

Cathay Life Insurance Co., Ltd. Corporate Governance Best-Practice Principles

Amended on November 09, 2023

Responsible Unit: Legal Department

Chapter 1 General Principles

- Article 1 These Principles are adopted in accordance with the “Corporate Governance Best-Practice Principles for Insurance Enterprises”, in order to establish a fair corporate governance system and facilitate the Company’s sound development.
- Article 2 When establishing the corporate governance system, the Company shall value the capital adequacy, quality of assets, operating ability, profitability, liquidity of assets and sensitivity of risk, as well as follow the principles below:
1. Comply with laws & regulations and well-found internal management;
 2. Protect the rights and interests of shareholders;
 3. Strengthen the powers of the board of directors;
 4. Fulfill the function of supervisors;
 5. Protect customers’ interests and right & respect stakeholders’ interests and rights;
 6. Maintain solvency;
 7. Enhance information transparency.
- Article 3 The Company shall establish and implement a sound internal control system effectively. The Board of Directors shall take the ultimate responsibility for ensuring the establishment and maintenance of an adequate and valid internal control system. The senior management shall be directed and supervised by the Board of Directors, and shall follow the business strategies, risk preference, compensation and remuneration, and other policies passed by the Board of Directors to develop the procedures sufficient to identify, measure, oversee and control the Company’s risks, and to establish an adequate and valid internal control system. The senior management’s organization, procedures and policies shall be clear and

transparent, and their roles, functions and responsibilities shall also be defined expressly.

The motion for adoption of or amendment to the Company's internal control system shall be submitted to the Board of Directors for approval by resolution. When an independent director has a dissenting opinion or qualified opinion, it shall be noted in the minutes of the Board of Directors' meeting.

The Company's internal audit system shall evaluate whether the internal control system works effectively and measure the effectiveness of operation, and shall provide appropriate suggestions for revision in a timely manner to ensure the continued implementation of an effective internal control system and help the Board of Directors and management perform their duties.

The Company shall set up the internal audit unit subordinated to the Board of Directors, which shall be detached and independent in executing the internal audit operations, and report their audit operations to the Board of Directors and supervisors periodically.

The Company is advised to establish the channels and mechanisms for communication between independent directors or supervisors and an internal audit officer. The responsible persons (including directors and supervisors) shall periodically hold discussions with the internal auditors about review on the internal control system deficiencies, and follow up and make adjustments accordingly. A report shall also be submitted to the Board of Directors.

In order to practice the internal control system, enhance the expertise of the internal auditors' functionary substitutes, and promote and maintain the quality and results of internal audit, the Company shall appoint functionary substitutes for the internal auditors.

The Company's internal auditors and chief compliance officer from the head office shall immediately submit a report to the competent authority, when their recommendations for improvement regarding material deficiencies or noncompliance in internal controls are not accepted by the management and thereby the Company might suffer material loss.

Article 3-1 The Company shall establish the three lines of defense for internal control, namely self-audit system, compliance system & risk management mechanism, and internal audit system, and follow the procedures defined by the competent authority, in order to maintain the operation of an adequate and valid internal control system.

Chapter 2 Protection of Shareholders' Rights and Interests

Section 1 Encouraging Shareholders to Participate in Corporate Governance

- Article 4 The Company shall establish a corporate governance system which ensures shareholders' rights of being fully informed of, participating in and making decisions over important matters of the company to protect shareholders' interests and rights, and treat all shareholders impartially.
- Article 5 The company shall convene shareholders meetings in accordance with the Company Act and relevant laws and regulations, and provide comprehensive rules for such meetings. The company shall faithfully implement resolutions adopted by shareholders meetings in accordance with the rules for the meetings.
- Resolutions adopted by shareholders meetings of the company shall comply with laws, regulations and articles of incorporation.
- Article 6 The Board of Directors shall properly arrange the agenda and procedures for shareholders' meetings. Shareholders shall be granted reasonable time to deliberate each motion and an appropriate opportunity to make statements at a shareholders' meeting.
- The shareholders' meeting convened by the Board of Directors shall be chaired by the Chairman of Board personally, and attended by a majority of the all directors, at least one independent director, supervisors, and at least one member of various functional committees as representative. The attendance details shall be recorded in the shareholders' meeting minutes.
- Article 7 The Company shall encourage its shareholders to actively participate in corporate governance and ensure that shareholders' meetings can proceed on a legal, effective, and secure basis.
- The Company shall seek all ways and means, and fully exploit the technologies for information disclosure and voting, in order to enhance shareholders' attendance rates at shareholders' meetings and ensure their exercise of rights at such meetings in accordance with laws.
- Article 8 The company, in accordance with the Company Act and other applicable laws and regulations, shall record in the shareholders meeting minutes the date and place of the meeting, the name of the chairperson, the method of adopting resolutions, and a summary of the essential points of the

proceedings and the results of the meeting. With respect to the election of directors and supervisors, the meeting minutes shall record the method of voting adopted therefore and the total number of votes for the elected directors or supervisors.

The shareholders meeting minutes shall be properly and perpetually kept by the company during its legal existence, and should be sufficiently disclosed on the company's website.

Article 9 The chairperson of the shareholders meetings shall be fully familiar and comply with the rules governing the proceedings of the shareholders meetings established by the company. The chairperson shall ensure the proper progress of the proceedings of the meetings and may not adjourn the meetings at will.

Article 10 The Company shall place high importance on the shareholders' right to be informed, and disclose the information on the Company's financial conditions and operations, insider shareholdings, and corporate governance status strictly in accordance with the related requirements about disclosure of information applicable in the insurance industry.

Article 10-1 The Company shall enact the related internal rules for donation and submit the same to the Board of Directors for a resolution. Meanwhile, the Company will disclose to the public the information about donations to political parties, stakeholders, and public interest groups.

Article 11 Shareholders shall be entitled to profit distributions. In order to ensure the investment interests of shareholders, the shareholders' meeting may appoint an external auditor to examine the statements and books prepared and submitted by the Board of Directors and the reports submitted by the Audit Committee or supervisors, and may resolve the motion about profit distribution or covering losses. The Board of Directors, Audit Committee or supervisors, and managers shall fully cooperate in the examination conducted by the auditor without any circumvention, obstruction, or rejection.

The Board of Directors, supervisors and managers of the Company shall fully cooperate in the examination conducted by the auditor in the preceding two paragraphs without any circumvention, obstruction, or rejection.

