convene a special shareholders’ meeting within 60 days of the occurrence of that fact to hold a director by-election.
3. When the number of independent directors is less than that according to the regulations of paragraph 1 of Article 14-2, the company shall hold an independent director by-election at the next following shareholders’ meeting; when all independent directors are dismissed, a by-election shall be held at the interim meeting of shareholders within 60 days from the date of the fact.
4. Election of the Company’s directors shall proceed using the cumulative voting system. Each share shall be empowered with voting rights equal to the number of elected seats for directors. These voting rights may be concentrated on one candidate or spread across multiple candidates.
5. 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.
6. The number of directors and independent directors will be as specified in the Company's Articles of Association, with voting rights separately calculated for independent and non-independent director positions. 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.

7. Before the election begins, the Chairman shall appoint a number of persons with shareholder status 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.
8. The elector shall fill in the name or account name of the electee in the "Candidate" column of the ballot. However, when the candidate is a governmental organization or juristic-person shareholder, the name of the governmental organization or juristic-person shareholder shall be entered in the column for the candidate's account name in the ballot paper or both the name of the governmental organization or juristic-person shareholder and the name of its representative may be entered. When there are multiple representatives, the names of each respective representative shall be entered.
9. A ballot is invalid under any of the following circumstances:
 - (1) The ballot was not prepared by the convener.
 - (2) A blank ballot is placed in the ballot box.
 - (3) The writing is unclear and indecipherable or has been altered.
 - (4) The candidates filled in are inconsistent with the list of candidates for directors.
 - (5) Ballots that contain writings other than the candidate's name and account name.
 - (6) Two or more candidates for the same ballot.
10. The voting rights shall be calculated on site immediately after the end of the poll, and the results of the calculation, including the list of persons elected as directors and the numbers of votes with which they were elected, shall be announced by the Chairman on the site.
11. The ballots for the aforementioned election shall be kept in the box, sealed and signed by the witness and retained for at least one year. In the event a lawsuit regarding the Directors election under Article 189 of the Company Law, those ballots shall be archived until the conclusion of the lawsuit.
12. The board of directors of this Corporation shall issue notifications to the persons elected as directors.

6. Implementation and amendment:

These Procedures, and any amendments hereto, shall be implemented after approval by a shareholders' meeting.