

Tong Hsin Electronics Industrial Co., Ltd.
Corporate Governance Code

Chapter I General Provisions

Article 1: Purpose

In order to establish a good corporate governance system, Tong Hsin Electronics Industrial Co., Ltd. (hereinafter referred to as the Company) has established this Code of Conduct for the purpose of compliance with the "Code of Conduct for Listed and OTC Companies" formulated by the Taiwan Stock Exchange Corporation (hereinafter referred to as the Stock Exchange) and the GreTai Securities Market((hereinafter referred to as the GTSM).

Article 2: Principles of Corporate Governance

In addition to complying with laws and regulations and the Articles of Incorporation, the company's corporate governance system is based on the following principles:

1. Protect the rights and interests of shareholders.
2. Strengthen the functions of the board of directors.
3. Perform the functions of supervisors.
4. Respect the rights and interests of stakeholders.
5. Improve information transparency.

Article 3: Establishing an internal control system

In accordance with the Guidelines for Establishing Internal Control Systems for Public Companies, the Company considers the overall operations of the Company and its subsidiaries, designs and implements its internal control system, and reviews it at any time to respond to changes in the Company's internal and external environment to ensure that the design and implementation of the system remain effective.

The Company has an audit committee. The establishment or amendment of the internal control system shall be approved by more than half of the audit committee and submitted to the board of directors for approval. If the independent directors have objections or reservations, such opinions shall be recorded in the minutes of the board of directors meeting.

In addition to conducting self-assessments of the internal control system, the Company's board of directors and management should review the self-assessment results of each department annually and review the audit reports of the audit unit quarterly. The audit committee should also pay attention to and supervise, track and implement improvements, and submit reports to the board of directors. Directors should hold regular meetings with internal auditors to review deficiencies in the internal control system and keep records. The effectiveness of the internal control system shall be evaluated with the approval of more than half of all members of the audit committee and submitted to the board of directors for resolution.

The Company has established a communication channel and mechanism between independent directors, the audit committee and the head of internal audit, and the convener of the audit committee reports to the

shareholders' meeting on the communication between the audit committee members and the head of internal audit.

The Company's management should grant its internal audit unit and personnel sufficient authority to encourage them to accurately examine and evaluate the deficiencies of the internal control system and measure the efficiency of operations to ensure that the system is continuously and effectively implemented, and to assist the board of directors and management in fulfilling their responsibilities and implementing the corporate governance system.

The Company has set up internal audit personnel agents to implement the internal control system and strengthen the professional capabilities of internal audit personnel agents to improve and maintain the audit quality and execution results.

The provisions of Article 11, Paragraph 6 of the Guidelines for Establishing Internal Control Systems for Public Companies regarding the qualifications that internal audit personnel should meet, and Articles 16, 17, and 18 shall apply mutatis mutandis to the position agents in the preceding paragraph.

The appointment, dismissal, evaluation, and remuneration of the company's internal auditors shall be signed by the Audit Supervisor and approved by the Chairman.

Article 3-1 (Personnel responsible for corporate governance-related matters)

The Company shall deploy a qualified and appropriate number of corporate governance personnel in accordance with the size, business conditions and management needs, and shall designate a corporate governance supervisor in accordance with the regulations of the competent authority, the Stock Exchange or the GTSM, who shall be the highest supervisor responsible for corporate governance-related matters. Such supervisor shall have obtained the qualification of a lawyer or accountant or have worked as a supervisor of a legal, compliance, internal audit, finance, stock affairs or corporate governance-related affairs department in a securities, financial or futures-related institution or a public company for more than three years.

The corporate governance-related matters referred to in the preceding paragraph shall at least include the following:

1. Handle matters related to meetings of the board of directors and shareholders in accordance with the law.
2. Prepare minutes of board of directors and shareholders meetings.
3. Assist directors and supervisors in taking office and in their continuing education.
4. Provide information necessary for directors and supervisors to perform their duties.
5. Assist directors and supervisors in complying with laws and regulations.
6. Other matters stipulated in the company's Articles of Incorporation or contract.

Chapter II: Protecting Shareholders' Rights and Interests

Section 1 Encouraging Shareholders to Participate in Corporate Governance

Article 4: The Company's corporate governance system shall protect the interests of shareholders and treat all shareholders fairly. The Company has established a corporate governance system that enables shareholders to

fully understand, participate in and decide on major company matters.

