

Whistleblower Case Handling Guidelines

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First amendment adopted at the 3rd meeting of the 7th Board of Directors on August 28, 2018.

Second amendment adopted at the 17th meeting of the 7th Board of Directors on October 22, 2019.

Third amendment adopted at the 29th meeting of the 7th Board of Directors on October 27, 2020.

Fourth amendment adopted at the 29th meeting of the 8th Board of Directors on June 27, 2023.

Article 1 (Establishment Basis and Purpose)

In order to establish a culture of integrity and transparency within the company and promote sound management practices, and to provide a framework for handling whistleblower cases, this guideline is established in accordance with the "Implementation Measures for Internal Control and Audit Systems of Financial Holding Companies and Banks" and the company's "Code of Conduct".

Article 2 (Authority and Responsibility Unit)

The authority and responsibility unit of this guideline is the Compliance Department.

Article 3 (Types of Whistleblowing Cases)

The types of whistleblower cases accepted by the company are as follows:

- I . Embezzlement, misappropriation, or diversion of public funds.
- II . Unauthorized possession or disposal of company property.
- III . Forgery of documents causing harm to the company or colleagues.
- IV . Disclosure of confidential company information or information related to customers or colleagues.
- V . Acceptance of bribes or collusion in matters supervised or managed, directly or indirectly benefiting oneself or others unlawfully.
- VI . Other behaviors violating laws or company regulations affecting the company's interests.

Article 4 (Whistleblowing Channels)

Any person who discovers any of the types of whistleblower cases listed in Article 3 may report to the company using the following channels:

- I . Whistleblower hotline: (02) 2395-6128
- II . Whistleblower email: law@megaholdings.com.tw
- III . Written report: Mailed to the company (14F, No. 123, Section 2, Zhongxiao East Road, Zhongzheng District, Taipei City) Compliance Department Whistleblower Mailbox, or submitted in writing to the company's directors or independent directors.

Whistleblowers who report to the company's directors or independent directors may have their reports handled by the reported party or by the designated unit.

Article 5 (Units Responsible for Handling Whistleblower Cases) The relevant units responsible for handling whistleblower cases within the company are as follows:

- I . Receiving unit: Compliance Department.
- II . Investigative unit: Board Audit Office.
- III . Deliberation unit: Whistleblower Case Review Committee.

Article 6 (Composition and Operation of the Whistleblower Case Review Committee)

The members of the Whistleblower Case Review Committee are as follows:

- I . General Manager: Serves as the convener and chairman of the meeting.
- II . Chief Compliance Officer.
- III . Compliance Department Manager
- IV . Unit heads of relevant units designated by the convener based on the nature of the case, and their supervisory Deputy General Managers.

Attendees of the meeting include the Chief Auditor and other individuals designated by the convener. In the event that the General Manager is unable to convene the meeting or serve as the chairman, a person designated by them may act as a proxy.

Decisions of the Whistleblower Case Review Committee shall require the agreement of a majority of the attending members, be recorded, and forwarded to the receiving unit for implementation.

The Compliance Department serves as the secretariat of the Whistleblower Case Review Committee, responsible for preparing the agenda, issuing meeting notices, conducting proceedings, keeping meeting minutes, and other related matters.

Article 7 (Acceptance Principles)

Upon receipt of a whistleblower case, the receiving unit shall assign a designated person to handle it confidentially and conduct a formal review. The whistleblower must provide at least the following information for the company to accept the case:

- I . Whistleblower's name, ID number, contact address, telephone number, and email address. If the whistleblower is a foreign national, they should provide their name, passport number, or residence permit number.
- II . Name of the reported individual or other identifying information sufficient to identify the reported individual.
- III . Specific evidence available for investigation, including but not limited to the parties involved, event details, and dates.

Whistleblower cases submitted anonymously will generally not be accepted. However, if the content of the report or the evidence provided is specific and necessary for investigation, it may still be accepted.