Article 12 In entering into material financial and business transactions such as acquisition or disposal of assets, the Company shall follow the applicable laws and regulations and establish operating procedures in relation to these

material financial and business transactions which shall be reported to the shareholders' meeting so as to protect the shareholders' equity.

Article 13 In order to protect the shareholders' equity, the Company is advised to designate dedicated personnel to handle shareholders' proposals, inquiries, and disputes.

The Company shall properly deal with any legal action duly instituted by shareholders claiming that shareholders' equity is damaged by a resolution adopted at a shareholders' meeting or a Board of Directors' meeting in violation of applicable laws, regulations, or the Company's articles of incorporation, or that such damage is caused by a breach of applicable laws, regulations or the Company's articles of incorporation by any directors, supervisors or managers in performing their duties.

It is advisable that the company adopt internal procedures for appropriate handling of matters referred to in the preceding two paragraphs, and that it keep relevant written records for future reference and incorporate the procedures in its internal control system for management purposes.

Article 13-1 The Company is a subsidiary wholly owned by Financial Holdings. The functional duties and power of the Company's shareholders' meeting shall be exercised by its Board of Directors, and the Company's directors (including independent directors) and supervisors shall be appointed by Financial Holdings, to which the requirements about shareholders' meetings and election of directors (including independent directors) supervisors referred to herein shall not apply.

Section 2 Corporate Governance Relationships Between the Company and Its Affiliated Enterprises

Article 14 The company shall clearly identify the objectives and the division of authority and responsibility between it and its affiliated enterprises with respect to management of personnel, assets, and financial matters, and shall properly carry out risk assessments and establish appropriate firewalls.

Article 15 In order to prevent the Company's stakeholders from taking advantage of their duties to engage in improper loaning, thereby impairing shareholders and customers and affecting the Company's sound management, the Company shall impose proper restrictions on the loaning to major shareholders, investees or the Company's responsible persons or officers, or any stakeholders of the Company's responsible persons, or officers handling loaning operations, and shall comply with the restrictions on extension of

loan posed by the Insurance Act and requirements defined by a competent authority.

In order to prevent unjust transfer of interest from injuring the Company or shareholders' equity, the real property transactions between the Company and any major shareholders, investees, or the Company's responsible persons, employees or stakeholders shall be carried out in a fair, just and objective manner and in accordance with the arm's length principles, as well as the Insurance Act and the related requirements defined by a competent authority.

Article 16 The concurrent holding of positions and the number of concurrently held positions of the Company's responsible persons shall be subject to the principle that the responsibilities of the principal position and the concurrent position are both effectively performed without any conflict of interests or any violation of the respective internal controls of the entities in which they hold positions concurrently.

The Company shall, on a regular basis, evaluate the performance of a responsible person holding a concurrent position, based on its investment management needs and risk management policies. The evaluation results shall serve as an important reference to determine whether the concurrently held position(s) will be maintained or reduced.

Unless otherwise provided by the laws and regulations, a manager of the company may not serve as a manager of its affiliated enterprises.

A director who engages in any transaction for himself or on behalf of another person that is within the scope of the company's operations shall explain the major content of such actions to the shareholders meeting and obtain its consent.

Article 17 The company shall establish sound objectives and systems for management of finance, operations, and accounting in accordance with applicable laws and regulations. It shall further, together with its affiliated enterprises, properly conduct an overall risk assessment of major banks they deal with and customers and suppliers, and implement the necessary control mechanisms to reduce credit risk.

Article 18 When the company and its affiliated enterprises enter into intercompany business transactions, a written agreement governing the relevant financial and business operations between them shall be made in accordance with the principle of fair dealing and reasonableness. Price and payment terms shall be definitively stipulated when contracts are signed, and non-arm's length

transactions shall be prohibited.

All transactions or contracts made by and between the company and its affiliated persons and shareholders shall follow the principles set forth in the preceding paragraph, and improper channeling of profits is strictly prohibited.

Article 19 A corporate shareholder having controlling power over the company shall comply with the following provisions:

1. It shall bear a duty of good faith to other shareholders and shall not directly or indirectly cause the company to conduct any business which is contrary to normal business practice or not profitable.
2. Its representative shall follow the rules implemented by the insurance industry with respect to the exercise of rights and participation in resolution, so that at a shareholders' meeting, the representative shall exercise his/her voting right in good faith and for the best interest of all shareholders or shall exercise the fiduciary duty and due diligence as a director or supervisor.
3. It shall comply with relevant laws, regulations and the articles of incorporation of the company in nominating directors or supervisors and shall not act beyond the authority granted by the shareholders meeting or board meeting.
4. It shall not improperly intervene in corporate policy making or obstruct corporate management activities.
5. It shall not restrict or impede the Company's management through unfair competition.
6. The representative that is designated when a juristic person has been elected as a director or supervisor shall meet the company's requirements for professional qualifications. Arbitrary replacement of the juristic person's representative is inappropriate.

The communication between the controlling shareholders of the parent company of the company and the company should pay attention to the following principles in order to comply with the norms of the preceding paragraph:

1. In principle, this should be done through the representative appointed by the parent company of the company who is elected as the director of the company. If necessary, the director representative can invite company

managers to accompany him to communicate with the shareholder, and the company should make a record of the communication. record.

2. If a controlling shareholder of the company's parent company has suggestions for board resolutions or company business decisions, the representative appointed by the company's parent company and elected as a director of the company should present them at the board of directors or functional committee for exchange of opinions. You shall not convene meetings on your own or otherwise improperly intervene in the company's decision-making.
3. The controlling shareholders of the parent company of the company shall have the obligation to keep confidential the material information of the company that they have learned before the information is publicly disclosed, and shall not use such information to engage in insider trading.

Article 20 The company shall retain at all times a register of major shareholders who own a relatively high percentage of shares and have controlling power, and of the persons with ultimate control over those major shareholders.

The Company shall periodically disclose important information about pledge, increase or decrease of share ownership by directors or other matters that may possibly trigger a change in the ownership of their shares, in order to facilitate the other shareholders' supervision.

The major shareholder indicated in the first paragraph refers to those who

owns 5 percent or more of the outstanding shares of the company or the shareholding stake thereof is on the top 10 list, provided however that the company may set up a lower shareholding threshold according to the actual shareholding stake that may control the company.

Chapter 3 Enhancing the Functions of the Board of Directors

Section 1 Structure of the Board of Directors

Article 21 The Company's Board of Directors shall be responsible to the shareholders' meeting. The various operations and arrangements of its corporate governance system shall ensure that, in exercising its authority, the Board of Directors complies with laws, regulations, the Company's articles of incorporation, or the resolutions made by its shareholders' meetings.

