

Voltronic Power Technology Corp. Procedural Rules for Shareholders' Meeting

Article 1 These Rules are duly enacted by the Company in accordance with Article 5 of Corporate Governance Best-Practice Principles for TSEC/GTSM Listed Companies in an attempt to set up sound special shareholders meeting governance system, sound surveillant function to strengthen the managerial functions.

Article 2 The Company's Procedure Rules for Shareholders' Meeting shall be duly enacted in accordance with these Rules unless otherwise prescribed in laws or Articles of Incorporation.

Article 3 (Convening of shareholders' meeting and notification for the meeting)

The Company's shareholders' meeting shall be convened by the board of directors unless otherwise prescribed by law.

The Company shall process the notices to shareholders' meeting, proxy forms, issues for acknowledgement and discussions, issues regarding election or discharge of the directors and supervisors, the subject issues and explanation into electronic files and transmit them all to the Market Observation Post System (MOPS) thirty (30) days prior to a shareholders' regular meeting or fifteen (15) days prior to a shareholders' extraordinary meeting. The Company shall further prepare and submit the Meeting Agenda Handbook and supplementary materials in electronic files to the Market Observation Post System (MOPS) twenty-one (21) days prior to a shareholders' regular meeting or fifteen (15) days prior to a shareholders' extraordinary meeting. The Company shall further prepare the Meeting Agenda Handbook and supplementary materials for the present meeting and put them into public display at the Company and the Company's entrusted professional shareholder services agent fifteen(15) days prior to a shareholders' extraordinary meeting and shall hand them over on-the-spot of the shareholders' meeting.

The notices and public announcements shall expressly bear the subjects of convening. Subject to consent by the counterparts, the notices may be served in electronic means.

The issues regarding election or discharge of directors , amendment to the Articles of Incorporation, dissolution, merger, demerger of the Company or acts as set forth under Paragraph 1, Article 185 of the

Company Act; Article 26~1, Article 43~6 of the Securities and Exchange Act shall be expressly enumerated in the agenda of the meeting and shall not be proposed by means of extraordinary motions.

A shareholder who holds over 1% of the total outstanding shares may pose proposal to the Company's shareholders' regular meeting, provided, that one shareholder may propose only one issue. The issue(s) more than one shall not be entered into the agenda. The board of directors may not take an issue posed by a shareholder into the agenda if such issue proves falling within those enumerated under Paragraph 4 of Article 172~1 of the Company Act.

The Company shall promulgate acceptance of proposals from shareholders, location of acceptance and duration of acceptance prior to share transfer and prior to convening of the shareholders' meeting. The duration to accept proposals shall not be shorter than the minimum of ten (10) days.

A proposal posed by a shareholder shall be limited to 300 Chinese characters as the maximum limit. A proposal exceeding 300 Chinese characters shall not be counted into the agenda. A shareholder who poses a proposal shall participate in the shareholders' meeting either in person or through a proxy and shall participate in the process of discussion of that issue.

The Company shall keep the proposing shareholders informed of the outcome of processing prior to service of notices to the shareholders' meeting and shall enumerate the proposals satisfactory the requirements set forth under this Article into the notices to the shareholders' meeting. To the proposals by shareholders not covered into the agenda, the board of directors shall explain the reason why they are not counted.

Article 4 For each shareholders' meeting, a shareholder may issue the proxy form provided by the Company and expressly bear the scope of authorized powers to authorize a proxy to participate in the shareholders' meeting on behalf.

A shareholder may issue only one proxy form and may authorize only one proxy. The proxy form shall be served to the Company five (5) days prior to the date scheduled to convene the meeting. In case of double proxies, it shall be handled "first in, first out" basis unless the preceding proxy form is declared revoked.

A shareholder who intends to participate in a shareholders' meeting in person or to exercise the voting power in electronic means after the proxy form is submitted to the Company shall notify the Company to revoke the proxy notice in writing two (2) days prior to the date scheduled for the meeting. In the event that such shareholder fails to revoke within the specified time limit, the voting power exercised by the proxy shall prevail.

Article 5 (The venue, time to convene the shareholders' meeting)

The shareholders' meeting shall be convened at a venue where the Company is postponent or a venue appropriate to convening of the shareholders' meeting. The shareholders' meeting shall not start at a time earlier than 9:00 a.m. or later than 3:00 p.m. About the venue and time of a shareholders' meeting, the Company shall take the opinions of the independent directors into adequate consideration.

