

CHC Resources Corporation
Rules Governing Procedures for Shareholders' Meeting

Established on May 25, 1998

The 10th amendment was made on August 25, 2021

Article 1 Except for otherwise provided by the laws and regulations, or the Articles of Incorporation, the Rules of Procedures for the Shareholders' Meetings of the Company shall comply with the Rules of Procedures.

Article 2 Unless otherwise provided by the law and regulations, Shareholders' Meetings of the Company shall be convened by the Board of Directors.

The Company shall upload the electronic version of the meeting notice for the Shareholders' Meeting, paper for the power of attorney, the proposals, discussions, election or dismissal of Directors to the Market Observation Post System (MOPS) 30 days before the Annual Shareholders' Meeting, or 15 days before the Extraordinary Shareholders' Meeting. The Company shall prepare and upload the electronic file of the Shareholders' Meeting handbook and the supplemental materials for the meeting to the MOPS 21 days before the Annual Shareholders' Meeting or 15 days before the Extraordinary Shareholders' Meeting. 15 days before the date of Shareholders' Meeting, the Shareholders' Meeting agenda handbook and supplementary materials for the meeting shall be prepared for Shareholders' perusal at any time, displayed at the Company and the Company's professional stock agency, and distributed on-site during the Shareholders' Meeting.

The notice and public announcement shall indicate the reasons for convening the meeting. The notice, when agreed by counterparties, may be delivered by electronic means.

Election or dismissal of Directors, changes in the Articles of Incorporation, capital reduction, application for the suspension of the public offering, permission for non-competition of Directors, capital transferred from earnings, capital transferred from reserve, corporate dissolution, merger, spin-off, or items pertaining to Paragraph 1, Article 185 of the Company Act, Article 26-1 and Article 43-6 of the Securities and Exchange Act, and Article 56-1 and Article 60-2 of the "Regulations Governing the Offering and Issuance of Securities by Securities Issuers" or other matters that may not be proposed at that Shareholders' Meeting as extraordinary motions according to laws and regulations shall be listed in the meeting proposals

with a description of the main contents, and shall not be raised in extraordinary motions.

As for the reasons for the convening of the shareholders' meeting, where re-election of all directors and the date of appointment have been indicated, after the re-election at the shareholders' meeting is completed, the date of appointment shall not be changed through an Extraordinary motion or other means at the same meeting.

A shareholder holding 1 percent or more of the total number of issued shares may submit a proposal to the Company for discussion at an Annual Shareholders' Meeting. Each proposal shall only cover one issue. Any proposal with more than one issued covered shall not be included in the agenda. In addition, where the circumstances under any subparagraph, Paragraph 4, Article 172-1 of the Company Act apply to a proposal submitted by a shareholder, the Board of Directors may exclude it from the agenda.

Prior to the book closure date before the Annual Shareholders' Meeting, the Company shall announce the acceptance of Shareholders' proposals, the acceptance methods for written or electronic proposals, and the acceptance period; the acceptance period may not be less than 10 days.

A proposal submitted by a Shareholder shall be limited to 300 words, and no proposal with more than 300 words shall be included in the meeting agenda. The Shareholder submitting the proposal shall attend in person or by proxy at the Annual Shareholders' Meeting and take part in the discussion of the proposal.

The Company shall, prior to the delivery of the meeting notice, inform all the Shareholders who submitted proposals, the screening results, and shall include the proposals conforming to the requirements under the Article into the meeting notice. At the Shareholders' Meeting, the Board of Directors shall explain the reasons for the exclusion of any Shareholder's proposals.

Article 3 For each Shareholders' Meeting, a Shareholder may appoint a proxy to attend the meeting by providing the proxy form issued by the Company stating the scope of the proxy's authorization.

A Shareholder shall provide one proxy form to appoint one proxy. The form shall be delivered to the Company five days prior to the date of the Shareholders' Meeting. When more than one proxy forms are delivered, the

one received earliest shall prevail. However, this restriction does not apply to the withdrawal of prior proxy engagements.

Should a Shareholder intend to exercise voting rights in writing or via electronic manners after the deliverance of the proxy form, the intent must be declared in writing to the Company two days before the date of the Shareholders' Meeting. When the cancellation is overdue, the voting by proxy prevails.

Article 4 The venue for a Shareholders' Meeting shall be at the location of the Company, or a place easily accessible to Shareholders and suitable for a Shareholders' Meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m.

