

Taiwan FamilyMart Co., Ltd

Remuneration Committee Charter

Article 1 (Purpose and basis)

In order to establish a sound compensation and benefits system for the directors and managers of this Company, this Remuneration Committee Charter (hereinafter referred to as the "Charter") is hereby formulated in accordance with Article 14-6 of the Securities and Exchange Act, Article 3 of the "Regulations on the Establishment and Exercise of Powers by the Compensation and Benefits Committee of Publicly Traded Companies or Companies Traded on the Securities Dealers' Automated Quotation System" (hereinafter referred to as the "Remuneration Committee Regulations"), and Article 12 of the "Guidelines for the Establishment and Exercise of Powers by the Board of Directors of Companies Listed on the Taipei Exchange" (hereinafter referred to as the "Board of Directors Guidelines"), for the purpose of compliance.

Article 2 (Scope of Application)

Matters related to the responsibilities and authorities of the Company's Remuneration Committee (the "Committee") shall follow the Charter, unless elsewhere regulated by law or the articles of incorporation.

Article 3 (Disclosure for Public Reference)

The Company shall upload the content of the Charter to its website and the Market Observation Post System (MOPS) for public reference.

Article 4 (Functions of the Committee)

The functions of the Committee are to professionally and objectively evaluate the policies and systems for compensation of the directors and managerial officers of the Company, and submit recommendations to the Board of Directors for its reference in decision making.

Article 5 (Committee Composition)

The members of this Committee shall be appointed by resolution of the Board of Directors. The number of members shall not be less than three, and more than half of the members shall be independent directors. All members shall elect one member with independent director status to serve as the convener and chairperson of the meeting.

The professional qualifications and degree of independence of the members of the Committee shall meet the requirements set out in Articles 5 and 6 of the Regulations Governing the Appointment and Exercise of Powers by the Remuneration Committee.

Article 6 (Terms of Committee Members and Appointments to Fill Vacancies)

Committee members shall serve the same term as do the Board of Directors.

If the size of the Committee is reduced below three due to the dismissal of one of the members, a board meeting shall be convened within three months from the date of occurrence to appoint additional Committee members.

; however, in the event of an independent director member's resignation and the absence of other independent directors, the Company may, prior to electing a replacement independent director in accordance with Article 8 of the "Board of Directors Guidelines," appoint a person who does not qualify as an independent director to serve as a member of the Remuneration Committee, and shall appoint a replacement after the election of an independent director.

Article 7 (Scope of Duties)

Committee members must exercise the care of a prudent manager to fulfill the following duties, and offer recommendations for discussion by the Board of Directors:

- I. Periodically reviewing this Regulation and making recommendations for amendments.
- II. Establishing and periodically reviewing the annual and long-term performance goals for the directors and managerial officers of the Company and the policies, systems, standards, and structure for their compensation.
- III. Periodically assessing the degree to which performance goals for the directors and managerial officers of the Company have been achieved, and setting the contents and amounts of their individual compensation.

The Committee shall perform the aforementioned duties based on the following principles:

- I. Ensuring that the compensation arrangements of the Company comply with applicable laws and regulations and are sufficient to recruit outstanding talent.
- II. Performance assessments and compensation levels of directors and managerial officers shall take into account the general pay levels in the industry, the time spent by the individual and their responsibilities, the extent of individual goal achievement, their performance in other positions, and the compensation paid to employees holding equivalent positions in recent years. In addition, the reasonableness of the correlation between the individual's performance and the Company's operational performance and future risk exposure, with respect to the achievement of short-term and long-term business goals and the financial position of the Company shall be evaluated.
- III. The remuneration plan should not entice directors and managers into seeking high returns by taking undue risks.
- IV. Short-term performance dividends to directors and senior executives and the timing of variable salary payments/remunerations shall be set in reference to the particular industry characteristics and the company's business nature.

The term "remuneration" mentioned in the first two paragraphs includes cash compensations, warrants, dividends, share of ownership, retirement benefits, severance pay, allowances and any incentives of material value. This definition should be consistent with the scope of directors' and managers' remuneration stated in Regulations Governing Information to be Published in Annual Reports of Public Companies.

Where remunerations of a subsidiary's directors and managers are subject to the subsidiary's approval and resolution by the Company's board of directors, the subsidiary's remuneration proposals need to be recommended by the Committee before they are presented to the Board of Directors.

Article 8 (Convening and Holding of Meetings)

This Committee shall convene at least twice a year. When convening a meeting, the reasons for the convening shall be stated and notified to the Committee members seven days in advance, which may be done electronically. However, this time limit does not apply in cases of emergency.

