



**Rules for Election of Directors
of
eMemory Technology Inc.
(the “Company”)**

Adopted by the Shareholders’ Meeting on July 15, 2021

- Article 1 Unless otherwise provided in the Company Act or the Articles of Incorporation of the Company, the directors of the Company shall be elected in accordance with these Rules herein.
- Article 2 The election of directors of the Company shall be held at the Shareholders' Meeting. The Company shall prepare ballots and note the number of voting rights.
In the election of directors of the Company, the candidate nomination system provided in Article 192-1 of the Company Act shall be adopted, and the shareholders shall elect the directors from among the nominees listed in the roster of director candidates. The election of independent directors and non-independent directors shall be held together in the election of directors of the Company, and the number of independent directors and non-independent directors shall be calculated separately.
- Article 3 In the election of directors of the Company, the cumulative voting method shall be adopted. The attendance card numbers printed on the ballots may be used instead of recording the names of voting shareholders. 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 4 The number of directors will be as specified in the Articles of Incorporation of the Company, 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, and exceed the specified number of positions, they shall draw lots to determine the winner; the chairperson will draw lots on behalf of the person(s) not in attendance.
- Article 5 Before the election begins, the chairperson shall appoint a number of shareholders to perform the duties of vote monitoring and counting respectively.
- Article 6 The ballot boxes shall be prepared by the Board of Directors and publicly checked by the vote monitoring personnel before voting commences.



- Article 7 A ballot is invalid under any of the following circumstances:
- (1) The ballot was not prepared by a person with the right to convene.
 - (2) A blank ballot is placed in the ballot box.
 - (3) The writing is unclear and indecipherable or has been altered.
 - (4) The candidate whose name is entered in the ballot does not conform to the director candidate list.
 - (5) Other words or marks are entered in addition to the number of voting rights allotted.
- Article 8 The voting rights shall be calculated on site immediately after the end of the poll, and the voting results shall be announced by the chairperson on the site, including the names of those elected as directors and the numbers of votes with which they were elected.
- The ballots for the election referred to in the preceding paragraph shall be sealed with the signatures of the monitoring personnel 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 ballots shall be retained until the conclusion of the litigation.
- Article 9 The Board of Directors of the Company shall issue notifications to persons who are elected as directors.
- Article 10 Anything not provided herein shall be governed by the Company Act and related statutes and regulations.
- Article 11 These Rules, and any amendments hereto, shall be implemented after adoption by Shareholders' Meetings.
- Article 12 These Rules were adopted by the Shareholders' Meeting on May 7, 2003. The first amendment was made on May 15, 2008. The second amendment was made on June 9, 2015. The third amendment was made on June 13, 2017. The fourth amendment was made on July 15, 2021.