Article 5: The Company shall convene shareholders' meetings in accordance with the provisions of the Company Law and related laws and regulations and formulate complete rules of procedure. Matters that should be resolved by shareholders' meetings must be strictly implemented in accordance with the rules of procedure. The content of the resolutions of the shareholders' meeting of the company shall comply with the provisions of laws and regulations and the company's Articles of Incorporation.

Article 6: The board of directors of the Company shall properly arrange the agenda and procedures of the shareholders' meeting, establish the principles and operating procedures for shareholders to nominate directors and propose proposals at the shareholders' meeting, and properly handle the proposals put forward by shareholders in accordance with the law; the shareholders' meeting shall arrange a convenient meeting place and preferably use video conferencing, reserve sufficient time and assign qualified personnel to handle the registration procedures, and shall not arbitrarily add other certification documents to the certification documents that shareholders rely on for attendance; and shall give reasonable discussion time for each topic and give shareholders appropriate opportunities to speak.

The shareholders' meeting convened by the board of directors should be presided over by the chairman of the Board in person, and more than half of the directors of the board of directors (including at least one independent director) and the convener of the audit committee should be present in person, and at least one representative from other functional committees should be present, and the attendance should be recorded in the minutes of the shareholders' meeting.

Article 7: The Company encourages shareholders to participate in corporate governance and has appointed a professional shareholder affairs agency to handle shareholder meetings so that the meetings can be held legally, effectively and safely.

The Company fully utilizes technological information disclosure methods through various means and channels and simultaneously uploads the Chinese and English versions of the annual report, annual financial report, shareholders' meeting notice, meeting manual and meeting supplementary materials. It also adopts electronic voting to increase the rate of shareholders attending shareholders' meetings and ensure that shareholders can exercise their shareholder rights in accordance with the law at shareholders' meetings.

The Company convenes a shareholders' meeting, and shareholders vote on each proposal at the shareholders' meeting. The results of shareholders' approval, opposition and abstention are entered into the public information observation station on the day after the shareholders' meeting.

Article 8: The Company shall, in accordance with the Company Act and other relevant laws and regulations, record the year, month, day, location, name of the chairman and resolution method of the meeting in the minutes of the shareholders' meeting, and shall also record the main points and results of the meeting. The election of directors shall specify the voting method and the number of votes to be elected.

The minutes of shareholders' meetings should be properly preserved and fully disclosed during the Company's

duration.

Article 9: The Chairman of the shareholders' meeting shall be fully aware of and abide by the Company's rules of procedure, maintain the smooth progress of the agenda, and shall not arbitrarily adjourn the meeting.

In order to protect the interests of the majority of shareholders, if the chairman violates the rules of procedure and announces the adjournment of the meeting, the other members of the board of directors should promptly assist the attending shareholders to elect a chairman in accordance with legal procedures with the consent of more than half of the voting rights of the attending shareholders and continue the meeting.

Article 10: The Company shall respect the shareholders' right to know and strictly abide by the relevant provisions on information disclosure and shall regularly and promptly provide shareholders with information on the Company's finances, business, insider shareholdings and corporate governance through public information observation stations.

In order to protect the interests of shareholders and ensure equal treatment of shareholders, the Company has established "Major Information and Insider Trading Prevention Management Procedures" to prohibit company insiders from using undisclosed information in the market to buy and sell securities.

The regulations in the preceding paragraph include stock trading control measures for company insiders from the date they learn of the company's financial report or related performance content, including (but not limited to) that directors shall not trade their own stocks during the closed period of thirty days before the announcement of the annual financial report and fifteen days before the announcement of each quarterly financial report.

Article 11: Shareholders shall have the right to share in the company's profits. In order to ensure the investment rights and interests of shareholders, the shareholders' meeting may, in accordance with Article 184 of the Company Act, audit the statements prepared by the board of directors and the reports of the audit committee, and resolve on profit distribution or loss compensation. When a shareholders' meeting conducts a pre-audit, it may elect an inspector.

Shareholders may petition the court to appoint an inspector to inspect the Company's business accounts and property status in accordance with Article 245 of the Company Act.