The committee meeting shall be chaired by a convener. If the convener is unable to host a meeting due to leave of absence or other reasons, another independent director within the Committee may be appointed to act on behalf. If there is no other independent director on the Committee, the convener shall appoint another Committee member to act on his or her behalf. If the convener does not make such an appointment, a member of the Committee shall be elected by and from among the other members on the Committee to serve as convener.

Article 9 (Drafting of Meeting Agendas)

The convener shall determine the proceedings of the Committee meeting; other members may also propose agendas for discussion during the meeting. Details of the proceeding must be given to members of the committee meeting prior to the meeting.

Attendance logs shall be provided during Committee meetings and signed by Committee members for future reference.

The Committee members shall attend the meeting in person. If a member is unable to attend the meeting in person, the member may appoint another member to attend as his or her proxy. Members who participate in meetings via video conferencing shall be deemed to have personally attended the meeting.

A member of the Committee that appoints another member as proxy to attend a meeting shall in each instance issue a written proxy stating the scope of authorization with respect to the items on the meeting agenda.

Each proxy attendant under Paragraph 3 may only represent the presence of one absent director.

Article 10(Method of Resolution)

Resolutions at meetings of the Committee shall be adopted with the consent of one half or more of the entire membership. An agenda is considered passed if the chairperson receives no objections from any attendants. This voting method is as effective as does the conventional ballot method.

The result of the vote under the preceding paragraph shall be made known immediately and recorded in writing.

Article 10-1 (Conflict of Interest System or Recusal System)

When the Remuneration Committee discusses the remuneration matters of its members at a meeting, it shall be explained in that meeting. If there is a possibility of harm to the Company's interests, the member shall not participate in the discussion and voting, and shall recuse himself/herself during the discussion and voting. The member shall also not act as a proxy for other Remuneration Committee members to exercise their voting rights. If, due to the provisions of the preceding paragraph, the Committee is unable to reach a resolution, it shall report to the Board of Directors, which shall make the decision.

Article 11(Meeting Minutes)

Discussions at a meeting of the Committee shall be included in the meeting minutes, which shall faithfully record the following:

- I. The meeting session, time, and venue.
- II. Name of the chairperson.
- III. Members' 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: Voting methods and results for each proposal. The names and remuneration details of members involved in their own remuneration matters as stipulated in the preceding article, along with their recusal situations. Any objections or reservations expressed by members.
- VIII. Extraordinary motion: Proposer's name. Voting methods and results for the motion. Summary of comments from members, experts, and other personnel. The names and remuneration details of members involved in their own remuneration matters as stipulated in the preceding article, along with their recusal situations. Any objections or reservations expressed by members.
- IX. Other details that need to be recorded in meeting minutes.

The attendance book constitutes part of the minutes for each meeting of the Committee; if the meeting is held via telecommunications, the audio and video materials also constitute part of the meeting minutes.

The meeting minutes must be signed or stamped by the chairperson and the minute taker, and distributed to each Committee member within 20 days after the meeting. The

minutes also need to be presented to the Board of Directors, treated as one of the key files of the Company, and retained for five years. Preparation and distribution of meeting minutes can be made in electronic form.

If any litigation arises with respect to a specific Committee resolution before the aforementioned expiry, then all relevant records must be retained until the litigation is concluded.

Article 12(Implementation of Meeting Resolutions)

The execution of resolutions adopted by the Committee in accordance with its duties under Article 7, or subsequent work resolved to be delegated to professionals pursuant to Article 13, Paragraph 2, may be delegated to the convener or other Committee members for follow-up, with a written report to be presented to the Committee during the implementation period. When necessary, the matter shall be presented for ratification or a report made at the next meeting of the Committee.

Article 13(Resources to be provided when the Committee exercises its powers)

When this Committee convenes, it may invite the Company's directors, relevant department managers, internal audit personnel, accountants, legal counsel, or other personnel to attend the meeting and provide necessary information. However, they shall leave the meeting during discussions and voting.

The Committee may resolve to engage lawyers, accountants, or other professionals to provide the necessary audits or consultations so as to assist the Committee in performing its duties. The Company shall bear all costs incurred in this regard.

Article 14(Enactment)

The Charter shall take effect after the approval of the Board of Directors. The same applies to all subsequent amendments.

The Charter was established on December 7, 2011; 1st amendment made on March 24, 2015, 2st amendment made on December 13, 2019,. 3st amendment made on March 23, 2020, 3st amendment made on August 7, 2024.