

Rules and Procedures of the Shareholders' Meeting of TONG YANG INDUSTRY CO., LTD.

- Article 1: Unless otherwise required by the laws and regulations, the shareholders' meeting of TONG YANG INDUSTRY CO., LTD. (the "Company") shall be conducted in accordance with the Rules and Procedures of the Shareholders' Meeting (the "Rules").
- Article 2: The Company shall provide an attendance register for shareholders to sign in, or require the attending shareholders to submit their sign-in cards in lieu of signing the register. The calculation of the number of shares present shall be based on the attendance register or sign-in cards submitted by the shareholders, along with shares registered on the video conference platform, and those shares whose votes are exercised by correspondence or electronically via the internet.
- Article 3: The participation and voting by shareholders shall be duly calculated based on the number of shares they hold.
- Article 4: The shareholders' meeting shall be held at the place where the Company is located or at any other place convenient for the shareholders to attend and appropriate to convene such meeting, and shall commence at a time no earlier than 9:00 a.m. and no later than 3:00 p.m.. In the case of convening shareholders' meeting via video, the foresaid venue restriction shall not be applicable.
- When the Company convenes a shareholders' meeting, vote via electronic means shall be included as one of the channels for shareholders exercising their voting rights, and the method there of shall be specified in the notice of the shareholders' meeting. A shareholder who exercises his/her voting rights at a shareholders meeting by electronic means shall be deemed to have attended the shareholders' meeting in person, but to have waived his/her rights with respect to the extempore motions and amendments to original proposals of that meeting.
- Article 5: If a shareholders' meeting is convened by the Board of Directors, the Chairman of said meeting shall be the chair. If Chairman is absent from office or is unable to exercise his or her duties for any reason, the Vice Chairman shall act as his or her proxy. If there is no Vice Chairman or if the Vice Chairman is also absent from office or is unable to exercise his or her duties for any reason, the Chairman shall designate one of Managing Directors to act as his or her proxy. If there is no Managing Director, a Director shall be appointed to act as proxy. If the Chairman does not designate a proxy, the Managing Directors or Directors shall select from among themselves one person to preside said meeting. If the shareholders' meeting is convened by a person with the authority to convene other than the Board of Directors, such person shall act as the chair at that meeting.
- Article 6: Attorneys at law, CPAs or relevant personnel commissioned by the Company may attend and observe the shareholders' meeting. Staff at the shareholders' meetings shall wear ID badges or arm badges.
- Article 7: The Company shall perform audio or video recording of the entire process of a shareholders' meeting. The preceding recordings shall be retained for at least 1 year.
- Article 8: The chair shall call the meeting to order at the time scheduled for the meeting. In the event that the meeting is attended by shareholders representing less than half of the total issued shares, the chair may announce a postponement of the meeting, but there may not be more than two postponements in total and the total time accumulated in the postponement(s) shall not exceed one hour.
- If the quorum is not met after two postponements and the attending shareholders still represent less than one-third of the total number of issued shares, the chair shall declare the meeting adjourned. In the event of a virtual shareholders meeting, the

Company shall also declare the meeting adjourned at the virtual meeting platform. If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one-third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act. All shareholders shall be notified of the tentative resolution, and another shareholders' meeting shall be convened within one month. In the event of a virtual shareholders' meeting, shareholders intending to attend the meeting online shall re-register with the Company two days prior to the date of the shareholders' meeting.

In the event that the total number of shares represented by attending shareholders reaches a majority of the total issued shares before that same shareholder meeting is adjourned, the chair may bring the tentative resolution(s) so adopted into the shareholders' meeting anew to be duly resolved in accordance with Article 174 of the Company Act.

Article 9: The agenda for the shareholders' meeting shall be set by the Board of Directors if such meeting is convened by the Board of Directors. Unless otherwise resolved by resolution at the meeting, the meeting shall proceed in accordance with the scheduled agenda.

