

Taiwan Secom Co., Ltd.

Charter of Nominating Committee

Formulated by the Board of Directors on May 11, 2022

Article 1 Basis and purpose of establishment:

The organizational charter of the Committee (referred to as Charter) is established in accordance with the provisions of Paragraph 3, Article 27 of the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies in order to improve the Board functions and reinforce the management practices.

Article 2 Standards to be followed:

Unless otherwise specified by law or the Articles of Incorporation, the functions of the Nomination Committee shall comply with the terms of the Charter.

Article 3 Disclosure method:

The Company shall put the contents of the organizational charter on the Company's website and the Market Observation Post System (MOPS) for future inquiry.

Article 4 Nomination Committee members:

The Committee consists of three Directors nominated by the Board, of which more than half are Independent Directors.

The term of a Director serving as the Committee member, unless otherwise provided by law and regulation or the Company's Articles of Incorporation or rules, shall extend from the date of the Director's selection as a Committee member by the Board resolution to the date of expiration of the Director's term, the Director's resignation from the Committee or the directorship, or the Director's replacement by another Director selected as a Committee member by the Board.

Article 5 Duties of the Committee:

Under the authorization by the Board, the Committee shall exercise the care of a good administrator to faithfully perform the following duties and present its recommendations to the Board of Directors for discussion:

- I. Specify the standards of professional knowledge, skills, experience, gender, and independence required for Board members and senior managers, and search, review and nominate candidates for Directors and senior managers accordingly.

- II. Construct and develop the organizational structure of the Board and Committees, conduct performance appraisals of the Board, Committees, Directors, and senior managers, and assess the independence of Independent Directors.
- III. Formulate and regularly review the continuing education plan for Directors and the succession plan for Directors and senior managers.
- IV. Establish the Company's Corporate Governance Best Practice Principles.

If any Committee member is an interested party with respect to the abovementioned duties, the member shall state the important aspects of the interested party relationship at the respective meeting. When the relationship is likely to prejudice the interests of the Company, the member may not participate in discussion or voting on that agenda item, and further, shall enter recusal during discussion and voting on that item and may not act as another member's proxy to exercise voting rights on that matter. Where the spouse, a blood relative within the second degree of kinship of a Committee member, or any company which has a controlling or subordinate relation with a member has interests in the matters under discussion in the meeting, such member shall be deemed to have a personal interest in the matter.

The Board's unacceptance of the recommendations from the Committee is subject to the Board resolution of the Board meeting attended by more than two-thirds of all Directors and the approval by more than half of the attending Directors. The Company should state the differences and reasons in the minutes of the Board meeting, which shall be announced publicly on the Market Observation Post System within two days from the Board's approval date.

The Committee shall handle the following matters in accordance with the provisions of Subparagraph 1, Paragraph 1 of Article 5:

- I. Based on the Company's scale and the nature of businesses, take into account the professional knowledge, skills, experience, gender, and independence required for Directors and senior executives to determine and regularly review the number of Directors and senior managers and the criteria they should meet.
- II. Based on the number and criteria stipulated in the preceding paragraph, search for suitable Director candidates, propose a list of candidates to the Board, and carefully assess the qualifications of the nominees and whether there are any issues listed in Article 30 of the Company Act, which shall be handled in accordance with Article 192-1 of the Company Act.

- III. When nominating the list of candidates for Independent Directors, check the qualifications, professionalism, and integrity of the nominees (compared to other candidates), and their status of concurrently serving as Directors, supervisors, Committee members or chairpersons of other companies, as well as whether the service complies with the Securities and Exchange Act, the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies, and the criteria for Independent Directors determined by the Taiwan Stock Exchange or the Taipei Exchange, so that they align with the long-term interests of shareholders.
- IV. Based on the number of people and criteria stipulated in Subparagraph 1, find qualified candidates for positions of senior managers, and conduct a preliminary review. Submit the review results and the recommended list of senior managers to the Board for deliberation.

The Committee shall handle the following matters in accordance with the provisions of Subparagraph 2, Paragraph 1 of Article 5:

- I. Formulate establishment standards and members' qualifications for the Committees under the Board of Directors, and recommend their organizational charters. Conduct review at least once a year, and propose recommendations for revision to the Board in due course.
- II. Review the qualifications and potential conflicts of interest of candidates for each Committee, and recommend candidates for new members and convener for each Committee to the Board.
- III. Conduct annual performance evaluations of Directors, Committee conveners and members, and senior managers, and recommend to the Board whether replacement is necessary. The term of office of the convener and members of each Committee shall match the term of office of the Directors, which is three years.