The structure of the Company's Board of Directors shall be determined by choosing an appropriate number of board members, in consideration of its business scale, the shareholdings of its major shareholders, and practical operational needs. When appointing independent directors, the Company shall take into consideration their reasonable qualifications and objective conditions about their independent exercise of powers thoroughly.

It is advised that the composition of the board of directors shall be determined by taking diversity into consideration and formulating appropriate policy and specific management objectives on diversity based on the company's business operations, operating dynamics, and development needs. It is advisable that the policy include, without being limited to, the following two general standards:

1. Basic requirements and values: Gender, age, nationality, and culture; it is advisable that the number of female directors account for at least one-third of all the directors..
2. Professional knowledge and skills: A professional background(e.g., law, accounting, industry, finance, marketing or technology), professional skills, and industry experience.

All members of the board shall have the knowledge, skills, and experience necessary to perform their duties. To achieve the ideal goal of corporate governance, the board of directors shall possess the following abilities:

1. The ability to make judgments about operations.
2. Accounting and financial analysis ability.
3. Business management ability.
4. Ability and knowledge about risk management;

5. Crisis management ability.

6. Professional knowledge about financial insurance;
7. An international market perspective.
8. Leadership ability.
9. Decision-making ability.

The Board of Directors shall identify the risks suffered by the Company's business operation (e.g. Market risk, credit risk, liquidity risk, operational risk, legal risk, reputation risk, and other risks over the Company's business operation, et al.) to ensure the validity of risk management and fulfill the ultimate responsibility for risk management.

Article 22

To achieve the goal of corporate governance, the Board of Directors shall fulfill the following missions primarily:

1. Establish an adequate and valid internal control system;
2. Select and supervise managers;
3. Review the Company's management policies and business plans, and oversee the execution thereof;
4. Review the Company's financial goals, and oversee the status thereof;
5. Oversee the Company's allocation of assets and liabilities, and operating results;
6. Authorize the performance evaluation and remuneration standards about managers, sales, insurance brokers, and agents, and the remuneration structure and system about directors;
7. Maintain the Company's minimum solvency;
8. Oversee and manage the risks over the Company;
9. Direct the Company's development orientation;
10. Establish and maintain the Company's image, and promote sustainable development;
11. Retain CPAs and actuaries;
12. Protect customers' interests and rights;
13. Ensure the Company's compliance with related laws and regulations.

Article 22-1

The Company shall designate the unit responsible for parliamentary procedure of the Board of Directors' meetings in accordance with the Regulations Governing Procedure for Board of Directors Meetings of Public Companies.

The Company shall be staffed with an appropriate number of competent corporate governance personnel based on its scale, business condition and management need, and shall appoint one corporate governance officer as the supreme officer responsible for the corporate governance matters.

It is required that the corporate governance affairs mentioned in the preceding paragraph include at least the following items:

1. Handling matters relating to board meetings and shareholders meetings according to laws
2. Producing minutes of board meetings and shareholders meetings
3. Assisting in onboarding and continuous development of directors and supervisors
4. Furnishing information required for business execution by directors and supervisors
5. Assisting directors and supervisors with legal compliance
6. Other matters set out in the articles of incorporation or contracts

The corporate governance officer shall be a managerial officer of the Company. Unless otherwise provided by laws and regulations, the other officers of the Company may serve concurrently as the corporate governance officer. Where the role of the corporate governance officer is filled concurrently by the other officers, the Company shall ensure the effective implementation of their original roles and concurrent roles without any conflict of interests or any violation of the internal control system.

The corporate governance officer shall be a qualified and practice-eligible lawyer or CPA, or shall have been in a managerial position for at least three years in a securities, financial insurance or futures company or a public company in handling legal affairs, legal compliance, internal audit, finance or shareholders service, or in the corporate governance unit referred to in Paragraph 3.

The Company shall arrange its corporate governance officer to continue the education for professional qualifications. The Company's corporate governance officer shall attend the training organized by the entities recognized by the competent authority on a yearly basis. The corporate governance officer shall take at least 18 hours of continuing education in the first year when he/she takes on this role and take at least 12 hours in each subsequent year. The scope and system of continued education and other related matters shall be subject to the provisions of the Directions for

the Implementation of Continuing Education for Directors and Supervisors of TWSE Listed and TPEX Listed Companies.

Where the corporate governance officer resigns or is dismissed, the Company shall re-appoint a corporate governance officer within one month of the occurrence.

Article 23 The Company shall establish a fair, just and open procedure for election of directors in accordance with the Company's Articles of Incorporation.

Before the Company convenes a shareholders' meeting to re-elect a director, the Board of Directors may conduct a pre-examination and overall assessment on whether the qualifications, educational background and experience of the candidate recommended by shareholders, directors, or the nomination committee satisfy Article 30 of the Company Act, and Article 3, Paragraph 3 and 4 of Article 4, Article 9 and Article 11 of the Regulations Governing Qualification Requirement and Concurrent Serving Restrictions and Matters for Compliance by the Responsible Persons of Insurance Enterprises.

Meanwhile, no arbitrary requirements shall be imposed on them to provide additional qualification evidence beyond those showing their eligibility. The name list of the candidate for director, together with the assessment opinion and information, shall be provided to shareholders for reference to help elect a competent director.

Unless the competent authority otherwise grants an approval, a spousal relationship or a familial relationship within the second degree of kinship may not exist among more than half of the directors of the company.

The Company's directors shall comply with the requirements under the "Regulations Governing Qualification Requirement and Concurrent Serving Restrictions and Matters for Compliance by the Responsible Persons of Insurance Enterprises".

Article 24 Clear distinctions shall be drawn between the responsibilities and duties of the Chairman of Board of the company and those of its general manager.

The same person may not serve as the Chairman of Board and president concurrently. If the Chairman of Board also acts as the president or the Chairman of Board and president are spouses or relatives within the first degree of kinship, it is advised that the number of independent directors shall be increased. The company with a functional committee shall clearly define the responsibilities and duties of the committee.

Article 24-1 The Company shall establish development plan for management, and the Board of Directors shall evaluate the and execution such plan periodically to ensure the Company's sustainable development.

Article 24-2 In order to implement the sustainable development responsibility of the Board of Directors, the Company handles the following matters:

1. It is advisable to establish a governance structure to promote sustainable development and set up dedicated (part-time) units to promote sustainable development.
2. The company should have its board of directors supervise the promotion of sustainable development, and the risk management policies or strategies formulated should include conducting risk assessments on environmental, social or corporate governance issues related to the company's operations.
3. Greenhouse gas inventory and verification schedule planning should be completed and reviewed and controlled by the board of directors on a quarterly basis.

