

The Implementation Status of the Advocacy for Insider Trading Prevention

1. The Company's new directors and managerial officers shall, within three months of assuming office, receive educational advocacy through documents or arrangements regarding "Insider Trading Prevention Management" and "Information Disclosure and Insider Trading Prevention Operating Procedures". New employees will receive this education during the new employee training conducted by the Human Resources Department.
2. This year, MIC conducted a 2-hour educational advocacy for 47 current managerial officers and employees on November 24; and a 2-hour educational advocacy for directors on December 29. The directors were also reminded not to trade their stocks during the closed period 30 days prior to the publication of the annual financial report and 15 days prior to the publication of the quarter fiscal financial report.
3. The content of the course includes: what insider trading is, the subjects covered by insider trading regulations, the extent of significant internal information, the subjects for buying and selling under insider trading regulations, the prohibited trading periods for insider trading, and the legal responsibilities associated with insider trading.
4. All course related reports have been upgraded to the Company's internal website for the reference of all employees.

Advocacy content	
<p>2023 Insider Trading Prevention Campaign</p> <p>Corporate Governance Officer I.J Lee 2023.11.24</p> 	<p>What is insider trading?</p> <p>(1) According to Article 157-1, Paragraph 1 of the Securities and Exchange Act, insider trading occurs when a regulated party, upon actually knowing of any information that will have a material impact on the price of the securities of the issuing company, after the information is precise, and prior to the public disclosure of such information or within 18 hours after its public disclosure, purchases or sells, in the person's own name or in the name of another, shares of the company that are listed on an exchange or an over-the-counter market, or any other equity-type security of the company.</p> <p>(2) According to Article 157-1, Paragraph 2 of the Securities and Exchange Act, insider trading occurs when a regulated party, upon actually knowing of any information that will have a material impact on the ability of the issuing company to pay principal or interest, after the information is precise, and prior to the public disclosure of such information or within 18 hours after its public disclosure, sells, in the person's own name or in the name of another, the non-equity-type corporate bonds of such company that are listed on an exchange or an over-the-counter market.</p> 
<p>"Insider trading" includes the following five elements</p>  	<p>Regulated Parties for Insider Trading</p> <p>(1) A director, managerial officer of the company, and/or a natural person designated by legal persons to exercise powers as representative, and shareholders holding more than ten percent of the shares of the company.</p> <p>(2) Spouses and minor children of the above insiders and those who hold shares in the name of others.</p> <p>(3) Any person who has learned the information by reason of occupational or controlling relationship.</p> <p>(4) A person who, though no longer among those listed in [one of] the preceding three subparagraphs, has only lost such status within the last six months.</p> <p>(5) Any person who has learned the information from any of the persons named in the preceding four subparagraphs.</p> 

Scope of Material Internal Information

Material internal information refers to information related to the Company's finances, business, supply and demand in the securities market, or public acquisitions, the specific contents of which may have a material impact on the price of shares or a material effect on the investment decisions of legitimate investors, including:

- (1) Investment plans such as capital reduction, merger, acquisition, spin-off, share exchange, conversion, or transfer.
- (2) Internal control fraud, extraordinary transactions, or assets being hollowed out.
- (3) Acquisition or disposal of significant assets.
- (4) Listed stocks are subject to or have been suspended from public acquisition.
- (5) Major defaults in the delivery of listed stocks, changes in the original trading method, suspension of trading, or termination of the listing of listed stocks.
- (6) Reorganization, bankruptcy, or dissolution of the Company, or the Company incurs significant losses, resulting in financial difficulties, suspension of operations, or closure of business.

Trading Targets under Insider Trading Regulations

According to Article 157-1, Paragraphs 1 and 2 of the Securities and Exchange Act, the trading targets of insider trading include:

- (1) Listed stocks and corporate bonds.
- (2) Stocks (including those listed on the over-the-counter and emerging markets) and corporate bonds traded at securities brokerage offices.
- (3) Other securities with equity characteristics, such as convertible corporate bonds, warrants attached to corporate bonds, subscription (sale) warrants, stock payment certificates, certificates of new stock subscription rights, certificates of new stock rights, bond conversion rights certificates, Taiwan depository receipts, and other securities with equity characteristics.

Prohibition Period for Insider Trading

Under Article 157-1, Paragraph 1 and Paragraph 2 of the Securities and Exchange Act, upon actually knowing of any information that will have a material impact on the price of the securities of the issuing company, after the information is precise, and prior to the public disclosure of such information or within 18 hours after its public disclosure, the regulated persons shall not purchase or sell, in the person's own name or in the name of another, shares of the company that are listed on an exchange or an over-the-counter market, or any other equity-type security of the company, and bonds of such company. The following is an illustration.



Legal Liability for Insider Trading

- (1) Criminal Liability
 - 1. Imprisonment: Not less than 3 years and not more than 10 years.
 - 2. Fines: A fine of not less than NT\$10 million and not more than NT\$200 million may be imposed.
 - 3. Proceeds of crime amounting to more than NT\$100 million: Imprisonment for a term of not less than seven years and a fine of not less than NT\$25 million and not more than NT\$500 million.
 - 4. Where the proceeds of a crime exceed the maximum fine: the fine may be increased within the scope of the proceeds.
 - 5. Impairing the stability of the securities market: the punishment shall be increased by one-half.
 - 6. If a person surrenders after committing a crime or confesses to a crime during an investigation: the punishment may be reduced or remitted.
- (2) Civil Liability
 - 1. Compensation for damages: Compensation for damages shall be provided to a person who engages in bona fide trading on the opposite side of the market on the same day.
 - 2. Amount of compensation: the difference between the transaction price of a bona fide trader and the average closing price for the 10 business days following the public disclosure of the information.
 - 3. Severe circumstances: The court may increase the amount of compensation by up to three times.
 - 4. Minor circumstances: The court may reduce the amount of compensation.

Q & A

Photos of the advocacy event

