

Yuanta Financial Holding Company Sustainability Committee Charter

*Approved by the Board of Directors on November 28, 2018 (34th meeting of the 7th board)
Amendments approved on September 25, 2019 (6th meeting of the 8th board)*

Article 1 (Basis)

In order to put into practice the concept of sustainable operations, implement corporate governance, strengthen the board of directors' fulfillment of integrity management and corporate social responsibility, the Company shall establish a Sustainability Committee (hereafter: the Committee) and set in place relevant management measures in accordance with the Company's Articles of Incorporation.

Article 2 (Committee Composition, Size, and Term of Office)

The Committee shall be comprised of between three and seven members, who shall be nominated by the Company's chairperson. At least half of the Committee members shall be independent directors. The Committee shall designate one of its members to serve as convener; the convener shall convene periodic meetings and additional meetings as necessary.

The members shall assume office after the Nominating Committee has reviewed the qualifications and potential risk of conflict of interest of members and appointment approved by board of directors.

The term of office for Committee members, unless otherwise dictated by legal regulations, the Company's Articles of Incorporation or internal guidelines, shall be the same as that of independent directors. If resignations or dismissals cause the total number of Committee members to drop below three, the board of directors shall nominate new member(s) to meet the required minimum.

Article 3 (Duties and Power)

The Committee shall operate under the board of directors, and is responsible for the following:

1. Assist in integrating the values of integrity management and corporate social responsibility into the Company's operational strategy.
2. Adhere to legally mandated measures ensuring integrity management and corporate social responsibility.
3. Supervise and implement the Company's integrity management and corporate social responsibility strategies, and evaluate the effectiveness of their execution.

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4. Other matters related to the setting, supervision, and implementation of the Company's integrity management and corporate social responsibility strategies.

Article 4 (Implementation of Sustainability Strategy)

To implement the Company's sustainability policy in the areas of integrity management and corporate social responsibility, the Committee shall establish a "Center for the Promotion of Integrity Management" and "Center for the Promotion of CSR", comprised of relevant personnel from the Company and its subsidiaries, and responsible for the day-to-day promotion and coordination of their respective duties, as well as periodically reporting their action plans and performance results to the Committee.

The "Centers" referred to in the preceding paragraph shall each set in place a responsible person. The appointments to these positions shall receive approval from the Committee as well as the board of directors.

Article 5 (Convening Meetings and Meeting Notifications)

The Committee shall convene at least two meetings per year, and additional meetings as necessary.

In calling a meeting of the Committee, a notice specifying the subject(s) to be discussed at the meeting shall be given to each member seven (7) days in advance; provided, however, that a Committee meeting may be convened on short notice in the event of emergency.

In the event that the convener is on holiday or otherwise unable to convene a meeting, there shall be a designated Committee member to act as the substitute convener; in the event that the convener has not designated a substitute, the members of the Committee shall decide between themselves on a Committee member to fill the role.

The Committee may invite directors, relevant staff, internal auditing personnel, accountants, legal consultants, and other relevant personnel from the Company and its subsidiaries to attend Committee meetings or provide relevant information for the Committee's use.

Article 6 (Meeting Procedures)

When Committee meetings are held, an attendance book shall be provided for signatures by the members attending the meeting, and shall thereafter made available for reference.

Committee members shall attend the Committee meetings in person. A member who cannot attend in person may appoint another member to attend as their proxy;

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however, a Committee member serving as a proxy may only do so for one member per meeting. Attendance via tele- or video-conference is deemed as attendance in person.

A Committee member appointing another member to attend the Committee meeting in his or her place shall in each instance issue a written proxy stating the scope of authorization with respect to the reasons for the meeting.

A resolution of the Committee shall require the approval of one-half or more of all of the members. During voting, if the Committee chair solicits and receives no dissents, the motion is deemed passed, with equivalent force as a resolution by vote. The results of voting shall be made known immediately, and recorded in writing.

Article 7 (Meeting Minutes)

Meeting minutes shall be kept recording the proceedings of the Committee's meetings, and shall record the matters listed below in a detailed and accurate manner:

1. Session, time, and place of the meeting.
2. Name of the meeting chair.
3. Member attendance, specifying the names and number of members in attendance, excused, and absent.
4. Names and titles of those present at the meeting as nonvoting participants.
5. Name of minutes taker.
6. Matters reported on.
7. Agenda items: the results of each voting resolution, and any objections or reservations expressed by any Committee member.
8. Extraordinary motions: the name of the Committee member making the proposal, the voting results, and a summary of the comments made by, or any objections or reservations expressed by, any Committee member, expert, or other person.
9. Other matters required to be recorded.

The Committee's attendance book constitutes an integral part of the minutes of each meeting of the Committee.

The meeting minutes shall bear the signature or seal of the chair and the minute taker. The minutes shall be distributed to each Committee member within 20 days after the meeting, and shall be submitted to the board of directors and treated as important records of the Company, and shall be preserved for 5 years. The meeting minutes may be produced and distributed in electronic form.

If, during the meeting minutes preservation period described in the preceding paragraph, a lawsuit is filed relevant to the operations of the Committee, the

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meeting minutes shall be preserved until the resolution of the lawsuit.

Article 8 (Recusal)

With regard to Committee business, if a Committee member is an interested party on any matter potentially damaging to the interests of the Company, they shall make an explanation of those interests and their relevant content at the next scheduled Committee meeting, and shall not take part in discussion or voting on Committee resolutions, nor exercise voting rights as a proxy for another Committee member. If the Committee is unable to act on resolutions due to the situation described in the preceding paragraph, the Committee shall report the matter to the board of directors, who will vote on the resolutions in their stead.

Article 9 (Resources to Be Provided by the Company)

The Committee may by resolution, at the cost of the Company, engage an attorney, certified public accountant, or other professional to conduct a necessary audit or provide advice with respect to any matter related to the exercise of the Committee's powers.

Article 10 (Execution of the Committee's Resolutions)

The execution of tasks relating to matters resolved by the Committee shall be delegated to the convener or other member or members of the Committee for follow-up and handling, and they shall make written reports to the Committee during the period in which they are handling such tasks. When necessary, they shall submit them for ratification, or report them, to the Committee at the subsequent meeting.

Article 11 (Committee Agenda and Committee Affairs Personnel)

The convener shall set the Committee's agenda, and the Committee's members shall submit motions for discussion. The Committee's agenda shall be provided to Committee members in advance of its meetings.

The personnel responsible for Committee affairs shall be the Secretariat Office, which shall assist in setting the Committee's agenda, conducting meeting notifications, executing resolutions, and keeping meeting records, among other relevant tasks.

Article 12 (Legal Applicability)

Items not specifically mentioned in this Charter shall be handled in accordance with the relevant regulations of the competent authorities and the internal regulations of the Company.

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Article 13 (Level of Approval)

This Charter shall take effect, along with any subsequent amendments, upon receiving approval from the Company's board of directors.

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