When the company conducts greenhouse gas inventory and verification in accordance with the preceding paragraph, it shall follow the plan of the Financial Supervisory Commission's "Sustainable Development Roadmap for Listed Overseas Companies".

Article 24-3 In order to promote sustainable development, the company's directors, supervisors and senior managers should take a total of three hours of sustainable development courses every year.

For the sustainable development courses mentioned in the preceding paragraph, employees may participate in internal education and training courses organized by the company or affiliated companies.

The term "senior managers" mentioned in Paragraph 1 refers to managers above the deputy general manager level.

Section 2 Independent Director System

Article 25 According to the Articles of Incorporation, the Company shall appoint no less than two independent directors, who shall account for no less than one-fifths of all directors.

Independent directors shall possess professional knowledge and ability required by their performance of duties, and there shall be restrictions on their shareholdings, in consideration of the Company's business and industrial development needs and the diversified aspects referred to in Article 21 herein. Applicable laws and regulations shall be observed.

No independent director of the Company may concurrently serve as an independent director of more than three other public companies, provided that where any public company in which the independent director serves as

an independent director concurrently refers to the financial holding company which is the parent company of the Company, such company may be excluded.

The Company's independent directors may hold the position for no more than three terms consecutively.

Independent directors shall maintain independence within the scope of their directorial duties, and refrain from any direct or indirect interest in the Company.

The election of the Company's independent directors shall adopt the candidate nomination system referred to in Article 192-1 of the Company Act, and such system shall be expressly stated in the Company's articles of incorporation. Shareholders shall elect independent directors from among those listed in the roster of independent director candidates.

The independent and non-independent directors shall be elected at the same time in accordance with Article 198 of the Company Act, but the quota of electees thereof shall be separately calculated.

Change of status between independent directors and non-independent directors during their term of office is prohibited.

When the number of independent directors falls below the quota defined in Paragraph 1 or the articles of incorporation due to the discharge of an independent director for any reason, the Company shall hold a by-election for the independent directors at the most recent shareholders' meeting.

Upon discharge of all independent directors, the Company shall convene a special shareholders' meeting within 60 days of the occurrence of that fact for a by-election for the independent directors.

Where the Company appoints managing directors, the managing directors shall include no less than one independent director who shall account for no less than one-fifths of all managing directors. The Articles of Incorporation shall specify the authorization of managing directors to exercise the powers of the Board of Directors during the recess of the Board of Directors.

Despite the above authorization, when there are matters involving the Company's major interest, the resolution of the Board of Directors is always required.

The professional qualifications, restrictions on both shareholding and concurrent positions held, determination of independence, method of nomination and other requirements with regard to the independent directors shall be set forth in accordance with the Securities and Exchange Act, the Regulations Governing Appointment of Independent Directors and Compliance Matter for Public Companies, and the rules and regulations of the Taiwan Stock Exchange or Taipei Exchange.

Article 26

Where the Company appoints independent directors, unless otherwise approved by the competent authority, the Company shall submit the following motions to the Board of Directors for approval by resolution. When an independent director has a dissenting opinion or qualified opinion, it shall be noted in the minutes of the Board of Directors' meeting:

1. Adoption of or amendment to the internal control system pursuant to Paragraph 1 of Article 148-3 of the Insurance Act;
2. Adoption of or amendment to the operating procedures for the important financial and business operations, such as derivatives trading, investment in securities unlisted in TWSE/TPEX and private securities, extension of loans to stakeholders, or any other transactions pursuant to Paragraph 8 of Article 146, Article 146-1, Article 146-3, and Article 146-7 of the Insurance Act;
3. Matters in which a director or a supervisor is an interested party;
4. Asset transactions or derivatives trading of a material nature;
5. Loans of funds, endorsements, or provision of guarantees of a material nature;
6. The offering, issuance, or private placement of equity-type securities.
7. The structure and system of director's remuneration;
8. Appointment, discharge, or compensation of attesting CPAs and appointed actuaries;
9. Appointment or discharge of a financial, accounting, risk management, compliance or internal auditing officer;
10. Performance evaluation and remuneration standards about managers, sales, insurance brokers and agents;
11. Any other material matter so required by the competent authority.

Article 27 The Company shall stipulate the responsibilities of the independent directors and empower them with manpower and physical support related to the exercise of their power. If necessary, the independent directors are allowed to retain a third professional party to help assessment or ask internal auditors to conduct a special audit or follow-up, with respect to any material or questionable case identified by them. The Company or other Board members shall not restrict or obstruct the performance of duties by the independent directors.

The remuneration to the Company's directors shall be set forth in the Articles of Incorporation or upon resolution by a shareholders' meeting. Different but reasonable remuneration from that of the general directors may be set forth for the independent directors.

Section 3 Functional Committees

Article 28 For the purpose of developing supervisory functions and strengthening management mechanisms, the Company's Board of Directors, in consideration of the scale of the Board of Directors and number of the independent directors, may set up functional committees for risk management or any other functions, and based on concepts of corporate sustainability, may set up environmental protection, sustainability, or other committees, and expressly define the same in the articles of incorporation.

Functional committees shall be responsible to the board of directors and submit their proposals to the board of directors for approval.

Functional committees shall adopt an organizational charter to be approved by the board of directors. The organizational charter shall contain the numbers, terms of office, and powers of committee members, as well as the meeting rules and resources to be provided by the company for exercise of power by the committee.

Article 28-1

The Company shall establish and announce channels for internal and external whistle-blowers and have whistle-blower protection mechanisms in place. Said system shall also formulate internal operating procedures and incorporate those procedures into the Company's internal control system for management purposes.

The contents referred to in the preceding paragraph shall at least cover the following:

1. An independent internal mailbox or hotline established and publicly announced or provided by an independent external institution, to allow internal and external personnel of the Company to submit reports;
2. Dedicated personnel or unit appointed to handle the whistle-blowing system;
3. Documentation of case acceptance, investigation processes, investigation results, and relevant documents;
4. Confidentiality of the identity of whistle-blowers and the contents of reported cases;
5. Measures for protecting whistle-blowers from inappropriate disciplinary actions due to their whistle-blowing;

Any cases reported without real name, address or concrete contents may not be accepted by the Company.

Where the reported cases are found false and involving malicious attacks against the Company or the Company's personnel, the provisions referred to in the subparagraph 5 of Paragraph 2 shall not apply.

