

 MIC Group	Marketch International Corp.	No.	MP-CM12
		Page	1
	Management Regulations	Version	A0
	Risk Management Committee Organizational Procedures	Effective Date	October 04, 2023

1. Purpose

In order to improve the corporate governance system, strengthen the professional functions of the Board of Directors, and establish the risk management mechanism, the Company hereby formulates the Risk Management Committee's Organizational Procedures in accordance with the "Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies" for compliance.

2. Scope:

Unless otherwise provided by law, the number of members, term of office, duties, rules of deliberations, and resources to be provided by the Company in exercising the duties of the Committee shall be in accordance with the provisions of these Organizational Procedures.

3. Duties and Responsibilities:

3.1 Strategy Execution Office: The executive unit for the formulation and revision of the Organizational Procedures, and the executive secretary of the Committee.

3.2 Board of Directors: The decision-making unit for the Organizational Procedures, the appointment of Committee members, and the Committee's motions.

3.3 Departments of the Company: To provide the Committee with necessary information of inquiry.

4. Definitions: None.

5. Operation Contents:

5.1 The appointment of the members of this Committee shall be made by a resolution of the Board of Directors. The number of members of this Committee shall not be less than three, with at least half of them being independent directors, and more than one of the members possessing the required professional competence of this Committee.

The term of office of the members of the Committee shall be the same as the term of the Board of Directors who appointed them.

In the event that the number of members of the Committee is less than three due to the termination of the Committee's term of office, the Board of Directors shall convene a meeting within three months from the date of the occurrence of such event to make a replacement appointment.

5.2 The duties of the Committee are as follows:

1. To review the risk management policy.
2. To review the appropriateness of the risk management framework.
3. To review major risk management strategies.
4. To review the management report of major risk issues and to supervise the improvement mechanism.
5. To report to the Board of Directors on the implementation of risk management on a regular basis (at least once a year).

5.3 The Committee shall meet at least once a year and as often as necessary.

The Committee shall be convened by stating the reasons for the convening and notifying each member of the Committee seven days in advance. However, in case of emergency, this shall not apply.

Notification of the convening of the Committee may be made in writing, by facsimile or electronically.

Members of the Committee shall elect from among themselves one person to be the convener and chairman of the meeting. If the convener is on leave of absence or is unable to convene a meeting for any reason, he/she shall designate another member to act on his/her behalf. If the convener does not appoint a proxy, the other members of the Committee shall elect one from among themselves to act as proxy.

5.4 The agenda of the Committee shall be set by the convener and other members may also provide motions for discussion in the Committee.

When the Committee is convened, the Company shall maintain a sign-in book for the attendance of the members and for reference.

Members of the Committee shall attend the Committee in person, or if they are unable to attend in person, they may appoint other members to attend on their behalf; if they participate in the meeting by video, they shall be deemed to be attending the meeting in person.

When a member of the Committee appoints another member to attend the Committee by proxy, he/she shall

 MIC Group	Marketch International Corp.	No.	MP-CM12
		Page	2
	Management Regulations	Version	A0
	Risk Management Committee Organizational Procedures	Effective Date	October 04, 2023

submit a proxy form each time and list the scope of authorization for the convening of the Committee, and each member shall be limited to be appointed by only one person.

The resolution of the Committee shall be approved by more than one-half of all members. The results of the resolution shall be reported on the spot and made into minutes.

5.5 Minutes of the Committee's deliberations shall be kept, and the following items shall be recorded in the minutes of the Committee's deliberations:

1. Session, time and place of the meeting.
2. Name of the chairman of the meeting.
3. Attendance status of the members, including the names and number of attendees, leave-takers, and absentees.
4. Names and titles of the attendees.
5. Name of the minute taker.
6. Reported items.
7. Discussion items: Resolution methods and results of each motion, objections or reservations of Committee members, summaries of speeches made by experts and other personnel, names of Committee members with an interest conflict as stipulated in paragraph 1 of 5.6, descriptions of important contents of the interest conflict, reasons for avoidance or non-avoidance, avoidance status, and objection or reservation opinions.
8. Provisional motions: Names of proposers, methods and results of resolutions, summaries of speeches made by Committee members, experts, and other personnel, names of Committee members with an interest conflict as stipulated in paragraph 1 of 5.6, descriptions of important contents of the interest conflict, reasons for avoidance or non-avoidance, avoidance status, and objection or reservation opinions.
9. Other Matters to be noted.

The sign-in book of the Committee shall be part of the minutes of the meetings and shall be kept in a proper manner during the continuance of the Company.

The minutes shall be signed or sealed by the chairman of the meeting and the person who takes notes of the meeting, and shall be distributed to each member of the Committee within 20 days after the meeting, and shall be submitted to the Board of Directors and included in the important files of the Company for permanent and proper keeping during the continuance of the Company.

The production and distribution of the minutes of the meetings under paragraph 1 may be done by electronic means.

5.6 Members of the Committee who have an interest conflict themselves in the matters of the meeting shall explain the important contents of their interest, and shall not join in the discussion and vote if it is harmful to the interests of the Company, and shall avoid themselves during the discussion and vote, and shall not act as a proxy for the other members in exercising their right to vote.

A member of the Committee shall be deemed to have an interest in the matters of the meeting if his/her spouse or consanguinity within the second degree by blood has an interest in the matters of the meeting as stated in the preceding paragraph.

In the event that the Committee is unable to make a resolution due to the provisions of the first paragraph, the Committee shall report the matter to the Board of Directors, which shall make a resolution.

5.7 When the Committee convenes a meeting, it may invite the personnel from the relevant departments of the Company to attend the meeting and provide relevant and necessary information, but they shall be absent from the meeting during the discussion and voting.

When the Committee convenes a meeting, relevant information shall be made available for inspection by the members of the Committee attending the meeting.

The Committee may, by resolution, appoint an attorney, accountant or other professional personnel at the Company's expense to conduct necessary examinations or provide advice on matters related to the exercise of its duties and responsibilities.

 MIC Group	Marketch International Corp.	No.	MP-CM12
		Page	3
	Management Regulations	Version	A0
	Risk Management Committee Organizational Procedures	Effective Date	October 04, 2023

- 5.8 The members of the Committee shall faithfully perform their duties as set out in the Organizational Procedures and shall be responsible to the Board of Directors in a manner consistent with the duty of care of a good administrator, and shall submit the motions proposed by them to the Board of Directors for resolution.
- 5.9 The convener or other members of the Committee may be authorized to carry out the execution of matters resolved by the Committee and report to the Committee in writing or verbally during the execution period, and if necessary, submit to the Committee at the next meeting for confirmation or report.
- 5.10 These Organizational Procedures shall become effective upon approval by the Board of Directors, and the same shall apply to any amendments thereto.
6. Relevant documents: None.
7. Use of forms: None.

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