The board of directors, audit committee and managers of this Company shall fully cooperate with the audit work of the inspectors referred to in the preceding two paragraphs and shall not obstruct, refuse or evade the audit work.

Article 12: The Company's acquisition or disposal of assets, capital loans, endorsements and guarantees and other major financial business activities shall be handled in accordance with relevant laws and regulations, and relevant operating procedures shall be formulated and submitted to the shareholders' meeting for approval to protect the interests of shareholders.

When the Company conducts a merger or acquisition or public takeover, in addition to complying with relevant laws and regulations, it shall pay attention to the rationality of the merger or acquisition or public takeover plan

and transaction, as well as pay attention to information disclosure and the soundness of the subsequent company's financial structure.

Personnel of the Company who handle matters related to the preceding paragraph shall pay attention to conflicts of interest and avoidance situations.

Article 13: To ensure the interests of shareholders, the Company shall have dedicated personnel to properly handle shareholder suggestions, doubts and disputes.

If the resolutions of the shareholders' meeting or the board of directors of the Company violate laws or the Company's Articles of Incorporation, or if the directors or managers violate laws or the Company's Articles of Incorporation when performing their duties, thereby causing damage to the interests of shareholders, the Company shall appropriately handle the legal proceedings filed by shareholders.

The Company shall properly handle the matters mentioned in the preceding two paragraphs and keep written records for future reference.

Section 2 Establishing a mechanism for interaction with shareholders

Article 13-1: The board of directors of the Company shall be responsible for establishing an interactive mechanism with shareholders to enhance mutual understanding of the Company's development objectives.

Article 13-2: In addition to communicating with shareholders through shareholders meetings and encouraging shareholders to participate in shareholders meetings, the board of directors of the Company shall also contact shareholders in an efficient manner, work with managers and independent directors to understand shareholders' opinions and issues of concern, and clearly explain the Company's policies to gain shareholder support.

Section 3 Corporate Governance Relationship between the Company and Its Affiliated Enterprises

Article 14: The management objectives and responsibilities of personnel, assets and finances between the Company and its affiliated companies shall be clearly defined, and risk assessments shall be carried out and appropriate firewalls shall be established.

Article 15: Unless otherwise provided by law, the managers of the Company shall not hold concurrent posts with the managers of affiliated companies.

When a director of the Company performs an act for himself or others that is within the scope of the Company's business, he or she shall explain the important contents of his or her act to the shareholders' meeting and obtain their permission.

Article 16: The Company shall establish sound financial, business and accounting systems in accordance with relevant laws and regulations, and shall properly conduct comprehensive risk assessments with its affiliated

companies on major banks, customers and suppliers, and implement necessary control mechanisms to reduce credit risks.

Article 17: When the Company and its affiliated companies have business transactions, they shall establish written regulations on the financial and business-related operations between them based on the principles of fairness and reasonableness. The price conditions and payment methods for contractual matters should be clearly stipulated, and non-arm's length transactions should be avoided.

Transactions or contracts between the Company and its affiliates and shareholders are strictly prohibited from transferring benefits.

Article 18: Juristic person shareholders with controlling power shall comply with the following matters:

1. They shall have a duty of good faith towards other shareholders and shall not directly or indirectly cause the Company to engage in operations that are not in accordance with business practices or are otherwise unprofitable.
2. Its representative shall comply with the relevant regulations set by the Company regarding the exercise of rights and participation in resolutions. When participating in shareholders' meetings, he shall exercise his voting rights in good faith and in the best interests of all shareholders, and shall fulfill the directors' obligations of loyalty and care.
3. The nomination of directors of the Company shall be carried out in compliance with relevant laws and regulations and the Company's Articles of Incorporation and shall not exceed the scope of authority of the shareholders' meeting and the board of directors.
4. Do not improperly interfere with the Company's decision-making or hinder its business activities.
5. The Company shall not restrict or hinder the Company's production and operation by means of unfair competition such as monopolizing procurement or closing sales channels.
6. The legal representative appointed due to his election as a Director shall meet the professional qualifications required by the Company and shall not be changed arbitrarily.