Article 29

The Company shall set up the Risk Management Committee as the first priority.

Functions of the Risk Management Committee:

1. Define the risk management policies and structure, and delegate powers to related units;
2. Define the risk measurement standards;
3. Manage the Company's overall risk limit and various units' risk limits;

The Risk Management Committee members shall include at least one independent director having financial insurance, accounting or finance expertise, who shall also serve as the convener.

Article 30

To improve the quality of its financial reports, the company shall establish the position of deputy to its principal accounting officer.

To enhance the professional abilities of the deputy accounting officer of the preceding paragraph, the deputy's continuing education shall proceed following the schedule of the principal accounting officer.

Accounting personnel handling the preparation of financial reports shall also participate in relevant professional development courses for 6 hours or more each year. Those courses may be company internal training activities or may be professional courses offered by professional development institutions for principal accounting officers.

The company shall select as its external auditor a professional, responsible, and independent attesting CPA, who shall perform regular reviews of the financial conditions and internal control measures of the company. With regard to any irregularity or deficiency discovered and disclosed in a timely manner by the auditor during the review, and concrete measures for improvement or prevention suggested by the auditor, the company shall faithfully implement improvement actions. It is advisable that the company establish channels and mechanisms of communication between the independent directors, the supervisor or audit committee, and the attesting CPA, and to incorporate procedures for that purpose into the company's internal control system for management purposes.

The company shall evaluate the independence and suitability of the CPA engaged by the company regularly, and no less frequently than once annually. In the event that the company engages the same CPA without replacement for 7 years consecutively, or if the CPA is subject to disciplinary action or other circumstances prejudicial to the CPA's independence, the company shall evaluate the necessity of replacing the CPA and submit its conclusion to the board of directors.

- Article 31 It is advisable that the company engage a professional and competent legal counsel to provide adequate legal consultation services to the company, or to assist the directors, the supervisors and the management to improve their knowledge of the law, for the purposes of preventing any infraction of laws or regulations by the company or its staff and ensuring that corporate governance matters proceed pursuant to the relevant legal framework and the prescribed procedures.
- When, as a result of performing their lawful duties, directors, supervisors or the management are involved in litigation or a dispute with shareholders, the company shall retain a legal counsel to provide assistance as circumstances require.
- Article 31-1 The Company is advised to take into account the “Fair Trade Commission Directions on Adoption of Code of Conduct for Antitrust Compliance by Enterprises” and “Code of Conduct for Antitrust Compliance of Enterprises”, as well as its business scale and business strategy needs, to ensure that its operating activities satisfy the Fair Trade Act.
- Article 32 The Company shall retain appointed actuaries to set the premium rates, verify the reserves and process the matters designated by the competent authority to solidify the Company’s business operation.

Section 4 Rules for the Proceedings and Decision-Making Procedures of Board Meetings

Article 33 The board of directors of the company shall meet at least once every quarter, or convene at any time in case of emergency.

To convene the Board of Directors' meeting, a meeting notice which specifies the purposes of the meeting shall be sent to each director and supervisor no later than 7 days before the scheduled date. Sufficient meeting materials shall also be prepared and enclosed in the meeting notice. If the meeting materials are deemed inadequate, a director may ask the unit in charge to provide more information or request a postponement of the meeting with the consent of the board of directors.

The Company shall enact the parliamentary rules for the Board of Directors' meetings, which shall include the contents of agenda, operating procedures, matters to be recorded in the meeting minutes, public announcements, and other matters for compliance.

Article 34 Company directors shall exercise a high degree of self-discipline. If a director or a juristic person represented by the director is an interested party with respect to any proposal for a board meeting, the director shall state the important aspects of the interested party relationship at the meeting. When the relationship is likely to prejudice the interests of the company, the director may not participate in discussion or voting on that proposal and shall enter recusal during the discussion and voting. The director also may not act as another director's proxy to exercise voting rights on that matter.

Notwithstanding, this shall not apply the motion involving Financial Holdings, as the Company is an insurance company wholly owned by the Financial Holdings.

Motions requiring the voluntary recusal of a director shall be clearly set forth in the parliamentary rules for the Board of Directors' meetings. The Company shall define the relevant requirements about recusal of shareholders, directors, supervisors and other stakeholders from specific motions in the rules. The recusal as requested, if any, shall be subject to the resolution by the Board of Directors' meeting. The requested party shall not participate in the voting, or act as another one's proxy in the voting, on the relevant motion.

Article 35 When a board meeting is convened to consider any matter submitted to it pursuant to Article 14-3 of the Securities and Exchange Act, an independent director shall attend the Board meeting in person, and may not be represented by a non-independent director via proxy. When an independent director has a dissenting or qualified opinion, it shall be noted in the minutes of the board of directors meeting; if the independent director cannot attend the board meeting in person to voice his or her dissenting or qualified opinion, he or she should provide a written opinion before the board meeting unless there are justifiable reasons for failure to do so, and the opinion shall be noted in the minutes of the board of directors meeting.

Where any objection or expression of reservations is raised by an independent director against the resolution adopted by a Board meeting of which there is a record or written statement, the resolution shall be noted in the meeting minutes, and also publicly announced and filed on the Company's website or the MOPS designated by the competent authority within two days after the date of the Board of Director's meeting.

During a Board meeting, in view of the meeting agenda, personnel from a relevant department or a subsidiary may be notified to attend the meeting as and make reports on the current business conditions of the Company and respond to inquiries raised by the directors. Where necessary, a CPA, legal counsel, or other professional may be invited to sit in at the meetings to assist the directors in understanding the conditions of the company for the purpose of adopting an appropriate resolution, provided that they shall leave the meeting when deliberation or voting takes place.

Article 36 Staff personnel of the company attending board meetings shall collect and correctly record the meeting minutes in detail, as well as a summary, the method of resolution, and voting results of all the proposals submitted to the board meeting in accordance with relevant regulations.

The minutes of the board of directors meetings shall be signed by the chairperson and secretary of the meeting and sent to each director and supervisor within 20 days after the meeting. The director attendance records shall be made part of the meeting minutes, treated as important corporate

records, and kept permanently safe during the life of the company.

Meeting minutes may be produced, distributed, and preserved by electronic means.

Proceedings of a board meeting shall be recorded in their entirety in audio or video, and the recording shall be retained for a minimum of 5 years. The record may be retained in electronic form.

If before the end of the preservation period referred to in the preceding paragraph a lawsuit arises with respect to a resolution of a board of directors meeting, the relevant audio or video recordings shall be preserved for a further period, in which case the preceding paragraph does not apply.