Article 6 (Preparation of the sign-in book and such documents)

The Company shall expressly provide on the notices to the shareholders' meeting the time, venue to report for participation and other key points for attention.

Enrollment by shareholders for a shareholders' meeting shall be 30 minutes prior to start of the meeting as the minimum. The spot for enrollment shall be expressly labeled and shall be staffed with adequate personnel for the process.

A shareholder himself or herself or a proxy authorized (hereinafter collectively referred to as the shareholder) shall participate in a shareholders' meeting based in the participation certificate, sign-in card or other participation papers. A solicitor of proxy shall present his or her identity certificate ready for verification.

The Company shall prepare the sign-in book so that the participating shareholders may sign in. Or a participating shareholder may present the sign-in card instead of the sign-in process.

The Company shall hand over the Meeting Agenda Handbooks, annual reports, participation certificates, speech (floor) slips, votes and other supporting data for the meeting to the participating shareholders and shall further provide them with election ballots in case of election of directors .

In case of a shareholder as the government or a juristic person, the representative participating the shareholders' meeting may not be confined to one. Where a juristic person is authority to serve as a proxy, such juristic person may appoint one representative to participate in the shareholders' meeting.

Article 7 (The chairperson, non-voting observers for a shareholders' meeting)

The shareholders' meeting shall be chaired by the chairman if it is convened by the board of directors. In the event that the chairman is on leave or is unable to exercise the power by any reason, the vice chairman shall act on behalf. In case of no vice chairman or in the event that the vice chairman is on leave or is unable to exercise the power by any reason, the chairman shall appoint one managing director to act on behalf. In case of no managing director, the chairman shall appoint one director to act on behalf. In the event that the chairman does not appoint a substitute, one managing director or one director shall be elected from among themselves to act on behalf.

Where the chairperson is acted by a managing director or a director on behalf as mentioned in the preceding paragraph, such substitute shall be a managing director or a director who has served with the Company for more than six months and has been aware of the Company's financial conditions. This same provision is mutatis mutandis applicable to an event where the chairperson is the representative of a juristic person director.

The shareholders' meeting convened by the board of directors shall be chaired by the chairman in person and shall be attended by directors representing a majority of the aggregate total director seats and a minimum of one of the functional committee members as the representative

Where a shareholders' meeting is convened by another authorized person beyond the board of directors, the shareholders' meeting shall be chaired by that convener. In case of two or more conveners, one shall be elected from among themselves to act on behalf.

The Company may appoint the retained Attorney-at-Law, Certified Public Accountant or the relevant personnel to participate in the shareholders' meeting as non-voting (guest) participants .

Article 8 (Audio or video proofs for process of a shareholders' meeting)

The Company shall record the process of a shareholders' meeting with audio or video proofs which shall be archived for a minimum of one year; provided, that such proofs shall be archived until the litigation winds up in case of litigation instituted in accordance with Article 189 of the Company Act.

Article 9 The participation in the shareholders' meeting shall be calculated based on the number of shares with calculation based on the sign-in book, submitted sign-in cards added with the voting powers exercised in writing or in electronic means.

Where the participating shareholders still do not exceed one-third of the aggregate total outstanding shares after postponements twice, the chairperson may announce that the meeting is to be aborted. In the event that the shareholders' meeting is attended by shareholders who represent still less than one-third of the total outstanding shares after twice postponements, the chairperson may announce that the shareholders' meeting be aborted.

In the event that the shareholders' meeting is attended by shareholders who represent still less than one-third of the total outstanding shares after twice postponements, a tentative resolution in accordance with Paragraph 1 of Article 175. Such tentative resolution shall be notified to all shareholders and another shareholders' meeting shall be convened within one month.

In the event that the total of the outstanding shares represented by the participating shareholders exceeds a half of the aggregate total, the chairperson may put the tentative resolution so resolved to the shareholders' meeting for further resolution in accordance with Article 174 of the Company Act.

Article 10 (Discussions of issues)

Where a shareholders' meeting is convened by the board of directors, the agenda shall be worked out by the board of directors and shall be handled based on the scheduled agenda. The agenda shall not be changed unless duly resolved by the shareholders' meeting.