Article 19: The Company shall keep track of the list of major shareholders who hold a large proportion of shares and can actually control the Company and the ultimate controllers of the major shareholders at all times. The company should disclose the pledge, increase or decrease of the shares held by shareholders holding more than 10% of the shares, or other important events that may cause changes in shares for all shareholders' monitoring.

The term "major shareholder" as used in the first paragraph refers to a shareholder whose shareholding ratio is 5% or more or who ranks among the top ten shareholders in terms of shareholding ratio. However, the company may set a lower shareholding ratio based on the shareholding situation of the shareholder who actually controls the company.

Chapter III Strengthening the Functions of the Board of Directors

Section 1 Board Structure

Article 20: The board of directors of the Company shall be responsible to the shareholders' meeting and shall exercise its powers in accordance with the provisions of laws, the Company's Articles of Incorporation or the resolutions of the shareholders' meeting in all operations and arrangements of the corporate governance system. The structure of the Company's board of directors is determined by the Company's business development scale, major shareholders' shareholdings and practical operational needs, and appropriate director seats.

The composition of the board of directors should take diversity into consideration and formulate appropriate diversity policies based on its own operations, business model and development needs, including the following two aspects of standards:

1. Basic conditions and values: gender, age, nationality and culture, among which the proportion of female directors should reach one-third of the board seats.
2. Professional knowledge and skills: professional background, professional skills and industry experience, etc. Board members should possess the knowledge, skills and qualities necessary to perform their duties. In order to achieve the ideal goal of corporate governance, the board of directors as a whole should possess the following capabilities:
 1. Operational judgment ability.
 2. Accounting and financial analysis skills.
 3. Operational and management capabilities.
 4. Crisis management capabilities.
 5. Industry knowledge.
 6. International market perspective.
 7. Leadership ability.
 8. Decision-making ability.

Article 21: The Company shall formulate fair, just and open procedures for the selection of directors, encourage shareholder participation, and adopt a cumulative voting system in accordance with the provisions of the Company Act to fully reflect the opinions of shareholders.

The spouses or relatives within the second degree of kinship of the directors of the Company shall not hold more than half of the board seats.

If the number of directors is less than five due to the resignation of directors for any reason, the company shall elect new directors at the most recent shareholders' meeting. However, if the number of vacancies directors reaches one-third of the seats, an extraordinary general meeting of shareholders shall be convened within sixty days from the date of the occurrence of the fact to elect new directors.

The total shareholding ratio of all directors on the board of directors of the Company shall comply with the provisions of laws and regulations. The restrictions on the transfer of shares, the establishment or cancellation of pledge and changes hereof of each director shall be handled in accordance with relevant regulations to ensure that all information is fully disclosed.

Article 22: The Company's Articles of Incorporation stipulate that the election of directors shall adopt a candidate nomination system, and the nominees shall be carefully evaluated for their qualifications and whether they meet the conditions listed in Article 30 of the Company Act, and shall be handled in accordance with Article 192-1 of the Company Act.

Article 23: The responsibilities of the chairman and president of the Company are clearly divided. The Company has set up functional committee members and has clearly assigned them powers and responsibilities.

Section 2 Independent Director System

Article 24: Independent Director System

The Company should have three independent directors in accordance with the Articles of Incorporation. Independent directors should possess professional knowledge, and their shareholdings should be restricted. In addition to complying with relevant laws and regulations, they should not serve as directors (including independent directors) or supervisors of more than five listed or OTC companies at the same time. They should maintain independence within the scope of their duties and should not have any direct or indirect interests in the companies.

The Company adopts a candidate nomination system for the election of independent directors, and shall be handled in accordance with Article 13-2 of the Company's Articles of Incorporation.

If the Company and its group companies and organizations nominate other companies and their group companies and organizations as independent director candidates, the Company shall disclose this information when accepting independent director candidate nominations and explain the suitability of the independent director candidate.

If elected as an independent director, the number of elected directors shall be disclosed.

The group enterprises and organizations referred to in the preceding paragraph shall apply to subsidiaries of listed or OTC companies, foundations in which direct or indirect cumulative ownership exceeds 50%, and other institutions or legal persons with substantial control.

Independent directors and non-independent directors may not change their identities during their term of office. The professional qualifications, shareholding and concurrent employment restrictions, independence determination, nomination methods, and other matters that must be complied with of independent directors shall be handled in accordance with the Securities and Exchange Act and the Regulations Governing the Establishment and Compliance of Independent Directors of Public Companies.