Where a board of directors meeting is held via teleconference or video conference, the audio or video recordings of the meeting form a part of the meeting minutes and shall be preserved permanently.

When a resolution of the board of directors violates laws, regulations, the articles of incorporation, or resolutions adopted in the shareholders meeting, and thus causes an injury to the company, dissenting directors whose dissent can be proven by minutes or written statements will not be liable for damages.

Article 37 The company shall submit the following matters to its board of directors for discussion:

1. Corporate business plans;
2. Annual and semi-annual financial reports; with the exception of semi-annual financial reports which, under relevant laws and regulations, need not be CPA audited and attested;
3. Adoption of or amendment to the internal control system pursuant to Paragraph 1 of Article 148-3 of the Insurance Act, and assessment on effectiveness of the internal control system;
4. Adoption of or amendment to the operating procedures for the important financial and business operations, such as derivatives trading, investment in securities unlisted in TWSE/TPEX and private securities, extension of loans to stakeholders, or any other transactions pursuant to Paragraph 8 of Article 146, Article 146-1, Article 146-3, and Article 146-7 of the Insurance Act;
5. The offering, issuance, or private placement of equity-type securities;
6. The structure and system of director's remuneration;

7. Appointment or discharge of a financial officer, accounting officer, appointed actuary, risk management officer, compliance officer or internal auditing officer;
8. Performance evaluation and remuneration standards about managers, sales, insurance brokers and agents;
9. 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;
10. Any matter required by Article 14-3 of the Securities and Exchange Act or any other law, regulation, or bylaw to be approved by resolution at a shareholders meeting or to be approved by resolution at a meeting of the board of directors, or any such significant matter as may be prescribed by the competent authority.

Except for matters that must be submitted to the Board of Directors for discussion under Paragraph 1, when the Board of Directors is in recess, it may delegate the exercise of its power to others in accordance with law, regulations, or its articles of incorporation. However, the level of delegation or the content or matters to be delegated shall be clearly specified, and general authorization is not permitted.

If the Company has appointed independent directors, at least one independent director shall attend each meeting in person. In the case of a meeting concerning any matter required to be submitted for a resolution by the Board of Directors under Paragraph 1, each independent director shall attend the meeting in person. If an independent director is unable to attend in person, he or she shall appoint another independent director to attend as his or her proxy. When an independent director has a dissenting or qualified opinion, it shall be noted in the minutes of the board of directors meeting; if the independent director cannot attend the board meeting in person to voice his or her dissenting or qualified opinion, he or she should provide a written opinion before the board meeting unless there are justifiable reasons for failure to do so, and the opinion shall be noted in the minutes of the board of directors meeting.

The Company shall report the minute of the meeting discussing about the deficiencies in the internal controls to the Board of Directors.

Article 38

The performance evaluation and remuneration standards about managers and sales personnel, and the remuneration structure and system about

directors shall be defined in the following manners:

1. The Company shall adopt the performance evaluation standards and remuneration standards or a remuneration structure and system based on future risk-adjusted performance, and in line with the Company's long-term overall profitability and shareholders' interests;
2. The remuneration and reward system shall not induce any director, manager, or sales personnel to conduct any act beyond the Company's risk appetite to pursue remuneration. The Company shall review the remuneration and reward system and performance periodically in order to ensure their consistency with the Company's risk appetite;
3. The time for payment of remuneration by the Company shall be set based on future risk-adjusted profitability in order to avoid the improper circumstance of sustaining loss after the payment of remuneration. A significant percentage of the remuneration/reward shall be paid by a deferred or equity-related method;
4. When the Company assesses the contribution of a director, manager or sales personnel to the Company's profits, it shall conduct an overall analysis on the Company to clarify whether such profits result from the Company's overall advantage, such as utilization of lower funding cost, in order to effectively assess the contributions that come from individual persons;
5. The stipulations on severance pay between the Company and its directors, manager, and sales personnel shall be adopted based on realized performance, in order to avoid improper circumstances such as receiving high severance pay after a short term of employment;
6. The Company shall fully disclose to shareholders the adopted principles, methods, and goals of said performance evaluation standards and remuneration standards or structure and system.

The sales personnel governed by the Principles refer to those whose remuneration or performance evaluation is based on the sale of various financial products or services.

Article 39

The company shall ask the appropriate corporate department or personnel to execute matters pursuant to board of directors' resolutions in a manner consistent with the planned schedule and objectives. It shall also follow up on those matters and faithfully review their implementation.

The board of directors shall remain informed of the progress of implementation and receive reports in subsequent meetings to ensure the

actual implementation of the board's management decisions.

Section 5 Fiduciary Duty, Duty of Care and Responsibility of Directors

Article 40 Members of the board of directors shall faithfully conduct corporate affairs and perform the duty of care of a good administrator. In conducting the affairs of the company, they shall exercise their powers with a high level of self-discipline and prudence. Unless matters are otherwise reserved by law for approval in shareholders meetings or in the articles of incorporation, they shall ensure that all matters are handled according to the resolutions of board of directors.

The Board resolutions involving the Company's corporate management and development or direction of major policies shall be considered with great care, and shall refrain from influencing the promotion or implementation of corporate governance.

Article 41 If a resolution of the board of directors violates law, regulations or the company's articles of incorporation, then at the request of shareholders holding shares continuously for a year or an independent director, or at the notice of a supervisor to discontinue the implementation of the resolution, members of the board shall take appropriate measures or discontinue the implementation of such resolution as soon as possible.

Upon discovering a likelihood that the company would suffer material injury, members of the board of directors shall immediately report to a supervisor in accordance with the foregoing paragraph.

Article 42 The aggregate shareholding percentage of all of the directors of the company shall comply with the laws and regulations. Restrictions on the share transfer of each director and the creation, release, or changes of any pledges over the shares held by each director shall be subject to the relevant laws and regulations, and the relevant information shall be fully disclosed.

Article 43 The Company shall take out directors liability insurance with respect to liabilities resulting from exercising their duties during their terms of occupancy, so as to reduce and spread the risk of material harm to the Company and shareholders arising from the wrongdoings or negligence of a director.

The Company is advised to report the important contents about the liability insurance which it has taken out or renewed for directors, such as insured amount, coverage and premium rate, at the latest Board of Directors'

meeting.