Article 5 The Company shall indicate on the meeting notice the attendance registration time and location and other matters for attention for Shareholders.

The time during which the Shareholders' attendance registrations will be accepted, as stated in the preceding paragraph, shall be at least 30 minutes prior to the meeting commences. The place at which the attendance registrations are accepted shall be clear indications and a sufficient number of suitable personnel assigned to handle the attendance registrations.

The Shareholders or their appointed proxies (the "Shareholders") shall attend the Shareholders' Meeting with attendance permit, attendance card, or other attendance certificates. The Company shall not arbitrarily request attending Shareholders to provide other documents of proof. Those who solicit letters of authorization shall also bring identification documents for verification.

The Company shall deliver the meeting handbook, annual report, attendance permit, speaker's slip, voting ticket, and other meeting materials to the Shareholders who attend the Shareholders' Meeting. Where there is a Director election, the election votes shall be otherwise enclosed.

When the government or a juristic person is a Shareholder, it may be represented by more than one representative at a Shareholders' Meeting. When a juristic person has been delegated to attend the Shareholders' Meeting, only one person should be delegated as a proxy.

Article 6 When a Shareholders' Meeting is convened by the Board of Directors, the meeting shall be chaired by the Chairman. When the Chairman is on leave

or for any reason unable to exercise the powers of the Chairman, the Chairman shall appoint one of the Directors to act as the Chairman. Where the Chairman has not made such a designation, a Chairman shall be elected among the Directors.

Where a Director is to chair the meeting as described in the preceding paragraph, it shall be a Director who has held the position for at least six months and is familiar with the Company's financial and business conditions. The same shall apply when the Chairman is a representative of a juristic person Director.

Where a Shareholders' Meeting is convened by a party with the power to convene, but other than the Board of Directors, the convening party shall chair the meeting. When there are two or more such convening parties, they shall elect one person from among themselves to act as the Chairman.

Article 7 The Shareholders' Meeting convened by the Board of Directors shall have more than half of the Board of Directors and at least one member of each of functional committees attending in person. The attendance record shall be documented in the minute book of the Shareholders' Meeting.

The Company may appoint its attorneys, CPA, or related persons to present at a Shareholders' Meeting.

Article 8 The Company shall make uninterrupted audio and video recording starting from the attendance registrations, the proceedings of the meeting, the voting, and to the vote-counting procedures.

The aforementioned recordings shall be kept for at least one year. However, where a Shareholder files a lawsuit based on Article 189 of the Company Act, the recordings shall be retained until the conclusion of the litigation.

Article 9 The attendance for the Shareholders' Meeting shall be based on the number of shares, and the number of shares attended shall be calculated based on the attendance card being submitted. For Shareholders who exercised their voting rights in writing or via electronic manners, add the number of shares that exercised the voting rights in writing or via electronic manners.

During the course of the meeting, the total number of voting rights shall be updated at any time for an increase in the attending Shareholders.

Article 10 At the time of the meeting, the Chairman shall immediately call the meeting to order while announcing relevant information on the number of non-voting rights and the

number of shares present. However, where no attending Shareholders represent more than half of the total of issued shares, the Chairman shall announce a delay of the meeting. The delay is limited to twice, and the total delay time must not exceed one hour. Where the meeting had been delayed two times, but no Shareholders represent more than half of the total of issued shares attended, except for complying with paragraph 2, the Chairman shall announce adjournment.

If the aforementioned two delays still fail to meet the quorum, but the number of shares that represent more than one-third of the total number of issued shares are present, tentative resolutions may be resolved pursuant to Article 175-1 of the Company Act, and each Shareholder will be notified of the tentative resolutions, and another Shareholders' Meeting will be convened within one month. However, special resolutions required by the Company Act shall comply with the requirements of the Company Act.

Where, prior to the conclusion of the meeting, the attending Shareholders represent more than half of the total number of issued shares, the Chairman may resubmit the tentative resolutions for a vote by the Shareholders' Meeting pursuant to Article 174 of the Company Act.

Article 11 When the Shareholders' Meeting is convened by the Board of Directors, the meeting agenda shall be set by the Board of Directors. Relevant motions (including extraordinary motions and amendments to the original motions) shall be voted on a case-by-case basis, and the meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the Shareholders' Meeting.

