

Management of Operation of Board Meeting(MOBM)

Enacted and resolved by the Board of Directors on December 12, 2006

The first amendment of MOBM was approved by the Board Meeting on March 19, 2008.

The second amendment of MOBM was approved by the Board Meeting on May 3, 2012.

The third amendment of MOBM was approved by the Board Meeting on December 26, 2012.

The fourth amendment of MOBM was approved by the Board Meeting on August 9, 2017.

The fifth amendment of MOBM was approved by the Board Meeting on March 25, 2020.

The sixth amendment of MOBM was approved by the Board Meeting on November 11, 2022.

Article I Enactment Basis of MOBM

To develop a good governance system, supervision capabilities and management mechanism of the Company's Board of Directors, these rules and procedures (hereinafter referred as "Rules") are established in accordance with Article 2 of the "Regulations Governing Procedure for Board of Directors Meetings of Public Companies."

Article II Scope

The meeting policy of the Company's Board of Directors, the meetings' main agendas, procedures, particulars to be specified in the minutes of meetings, public announcements, and other compliance matters shall be handled in accordance with the requirements of these Rules.

Article III Convening a Board meeting and meeting notice

The Company's Board meetings shall be convened at least once every quarter. A notice specifying the reason for convening a Board meeting shall be sent to all Directors seven (7) days before the scheduled meeting day; provided, however, that a Board meeting may be convened on short notice in the event of emergency. Upon the consent of each Director, such notice may be sent in electronic form. The matters described in the subparagraphs under Paragraph 1, Article 12 of these Rules shall be set out in the meeting notice and may not be raised by an extraordinary motion, except in an emergency or for good reason.

- Article IV Meeting notice and meeting materials**
The Company's secretarial unit is designated to handle the administrative matters relating to the Company's Board meetings.
The secretarial unit is responsible for drafting the agenda for the Board meeting and preparing sufficient meeting materials to be mailed with the meeting notice. Where a Director finds the meeting materials insufficient, he or she may ask the secretarial unit to provide additional information. A director may request a resolution to postpone a meeting to the Board of Directors for insufficient meeting information.
- Article V Preparation of signature book and other documents and Director's attendance by a Director's proxy**
When the Company's Board meeting is convened, a signature book should be prepared to record the signatures of the Directors present at the meeting for reference.
A Director shall attend Board meetings in person. If he or she is unable to attend the meeting in person, he or she may attend the meeting via videoconferencing or appoint another Director to attend the meeting as his or her proxy in accordance with the Company's Articles. Attendance via videoconference is deemed to be attendance in person.
When a Director appoints another Director to attend a Board meeting, he or she shall, each time, issue a written proxy. The proxy form shall state therein the scope of authority of such proxy with reference to the subject matters to be discussed as listed in the Board meeting notice.
A Director's proxy as described in the second paragraph may act as a proxy for only one other Director.
- Article VI Guidelines for the time and place of a Board meeting**
The time and place at which each of the Company's Board meetings are convened shall be convenient for Directors' attendance and shall be a suitable time and place for holding a Board meeting.
- Article VII Chairperson of Board meeting and deputy**
The Company's Board meetings shall be convened by the Chairperson of the

Board, who shall act as chairperson of the meeting. However, that the first Board meeting of each term after an election of Directors shall be convened by the Director who received the ballots representing the highest number of votes at a general meeting, with that Director acting as the chairperson of the meeting. In the event that there is more than one Director who has the power to convene such meeting, such Directors shall agree among themselves as to who shall act as the chairperson of the meeting.

In accordance with Paragraph 4, Article 203 or Paragraph 3, Article 203-1, a Board Meeting may be convened by majority Directors who elect one as the chairman among themselves.

If the Chairman of the Board of Directors fails to convene a Board meeting due to leave or other reasons, Vice Chairman shall be appointed as the deputy. If there is no Vice Chairman or the Vice Chairman fails to convene a Board meeting due to leave or other reasons, the Chairman would appoint one Executive Director as the deputy. If there is no Executive Director elected, one Director shall be appointed as the deputy. When the Chairman does not appoint any deputy, the chairperson of Board meeting shall be elected among Executive Directors or Directors.

Article VIII Board meeting reference materials, guests at the meeting and convening the Board meeting

Upon convening the Company's Board meeting, the secretary unit shall prepare relevant information readily available to Directors present at the meeting for reference.

Upon convening a Board meeting, personnel of the relevant departments or subsidiaries may be asked to attend the meeting as guests depending on the details of the meeting agenda. If necessary, certified public accountants, lawyers or other professionals may be invited to attend the meeting as guests and to make explanatory statements. Provided, however, that they shall leave the meeting when discussion or voting takes place.

A meeting shall be called to order by the Chairperson of the Board meeting when the scheduled meeting time has arrived and the majority of the Directors are present. If the majority of the Directors are not present at the schedule commencement time of the meeting, the chairperson of the meeting may announce the postponement of the meeting not more than twice. If a quorum has

not been reached after the second postponement, the Chairperson may convene a new meeting in accordance with the procedure under Paragraph 2, Article 3 of these Rules.

