

Board of Directors Meeting Rules

Article 1. These Rules established in accordance with Article 2 of the Regulations Governing Procedure for Board of Directors Meetings of Public Companies to establish a strong governance system and sound supervisory capabilities for the Company's Board of Directors and to strengthen management capabilities.

Article 2. All issues relating to the Company's Board of Directors meetings, such as agendas, procedures, minutes recording, announcements, etc., shall proceed according to the Rules.

Article 3. The Board of Directors of this Company shall convene at least once every quarter.

The convening of a board meeting shall state the reasons for the meeting and shall be notified to each director seven days in advance; however, in case of emergency, the meeting may be convened at any time.

The notice of the convening mentioned in the preceding paragraph may be made by electronic means with the consent of the recipient.

The matters listed in each subparagraph of Article 12, Paragraph 1 of these Rules, except in cases of unforeseen emergencies or justifiable reasons, shall be enumerated in the reasons for the convening and shall not be proposed by temporary motions.

Article 4. The unit designated by the Board of Directors of this Company to handle board meeting affairs is the Corporate Governance and Planning Team.

The unit responsible for board meetings shall draft agenda items and prepare sufficient meeting materials, and shall deliver them together with the notice of the meeting.

Directors may request for supplemental information from the administrator of all board meeting affairs should they consider the existing information to be insufficient. Directors may resolve to postpone certain agendas if they consider the information presented to them to be inadequate.

Article 5. Attendance logs shall be provided during board meetings and signed by all directors present at the meeting.

Directors are required to attend board meetings personally. Those who are unable to attend personally may seek proxy attendance by another director in a manner compliant with the Articles of Incorporation. Directors who participate in meetings via video conferencing shall be deemed to have personally attended the meeting.

If a director wishes to seek proxy attendance by another director, a new proxy form

shall be issued for each board meeting, and the extent of delegated authority shall be specified for each agenda.

Each proxy attendant mentioned in Paragraph 2 may only represent the presence of one absent director.

Article 6. A board meeting shall be held at the premises and during the business hours of the Company, or at a place and time convenient for all directors to attend and suitable for holding board meetings.

Article 7. Board meetings of this company, when convened by the Chairperson, shall be chaired by the Chairperson. However, the first board meeting of each term, when convened by the director who received the most votes representing shareholders' voting rights at the shareholders' meeting, shall be chaired by said convener. If there are two or more such conveners, they shall mutually designate one person to serve as the chairperson. In cases where the board meeting is convened by a majority of directors on their own initiative in accordance with Article 203, Paragraph 4 or Article 203-1, Paragraph 3 of the Company Act, the directors shall mutually designate one person to serve as the chairperson. When the Chairperson is on leave or unable to exercise his/her duties for any reason, he/she shall designate one director to act as his/her deputy; if the Chairperson fails to designate a deputy, the directors shall mutually designate one person to act as the deputy.

Article 8. When convening a board meeting, the administrator of all board meeting affairs shall prepare adequate materials to be used by the participating directors.

As merited by the content of a proposal to be put forward at a board meeting, personnel from a relevant department or a subsidiary may be notified to attend the meeting. Certified public accountants, lawyers, or other professionals may also be invited to participate in board meetings if necessary. However, these professionals need to be dismissed during the discussion and voting stage.

The chairperson may commence board meeting when the time is due with more than half of all directors present.

If half of all directors are not present at the scheduled time for the meeting, the chairperson may announce a postponement of the meeting on the same day. The number of postponements shall be limited to two. If there is still no quorum after two postponements, the chairperson may reconvene the meeting in accordance with the procedures stipulated in Article 3, paragraph 2

The term "all directors" mentioned above shall refer to those who are currently assuming office.

Article 9. The Company shall record on audio or videotape the entire proceedings of a board of directors' meeting, and preserve the recordings for at least five years, in electronic form or otherwise.

Should any litigation arise with respect to a specific board meeting resolution before the above mentioned expiry, the relevant recordings shall be retained as evidence until the litigation is concluded.

Where meetings are held by way of video conferencing, the recorded video and audio shall be treated as part of the meeting minutes and kept properly over the company's existence.

Article 10. The following agendas shall be covered as the minimum during regular board meetings:

- I. Reported items:
 - (1) Minutes of the last meeting and action taken.
 - (2) Reports on key financial information.
 - (3) Reports on the internal audit progress.
 - (4) Reports on other important issues.
- II. Matters for discussion:
 - (1) Discussions carried forward from the previous meeting.
 - (2) Discussions for the current meeting.
- III. Extraordinary motion.