The provision set forth under the preceding paragraph is equally applicable mutatis mutandis to an event where the shareholders' meeting is convened by another convener beyond the board of directors.

The chairperson shall not announce adjournment of the meeting unless

duly resolved, before the issues on the agenda as mentioned in the two preceding paragraphs (including extraordinary motions) are concluded. Where the chairperson breaches the Procedure Rules for Shareholders' Meeting and announces adjournment of the meeting, other members of the board of directors shall promptly help the participating shareholders to elect one person through a majority vote of the participating shareholders to serve as the chairperson to continue the meeting.

Toward the amendments or extraordinary motions proposed by shareholders, the chairperson shall grant adequate opportunities for explanation and discussion. Where an issue is believed up to the extent for voting a decision, the chairperson may announce discontinuance from discussion and put the issue into voting process.

Article 11 (Floor taken by shareholders)

Before a shareholder takes the floor, he or she shall fill up the speech slip which shall expressly bear the subject of his or her speech, shareholder account number (or participation certificate number) and name of account holder. The chairperson shall fix the subsequent order of the floor.

Where a shareholder does not speak up after having submitted a slip of the floor, he or she is deemed to have not spoken up. In case of a discrepancy between the contents actually spoken and those shown on the contents of the floor, the contents actually spoken shall prevail.

For a same issue, a shareholder shall not speak more than twice, and not over five minutes in each speech. Where a shareholder breaches the requirements or speaks beyond the specified scope, the chairperson may stop his or her speech.

Where a shareholder speaks, other shareholders shall not speak to interfere unless consented by the chairperson and the speaking shareholder. The chairperson may stop an offender, if any.

Where a juristic person shareholder appoints more than two representatives to participate in the shareholders' meeting, only one among them may take the floor for a same issue.

After a shareholder completes the floor, the chairperson may reply either in person or through another designated by the chairperson.

Article 12 (Calculation of the voting powers, system of withdrawal from

involvement (recusal)

The voting by shareholders shall be calculated based on the number of shares.

In terms of resolution by shareholders, the number of shares without voting powers is not counted into the number of outstanding shares.

On the issues of the shareholders' meeting, a shareholder shall not join the voting process and shall not act as a proxy to vote for another shareholder on an issue which is in involvement in his or her own interests and likely to impair the Company.

The number of shares which could not be exercised for voting power as stated in the preceding paragraph is not counted into the number of voting powers of participating shareholders.

Except a trust enterprise or shareholder services agent approved by the competent authority over securities, where one is delegated by two or more shareholders simultaneously, the aggregate total of his or her voting power shall not exceed 3% of the aggregate total of outstanding shares. The voting power in excess, if any, shall be discarded.

Article 13 The voting powers; Except an event with voting power subject to restriction or with no voting power under Article 197~1, Article or Article 369~10 or Paragraph 2 of Article 179 of the Company Act or laws and regulations.

Where the Company convenes the shareholders' meeting, a shareholder may exercise his or her voting power in writing or in electronic means (In case of a company which may exercise electronic voting in accordance with the proviso of Paragraph 1, Article 177~1 of the Company Act, that company may exercise voting power in electronic means and in writing); Where the voting power is exercised in writing or in electronic means, the method to exercise such voting means shall be expressly remarked on the notices to the shareholders' meeting. A shareholder who exercises voting power in electronic means and in writing is deemed to have participated in the shareholders' meeting in person but is deemed in abstention from voting in the extraordinary motions and amendments to the initial proposals. Accordingly, the Company shall refrain from posing an extraordinary motion or an amendment to the initial proposal.

Where a shareholder exercises voting power in electronic means or in

writing, the expression of intent shall be submitted to the Company two (2) days prior to the date scheduled to convene the shareholders' meeting. In case of double expressions of intent, it shall be decided on the first come first served basis unless the preceding declaration of intent is withdrawn.

A shareholder who intends to participate in the shareholders' meeting in person after exercising voting power in electronic means or in writing shall revoke the expression of intent mentioned in the preceding paragraph in a means same as exercise of voting power two (2) days prior to the date scheduled to convene the shareholders' meeting. In the event that he or she fails to revoke in time, the voting power exercised in electronic means or in writing shall prevail. In the event that a shareholder exercises voting power in electronic means or in writing and further authorizes a proxy with a proxy form to participate in the shareholders' meeting, the voting power exercised by his or her proxy shall prevail.

