

TAIWAN GREATER CHINA FUND

Charter of the Nominating Committee of the Board of Trustees

Purpose

The purpose of the Nominating Committee (the “Committee”) is to identify, communicate with and recommend persons qualified to serve on the Trust's Board of Trustees (the “Board”) for election by shareholders at each annual meeting and to fill vacancies on the Board.

Composition

Membership. The Committee shall consist of at least two trustees. The members of the Committee shall be appointed by the Board at the annual organizational meeting of the Board and shall serve until their successors are duly appointed and qualified. The Chair of the Committee may be designated by the full Board or, if it does not do so, the members of the Committee may elect a Chair.

Independence. Each Committee member shall be a trustee who is not an “interested person” of the Trust (as defined in the Investment Company Act of 1940) and free from any relationship that, in the opinion of the Board, would interfere with the exercise of the member's independence from the management of the Trust. Each member shall meet the further restrictions set forth on Annex I to the charter of the Board's Audit Committee.

Functions

Qualifications of trustees. The Committee shall periodically assess, develop and communicate with the Board concerning the appropriate criteria for nominating and appointing trustees, including:

- the Board's size and composition;
- applicable listing standards and laws;
- individual trustee performance, expertise (especially with regard to matters relating to Taiwan, mainland China and public and private investment funds), experience and willingness to serve actively;
- whether a potential nominee will enhance the functioning of the Board and the compatibility of his or her views concerning the manner in which the Trust should be governed with the Board's assessment of the best interests of the Trust's shareholders;
- the number of other public and private company boards of directors on which a trustee candidate serves; and
- other appropriate factors.

Trustee nominees and vacancies. The Committee shall recommend to the Board the individuals to be nominated for election as trustees at each annual meeting of shareholders and to fill vacancies on the Board.

Committee appointments. If and when requested periodically by the Board, the Committee shall identify and recommend to the Board the appointees to be selected by the Board for service on committees of the Board.

Other functions. The Committee may perform such other activities consistent with this charter, the Trust's Declaration of Trust and By-Laws and applicable listing standards, laws and regulations as the Committee or the Board may consider appropriate.

Annual performance review. The Committee shall evaluate its own performance as a Committee and this charter on an annual basis.

Identification of potential trustees

The Committee shall consider as potential candidates for election or appointment as trustees persons who are personally known to Committee members, persons recommended to Committee members by other members of the Board and other persons known by Committee members or other Board members, persons identified by a search firm retained by the Committee and persons recommended by shareholders. Shareholders may submit trustee nominees at any time for the Committee's consideration. The Committee shall have the power, in its discretion, to interview nominees and engage in such background inquiries and solicit such information concerning any nominee and his or her views as the Committee may deem appropriate. The Committee shall have authority to retain at the Trust's expense and terminate the services of any search firm for the purpose of identifying trustee candidates and to approve the related fees and other terms of retention.

Meetings, reports and resources

Meetings. The Committee shall meet as often as it determines is necessary, but not less than annually. Either the Chair or a majority of the Committee's members shall be authorized to call a meeting of the Committee and send notice thereof. The Committee shall ordinarily meet in person, provided that members may attend telephonically and the Committee may act by unanimous written consent. A majority of the members of the Committee shall constitute a quorum for the transaction of business at any meeting of the Committee. The action of a majority of the members of the Committee present at a meeting at which a quorum is present shall be the action of the Committee. The Committee may meet in separate executive sessions with other trustees, the chief executive officer and other Trust employees, agents or representatives invited by the Committee.

Procedures. The Committee may establish its own procedures, including the formation and delegation of authority to subcommittees, in a manner not inconsistent

with this charter and applicable laws, regulations or listing standards. The Committee may, but shall not be required to, keep written minutes of its meetings.

Reports. The Committee shall report its recommendations of trustee nominees for an annual meeting of shareholders to the Board at an appropriate time prior to preparation of the Trust's proxy statement for that annual meeting. The Committee shall also report to the Board on the major items covered at each Committee meeting, report to the Board annually the results of an annual review by the Committee of its own performance and provide such additional reports to the Board as the Committee may determine to be appropriate.

Committee access. The Committee shall have direct, independent and confidential access to the Trust's other trustees, management and personnel to carry out the Committee's purposes.