The preceding paragraph shall apply mutatis mutandis to meetings convened by any person, other than the Board of Directors, with the authority to convene such meeting. The chair is not entitled to declare the meeting adjourned prior to completion of deliberation on the meeting agenda of the preceding two paragraphs (including extempore motions), except by a resolution of said shareholders' meeting.

Upon the adjournment of the meeting, the shareholders are not entitled to elect another chair to continue the meeting at the same place or another venue; however, if the prior chair violates the Rules and adjourns the meeting, another chair may be elected by a majority of the voting rights of the shareholders present to continue the meeting.

Article 10: Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chair.

An attending shareholder who submits a slip of paper but does not speak at the meeting is deemed to have not spoken. In the event of any inconsistency between the contents of shareholder's speech and those recorded on the slip, the contents of shareholder's speech shall prevail.

When an attending shareholder is speaking at the meeting, no other shareholder shall interrupt the speaking shareholder unless permitted by the chair and such speaking shareholder; the chair shall stop any such violations.

Article 11: Unless otherwise permitted by the chair, a shareholder may only speak, up to two times, on a single proposal, each time no more than five minutes in length. The chair may stop the speech of any shareholder that is in violation of the preceding paragraph or exceeds the scope of the proposal.

Where a virtual shareholders' meeting is convened, shareholders attending the virtual meeting online may raise questions in writing at the virtual meeting platform from the chair declaring the meeting open until the chair declares the meeting adjourned. No more than two questions for the same proposal may be raised. Each question shall contain no more than 200 words. The regulations in the two preceding paragraphs in the Article do not apply.

Article 12: In the event that a juristic (corporate) person is entrusted to participate in a shareholder meeting, that juristic (corporate) person may appoint only one representative to participate in the meeting. In the event that a juristic (corporate) person shareholder appoints two or more representatives to participate in a shareholder meeting, only one representative may speak for the same proposal.

- Article 13: After a shareholder speaks on the floor, the chair may answer either by himself or herself or designate relevant personnel to reply.
- Article 14: Where the chair believes that a proposal has been discussed sufficiently to put it to a vote, the chair may announce the discussion closed and call for a vote.
- Article 15: Vote monitoring and counting personnel for the voting on a proposal shall be appointed by the chair, provided that all monitoring personnel shall be shareholders of the Company. The voting results shall be announced immediately after vote counting has been completed, and recorded in writing.
- Article 16: During the process of the meeting, the chair may announce a recess at an appropriate time.
- Article 17: Except as otherwise provided in the Company Act and in the Company's Articles of Incorporation, the passage of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending shareholders.
In the event of a virtual shareholders' meeting, the Company shall disclose real-time results of votes and elections immediately after the end of the voting session on the virtual meeting platform according to the regulations, and this disclosure shall continue at least 15 minutes after the chair has announced the meeting adjourned.
- Article 18: When there is an amendment or an alternative to a proposal, the chair shall present the amended or alternative proposal together with the original proposal and decide the order in which they will be put to a vote. When any one among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.
- Article 19: The chair may direct patrol personnel (or security personnel) to assist in maintaining the order of the meeting. Such patrol personnel (or security personnel) shall wear arm badges marked "Patrol Personnel" while assisting in maintaining the order of the meeting.
- Article 20: In the event of a virtual shareholders' meeting, when declaring the meeting open, the chair shall also declare, unless under a circumstance where a meeting is not required to be postponed to or resumed at another time under paragraph 4, Article 44-20 of the Regulations Governing the Administration of Shareholder Services of Public Companies, if the virtual meeting platform or participation in the virtual meeting is obstructed due to natural disasters, accidents or other force majeure events before the chair has announced the meeting adjourned, and the obstruction continues for more than 30 minutes, the meeting shall be postponed to or resumed on another date within five days, in which case Article 182 of the Company Act shall not apply.
- Article 21: The Rules and any amendments hereof shall be put into enforcement after being resolved at the shareholder meeting.