Unless otherwise provided for in the Company Act or the Company's Articles of Incorporation, decisions in the shareholders' meeting shall be resolved by a majority vote of the participating shareholders. In the voting process, the aggregate total of the voting powers of the participating shareholders shall be announced by the chairperson or by a person designated by the chairperson on a case-by-case basis.

An issue which proves to have no objection in response to the inquiry by the chairperson is deemed to have been duly resolved in the validity same as an issue duly resolved through voting process. In case of an objection heard, it shall be put into the voting process in accordance with the preceding paragraph.

Where an issue has an amendment or an alternate, the chairperson shall decide the order of voting process along with the initial issue. Where one issue has been duly resolved, other issue(s) shall be deemed vetoed and shall call for no more voting process.

In the voting process, the monitors and calculators shall be designated by the chairperson. A monitor shall be designated among shareholders.

In the voting and election process in a shareholders' meeting, the ballot calculation shall be conducted in an open site of the shareholders' meeting venue. Upon completion of the calculation process, the outcome of calculation shall be announced on-the-spot, including the

number of voting powers in statistics which shall be worked out into records.

Article 14 (Issues of election)

Where directors are elected in a shareholders' meeting, the election shall be duly conducted under the norms of election enacted by the Company. The outcome of the election shall be announced on-the-spot, including list of elected directors and the number of election ballots they win in the election.

The election ballots for the election mentioned in the preceding paragraph shall be signed and tightly enclosed by the monitor(s) and put into prudential custody for a minimum of one year. In the event that a shareholder lodges litigation in accordance with Article 189 of the Company Act, nevertheless, the ballots shall be archived until after the litigation is concluded.

Article 15 Decisions resolved in the shareholders' meeting shall be covered in the minutes which shall be signed or affixed seals by the chairperson and served to all shareholders within twenty (20) days after the meeting. The minutes may be worked out and distributed in electronic means.

After the Company's stocks are listed to public, distribution of the minutes mentioned in the preceding paragraph may be conducted by being input into the Market Observation Post System (MOPS).

The minutes of shareholders' meeting shall expressly bear the month, date, year, venue, the chairperson's name, method of voting, process and highlights of the meeting, the outcome and shall be archived permanently while the Company exists.

Article 16 (External public announcement)

For the number of shares obtained by solicitors and number of shares represented by proxies, the Company shall work out statistics list and expressly disclose within the venue of the shareholders' meeting on the day when the shareholders' meeting is convened.

Where the decisions resolved in a shareholders' meeting involve the significant messages as promulgated by law or by the competent authority, the Company shall trans such messages into the Market Observation Post System (MOPS) within the specified time limit.

Article 17 (Maintenance of the order in a shareholders' meeting)

The staff members for a shareholders' meeting shall wear identity certificates or armbands.

The chairperson may instruct the picketers or security guards to help maintain the order of a shareholders' meeting venue. Where the picketers or security guards help maintain the order at the venue, they shall wear the identity certificates or armbands bearing "Pickets".

Where a loudspeaker is provided in the venue of shareholders' meeting and where a shareholder speaks not with the equipment provided by the Company, the chairperson stop him or her from speaking.

Where a shareholder breaches Procedure Rules for Shareholders' Meeting or defies rectification by the chairperson and thus hampers progress of the meeting against the stopping act, the chairperson may instruct the picketers or security guards to ask him or her to quit the venue.

Article 18 (Recess, resumption of the shareholders' meeting)

During the process of a shareholders' meeting, the chairperson may fix an appropriate time for recess. Upon occurrence of force majeure, the chairperson may rule to temporarily suspend the meeting and announce the time to resume the meeting as the actual situations may justify.

In the event that the venue for the shareholders' meeting could not be used continually before the scheduled agenda (including extraordinary motions) are completed, the meeting may be continued at a new venue as resolved in the shareholders' meeting.

A shareholders' meeting may resolve to postpone or continue the meeting process within five days in accordance with Article 182 of the Company Act.

Article 19 These Rules shall be put into enforcement after being resolved in the shareholders' meeting. This same provision is mutatis mutandis applicable to an event of an amendment.

Article 20 These Rules are duly enacted on June 11, 2012 and amended on May 22, 2013 as the 1st amendment. Amended on May 24, 2016 as the 2nd amendment.