Cases that do not fall under the types of whistleblower cases listed in Article 3 or cases involving private disputes, malicious accusations, false allegations, repetitive reports of the same case under investigation or already investigated without new evidence, or cases where the reported individual or reported matter is not related to company personnel or operations may be declined by the receiving unit, but relevant documents and information must be recorded and filed.

If the reported individual or reported matter belongs to a subsidiary of the company, the receiving unit shall transfer the case to the subsidiary for processing according to its whistleblowing system, and request the subsidiary to report back to the company on its handling, investigation results, and improvement measures (if any).

If a whistleblower case involves directors of the company or individuals

holding positions equivalent to or higher than that of a vice president in the management hierarchy, and if the handling unit, after formal review and assessment, determines that the case should be accepted, it must report to all independent directors.

Article 8 (Investigation Principles)

Whistleblower cases that are found to meet the acceptance principles in Article 7 by the receiving unit should be submitted to the investigative unit to assess the necessity of conducting an investigation. If the investigative unit deems it necessary to investigate the whistleblower case, they should report the matter to the Chairman of the Board for approval before proceeding with the investigation.

Article 9 (Investigation Procedures)

The investigative unit, in accordance with its authority, and the directors or independent directors handling the case themselves as per Article 4, paragraph 2 of this guideline, shall conduct investigative operations. If a whistleblower case involves special circumstances or if there are no suitable personnel within the investigation unit to handle the investigation, and if the directors or independent directors deem it necessary to handle the case themselves in accordance with Article 4, Section 2 of these guidelines, the investigation unit may request approval from the Chairman to engage external professionals or impartial individuals to assist in the investigation. The related expenses shall be borne by the company.

During the investigation process of whistleblower cases, when interviewing involved individuals, the investigators must maintain professionalism and avoid any actions that could be perceived as coercion or inducement.

After the investigation unit completes the investigation report, it should submit the report to the handling unit for review by the deliberation unit. However, if the whistleblower case involves directors or individuals holding positions equivalent to or higher than that of a vice president in the management hierarchy, the handling unit should report the investigation report to the Audit Committee for further review and report to the Board of Directors.

Article 10 (Case Deliberation, Immediate and Appropriate Disposal Measures, and Reporting Procedures)

Upon receiving the investigation report, the deliberation unit shall immediately report to the General Manager and convene a meeting of the Whistleblower Case Review Committee. Based on the results of the whistleblower case review, if it is confirmed that the reported individual has violated relevant laws or company regulations, they shall immediately request the reported individual to cease the relevant actions or take other appropriate measures. The case may be referred to the Personnel Review Committee for disciplinary review, and if necessary, legal procedures may be pursued to seek damages to uphold the company's reputation and interests. However, before making a disposal or disciplinary decision, the reported individual should be given the opportunity to present their views or make representations. The deliberation unit shall report the results of the whistleblower case review to the Chairman of the Board.

Article 11 (Conflict of Interest and Recusal)

During the process of accepting, investigating, and deliberating on whistleblower cases, relevant personnel handling or participating in the process who have a conflict of interest regarding the whistleblower case should actively request recusal or be requested to recuse themselves by the relevant handling unit.

A conflict of interest as referred to in the preceding paragraph refers to cases where the relevant personnel or their stakeholders are the whistleblower, the reported individual in the whistleblower case, or when the whistleblower case involves the relevant personnel or their stakeholders.

The stakeholders of relevant personnel include:

- I . Spouse, blood relatives within three degrees of relationship, or in-laws within two degrees of relationship.
- II . Parents or family members living together with the relevant personnel, excluding those mentioned in the preceding subparagraph.
- III . Individuals who have a common interest or potential interest connection with the relevant personnel.

