

FIC Global Inc.

Corporate Sustainable Development Committee Organizational Charter

Enacted on October 6, 2022

Article 1 In order to implement corporate social responsibility and ensure sustainable business management, the Company has established this organizational procedure for the Corporate Sustainability Development Committee (hereinafter referred to as "the Committee") in accordance with Article 9 of the "Corporate Governance Best Practice Principles for TWSE/TPEx Listed Companies," to implement corporate sustainability management objectives and to ensure compliance.

Article 2 Committee members, number of members, and term of office

The Committee shall be composed of no fewer than three members, two of whom shall be selected by the Board of Directors. The Committee members shall elect one member to serve as the Chairperson and one member as the Deputy Chairperson to assist the Chairperson. The term of office for the Committee members, unless otherwise stipulated by laws, the Company's Articles of Incorporation, or relevant regulations, shall commence from the date of the Board of Directors' resolution and shall continue until the expiration of the director's term, the director's resignation from the Committee or their directorship, or the date when the Board of Directors resolves to replace the original director serving on the Committee. The term of office for the members of the Committee shall, in principle, align with the term of the directors, and members may be re-elected for consecutive terms.

Article 3 Powers of the Committee

- I. Formulate the Company's policies and systems related to corporate social responsibility and sustainable management, and revise them in accordance with relevant regulations.
- II. Oversee the Company's corporate social responsibility and sustainable development policies and initiatives, and regularly track the progress of their implementation.
- III. Regularly evaluate the effectiveness of the Company's corporate social responsibility and sustainability initiatives and report the annual execution results to the Board of Directors each year.
- IV. Approve the sustainability report.
- V. Other matters as instructed by the resolution of the Board of Directors. The Committee shall establish a Sustainable Development Office based on the promotion of relevant business, appointing a Secretary-General, a Project Manager, and five major project teams. The matters resolved by the Committee shall be handled by the Sustainable Development Office or the working promotion teams, and the Secretary-General shall be responsible for coordinating the Committee's affairs, integrating the annual plans and execution of each working team. The annual plans and implementation results mentioned in the preceding paragraph shall be discussed by the Committee and submitted to the Board of Directors.

Article 4 Explanation of the governance structure of the "Corporate Sustainable Development Committee":

- I. To implement diverse and significant management procedures for corporate sustainability, the Corporate Sustainable Development Committee will delegate the Sustainable Development Office to manage the internal sustainability implementation projects of FIC.
- II. The implementation of sustainable development projects is divided into five major project teams to promote corporate sustainability management goals. These teams include Corporate Governance, Happy Workplace, Partnerships, Green Sustainability, and Social Care. Each team will appoint a project leader who will collaborate with the Sustainable Development Office to execute relevant projects related to corporate social responsibility and sustainable management.

Article 5 Committee Meeting Rules

- The Committee shall convene at least twice a year, and may convene additional meetings as needed.
- II. The Chairperson of the Committee serves as the Chairperson of the meeting. If the Chairperson is absent or unable to convene a meeting, the Deputy Chairperson shall act as the proxy. If the Deputy Chairperson has not designated a proxy, the other members of the Committee shall elect one among themselves to serve as the proxy.
- III. The chairperson shall set the meeting agenda of the Committee. Other members may also submit motions for discussion by the Committee. The meeting agenda shall be provided to the members of the Committee at least 7 days before the meeting.
- IV. When convening a committee meeting, the Company shall provide a sign-in sheet for attending members to record their attendance, which shall be available for reference. Members of the Sustainable Development Committee shall attend the committee meetings in person. If unable to attend in person, they may delegate another member to attend on their behalf, but each member may only delegate one person. Participation via video conference shall be considered as attending in person.
- V. 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.



- VI. Resolutions at meetings of the Committee shall be adopted with the consent of one half or more of the entire membership. When a matter comes to a vote at a Committee meeting, if upon inquiry by the meeting Chairman no member voices an objection, the matter will be deemed approved, with the same effect as approval by vote. The result of a vote shall be made known immediately and recorded in writing.
- Article 6 Minutes at a meeting of the Committee shall be included in the meeting minutes, which shall faithfully record the following:
 - I. The session, time, and place of the meeting.
 - II. The name of the meeting chair.
 - III. The attendance of members at the meeting, specifying the names and number of members present, excused, and absent.
 - IV. The names and titles of those attending the meeting as non-voting participants.
 - V. The name of the minute taker.
 - VI. The matters reported at the meeting.
 - VII. Items for discussion: The resolution methods and results of each motion, along with summaries of the statements made by committee members, experts, and other personnel, as well as any dissenting or reserved opinions.
 - VIII. Extraordinary motions: Name of proposer, the resolution methods and results of the motion, a summary of speeches, objections, or reservations made by committee members, experts, and other personnel.
 - IX. Other matters required to be recorded. The attendance book constitutes part of the minutes for each meeting of the Committee and shall be appropriately preserved during the existence of the Company. The minutes of the meeting must be signed or sealed by the chairperson and the minute taker, and distributed to the members of the Committee within twenty days after the meeting. They should be included in the Company's important documents and properly preserved for the duration of the Company's existence. The preparation and distribution of the minutes may be done electronically.
- Article 7 Recusal from review
 - Members of the Committee who have a vested interest in the matters discussed during the meeting should disclose the essential details of their interest. If their involvement may harm the interests of the Company, they must refrain from participating in the discussion and voting, and should recuse themselves from such discussions and votes. They are also prohibited from exercising the voting rights of other members in such cases. If the Committee is unable to reach a decision due to the proceeding regulations, it shall report to the Board of Directors and submit the matter for the board's resolution.
- Article 8 Appointment of experts
 - The Committee may, by resolution, appoint lawyers, CPAs, or other professionals to conduct necessary audits or provide consultation on matters related to Article 3 of this regulations, with the associated costs to be borne by the Company.
- Article 9 Committee members shall fulfill their responsibilities as stipulated in this regulations with the diligence of a good manager, act in good faith, and be accountable to the Board of Directors, submitting proposed resolutions for the board's decision.
- Article 10 The Committee shall regularly review matters related to this regulations and submit them for the Board of Directors' resolution. Matters resolved by the Committee may be delegated to the Chairperson or other committee members for further handling, and during the implementation period, they shall report to the Committee in writing or verbally. If necessary, they should submit a follow-up report or seek ratification at the next meeting.
- Article 11 Implementation This regulation shall be implemented after being approved by the Board of Directors, and the same applies to any amendments.