For purpose of the preceding paragraph and Subparagraph 2, Paragraph 2, Article 16, "all Directors" shall refer to the Directors actually in the office at the given time.

Article IX Audio recording or videotaping of the Board meeting as evidence
Any and all meetings of the Company's Board shall be audio recorded or videotaped from beginning to adjournment of the meeting as evidence and the files shall be kept for at least five (5) years. The files may be stored in the electronic form.

If litigation relating to a resolution of the Board meeting commences before the end of the period in which the evidence shall be kept in accordance with the preceding paragraph, the relevant audio recorded or videotaped evidence shall continually be kept until the conclusion of the litigation.

For a meeting convened via videoconferencing, the audio-recorded and videotaped information shall be part of the proceedings of the minutes of the meeting and be properly kept during the existence of the Company.

Article X Meeting agenda
The agenda for the Company's regular Board meetings shall include at least the following matters:

Matters to be reported:

Minutes of the proceedings of the previous meeting and status of Implementation;

Important financial and business reports;

Internal audit reports; and

Other important reports.

Matters for discussion:

Matters reserved for further discussion from the previous meeting;

Matters to be discussed during the meeting;

Extraordinary Motions.

Article XI Agenda discussion

The Company's Board meeting shall be conducted in accordance with the scheduled procedure of the meeting. Provided, however, agenda discussion may be subject to change upon consent of a majority of the Directors present at the meeting.

The Chairperson of the meeting may not declare an adjournment without the consent of a majority of the Directors present at the meeting.

During the Board meeting, if the number of Directors present at the meeting is not more than half of the Directors attending the meeting, upon a motion being proposed by a Director present in the meeting, the Chairperson shall declare suspension of the meeting and the provisions under Paragraph 3, Article 8 of these Rules may apply.

Article XII Matters that must be discussed at the Board meeting

The following matters shall be raised at the Company's Board meeting for discussion:

- I. The Company's business plans.
- II. Annual and semi-annual financial statement. Semi-annual financial reports, with the exception, which, under relevant laws and regulations, need not be audited and attested by a certified public accountant.
- III. Internal control system established or amended in accordance with the provisions under Article 14-1 of the Taiwan Securities and Exchange Act (hereinafter as the "Taiwan SEA").
- IV. Establishing or amending, in accordance with the provisions under Article 36-1 of the Taiwan SEA, procedures for handling important financial and business activities such as the acquisition or disposition of assets, derivative products transactions, lending of capital, endorsement for third parties, and provision of guarantees.
- V. The offering, issuance, or private placement of any equity-type securities.
- VI. For companies that do not appoint Executive Directors by the Board, appointment and/or dismissal of the Chairman.
- VII. The appointment or discharge of a financial, accounting, or internal auditing officer.
- VIII. A donation to a related party or a major donation to a non-related party,

provided that a public-interest donation of disaster relief for a major natural disaster may be submitted to the next board meeting for retroactive recognition.

- IX. Matters to be resolved at general meeting or by the Board meeting under Article 14-3 of the Taiwan SEA, other laws and regulations or the Articles of Association, or other important matters required by the competent Taiwan authority.

The term "related party" in subparagraph 8 of the preceding paragraph means a related party as defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers. The term "substantial donation to a non-related party" means any donation or a series of donations within a one-year period to a single recipient that, on an individual basis or cumulatively, amount to NT\$ 100 million or more, or reach 1% of the net operating revenue or 5% of the paid-in capital as stated in the audited financial reports for the most recent fiscal year.

The term "within a one-year period" means the period between one year prior to the date of this Board meeting and the date of this Board meeting. Amount of the donations already approved by the Board should be excluded.

At least one Independent Director shall attend the Board Meeting in person. For matters to be resolved at a under Paragraph 1, each independent Director shall attend the meeting in person or appoint another independent Director to attend the meeting on his or her behalf. Objection or reservation that an independent Director may have shall be specified in the minutes of proceedings of the Board meeting. If an Independent Director wishing to express his or her objection or reservation is unable to attend the Board meeting in person, he or she shall provide a written statement providing his view and opinions on the relevant matters for consideration at the Board meeting and his statement shall be included in the minutes of the Board meeting, unless there is some legitimate reason to do otherwise.

Article XIII Voting (1)

The Chairperson may declare an end to discussion of a proposal in the agenda if he or she deems the proposal in discussion is ready for a vote and may then have the proposal voted on.

When the Directors are deliberating a resolution to be adopted in a meeting of the

Board, the resolution shall be deemed approved and voted on by the Board if all Directors present at the meeting consent to the passing of such resolution without raising any objection when the Chairperson puts forward the relevant resolutions for approval. If, upon the Chairperson proposing the relevant resolution for approval, a Director states his or her dissent, the resolution shall be voted on in the manner set out below.