Article 25: The Company shall submit the following matters to the board of directors for approval in accordance with the Securities and Exchange Act; if the independent directors have objections or reservations, such objections shall be recorded in the minutes of the board of directors meeting:

1. Establish or amend the internal control system in accordance with Article 14-1 of the Securities and Exchange Act.
2. Establish or amend procedures for handling major financial activities such as acquiring or disposing of assets, engaging in derivative product transactions, lending funds to others, or endorsing or providing guarantees for others in accordance with Article 36-1 of the Securities and Exchange Act.
3. Matters involving the personal interests of directors or supervisors.
4. Significant asset or derivative transactions.
5. Loans, endorsements, or guarantees of major funds.
6. Offering, issuing, or private placement of equity securities.
7. Appointment, dismissal or remuneration of certifying accountants.
8. Appointment and removal of the chief financial, accounting or internal auditing officers.
9. Other important matters prescribed by the competent authorities.

Article 26: The company shall clearly define the scope of duties of independent directors and the relevant human and material resources to exercise their powers. The company or other members of the board of directors shall not hinder, refuse or evade independent directors performing their duties.

The Company shall specify the remuneration of directors in its Articles of Incorporation or in accordance with the resolution of the shareholders' meeting. The remuneration of directors shall fully reflect their individual performance and the Company's long-term operating performance, and shall take into account the Company's operating risks.

If the Company sets aside a special surplus reserve by virtue of its Articles of Incorporation, resolution of a shareholders' meeting, or order of the competent authority, the order of setting aside the special surplus reserve shall be after setting aside the statutory surplus reserve and before allocating directors' and employees' remuneration. The Articles of Incorporation shall stipulate the method of allocating earnings when the special surplus reserve is transferred and incorporated into the retained earnings.

Section 3 Functional Committees

Article 27: The board of directors of this Company may, consider the Company's scale, business nature, and number of directors, establish audit, remuneration, nomination, risk management or other functional committees in order to improve its supervisory function and strengthen its management function. It may also establish a sustainability development committee based on the concept of corporate social responsibility and sustainable management.

The functional committee shall be responsible for the board of directors and submit its proposals to the board for a resolution.

The functional committee shall formulate its organizational charter, which shall be approved by the board of directors. The contents of the organizational charter should include the number of committee members, term of office, powers, rules of procedure, and resources that the Company should provide when exercising its powers.

Article 28: The Company establishes an audit committee, which shall be composed of all independent directors, the number of which shall not be less than three, one of whom shall be the convener, and at least one of whom shall have accounting or financial expertise.

The exercise of powers by the audit committee and its independent directors and related matters shall be handled in accordance with the audit committee's organizational charter, the Securities and Exchange Act, and the regulations of the Stock Exchange.

Article 28-1: The Company establishes a Remuneration Committee, with a majority of its members being independent directors. The professional qualifications of its members, the exercise of their powers, the establishment of its organizational charter and related matters shall be governed by the provisions of the Remuneration Committee's organizational charter.

Article 28-2: The Company establishes a Nomination Committee, with a majority of its members being independent directors and an independent director to serve as the Chairman. The professional qualifications of its members, the exercise of authority, the formulation of its organizational charter and related matters shall be handled in accordance with the provisions of the Nomination Committee's organizational charter.

Article 28-3: The Company establishes and publicizes channels for internal and external personnel to report incidents, and a whistleblower protection system; the unit that accepts reports shall be independent, and shall encrypt and protect the files provided by the whistleblower, and appropriately restrict access rights. The Company has also established management regulations for the whistleblower system and has incorporated it into the internal control system.

Article 29: In order to improve the quality of financial reports, the Company has established a deputy to the position of the accounting officer.

The deputy of the accounting officer referred to in the preceding paragraph shall undergo continuous training every year in the same manner as the accounting officer to enhance the professional competence of the deputy of the accounting officer.

Accounting personnel involved in the preparation of financial reports shall also take professional courses for more than six hours each year. Such courses may be taken through internal training or professional courses offered by accounting training institutions.