Article 6 Convening:

The Committee meets at least once a year and may hold additional meetings as needed.

Reasons shall be specified and every Committee member shall be notified at least seven days before the convening of Committee meetings. An exception can be made if there is an emergency.

The meetings of the Committee shall be convened and chaired by an Independent Director. When the convener takes a leave or is unable to convene the meetings for some reason or has to recuse himself/herself in accordance with the provisions of Paragraph 2 of Article 5, he/she shall designate another Independent Director of the Committee to act on his/her

behalf, or designate another member of the Committee on his/her behalf if necessary. If the convener does not designate a proxy, the other members of the Committee shall recommend one Independent Director to act as the convener's proxy.

The Committee may invite relevant department managers, internal auditors, accountants, legal counsels or other personnel of the Company to attend the meetings and provide the necessary information, but they shall leave the meeting during the discussion or voting.

Article 7 Attendance:

The agenda of the Committee meeting is set by the convener, and other members may also submit proposals for discussion by the Committee. Meeting agendas should be provided to Committee members in advance.

When holding a Committee meeting, the Company shall have an attendance book for the attending members to sign in for future review.

Members of the Committee should attend the meetings in person. If they cannot attend in person, they may entrust other members to attend the meetings on their behalf. If they participate in the meetings by teleconferencing, they are considered to have attended the meetings in person.

A Committee member who entrusts another member to attend a meeting shall in each instance issue a proxy form stating the scope of authorization with respect to the reasons for convening the meeting.

The proxy referred to in the abovementioned Paragraph 3 may be the appointed proxy of only one person.

Article 8 Minutes:

Unless otherwise specified by law and regulation or the Articles of Incorporation or other rules, Committee meetings shall have the attendance of more than two-thirds of Committee members and the resolutions shall be represented by more than half of the attending members.

Discussions at a Committee meeting shall be recorded in the meeting minutes, and the minutes shall fully and accurately state the matters listed below:

- I. The meeting session and the time and place of the meeting.
- II. The name of the chairperson.
- III. The Committee members' attendance at the meeting, including the names and the number of members in attendance, excused, and absent.
- IV. The names and titles of those attending the meeting as non-voting participants.
- V. The name of the minute taker.

VI. Report Items.

VII. Matters for discussion: The method of resolution and the result for each proposal; a summary of the objections or reservations made by Committee members.

VIII. Extraordinary motions: Name of the proposer, the method of resolution, and the result for the proposal; a summary of the comments, objections or reservations made by Committee members, experts or other personnel.

IX. Other information required for disclosure.

The attendance book constitutes part of the minutes of the Committee meetings. The video and audio materials of a video conference are also part of the meeting minutes.

The minutes of a meeting shall bear the signature or seal of both the chair and the minute taker, and a copy of the minutes shall be distributed to each Committee member within 20 days after the meeting. The minutes shall be submitted to the Board, and deemed important corporate records and appropriately preserved for five years. The production and distribution of the meeting minutes can be done electronically.

If any litigation arises with respect to a resolution of a Committee meeting before the end of the retention period of the preceding paragraph, the relevant records shall be retained until the conclusion of the litigation.

Article 9 Appointment of experts:

The Committee may, by resolution, appoint attorneys, professional manpower agencies, investment banks, accountants or other professionals to provide consultation on matters related to Articles 5 and 6, and the expenses incurred shall be borne by the Company.

The status of the appointment of professionals or institutions to assist in the performance of duties in the preceding paragraph, the relationship between the appointees and the Company, and the expenses incurred shall be disclosed in the attached appendices of the implementation status of corporate governance in the annual report.

Article 10 Information disclosure obligations:

The Company's annual report shall disclose the relevant information of the Committee, including the procedures for the proposed candidate list, the standards that candidates should meet, the Board's diversity policy, and the achievement of the abovementioned procedures, standards, and policies, and the operation of the Committee, such as the composition of the Committee, the number of meetings held, and the attendance of members in the meetings.

The operation of the Committee referred to in the preceding paragraph shall be disclosed in the Market Observation Post System.

Article 11 Authorization of the Committee:

The convener or the other members of the Committee may be authorized to carry out the works relevant to the resolutions of the Committee, and then provide reports to the Committee in writing or orally during the implementation period. If necessary, the convener or the Committee members may report to the Committee for ratification in the next meeting.

Article 12 Implemented:

The Charter is to be implemented after being approved by the Board of Directors, and likewise for revision.