



TSRC Corporation

Rules for Election of Directors

Amended and adopted on June 19, 2020

1. The election of the directors of the Company shall comply with these Rules for Election of Directors (the "Rules").
2. The election of directors shall adopt a candidates nomination system as set forth in the Company Act and relevant regulations, and the shareholders shall elect the directors from the candidates listed in the nomination list announced by the Company.

The independent directors and non-independent directors shall be elected in the same election, and the elected number shall be calculated separately.

During the election of directors at the shareholders' meeting, each share shall be entitled to the voting rights in number equal to the number of directors to be elected; such voting rights may be exercised to collectively elect a single candidate or may be distributed among several candidates.

The election of directors shall adopt an open ballot method, wherein the voter's identity is indicated by the shareholder account number or attendance card number printed on the ballot.

The ballots shall be prepared and issued by the board of directors, and the format of the ballot and the items to be filled in shall be decided by the issuer of the ballot. Voters are not allowed to make unauthorized modifications. The ballot for the election of directors shall be cast into the ballot box designated by the chair of the meeting.

In addition to the provisions of the preceding two paragraphs, shareholders may exercise their voting rights in writing or by electronic means; the method of exercising the voting rights in writing or by electronic means shall be set forth in the shareholders' meeting notice.

3. The number of directors of the Company shall be determined by the Articles of Incorporation and the announcement of the Company. The voting rights for

independent directors and non-independent directors shall be calculated separately. The directors shall be elected in the order of the representing the number of voting rights that are represented by the votes received cast for them. If two or more candidates receive the same number of voting rights, which consequently exceeds the number of directors to be elected, such candidates shall draw lots to decide the winner. If any of such candidate(s) is not present, the chair of the meeting shall draw lots on behalf of the candidate.

4. The voters may fill either the candidate's serial number listed in the nomination list or the name of the candidate in the "candidate" column on the ballot, and only one candidate may be filled in each "candidate" column. If the name filled in is the same as that of another candidate, the voter shall add the serial number of the candidate listed in the nomination list, for the purposes of identification.
5. Prior to the beginning of the election, two vote monitoring personnel and several vote counting personnel shall be designated by the chair of the meeting to perform their relevant duties accordingly.
6. The duties of the vote monitoring personnel are as follows:
 - (1) Examine and seal the ballot boxes in public before the commencement of voting.
 - (2) Maintain the order during the voting process and monitor the voting process for any negligence, irregularity or violation of the election procedures.
 - (3) Upon completion of the voting, unseal and take out the ballots, and then verify the number of ballots cast.
 - (4) Check the ballots for any conditions that would render them invalid as specified in these Rules.
 - (5) Oversee the recording of the number of votes received by each candidate by the vote counting personnel and collaborate with them in preparing the tally report.
 - (6) Sign the sealed bag of the ballots to attest to the fact of the sealing.
7. A ballot is deemed invalid if any of the following circumstances occurs:
 - (1) The ballot is in violation of the Rules, not cast into the ballot box designated by the chair of the meeting, or contains any unauthorized addition, deletion, or alteration.
 - (2) The number of candidates filled in exceeds the number of candidates to be elected.

- (3) The ballot is not filled in in accordance with Article 4 hereof or includes additional words, texts, or symbols.
 - (4) The ballot is marked with blurry writing that makes the voter's decision unreadable.
 - (5) The ballot is blank and cast into the ballot box.
 - (6) The total number of voting rights exercised by the shareholders exceeds their total voting rights at the meeting.
8. The voting time shall be announced by the chair of the meeting and at the end of voting, the ballots shall be counted and then announced on the spot. The counting is conducted without publicly reading the ballot aloud. A tally report shall be prepared after the counting is completed.
9. The aforementioned tally report shall contain the total number of voting rights, the number of valid voting rights, the number of invalid voting rights, and the list of elected directors, and shall be signed by the vote monitoring and counting personnel.
10. The result, including the list of elected directors and the number of voting rights cast for such electees, shall be announced by the chair of the meeting on the spot.
11. Matters not specified in the Rules shall be governed by the Company's Articles of Incorporation, Rules of Procedure, the Company Act and any other relevant laws and regulations.
12. The Rules and any amendment thereof shall be put into effect upon approval at the shareholders' meeting.