The Company shall select professional, responsible and independent certified public accountants to audit the Company's financial status and internal controls on a regular basis. The Company has reviewed and improved the abnormalities or omissions discovered by the certifying accountants in a timely manner during the audit process, as well as the specific improvement or fraud prevention suggestions, and has established a communication mechanism between the audit committee and the certifying accountants, and incorporated it into the internal control system.

The Company regularly (at least once a year) evaluates the independence and suitability of the certifying

accountants. If a company has not changed its certifying accountants for seven consecutive years or has been disciplined or its independence has been compromised, it shall evaluate whether it is necessary to change its certifying accountants and submit the evaluation results to the board of directors.

Article 30: The Company may appoint professional and qualified lawyers to provide the Company with appropriate legal consulting services, or to assist the board of directors and management to improve their legal awareness, to prevent the Company and related personnel from violating laws and regulations, and to promote corporate governance operations operating under relevant legal frameworks and statutory procedures.

If a director or management is involved in litigation or a dispute with shareholders resulting from performing their duties in accordance with the law, the company may consider appointing a lawyer to provide assistances. The audit committee of the Company or its independent directors may appoint lawyers, accountants or other professionals on behalf of the Company to conduct necessary audits or provide consultation on matters related to the exercise of its authority, and the expenses shall be borne by the Company.

Section 4 Rules of Procedure and Decision-making Process of Board Meetings

Article 31: Convening of the board of directors

The board of directors of this Company shall meet at least once a quarter and may be convened at any time in case of emergency. The convening of a board of directors meeting shall state the reason for the convening and notify all directors and supervisors 7 days in advance and provide sufficient meeting materials with the convening notice. If the meeting materials are insufficient, the directors have the right to request supplementation or postpone the deliberation after the resolution of the board of directors.

The Company has established rules of procedure for board meetings, which clearly stipulate the main agenda, operating procedures, matters that should be recorded in the minutes, announcements, and matters that should be obeyed.

Article 32: Directors shall maintain a high degree of self-discipline. If they or the legal person they represent have an interest in the resolutions listed by the board of directors, they should explain the important content of their interests to the current board meeting. If it is likely to be harmful to the interests of the company, they are not allowed to participate in discussions and votes, and they should recuse themselves from discussions and votes, and they are not allowed to exercise their voting rights on behalf of other directors.

Matters concerning the director's voluntary recusation are clearly stipulated in the rules of procedure of the board of directors.

Article 33: The independent directors of the Company shall personally attend to any matters that require submission to the board of directors under Article 14-3 of the Securities and Exchange Act and may not delegate the attendance of a non-independent director. If an independent director has any objection or reservation, such objection shall be recorded in the minutes of the board meeting. If an independent director is unable to attend the board meeting in person to express his or her objection or reservation, he or she shall provide a written opinion in advance, unless there is a legitimate reason, and such an opinion shall be recorded

in the minutes of the board meeting.

If a resolution by the board of directors contains any of the following circumstances, in addition to being recorded in the minutes, it shall be reported at the public information observation station within two days of the date of approval by the board of directors:

1. The independent director has objections or reservations with records or written statements.
2. The remuneration approved by the board of directors is superior to the recommendation of the remuneration Committee.
3. Matters not approved by the audit committee but approved by more than two-thirds of all directors.

During the meeting of the board of directors, the Board may notify relevant managers who are not directors to attend the meeting, report on the current business situation of the Company and answer questions from the directors, depending on the content of the proposals. If necessary, accountants, lawyers or other professionals may be invited to attend the meeting to assist directors in understanding the current situation of the company and making appropriate resolutions, but they should be absent during discussions and voting.

Article 34: The meeting personnel of the board of directors of the Company shall accurately record the meeting report and the summary of each proposal, the resolution method and the results in accordance with relevant regulations.

The minutes of the board of directors' meeting must be signed or stamped by the chairman of the meeting and the recorder and distributed to each director within 20 days after the meeting. The board of directors' attendance book is part of the minutes and should be included in the company's important files and properly preserved permanently during the company's duration.

The preparation, distribution and preservation of minutes may be done in electronic form.

The company shall record the entire process of the board of directors' meeting in audio or video format and preserve it for at least five years. The preservation may be done in electronic form.