Article 44 The Board members shall participate in corporate governance-related continuing education courses on insurance, finance, risk management, business, commerce, accounting, laws, anti-money laundering and countering of terrorism financing or corporate sustainability offered by property or life insurance associations or the competent authority, upon becoming directors and throughout their terms of occupancy. They shall also ensure that the Company's employees at all levels will enhance their expertise and knowledge about laws.

The Company shall arrange training courses for Board members who take on their roles in the first year.

Chapter 4 Empowering Supervisors

Section 1 Functions of Supervisors

Article 45 Where the Company appoints supervisors, the Company shall stipulate a fair, impartial, and open procedure for the election of supervisors and, unless otherwise provided in the Articles of Incorporation, shall adopt the cumulative voting mechanism or any other measure defined in the Articles of Incorporation to fully reflect the opinions of the shareholders.

The Company's supervisors shall comply with the requirements under the "Regulations Governing Qualification Requirement and Concurrent Serving Restrictions and Matters for Compliance by the Responsible Persons of Insurance Enterprises".

Where the Company appoints supervisors, the aggregate shareholding percentage of all of the supervisors of the Company shall comply with the laws and regulations. Restrictions on the share transfer of each director and the creation, release, or changes of any pledges over the shares held by each director shall be subject to the relevant laws and regulations, and the relevant information shall be fully disclosed.

The Company shall take the overall business needs into consideration, and set the minimum number of supervisors in accordance with the regulations of the TWSE or TPEX. The supervisors shall hold sufficient professional knowledge and work experience, and act honestly, judge fairly, and confirm that they have sufficient time and effort to hold the position as supervisors.

Article 46 Where the Company appoints supervisors, before the Company convenes a supervisors' meeting to re-elect a director, the Company is advised to conduct a pre-examination and overall assessment on whether the

qualifications, educational background and experience of the candidate for supervisors recommended by shareholders or directors satisfy Article 30 of the Company Act and Article 3, Paragraph 3 of Article 4, Article 11 of the Regulations Governing Qualification Requirement and Concurrent Serving Restrictions and Matters for Compliance by the Responsible Persons of Insurance Enterprises. Meanwhile, no arbitrary requirements shall be imposed on them to provide additional qualification evidence beyond those showing their eligibility. The assessment opinion and information, shall be provided to shareholders for reference to help the election of the competent supervisors. Before submitting the name list of candidates for supervisor in accordance with the regulations, the Board of Directors shall carefully evaluate all matters relating to the qualifications listed in the preceding paragraph and if a candidate, when elected, will be willing to act as supervisor.

The supervisor's spouse, relatives by blood within the second degree of kinship or relatives by marriage within the first degree of kinship are not allowed to serve as the director or manager of the Company.

Unless otherwise approved by the competent authority, at least one supervisor seat shall have no spousal relationship or familial relationship within the second degree of kinship with another supervisor or a director.

The company is advised to refer to the provisions on independence provided in the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies and appoint a suitable supervisor to enhance the risk management and financial and operational control of the company.

A supervisor will preferably be domiciled within the territory of the ROC to allow timely performance of supervisory functions. The company is advised to refer to the provisions on independence provided in the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies and appoint a suitable supervisor to enhance the risk management and financial and operational control of the company.

Section 2 Powers and Obligations of Supervisors

- Article 47 A supervisor shall be familiar with the relevant laws and regulations, and shall understand the rights, obligations, and duties of directors of the company and the functions, duties, and operation of each department. A supervisor shall attend meetings of the board of directors to supervise their operations and to state his/her opinions when appropriate so as to grasp or discover any abnormal situation early on.
- Article 48 A supervisor shall supervise the implementation of the operations of the company, and the performance of duties by directors and managers, and care the enforcement of the internal control system so as to reduce the financial and operational risks of the company.
Where a director, for himself/herself or on behalf of others, enters into a sale/purchase or loan transaction, or conducts any legal act with the company, a supervisor shall act as the representative of the company.
- Article 49 A supervisor may investigate the operational and financial conditions of the company from time to time, and the relevant departments in the company shall provide the books or documents that will be needed for the supervisor's review, transcription or duplication.
When reviewing the finance or operations of the company, a supervisor may retain attorneys or CPAs on behalf of the company to perform the review; however, the company shall inform the relevant persons of their confidentiality obligations.
The Board of Directors, managers or appointed actuary shall submit reports in accordance with the request of the supervisors and shall not for any reason circumvent, obstruct, or refuse the inspection of the supervisors.
When a supervisor performs his/her duties, the company shall provide necessary assistance as needed by the supervisor, and the reasonable expenses that the supervisor needs shall be borne by the company.
- Article 50 For supervisors to timely discover any possible irregular conduct in the company, the company shall establish a channel for supervisors to communicate with the employees, shareholders, and stakeholders.
Upon discovering any irregular conduct, a supervisor shall take appropriate measures timely to curb the expansion of the irregular conduct, and file a report to the relevant regulatory authorities or agencies if necessary.
When an independent director or general manager, an officer of the finance or accounting, CPA, appointed actuary or internal audit department manager resigns or is removed from his/her position, the supervisors shall investigate the reasons.
In the event that a supervisor neglects his/her duties and therefore causes harm to the company, the supervisor shall be liable to the company.

- Article 51 When exercising his/her supervisory power, each supervisor of the company may, after taking into consideration the overall interest of the company and shareholders, convene a meeting to exchange opinions among all the supervisors when he or she feels necessary, but in so doing may not obstruct supervisors in exercising their duties.
- When supervisors individually exercise their supervision power at a different time, the departments subject to supervision shall not demand they act consistently in their supervision activities or refuse to provide information requested by another supervisor.
- Article 52 The Company shall take out supervisors' liability insurance with respect to liabilities resulting from exercising their duties during their terms of occupancy, so as to reduce and spread the risk of material harm to the Company and shareholders arising from the wrongdoings or negligence of a supervisor.
- The Company is advised to report the insured amount, coverage, premium rate, and other major contents of the liability insurance it has taken out or renewed for supervisors, at the latest Board meeting.
- Article 53 A supervisor shall exercise a high degree of self-discipline and shall voluntarily abstain from being involved in a motion from which the supervisor's own interest might create a possible adverse impact on the interest of the Company.
- Article 54 The supervisors shall participate in corporate governance-related continuing education courses on insurance, finance, risk management, business, commerce, accounting, laws, anti-money laundering and countering of terrorism financing or corporate sustainability offered by property or life insurance associations or the competent authority, upon becoming directors and throughout their terms of occupancy.
- Article 55 The Company shall set forth the remuneration to supervisors in its Articles of Incorporation or by a resolution of its shareholders' meeting. The structure and system of supervisors' remuneration shall be adopted in accordance with Article 38 herein.

