Procedures for Election of Directors

approved by the Shareholders' Meeting and enacted on June 15, 2018

Article 1

The elections of directors of Lucky Cement Corporation (the "Company") shall be conducted in accordance with these Procedures.

Article 2

In the election of directors of the Company, the named cumulative voting method was adopted, the names of the electors were printed on the election ballot, and the numbers of the attendance cards could be printed on the ballot. The election of directors of the Company, the number of each share and the number of candidates to be elected for the same voting rights, one person may be selected for election or may be allocated for election.

The election of the directors of the Company adopts the candidate nomination system in accordance with the procedures for candidate nomination system of the Company Act and relevant laws and regulations.

Article 3

The Company's directors are selected by the shareholders' meeting who has the ability to perform. The number of directors will be as specified in the Company's articles of incorporation, 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, thus exceeding the specified number of positions, they shall draw lots to determine the winner, with the chair drawing lots on behalf of any person not in attendance.

The qualifications and the election for the independent directors of the Company shall comply with the Securities and Exchange Act, the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies, Corporate Governance Best Practice Principles for TWSE/TPEx Listed Companies and relevant regulations of the competent authority.

Article 4

The board of directors shall prepare separate ballots for directors in numbers corresponding to the directors or supervisors to be elected. The number of voting rights associated with each ballot shall be specified on the ballots, which shall then be distributed to the attending shareholders at the shareholders meeting.

Article 5

Before the start of the election, the chairman should appoint several voting scrutinizers and tellers to perform all relevant duties, but the scrutinizers should have the status of shareholders.

Article 6

In the election of directors, the ballot boxes shall be prepared by the board of directors and publicly checked by the scrutineers before voting commences.

Article 7

If a candidate is a shareholder, a voter must enter the candidate's account name and shareholder account number in the "candidate" column of the ballot; for a non-shareholder, the voter shall enter the candidate's full name and identity card number. However, when the candidate is a governmental organization or juristic-person shareholder, the name of the governmental organization or juristic-person shareholder shall be entered in the column for the candidate's account name in the ballot paper, or both the name of the governmental organization or juristic-person shareholder and the name of its representative may be entered. When there are multiple representatives, the names of each respective representative shall be entered.

Article 8

A ballot is invalid under any of the following circumstances:

1. The ballot was not prepared in accordance with these Procedures.
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 is a shareholder, but the candidate's account name and shareholder account number do not conform with those given in the shareholder register, or the candidate whose name is entered in the ballot is a non-shareholder, and a cross-check shows that the candidate's name and identity card number do not match.

5. Other words or marks are entered in addition to the candidate's account name or shareholder account number (or identity card number) and the number of voting rights allotted.
6. The name of the candidate entered in the ballot is identical to that of another shareholder, but no shareholder account number or identity card number is provided in the ballot to identify such individual.
7. The same ballot shall be used to list two or more candidates.

Article 9

After the vote was completed, the ballot was billed on the spot and the balloting result was announced by the chairman on the spot and made a record.

The ballots of the above election shall be sealed and signed by the scrutineers; they shall be kept properly for at least one year. However, if a shareholder filed a lawsuit in accordance with the Article 189 of the Company Act, they shall be kept until the conclusion of the lawsuit.

Article 10

The board of directors of the Company shall issue notifications to the persons elected as directors.

Article 11

The matters not covered by these Procedures shall be handled in accordance with the provisions of the Company Act and relevant laws and regulations.

Article 12

These Procedures and any amendments shall be implemented after approval by a shareholders meeting.