If a lawsuit regarding a matter resolved by the board of directors occurs before the expiration of the preservation period in the preceding paragraph, the relevant audio or video evidence materials shall continue to be preserved, and the provisions of the preceding paragraph shall not apply.

If a board of directors meeting is held by a video conference, the audio and video recordings of the meeting shall be part of the minutes and shall be permanently preserved.

When a resolution of the board of directors violates laws, the Articles of Incorporation or a resolution of the shareholders' meeting, causing damage to the company, the directors who have expressed their objection shall be exempted from liability for compensation if there is a record or written statement to prove it.

Article 35: Matters to be discussed by the board of directors

The Company shall bring the following matters to the board of directors for discussion:

1. The company's business plan.
2. Annual and semi-annual financial reports.
3. Establish or amend internal control systems in accordance with Article 14-1 of the Securities and Exchange

Act.

4. Establish or amend procedures for handling major financial activities such as acquiring or disposing of assets, engaging in derivative product transactions, lending funds to others, or endorsing or providing guarantees for others in accordance with Article 36-1 of the Securities and Exchange Act.
5. Raising, issuing, or privately placing equity securities.
6. Performance appraisal and remuneration standards for managers.
7. The structure and system of directors' remuneration.
8. Appointment and removal of the chief financial, accounting or internal auditing officers.
9. Donations to related parties or major donations to non-related persons. However, donations of a public welfare nature for emergency relief due to major natural disasters may be submitted for ratification by the next board of directors.
10. Pursuant to Article 14-3 of the Securities and Exchange Act, other matters that must be resolved by the shareholders' meeting or submitted to the board of directors in accordance with laws, regulations or the Articles of Incorporation, or major matters prescribed by the competent authority.

In addition to the matters that should be brought to the board of directors for discussion as mentioned in the preceding paragraph, during the recess of the board of directors, if the board of directors authorizes the exercise of its powers in accordance with laws or regulations or the Company's Articles of Incorporation, the level, content or matters of authorization shall be specific and may not be general authorization.

Article 36: The Company shall clearly assign the matters resolved by the board of directors to appropriate execution units or personnel, requiring them to be executed according to the planned schedule and goals, and shall also include them in tracking management to ensure that their execution is properly evaluated.

The board of directors should fully understand the progress of implementation and report it at the next meeting so that the board's business decisions can be implemented.

Section 5 Directors' Duty of Loyalty and Responsibility

Article 37: The members of the board of directors shall faithfully perform their duties and fulfill their duty of care as a good manager and exercise their powers with a high degree of self-discipline and prudence. With respect to the execution of the company's business, except for matters that shall be resolved by the shareholders' meeting in accordance with the law or the Company's Articles of Incorporation, they shall strictly follow the resolutions of the board of directors.

The Company has established performance evaluation methods and procedures for the board of directors and submits the results of the performance evaluation to the board of directors, which are used as a reference for the remuneration and nomination of individual directors.

Article 37-1: The Company may establish a management succession plan and the board of directors shall regularly evaluate the development and implementation of the plan to ensure sustainable operation.

Article 37-2: The board of directors of the Company may evaluate and supervise the management direction and performance of the Company's intellectual property to ensure that the Company establishes an intellectual property management system based on the management cycle of "planning, execution, inspection and action".

Article 38: If a resolution of the board of directors violates laws or the Company's Articles of Incorporation, and a shareholder or independent director who has held shares for more than one year requests the board of directors to stop executing the resolution, the board of directors shall promptly and appropriately handle or stop executing the relevant resolution.

When a member of the board of directors discovers that the company is in danger of suffering significant damage, he or she shall proceed in accordance with the provisions of the preceding paragraph and immediately report to the audit committee or an independent director of the audit committee.

Article 39: The Company may purchase liability insurance for directors during their term of office for compensation liabilities that they are required to bear in accordance with the law in the execution of their business, to reduce and disperse the risk of directors causing significant damage to the Company and shareholders due to their mistakes or negligence.

After the Company has purchased or renewed liability insurance for its directors, it shall submit important details such as the insured amount, coverage, and premium rate of the liability insurance in the most recent report to the board of directors.

