

EPISIL TECHNOLOGIES INC

Rules For Election of Directors

Article 1 The election of directors of the company shall be conducted in accordance with these Regulations, unless otherwise stipulated by law or the articles of association.

Article 2 The directors of the company are elected at the general meeting of shareholders.

The election of directors of the company adopts the cumulative voting method. When electing directors, each share has the same voting rights as the number of directors to be elected. One person may be elected collectively or a number of persons shall be allocated for election.

Article 3 The election of directors of the company shall be based on the nomination system of candidates in accordance with Article 192-1 of the Company Law. The shareholders shall elect from the list of candidates, and according to the number of persons stipulated in the articles of association of the company, the person with the most electoral votes representing more voting rights shall be elected as the director.

The qualifications of the company's independent directors shall comply with the "Regulations on the Appointment of Independent Directors of Public Offering Companies and Matters to Be Followed".

Shareholders may exercise their voting rights in writing or electronically, and the method of exercise shall be specified in the shareholder meeting convening notice.

Article 4 According to the number of directors stipulated in the company's articles of association, the directors who have obtained the most voting rights shall be elected in turn. If there are two or more people who have the same number of voting rights and exceed the prescribed number, the directors who have the same income rights shall be determined by drawing lots. The chairman shall draw lots on his behalf.

Article 5 The ballots shall be prepared and issued by the board of directors. The board of directors shall prepare ballots equal to the number of directors to be elected. The names of voters shall be replaced by shareholder account numbers or attendance certificate numbers, and the number of voting rights of each shareholder shall be indicated.

Article 6 At the beginning of the election, the chairman shall designate the scrutineers and clerks to perform various related duties.

Article 7 Independent directors and non-independent directors shall be elected together, and the number of elected persons shall be calculated separately. If there are two or more voters who have the same number of voting rights but exceed the prescribed quota, those who have the same number of voting rights will draw lots to decide. If they are not present, the chairman will draw lots on their behalf.

Article 8 If the candidate is a shareholder, the voter must write the account number and name of the candidate on the ballot paper; if the candidate is not a shareholder, the name and identity verification number of the candidate should be filled in, and the natural person of the country should provide the original of the national ID card Foreign natural persons shall use the original passport as their identification document, and the number of the identification document shall be the identification number of the ballot. If the candidate is a government agency or a legal person, the full title or the name of the representative shall be filled in. If there are several representatives, the name of the representative should be added respectively, and then put into the ticket counter.

Article 9 After the election is put into the ballot box, the scrutineer will open the ballot box ◦

Article 10 Ballots are invalid if one of the following conditions occurs:

1. Those who do not use the ballot papers stipulated in these Regulations.
2. Blank ballots are put into the ballot box.
3. Two or more candidates are listed on the same ballot paper.
4. Those whose handwriting is illegible and illegible.
5. If the person to be elected is a shareholder, his name does not match what is listed in the shareholder register; if the person to be elected is not a shareholder, his name and identity card number do not match after verification.
6. In addition to the name of the candidate (including the name of the legal person and the name of the representative) and its shareholder account number (the unified number of the ID card), other words are inserted.
7. The name of the candidate filled in is the same as the name of other shareholders, but the shareholder account number (unified ID card number) is not filled in for identification.
8. The person to be elected is not included in the list of candidates for the election of directors.

Article 11 When ballots are in doubt, the poll inspectors shall verify whether they are valid ballots. Invalid ballots shall be marked as invalid and signed and stamped after the ballots are counted.

Article 12 After the counting result is checked by the scrutineer, the sum of the valid and invalid votes is correct, and the valid votes and voting rights are filled in the record sheet respectively, and then the chairman announces the names of the elected candidates.

Article 13 If there are any matters not covered in these regulations, they shall be handled in accordance with the provisions of the Company Law and the Articles of Association of the company.

Article 14 These measures were enacted on June 6, 2014.

First revised on June 22, 2017.

The second revision was on June 12, 2019.