The provisions of the preceding paragraph apply *mutatis mutandis* to a Shareholders' Meeting convened by a party with the power to convene that is not the Board of Directors.

The Chairman may not arbitrarily declare the adjournment of the meeting before the end of proceedings (including extemporary motions). When the Chairman declares the meeting adjourned in violation of the Rules of Procedures, the other members of the Board of Directors shall promptly assist the attending shareholders in electing a new Chairman in accordance with statutory procedures, by agreement of a majority of the votes represented by the attending Shareholders, and then continue the meeting.

Upon the end of the agenda, after the Chairman had announced adjournment according to the Rules of Procedures, Shareholders may not elect another Chairman to continue the meeting at the same venue or otherwise.

Article 12 The Chairman shall remain fair and just and strictly implement the Rules of

Procedures to facilitate the process of the meeting.

Attending Shareholders are obliged to comply with the Rules of Procedures, the speech etiquette, and maintain the meeting's order.

Article 13 Before attending Shareholders making a speech, the Shareholders shall fill in the speaker's slips specifying the summary of the speech, the Shareholder's account number, and the name of the account. The Chairman shall set the order of speech.

A Shareholder who has submitted a speaker's slip but failed to deliver a speech shall be deemed to have not spoken. Where the contents of the speech are inconsistent with the contents of the speaker's slip, the contents of speech shall prevail.

Except with the consent from the Chairman, a Shareholder may not speak more than twice on the same proposal, and a single speech may not exceed five minutes. When the Shareholder's speech violates the rules or exceeds the scope of the agenda item, the Chairman may terminate the speech.

When a Shareholder attends the Shareholders' Meeting, other Shareholders may not speak or interrupt unless they have sought and obtained the consent from the Chairman and the Shareholder that has the floor. The Chairman shall stop any violation.

When a juristic person Shareholder appoints two or more representatives to attend a Shareholders' Meeting, only one of the representatives may speak on the same proposal.

After an attending Shareholder has spoken, the Chairman may respond in person or direct relevant personnel to respond.

Article 14 The Chairman shall allow ample opportunity during the meeting for explanation and discussion of proposals and of amendments or extemporary motions put forward by the Shareholders; when the Chairman is of the opinion that a proposal has been discussed sufficiently to put it to a vote, the Chairman may announce the discussion closed and call for a vote, while arranging sufficient time for voting.

Article 15 The Shareholders of the Company shall be entitled to one vote with each share they hold; however, Shareholders whose voting rights are restricted or have no voting rights according to paragraph 3, Article 157 and paragraph 2, Article 179 of the Company Act or requirements of other laws and regulations shall be excluded.

When the Company convenes a Shareholders' Meeting, Shareholders shall exercise their voting power by electronic means or may do it in writing; the method of exercising their voting power in writing or by electronic means shall be indicated in the Shareholders' Meeting notice. A Shareholder exercising voting rights in writing or by electronic means shall be deemed to have attended the Shareholders' Meeting in person. However, the Shareholder shall be deemed to have abstained from the extraordinary motions or amendments to the original motion.

A Shareholder intending to exercise voting rights in writing or via electronic manners under the preceding paragraph shall deliver a written declaration of intent to the Company two days before the date of the Shareholders' Meeting. When duplicate declarations of intent are delivered, the one received earliest shall prevail. However, this restriction does not apply when a declaration is made to cancel the earlier declaration of intent.

Where a Shareholder (who has exercised his/her voting rights in writing or via electronic manners) intends to attend the Shareholders' Meeting in person, it shall cancel the written declaration of intent for the voting rights in the same manner stated in the preceding paragraph two days before the Shareholders' Meeting. When the cancellation is overdue, the voting right exercised in writing or via electronic manners shall prevail. When a Shareholder has exercised voting rights in writing or via electronic manners and by appointing a proxy to attend the Shareholders' Meeting, the voting rights exercised by the proxy attending the meeting shall prevail.

For the resolutions of the Shareholders' Meeting, the number of shares of Shareholders with no voting rights shall be excluded from the total number of issued shares.

Except for exercising the rights to elect Directors, when a Shareholder is an interested party in any item of the agenda, and there is the likelihood that such a conflict of interest would prejudice the interests of the Company, the Shareholder shall abstain from the vote, and may not exercise voting rights on behalf of any other Shareholders. The number of shares with voting rights that may not be exercised shall be excluded from the voting number of the attending Shareholders.

