

Audit Committee

The Audit Committee assists the Board of Directors in performing its supervision functions. It is also responsible for tasks defined by the Company Act, Securities and Exchange Act and other relevant regulations. The operation of Audit Committee is based on the Audit Committee Charter. The Audit Committee shall convene at least once quarterly; 4 meetings were held in 2019. It also maintains good communication channels with the Company's internal audit manager and the CPA.

The major annual review matters of Audit Committee were as follows:

- (1) Financial statements.
- (2) Internal control system.
- (3) Material transaction of asset acquisition, intercompany loans, and endorsement and guarantee.
- (4) The audit plan and implementation of the internal audit unit.
- (5) Appointment, remuneration and independence assessment of the CPA.
- (6) Establishing or revising principles and regulations related to corporate governance and corporate social responsibility.

Operation of Audit Committee:

The Audit Committee held meetings 4 times in 2019. Attendance status of Independent Directors is as follows:

Title	Name	Attendance in Person	Attendance by Proxy	Attendance Rate (%)	Remarks
Independent Director	Ou Yang, Wen-Han	4	0	100%	
Independent Director	Chen, Fu-Yen	4	0	100%	
Independent Director	Wang, Chun-Hsiung	4	0	100%	

Other disclosures:

1.1 (1) Securities and Exchange Act §14-5 resolutions

Date	Resolutions	The Opinions of All Independent Directors and the Company's Actions to the Opinions
Mar. 19, 2019	<ol style="list-style-type: none"> 1. 2018 financial statements and consolidated financial statements. 2. The Company intends to loan a fund to a subsidiary 3. Intercompany loans between the Company's subsidiaries 4. The Company's Auditor of financial statements and Audit Fee for 2019 5. 2018 Statement of Internal Control System 	All independent directors approved

Date	Resolutions	The Opinions of All Independent Directors and the Company's Actions to the Opinions
Apr. 24, 2019	<ol style="list-style-type: none"> 1. Distribution of 2018 Retained Earnings 2. Cash distribution from capital surplus 3. Submit proposal to shareholders meeting to release the Director from non-competition restrictions 4. 2018 business report and 2019 business plan 5. Revise the Company's Article of Incorporation 6. Revise "the Procedures for Financial Derivatives Transactions" 7. Revise "the Procedures for Acquisition or Disposal of Assets" 8. The Company intends to loan funds to subsidiaries 	
Oct. 25, 2019	<ol style="list-style-type: none"> 1. The Company plans to build office building and parking construction 2. The Company acquires right-of-use asset of real estate 3. The Company intends to loan a fund to a subsidiary 4. Intercompany loans between the Company's subsidiaries 5. The Company's invested company intends to loan a fund to a Mainland China subsidiary 6. The Company intends to adjust the endorsement guarantee amount for bank loan of subsidiaries 	

Date	Resolutions	The Opinions of All Independent Directors and the Company's Actions to the Opinions
	<p>7. The Company intends to endorse the guarantee for a Mainland China subsidiary</p> <p>8. The Status that the Company regularly evaluates the independence of auditor</p> <p>9. Establishing or revising principles and regulations related to corporate governance and corporate social responsibility</p> <p>10. Appointment of corporate governance officer</p> <p>11. 2020 Annual Audit Plans</p>	

(2) There was no resolution which was not approved by the Audit Committee but was approved by two thirds or more of all Directors.

1.2 Execution of the independent directors' interests evasion: None.