

The Operations of Functional Committees

■ Audit Committee

1. The Audit Committee assists the Board in fulfilling its oversight of the quality and integrity of the accounting, auditing, reporting, and financial control practices of the Company.

The Audit Committee is responsible to review the following major matters:

- 1.1 Internal control systems and including related policies and procedures.
 - 1.2 Auditing and accounting policies and procedures.
 - 1.3 Related-party transactions and potential conflicts of interests involving executive officers and directors.
 - 1.4 Material asset or derivatives transactions.
 - 1.5 Material lending funds, endorsements or guarantees.
 - 1.6 Offering or issuance of any equity-type securities.
 - 1.7 Hiring or dismissal of an attesting CPA, or the compensation given thereto.
 - 1.8 Appointment or discharge of financial, accounting, or internal auditing officers.
 - 1.9 Financial reports.
2. There are 3 members of Audit Committee, all of whom are independent directors.
3. The Audit Committee convened a total of 7 meetings in 2024. The presence and attendance of the Independent Directors is as follows:
The 17th Term: August 4, 2021~ June 7, 2024.
The 18th Term: June 7, 2024~June 6, 2027.

Name	Actual attendance	Attendance by proxy	Actual attendance rate (%)	Remark
Sean Chao (Convenor)	6	1	85.7	Re-election
Rex Yang	7	0	100	Re-election
Robert Hung	4	0	100	Predecessor
Ellen Tsai	3	0	100	Newly elected

4. The highlights for FY 2024 are summarized as follows:

- 4.1 To review the 2023 business report, financial report, and earnings distribution.
- 4.2 To review the financial reports for the 1st to 3rd quarters of 2024.
- 4.3 To review the provision of guarantees of the Company.
- 4.4 To review the hiring of an attesting CPA for FY 2024.
- 4.5 To review the budget for FY 2025.
- 4.6 To review the 2025 audit plan.

5. Operating status of the Compensation Committee in 2024:

Date	Term-Session	Major Resolution	Results
2024/1/25	17-18	Appointment of a certified public accountant to audit the 2024 financial statements.	Approved by All independent directors presented and Submitted to the Board of Directors for Discussion.
2024/2/29	17-19	<ol style="list-style-type: none"> 1. 2023 financial reports and business reports. 2. The Company's 2023 earnings distribution. 3. The distribution of Capital surplus. 4. Short-term banking facilities with the banks. 5. 2023 Statement of Internal Control System. 6. Amendment of the "Audit Committee Charter" of the Company. 	Approved by All independent directors presented and Submitted to the Board of Directors for Discussion.
2024/4/10	17-20	<ol style="list-style-type: none"> 1. Release the Prohibition on 18th Term of Directors from Participation in Competitive Business. 	Approved by All independent directors presented and Submitted to the Board of Directors for Discussion.
2024/5/2	17-21	<ol style="list-style-type: none"> 1. First quarterly financial report in 2024. 2. Long-term credit facilities with the banks. 	Approved by All independent directors presented and Submitted to the Board of Directors for Discussion.
2024/8/1	18-1	<ol style="list-style-type: none"> 1. Second quarterly financial report in 2024. 	Approved by All independent directors

Date	Term-Session	Major Resolution	Results
		<ul style="list-style-type: none"> 2. Approval of the new capital expenditure investment. 3. Capital injection of Shen Hua Chemical Industrial Co., Ltd. 4. Short-term banking facilities with the banks. 5. Amendment of the “2024 annual auditing plan” 	presented and Submitted to the Board of Directors for Discussion.
2024/10/31	18-2	<ul style="list-style-type: none"> 1. 2024 Enterprise Risk Management Report. 2. Third quarterly financial report in 2024. 3. Short-term banking facilities with the banks. 4. Capital injection of TSRC (Vietnam) Company Limited. 5. Amendment of the” Internal Control Procedures”. 	Approved by All independent directors presented and Submitted to the Board of Directors for Discussion.
2024/11/29	18-3	<ul style="list-style-type: none"> 1. 2025 Plan and Budget 2. Provision of guarantee for the banking financing with banks for TSRC (USA) Investment. 3. 2025 annual audit plan. 	Approved by All independent directors presented and Submitted to the Board of Directors for Discussion.

■ Compensation Committee

1. The key responsibilities of the Compensation Committee are as follows:
 - 1.1 Regularly review the Company's remuneration regulations and propose recommendations for improvement.
 - 1.2 Formulate and regularly review the annual and long-term performance targets for the Company's directors and executives, as well as the remuneration policies, procedures, standards, and packages.
 - 1.3 Regularly evaluate the performance of the Company's directors and executives and set the contents and amount of their individual remunerations accordingly.
2. There are 3 members of the 18th term of Compensation Committee, all of whom are independent directors.
3. The Compensation Committee convened a total of 4 meetings in 2024. The presence and attendance of the Independent Directors is as follows:

The 17th Term: August 4, 2021~ June 7, 2024.

The 18th Term: June 7, 2024~June 6, 2027.

Name	Actual attendance	Attendance by proxy	Actual attendance rate (%)	Remark
Robert Hung (Convenor)	3	0	100	Predecessor
Sean Chao	4	0	100	Re-election
Rex Yang (Convenor)	4	0	100	Re-election
Ellen Tsai	1	0	100	Newly elected

4. Operating status of the Compensation Committee in 2024:

Date	Term-Session	Major Resolution	Results
2024/1/25	17-8	1. 2023 employee performance bonus. 2. To raise 2024 employee remuneration. 3. The 2024 managerial performance plan.	Approved by All independent directors presented and Submitted to the Board of Directors for Discussion.
2024/2/29	17-9	1. Performance evaluation and bonus for the managers. 2. Manager's remuneration plan. 3. 2022 remuneration for the Company's directors.	Approved by All independent directors presented and Submitted to the Board of Directors for Discussion.
2024/5/30	17-10	Change of Corporate Governance Officer.	Approved by All independent directors presented and Submitted to the Board of Directors for Discussion.
2024/8/1	18-1	Appointment of the HR&M Head.	Approved by All independent directors presented and Submitted to the Board of Directors for Discussion.

The independent directors have no objection to the above matters.