Article 12 (Processing Period for Whistleblower Cases)

The handling unit should evaluate whether to accept the whistleblower case within seven working days from the date of receipt. After acceptance, the handling unit should request an assessment from the investigation unit within ten working days. For cases deemed necessary to investigate by the investigation unit, the whistleblower case review committee meeting should be convened and concluded within three months from the date of receipt of the whistleblower case.

If a whistleblower case cannot be completed within the aforementioned timeframe due to special circumstances or complexity of the case, the handling unit may request an extension for accepting the case and requesting an assessment from the investigation unit by obtaining approval from the Compliance Officer. Additionally, an extension for completing the review may be requested by obtaining approval from the General Manager after the Compliance Officer's approval.

According to Article 7, Section 4 of these guidelines, for cases transferred to subsidiaries for handling in accordance with their whistleblowing system, the subsidiary should report on the progress of its handling to the company every thirty days. Additionally, the subsidiary should report the investigation results and any improvement measures to the company within three months. However, if the complexity of the case or its special nature prevents the completion of the investigation within three months, an extension of the investigation period may be requested by letter, subject to approval from the Compliance Department of the company.

The handling unit should appropriately inform the whistleblower of the progress and outcome of the whistleblower case in writing or by other means to ensure that they are aware of the handling process and results of the case.

Article 13 (Follow-up Measures After Establishing the Investigation of Whistleblower Cases)

If a whistleblower case is verified to be true, the handling unit should inform relevant departments of the company, in accordance with the resolution of the whistleblower case review committee, regarding necessary actions to be taken against the individuals involved.

Additionally, the handling unit should review internal control systems and operational procedures, and propose improvement measures to prevent the recurrence of similar incidents.

When a whistleblower case investigation reveals significant violations or poses a risk of significant harm to the company, the handling unit should promptly prepare a report and submit it to the board of directors. If it constitutes a major unforeseen event or involves illegal activities, the company should follow the procedures outlined in the "Major Unforeseen Event Operating Guidelines" and report or disclose the matter to the relevant authorities.

The handling unit should regularly summarize the number of whistleblower cases, cases verified to be true, their handling methods, and subsequent review and improvement measures. These reports should be presented to the Integrity Operation Committee and the Board of Directors.

Article 14 (Retention of Relevant Information) Written documents or electronic files related to the acceptance, investigation process, and investigation results of whistleblower cases shall be retained for at least seven years. However, if whistleblower cases are involved in litigation, relevant information should be retained until the litigation is concluded.

Article 15 (Protection Measures for Whistleblowers)

The company shall provide the following protection measures for whistleblowers:

- I . The identity of the whistleblower and the content of the whistleblowing shall be kept confidential. Information sufficient to identify the whistleblower shall not be disclosed to prevent unfair treatment or retaliation against them.
- II . No internal whistleblower shall be dismissed, removed from office, demoted, have their salary reduced, or be subjected to any other disadvantageous treatment due to whistleblowing cases, which would violate their rights under laws, contracts, or customary practices.

Article 16 (Rewards and Penalties for Whistleblower Cases)

Whistleblower cases that meet the acceptance criteria, but are not handled or delayed in handling by the receiving unit or its personnel without justifiable reasons, or cases where the supervisor of the reported individual knew about violations of laws before the whistleblowing and failed to take action, shall be dealt with according to the company's internal disciplinary regulations. Whistleblower cases that are verified to be true and have made tangible contributions to the company may be rewarded at the discretion of the company. If internal whistleblowers are found to have made false accusations, made false statements, or made malicious allegations, they shall be referred to the Personnel Review Committee for disciplinary review.

Article 17 (Education and Training) The Compliance Department shall conduct advocacy and educational training on the whistleblowing system for employees in all departments of the company at least once a year.

Article 18 (Unaddressed Matters) Any matters not covered by this guideline shall be handled in accordance with relevant laws and regulations of the company.

Article 19 (Approval Level)

This guideline shall be implemented upon approval by the Integrity Operation Committee and subsequent approval by the Board of Directors. Any amendments or abolishment shall follow the same process.