The phrase “all Directors present at the meeting” mentioned in the previous paragraph does not include Directors who may not exercise their voting rights in accordance with the provisions under Paragraph 1, Article 15 of these Rules.

Formal votes may be cast in one of the following manners as determined by the Chairperson, provided, however, that when a person present at the meeting voices his or her objection, the decision shall be made according to a majority vote:

- I. Vote by show of hands or a vote by voting machine;
- II. Roll-call vote;
- III. Vote by ballots;
- IV. Any other voting method as determined by the Company.

Article XIV Vote (2) and Scrutinizing Ballots and How Ballots are counted

Unless a higher approval threshold is required under the Taiwan SEA and the Taiwan Company Law, a proposal to be resolved at the Company’s Board meeting shall be approved by consent of a majority of the Directors present at the meeting attended by a majority of all Directors.

In the case of an amendment or substitute to a proposal and to the extent that is permissible under applicable laws, the chairperson shall decide on the order of voting by combining the amendment or substitute with the same proposal. However, if one of the proposals has been approved, the others shall be deemed over-ruled and no further vote is required.

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. Results of the votes shall be announced on the spot and recorded.

Article XV Avoidance of conflict of interest

For any proposal in which a Director or the legal person he or she represents is an interested party, the Director shall explain the important aspects of his/her interest at the Board meeting. When his/her interest is likely to compromise the interest of the Company, the Director shall not participate in the discussion and voting on the proposal and the Director shall abstain him or herself from discussion and voting on the proposal and cannot exercise the voting right for and on behalf of another Director.

Spouses, second-degree relatives, or affiliated companies that are controlled by any director are considered as interested party of matters for the purpose of the preceding paragraph.

Paragraph 2, Article 206 of the Taiwan Company Law, under which the provisions under Paragraph 2, Article 180 of the same law may apply, shall apply to Directors who may not exercise their voting rights in the process of resolving a proposal at the Company's Board meeting as provided in the preceding paragraph.

Article XVI Meeting minutes and signature

Proceedings of the Company's Board meetings shall be recorded in the meeting minutes, which shall specify the following matters in detail:

Term (or year) of the meeting, and time and place;

Chairperson's name;

Attendance of Directors, including names and numbers of Directors who are present at the meeting, on leave or absent from the meeting;

Names and titles of the guests at the meeting;

Name of the secretary of the meeting;

Matters to be reported;

Matters for discussion: How a proposal is resolved and the result; summary of statement by Directors, experts and other persons; the name of any Director that is an interested party as referred to in paragraph 1 of the preceding article, the explanation of the important aspects of the interest, the reasons why the Director was required or not required to abstain, and whether the Director has abstained; objections and/or reservations with records or written statements; and written opinions issued by Independent Directors in accordance with the provisions under Paragraph 2, Article 12 of these Rules;

Extraordinary motion: Name of the person submitting a proposal; how a proposal is resolved and the result; summary of statement by Directors, experts and other persons; the name of any Director that is an interested party as referred to in paragraph 1 of the preceding article, the explanation of the important aspects of the interest, the reasons why the Director was required or not required to abstain, and whether the Director has abstained; and objections and/or reservations with records or written statements; and

Other matters to be included.

If either of the following happens to the resolution of the Board meeting, the fact should be specified in the meeting minutes and be published and reported on the Market Observation Post System designated by the Taiwan Financial Supervisory Commission within two (2) days of the Board meeting:

An Independent Director has a dissenting or qualified opinion which is on record or stated in a written statement.

The Audit Committee of the Company does not approve any matter but the Board of Directors approves the matter with the votes of at least two-thirds of all of the Directors.

The Board meeting attendance book is part of the minutes of the proceedings and shall be properly kept during the existence of the Company.

Minutes of the proceedings shall be signed or sealed by the chairperson and the minute keeper of the meeting, and copies thereof shall be distributed to all Directors within twenty (20) days of the meeting. The minutes shall be deemed important files of the Company and be properly kept during the existence of the Company.

Preparation and distribution of the minutes of the proceedings in the first paragraph may be done electronically.

Article XVII Authorization by the Board

Except for the matters as set forth in Paragraph 1 of Article 12 of the Rules which shall be raised at the Company's Board meeting for discussion, subject to the applicable law and the Memorandum and Articles of Association, the matters to be executed by the Chairpersons as authorized by the Board are specified as below:

- I. The matters shall be executed in accordance with authorization by the

Company.

- II. The matters shall be executed in accordance with the approved authority level, management policies and procedures.
- III. Appointment of Directors and Supervisors in re-invested company.
- IV. Approval of equity offering or capital reduction reference day an other interest reference day.

Article XVIII Supplementary Provisions

Establishment of these Rules shall be subject to consent of the Board and raised to report at a Shareholders' Meeting. Any amendment to these Rules shall be authorized for resolution made by the Board of Directors.