

TS Financial Holding Co., Ltd.

Organization Rules of Risk Management Committee

December 28, 2017 revised by the 33th meeting of the sixth Board of Directors
February 23, 2023 revised by the 22th meeting of the eighth Board of Directors
November 27, 2025 revised by the 26th meeting of the ninth Board of Directors

Article 1 Purpose and Basis

These Rules have been established pursuant to Article 31-4 of the Articles of Incorporation following the Corporate Governance Best Practice Principles for Financial Holding Companies for the purpose of facilitating sound risk governance and effective risk monitoring mechanisms in the company in order to improve risk management performance.

Article 2 Applicability

The number of members, term of office, authorities, rules of procedure for meetings, and resources shall be provided by TS FHC to facilitate exercise of above duties shall be in accordance with the policy.

Article 3 Members and Term of Office

Committee members shall be appointed by the board meeting, and the number of members shall be no less than three, and more than half of which shall be independent directors. Members of the committee will then elect one independent director among them to be the convener and chair the meetings. Committee members shall serve the same term as the board members.

Article 4 Meeting Convention

The committee shall convene meetings at least twice a year and anytime if necessary.

Article 5 Duties

The committee assists the board meeting in managing risk issues, and the duties of the committee include:

- I. Review of the risk management policies.
- II. Review of the annual risk appetite.
- III. Review of the regular integrated risk management and Task Force on Climate-related Financial Disclosures (TCFD) reports.
- IV. Review of material risk management issues raised by TS FHC or by the authority.

Article 6 Meeting Proceedings and Attendance

The meeting proceedings are arranged by the risk management department, which is responsible for providing assistance in preparing agenda, sending notices, facilitating meetings, recording minutes, and conducting other related matters as needed. The chair of the committee may invite managerial officers or members of staff to attend these meetings and supply relevant information as needed.

A notice of committee meeting shall specify the agenda and be sent to the members in written or electronic form at least 7 days in advance. In emergency circumstances, however, the meeting may be called at any time. A meeting cannot be convened without half or more of the entire membership in attendance. Resolutions cannot be passed without a majority vote. "The entire membership," as used herein, shall be counted as the number of members actually in office at the given time.

If the convener is unable to host a meeting due to leave of absence or other reasons, the convener shall appoint another member of the committee to act on his/he behalf. Where the convener does not appoint anyone to act on one's behalf, the remaining members of the committee shall appoint one amongst themselves.

Members of the committee shall attend committee meetings personally. If a member is unable to attend personally, another member can be appointed to attend on the absentee's behalf by issuing a proxy form. The proxy form must be issued anew for every meeting and must specify the scope of delegated authority. However, one member may represent the presence of only one other member. Those who participate in meetings via video conferencing shall be deemed to have personally attended the meeting. Meetings can not be held unless two or more members who have attended personally.

Article 7 Meeting Minutes

Discussions at a committee meeting shall be recorded in the minutes, which should include date, time, and venue of meeting, names of chairman and attendees, and background, description, and resolution of each agenda item.

Attendance logs shall be provided during committee meetings, signed by attending members, and included in the minutes. The minutes shall be distributed to the members of the committee within 20 days after the meetings, and be stored for a period of five years. Preparation and distribution of meeting minutes can be made in electronic form.

Article 8 Recusal

A member of the committee must recuse himself/herself from discussion and voting on agenda items that pose potential conflict of interests against TS FHC.

Article 9 Appointment of Experts

The committee may resolve to retain the service of an attorney, certified public accountant, or other professionals to perform necessary audits or provide advice with respect to exercise of the committee's duties. The costs of such services shall be borne by TS FHC.

Article 10 Compensation and Obligations

Members of the committee may claim a transportation allowance between NT\$5,000 and NT\$20,000 for each meeting. The chairman of the board is authorized to approve actual amounts to be paid.

The committee shall exercise due care and fulfill its responsibilities faithfully as prescribed herein.

Article 11 Enforcement and Revision

This Charter shall be implemented with approval of the board of directors. Any future revision shall follow the same procedure.