Article 40: Board members should participate in continuing education courses on finance, risk management, business, commerce, accounting, law or corporate social responsibility related to corporate governance topics organized by institutions designated by the Implementation Guidelines for Continuing Education for Directors and Supervisors of Listed and OTC Companies when they are newly appointed or during their term of office, and should instruct employees at all levels to enhance their professional and legal knowledge.

Chapter IV Respecting the Rights and Interests of Stakeholders

Article 41: The Company has set up a stakeholder area on the company website to provide smooth communication channels with banks and other creditors, employees, consumers, suppliers, communities or stakeholders of the company, and to respect and safeguard their legitimate rights and interests.

When the legitimate rights and interests of stakeholders are infringed, the company should handle it appropriately in good faith.

Article 42: Sufficient information should be provided to bankers and other creditors to enable them to make judgments and decisions on the company's operations and financial status. When its legitimate rights and interests are infringed, the company should respond positively and take responsibility to allow creditors to obtain appropriate channels for compensation.

Article 43: The company shall establish employee communication channels and encourage employees to

appropriately reflect their opinions on the company's operations and financial conditions or major decisions involving employee interests.

Article 44: While maintaining normal business development and maximizing shareholder interests, the Company shall pay attention to issues such as consumer rights, community environmental protection and public welfare, and address importance to the company's social responsibility.

Chapter V Improving Information Transparency

Section 1 Strengthening Information Disclosure

Article 45: The Company shall faithfully perform its information disclosure obligations in accordance with relevant laws and regulations and the regulations of the stock exchange, and shall announce and file its annual financial report within two months after the end of the fiscal year, and announce and file its first, second and third quarter financial reports and monthly operating conditions in advance of the prescribed deadline. The Company shall also designate a person to be responsible for the collection and disclosure of company information and establish a spokesperson system to ensure that information that may affect the decision-making of shareholders and stakeholders can be disclosed in a timely and appropriate manner.

Article 46: In order to improve the accuracy and timeliness of the disclosure of important information, the company shall select persons who have a comprehensive understanding of the company's various financial and business operations or who can coordinate various departments to provide relevant information and who can speak independently on behalf of the company to serve as company spokespersons and deputy spokespersons. The Company has an acting spokesperson, and when the spokesperson is unable to perform his or her speaking duties, the acting spokesperson will make external statements.

In order to implement the spokesperson system, the Company has set up spokespersons and procedures in accordance with the "Major Information and Insider Trading Prevention Management Operations" and requires management and employees to keep financial and business confidential and not to disseminate information without authorization. If there is a change in the spokesperson or acting spokesperson, the information will be disclosed immediately.

Article 47: The Company shall establish information related to the Company's financial business and corporate governance for the reference of shareholders and stakeholders, and shall provide English versions of financial, corporate governance or other related information.

The website referred to in the preceding paragraph shall be maintained by a dedicated person and the information listed shall be accurate and timely updated to avoid misleading information.

Article 48: The Company shall hold investor conferences in accordance with the regulations of the stock exchange and shall preserve the audio or video recording. Financial and business information from corporate

briefings should be entered into the public information observation station in accordance with the regulations of the stock exchange and made available for inquiry through the company's website or other appropriate channels.

Section 2 Disclosure of Corporate Governance Information

Article 49: The Company shall set up an investor zone to disclose the following corporate governance related information and continuously update it:

1. Board of directors, including the biographies of board members and their powers and responsibilities, the diversity policy of board members, and the circumstances of the board members' failure.
2. Functional committees, including the resumes of each functional committee member, their powers and responsibilities, and information on the establishment of the corporate governance supervisor.
3. Internal audit, including the internal audit authority and responsibilities and the statement of internal control system.
4. Regulations related to corporate governance, including the Company's Articles of Incorporation, the rules of procedure for board meetings, the organizational rules of functional committees and other regulations related to corporate governance.
5. Other important information related to corporate governance.

Chapter VII Supplementary Provisions

Article 50: The Company shall keep track of the development of domestic and international corporate governance development and review and improve the corporate governance system established by the Company accordingly to enhance the effectiveness of corporate governance.

Article 51: Implementation

The Company's Code of Governance Practice shall be implemented upon approval by the board of directors and the same shall apply when amended.

This Code was established on March 4, 2016.

The first revision was on March 15, 2019.

The second revision was on March 18, 2010.

The third revision was on April 26, 2012.