

Corporate Governance Officer's Job Description

Although the company is not legally required to establish a corporate governance officer, it has decided to do so in order to enhance corporate governance and overall management. In 2017, the company formed a new corporate governance and sustainable development committee. You can find the organization chart on the company's website at <https://www.ablerex.com.tw/esg/2.4.pdf>. The special assistant to the chairman, known as Corporate Governance Officer, has been appointed as the convenor of the committee. He oversees the corporate governance, corporate social responsibility and ethical management groups, ensuring effective management of the growing number of related matters.

Prior to fulfilling the legal obligations, the company fulfilled the resolution of the board of directors on August 5, 2019. They appointed the special assistant to the chairman as the full-time director of corporate governance. This role is responsible for handling matters related to corporate governance, protecting shareholders' rights and interests, and strengthening the functions of the board of directors. Special Assistant Damon Chao possesses over three years of experience in managing legal affairs and corporate governance in publicly listed companies, making him a suitable candidate in accordance with the regulations.

For detailed eligibility conditions, please refer to our company's website:

https://www.ablerex.com.tw/esg_2_5_1.php

It has been complying with the requirements for legal training 2024. For more information, visit our company's website: <https://www.ablerex.com.tw/esg/2.5.3.PDF>

The main responsibilities of the corporate governance manager are to handle matters related to the board of directors and shareholders' meetings in accordance with the law. They are also responsible for preparing minutes of the board of directors and shareholders' meetings, assisting directors in taking office and continuing their education, providing directors with the necessary information to perform their duties, and helping directors comply with laws, among other tasks.

The business execution situation in 2024 is as follows:

1. Assist independent directors and general directors in performing their duties, providing necessary information and arranging further training:

- (1) Provide board members, upon taking office and regularly thereafter, with the latest revisions and developments of laws and regulations related to the company's business field and corporate governance.
- (2) Review the confidentiality level of relevant information and provide the company information required by directors to ensure smooth communication between directors and business managers.
- (3) Assist independent directors in arranging relevant meetings, in accordance with the Corporate Governance Best Practice Procedure, if they have individual meetings with the internal audit supervisor or certified accountant to understand the company's financial business needs.

- (4) Assist independent directors and general directors in formulating annual training plans and arranging courses based on the company's industry characteristics and directors' academic and experience background as per <https://www.ablerex.com.tw/esg/2.2.6.PDF>.
2. Assist the board of directors and shareholders' meetings with procedures and resolutions on legal compliance matters:
 - (1) Report the company's corporate governance operations to the board of directors, independent directors, and audit committee, and confirm whether the company's shareholders' meetings and board meetings comply with relevant laws and corporate governance codes.
 - (2) Assist and remind directors of the laws and regulations that should be followed when executing business or making formal board resolutions, and provide advice when the board of directors is about to make illegal resolutions.
 - (3) After the meeting, review the release of important information regarding important resolutions of the board of directors, ensuring the legality and accuracy of the content, and ensuring the fairness of investor trading information.
3. Draft the agenda of the board of directors and notify the directors seven days in advance, convene the meeting, provide meeting materials, provide advance reminders if interests need to be avoided on the agenda, and complete the minutes of the board of directors meeting within 20 days after the meeting.
4. Assist in the pre-registration of shareholders' meeting dates in accordance with the law, prepare meeting notices, meeting manuals, minutes, and integrate annual report content within the legal period, and handle change registration matters when amending the articles of association or re-electing directors.
5. Gradually improve the establishment of Chinese and English versions of corporate governance regulations, implement the board of directors' performance evaluation operations, and continue to conduct regular or irregular publicity and education training for colleagues.
6. Lead the team to undergo third-party verification of the ESG sustainability report in July 2024 and successfully obtain the verification report. Upload the Chinese version of the 2023 Sustainability Report in September and the English version in October.
7. Assist the Information and Human Resources Department in adopting the ISO 27001 system and completing third-party verification tasks.
8. Assist the teams in adopting the ISO 14064-1: Specification with guidance at the organization level for quantification and reporting of greenhouse gas emissions and completing the third-party verification for AblereX-HQs and Pingtung Plant II.
9. Assist the teams to adopt the ISO 14064-1: Specification with guidance at the organization level for quantification and reporting of greenhouse gas emissions and will complete the third-party verification for AblereX-HQs and all subsidiaries in Taiwan.