Chapter 5 Respecting Customers' and Stakeholders' Rights

Article 56 The Company shall maintain channels of communication with its customers, employees, shareholders, or other stakeholders of the Company, respect and safeguard their legal interest and rights, and is advised to designate a stakeholders section on its website.

When any of a stakeholder's legal rights or interests is harmed, the company shall handle the matter in a proper manner and in good faith.

Insofar as the scope defined by laws and regulations is satisfied, the Company shall provide sufficient information to customers to help the customers fully understand the insurance business. When their legal rights or interests are harmed, the Company shall handle the matter in a proper manner and in good faith.

In the event of any material dispute arising between the Company and any stakeholder (e.g. legal action, penalty imposed by government entities, customer's complaint, and employee's claim, et al.), the Company shall report the details and status to the Board of Directors periodically.

Article 57 The Company will respect and protect customers' legal interests and rights, and also carry out its business in good faith and settle any dispute arising from the insurance contract properly.

Article 58 The company shall establish channels of communication with employees and encourage employees to communicate directly with the management, directors, or supervisors so as to reflect employees' opinions about the management, financial conditions, and material decisions of the company concerning employee welfare.

Article 59 The Company shall protect customers' interests and rights and concern environmental protection of the community, and public welfare activities, and shall give serious regard to the Company's sustainability.

Chapter 6 Improving Information Transparency

Section 1 Enhancing Information Disclosure

Article 60 The Company shall perform its obligations faithfully in accordance with the Regulations Governing Public Disclosure of Information by Life Insurance Enterprises, related laws & regulations, and the Company's articles of incorporation.

The Company shall appoint dedicated personnel responsible for gathering and disclosing the information, and establish a spokesperson system, so as to ensure the proper and timely disclosure of information about policies that might affect the decisions of shareholders and stakeholders.

- Article 61 In order to enhance the accuracy and timeliness of the material information disclosed, the company shall appoint a spokesperson and acting spokesperson(s) who understand thoroughly the company's financial and business conditions and who are capable of coordinating among departments for gathering relevant information and representing the company in making statements independently.
- The company shall appoint one or more acting spokespersons who shall represent the company, when the spokesperson cannot perform his/her duties, in making statements independently, provided that the order of authority is established to avoid any confusion.
- In order to implement the spokesperson system, the company shall unify the process of making external statements. It shall require the management and employees to maintain the confidentiality of financial and operational secrets and prohibit their disclosure of any such information at will.
- Article 62 In order to keep shareholders and stakeholders fully informed, the company shall utilize the convenience of the Internet and set up a website containing the information regarding the company's finances, operations, and corporate governance. It is also advisable for the company to furnish the financial, corporate governance, and other relevant information in English.
- To avoid misleading information, the aforesaid website shall be maintained by specified personnel, and the recorded information shall be accurate, detailed and updated on a timely basis.

Section 2 Disclosure of Information on Corporate Governance

- Article 63 The Company shall disclose the following information regarding corporate governance in the fiscal year in accordance with related laws and regulations:
1. Corporate governance framework and rules;
 2. Ownership structure and the rights and interests of shareholders;
 3. Structure, diversity and independence of the Board of Directors;
 4. Operation of the Board of Directors: Number of meetings, attendance rate of each director, an evaluation on targets for strengthening the functions of the Board during the current and immediately preceding fiscal years, and status of execution thereof, and any other matters that require reporting;

5. Responsibility of the board of directors and managerial officers;
6. Composition, duties and independence of the supervisors;
7. Operation of the supervisors: Presence (attendance) rate of each supervisor, and any other matters that require reporting;
8. Composition, responsibilities and operation of Risk Management Committee or other functional committees;
9. The remuneration paid to the directors, supervisors and president in the most recent fiscal years, the analysis of the percentage of total remuneration to net profit after tax, the policy, standard and package of remuneration payment, the procedure for determination of remuneration and the connection with the operation performance and future risk;
10. Remuneration to directors and supervisors to be disclosed separately in accordance with Article 20 of the Regulations Governing the Preparation of Financial Reports by Insurance Enterprises;
11. The progress of training of directors and supervisors;
12. Information about risk management;
13. Stakeholder's interests and rights;
14. Whistleblowing system;
15. State in promotion of sustainable development: The system and measures adopted by the Company with respect to the environmental protection, social participation, social contribution, social service, social welfare, consumers' interest and right, human rights, safety & health, and other sustainable development events, and the state in performance thereof, and disclose them Climate-related information (should include Climate-related Financial Disclosures (TCFD));
16. Donations to political parties, stakeholders and public interest groups;
17. State of corporate governance, and discrepancy between them and these Principles, and the reason thereof;
18. Information about internal audit;
19. Other information regarding corporate governance.

The company has signed the "Code of Due Diligence for Institutional Investors" promulgated by the stock exchange. It is advisable to regularly publish due diligence reports (or also disclose the implementation status in business reports, annual reports or sustainability reports), which should at least include investment Negotiating the target and participating in shareholders' meetings and other matters.

The Company shall disclose its Corporate Social Responsibility Report (Corporate Sustainability Report in English and Chinese version); the Report shall disclose information on Green Finance, and verified by a third party.

Chapter 7 Additional Provisions

Article 64 The company shall at all times monitor domestic and international developments in corporate governance as a basis for review and improvement of the company's own corporate governance mechanisms, so as to enhance their effectiveness.

Article 65 The Company shall establish the measures of ethical management for compliance to ensure that the Company is managed in good faith and to avoid any unethical conduct incurred.

The contents referred to in the preceding paragraph shall at least cover the following:

1. Accountability;
2. Code of Employee's conduct;
3. Preventive measures to conflict of interests;
4. Education of ethical management;
5. Risk assessment of unethical conduct;
6. Risk management of corporate integrity;
7. Preventive procedures for unethical conduct;
8. Punishment of violation and whistleblowing system;
9. Review.

The Company's internal audit shall evaluate the results of risk assessment of unethical conduct, and provide relevant audit programs as a basis for compliance to review and prevent unethical conducts. Such review could be executed by external audit accountants.

Article 66 These Principles shall be enforced upon authorization by the Board of Directors. The same shall apply if these Principles are amended.

These Principles are adopted on April 28, 2014; the records of the previous revisions are as follows: September 12, 2014, March 16, 2015, August 16, 2017, August 15, 2018, August 15, 2019, August 20, 2020, May 13, 2021, August 18, 2022, March 09, 2023, November 09, 2023.