Article 11. The company's board meetings shall proceed as scheduled in the meeting advice. However, changes can be made with the consent of more than half of all present directors.

The chairperson can not dismiss the meeting without the consent of more than half of all present directors.

If the number of remaining directors falls to less than half of all those attended while the board meeting is in progress, the remaining directors may motion for the chairperson to suspend the meeting and proceed with Article 8, Paragraph 4.

During the proceedings of a board meeting, if the chair is unable to chair the meeting or fails to declare the meeting closed as provided in paragraph 2, the provisions of Article 7, paragraph 3 shall apply mutatis mutandis to the selection of the deputy to act in place thereof.

Article 12. The following issues shall be raised for discussion in board meetings:

- I. The Company's business plan.
- II. Annual financial report.
- III. Adoption or amendment of an internal control system pursuant to Article 14-1 of the Securities and Exchange Act and assessment of the effectiveness of the internal control system.
- IV. Establishment or amendments to asset acquisition/disposal procedures, derivative trading procedures, procedures on loans to others,

endorsement and guarantee procedures, and other procedures of major financial consequences as specified in Article 36-1 of the Securities and Exchange Act.

- V. Offering, issuance, or private placement of securities with equity characteristics.
- VI. The election or dismissal of the Chairperson of the Board.
- VII. The appointment or dismissal of the head of finance, accounting, or internal audit.
- VIII. Donations to related parties or significant donations to non-related parties. However, donations of a charitable nature for urgent relief in the event of a major natural disaster may be submitted to the next board meeting for ratification.
- IX. Matters stipulated in Article 14-3 of the Securities and Exchange Act, other matters that shall be resolved by the shareholders' meeting or the board of directors according to laws, regulations, or the Articles of Incorporation, or major matters stipulated by the competent authority.

The related parties mentioned in Subparagraph 7 of the preceding paragraph shall refer to the related parties defined in Regulations Governing the Preparation of Financial Reports by Securities Issuers. Major donations to non-related parties shall refer to any single or cumulative donations that amount to NT\$100 million or above in a year to the same party, or amounts that accumulate to more than 1% of net revenue or 5% of paid-up capital, as shown in the latest audited financial statements.

The one-year period mentioned above shall refer to the one year dating back from the current board meeting. Amounts that have already been passed in board meetings may be excluded from calculation.

At least one independent director shall attend the meeting in person. With respect to the matters which must be approved by resolutions at a board meeting as provided in the first paragraph, all independent directors shall attend the meeting. Where an independent director is unable to attend the meeting, that independent director shall appoint another independent director to attend the meeting as proxy. Any objections or qualified opinions expressed by independent directors shall be recorded in meeting minutes. If an independent director is unable to express objections or qualified opinions personally at the board meeting, the opinion shall be raised in writing in advance unless there is justifiable reason not to do so. Such opinions shall also be recorded in board meeting minutes.

Article 13. The meeting chairperson may announce to discontinue further discussions if the agenda is considered to have been sufficiently discussed to proceed with the

voting.

When a proposal comes to a vote at a board meeting, if no attending director voices an objection following an inquiry by the chair, the proposal shall be deemed approved. If there is an objection following an inquiry by the chair, the proposal shall be brought to a vote.

The chairperson may choose to proceed with voting in any of the following methods, but if there is any objection from any attendants, the chairperson shall proceed according to the opinion of the majority:

- I. Voting with a show of hands or using voting instruments.
- II. Vote by roll call.
- III. Ballot votes.
- IV. Any other methods chosen by the company.

The attending directors mentioned in Paragraph 2 do not include directors who are prohibited to vote under Article 15, Paragraph 1.

Article 14. Except where otherwise provided by the Securities and Exchange Act and the Company Act, the passage of a proposal at a board meeting shall require the approval of a majority of the directors in attendance at a board of directors meeting attended by a majority of all directors.

In cases where there are several amendments or alternative resolutions to a certain agenda item, the chairperson shall determine the order in which the new and original proposals are voted on. However, if any proposal is passed, all other proposals shall be deemed rejected and no further voting is necessary.

If a vote on a proposal requires monitoring and counting personnel, the chair shall appoint such personnel, providing that all monitoring personnel shall be directors.