Except for the trust business or the stock agency approved by the securities regulatory authority, when one person is entrusted by two or more

Shareholders at the same time, the voting rights it represents shall not exceed 3% of the voting rights of the total issued shares. Where it does, the exceeding voting rights shall be excluded. However, such voting rights shall still be included in the voting rights attended the meeting.

Article 16 Except as otherwise provided in the Company Act and the Articles of Incorporation, the resolution of a proposal shall require an affirmative vote of a majority of the voting rights represented by the attending Shareholders. At the time of a vote, for each proposal, the Chairman or a person designated by the Chairman shall first announce the total number of voting rights represented by the attending Shareholders, followed by a poll of the Shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal, based on the numbers of votes for and against and the number of abstentions, shall be entered into the MOPS.

Article 17 When there is an amendment or alternative to the same motion, the Chairman shall combine it with the original case and set the order of voting. When any among them is passed, the other proposals will then be deemed rejected, and no further voting shall be required.

Article 18 Before the vote of any proposal, the Chairman shall designate two scrutineers and several counting agents to execute their relevant duties. The scrutineers shall be Shareholders.

The vote counting at the Shareholders' Meeting or election proposals shall be carried out publicly at the venue holding the Shareholders' Meeting immediately after vote counting has been completed, the results of the voting, including the statistical tallies of the numbers of votes, shall be announced on-site at the meeting, and a record shall be made for the vote.

Article 19 Where there is a Director election at the Shareholders' Meeting, the election shall be carried out according to the Company's Procedures for Election of Directors, and the election results shall be announced at the scene, including the name list of the elected Directors and the number of passing votes thereof, and the name list of unelected candidates and the number of votes they obtained.

Article 20 Matters relating to the resolutions at a Shareholders' Meeting shall be recorded in the minute book. The minute book shall be signed or stamped by the Chairman and shall be distributed to all Shareholders within 20 days from the conclusion of the meeting. The preparation and distribution of the minute book may be affected via electronic manners.

The distribution of the minute book, as described in the preceding

paragraph, may be conducted by a public announcement on the MOPS.

The minute book shall accurately record the year, month, day, and place of the meeting, the Chairman's full name, the methods by which resolutions were adopted, and a summary of the deliberations and the voting results (including the votes counted). Where there is an election of Directors, the number of votes obtained by each candidate shall be disclosed. The minute book shall be retained for the entire duration of the Company. The minute book shall be fully disclosed on CHC's website.

Article 21 On the day of a Shareholders' Meeting, the Company shall compile in the prescribed format a statistical statement of the number of shares obtained by proxy assent from others and the number of shares represented by proxies, and shall make an express disclosure of the same at the place of the Shareholders' Meeting.

Article 22 Where matters put to a resolution at a Shareholders' Meeting constitute material information under applicable laws or regulations, or under Taiwan Stock Exchange Corporation regulations, the Company shall upload the content of such resolution to the MOPS within the prescribed time period.

Article 23 Staff handling administrative affairs of a Shareholders' Meeting shall wear identification cards or armbands.

The Chairman may direct the pickets or security personnel to help maintain order at the meeting place. The pickets or security personnel shall wear armbands with the word "Picket" when maintaining order.

At the place of a Shareholders' Meeting, where a Shareholder attempts to speak through any device other than the public address equipment set up by the Company, the Chairman may stop the Shareholder from so doing.

Where the Shareholder violates the Rules of Procedures and defies the Chairman's instruction, obstructs the proceedings, and refuses to stop, the Chairman may direct the pickets or security personnel to escort the Shareholder out of the venue.

Article 24 When a meeting is in progress, the Chairman may announce a break based on time considerations. Where an unpreventable event occurs, the Chairman may rule the meeting temporarily suspended and announce a time when, in view of the circumstances, the meeting will be resumed.

Before the completion of agendas (including extraordinary motions) of the Shareholders' Meeting, when the meeting venue is not available for

continued use, the Shareholders' Meeting may resolve to seek a new venue to resume the meeting.

The Shareholders' Meeting may, in accordance with the provisions of Article 182 of the Company Act, decide to postpone or resume the assembly within five days.

Article 25 The Rules of Procedures, and any amendments thereto, shall be implemented after passing at a Shareholders' Meeting.