The outcome of the vote shall be documented and announced on site.

Article 15. The spouse, blood relatives within the second degree of kinship of a director, or a company that has a controlling or subordinate relationship with a director, shall be deemed to have a personal interest in the matters discussed at the aforementioned meeting if they have a pecuniary interest in the matters discussed at the meeting. The resolutions of the board of directors of this Company, with respect to directors who are prohibited from exercising their voting rights in accordance with the preceding two paragraphs, shall be handled in accordance with the provisions of Article 180, Paragraph 2 of the Company Act, as applied mutatis mutandis under Article 206, Paragraph 4 of that Act.

Article 16. Discussions at a board meeting shall be recorded in the meeting minutes, and the minutes shall fully and accurately state the matters listed below:

- I. The meeting session (or year), time, and venue.

- II. Name of the chairperson.
- III. Directors' attendance, including the number and names of attendants, absentees, and those who are on leave of absence.
- IV. The names and titles of other participants invited to the meeting.
- V. Name of the minute taker.
- VI. Reported items.
- VII. Matters for discussion: The method of resolution and outcome for each agenda; summary of opinions expressed by directors, experts, and other personnel. The names of interested directors in the discussed agenda as ruled by Paragraph 1 of the preceding Article, descriptions of the interests involved, the reasons why a recusal is required or not, whether or not the director recused himself/herself from the discussion, any objections or qualified opinions expressed on record or in writing, and independent directors' written opinions raised according to Article 12, Paragraph 4.
- VIII. Extraordinary motion: The name of the person who raised the motion; the method of resolution and outcome for each motion; summary of opinions expressed by directors, experts, and other personnel; the names of interested directors in the discussed agenda as ruled by Paragraph 1 of the preceding Article, descriptions of the interests involved, the reasons why a recusal is required, whether or not the director recused himself/herself from the discussion, and any objections or qualified opinions expressed on record or in writing.
- IX. Other details that need to be recorded in meeting minutes.

If the board resolution involves any of the following, the details of which shall be addressed in the meeting minutes and reported to the Market Observation Post System designated by the Financial Supervisory Commission within two days from the date of the meeting:

- I. Objections or qualified opinions expressed by independent directors on record or in writing.
- II. A resolution is adopted with the approval of two-thirds or more of all directors, without having been passed by the Audit Committee of the Company.

The attendance log constitutes part of the board meeting minutes, and therefore shall be kept properly over the company's existence.

The meeting minutes must be signed or stamped by the chairperson and the minute taker, and distributed to each director within 20 days after the meeting. The meeting minutes shall be treated as part of the Company's key files and retained as such over the Company's existence.

The preparation and distribution of meeting minutes mentioned in Paragraph 1 can be made in electronic form.

Article 17. With the exception of matters required to be discussed at a board meeting under Article 12, Paragraph 1, when the Board of Directors appoints a party to exercise the powers of the board in accordance with applicable laws and regulations or the Company's Articles of Incorporation, the levels of such delegation and the content or matters it covers shall be as follows:

- I. Represent the Company to external parties within the Company's scope of business.
- II. Authorization matters in accordance with the Company's "business decision authorization" and relevant management regulations.
- III. Matters handled at the sole discretion of or in accordance with law by the Chairman who is authorized by a resolution approved in a shareholders' meeting or meeting of the Board of Directors.
- IV. Signing of contracts, memorandum of understanding, and letter of intent with external parties on behalf of the company.
- V. Corporate business strategies and business items.
- VI. Performance assessment of the company's internal control.
- VII. Evaluation, inspection, and monitoring of various existing or latent risks of the Company.
- VIII. Inspection of the company's compliance with laws and regulations.
- IX. Other duties of the Chairman as authorized by the Board of Directors.

Article 18. These Rules shall be adopted by the approval of meeting of the Board of Directors and shall be reported to the shareholders' meeting.
The Board of Directors may be authorized to adopt, by resolution, any future amendments to these Rules.

Article 19. These Rules were established on June 14, 2006; 1st amendment was made on November 22, 2006; 2nd amendment was made on March 24, 2008; 3rd amendment was made on March 19, 2012; 4th amendment was made on December 13, 2012; 5th amendment was made on March 27, 2013; 6th amendment was made on March 24, 2015; 7th amendment was made on November 10, 2017, 8th amendment was made on March 23, 2020, 9th amendment was made on November 4, 2022, 10th amendment was made on May 8, 2024.