

ThinTech Materials Technology Co., Ltd.
Organizational Procedures of the Compensation Committee

Article 1 These rules and regulations are established in accordance with Article 14-6, Paragraph 1 of the Securities and Exchange Act and the “Regulations Governing the Establishment and Exercise of the Powers and Functions of the Compensation Committee of a Company Whose Stocks are Listed on the Taiwan Stock Exchange or Traded on the Market of a Securities Dealer” (hereinafter referred to as the “Regulations Governing the Powers and Functions of the Compensation Committee”). Translated with DeepL.com (free version)

Article 2 The members of this Committee shall be appointed by a resolution of the Board of Directors and shall consist of three members, at least a majority of whom shall be independent directors, and all members shall elect the independent directors to serve as the convenor and the chairman of the meeting.

The term of office of the members of the Committee is the same as the term of the appointed Board of Directors.

If the number of members of this Committee is less than three due to the termination of their office, a board of directors' meeting shall be convened within three months from the date of the occurrence of the event to reappoint the members of this Committee, who shall hold office until the expiration of the term of office of the current board of directors.

In the event of an appointment or change in the membership of the Committee, a public announcement shall be made on the information reporting website designated by the competent authority within two days from the date of occurrence of the event.

Article 3 The professional qualifications and independence of the members of the Committee shall comply with the provisions of Article 5 and Article 6 of the "Regulations Governing the Functions and Powers of the Compensation Committee".

Article 4 The Company shall post the contents of the Organizational Procedures on the Company's website and on the Market Observation Post System (MOPS) for easy reference.

Article 5 The Committee shall faithfully perform the following duties with the attention of a good administrator and submit its recommendations to the Board of Directors for discussion.

I. To periodically review and propose amendments to these

Regulations.

- II. The Company establishes and periodically reviews the performance evaluation standards for directors and managers, annual and long-term performance goals, and the policies, systems, standards and structures for salaries and compensation, and discloses the performance evaluation standards in the annual report.
- III. The annual report should disclose the results of the evaluation of the performance of directors and managers, as well as the relevance and reasonableness of the content and amount of the remuneration to the results of the performance evaluation.

In the performance of the foregoing, the Committee shall be guided by the following principles:

- I. Ensure that the company's salary and compensation arrangements comply with relevant laws and regulations and are sufficient to attract high caliber personnel.
- II. The performance evaluation and remuneration of directors and managers should be made with reference to the usual level of compensation for companies in the same industry and listed companies, taking into account the results of the performance evaluation, the time invested, the duties and responsibilities assumed, the achievement of objectives, the performance of other positions, the remuneration offered by the Company to persons in comparable positions in recent years, the achievement of the Company's short-term and long-term business objectives, the Company's financial position and other factors, and the reasonableness of the connection between the Company's performance and its operating results and future risks. Reasonableness of connection
- III. Directors and managers should not be induced to engage in behavior that exceeds the Company's appetite for risk in pursuit of remuneration.
- IV. The proportion of bonus to be paid to directors and managers for short-term performance and the timing of payment of part of the change in salary should be determined in consideration of the characteristics of the industry and the nature of the Company's business.
- V. The contents and amount of directors' and managers' remuneration should be determined with consideration of the

reasonableness of the remuneration, and the determination of directors' and managers' remuneration should not be materially inconsistent with the financial performance. If there is a significant decline in profit or long-term loss, the remuneration should not be higher than that of the previous year, and if it is still higher than that of the previous year, the reasonableness of the explanation should be disclosed in the annual report.

VI. Members of this Committee are not allowed to discuss and vote on their personal salary and compensation decisions

The scope of compensation referred to in the preceding two items, including cash compensation, stock options, stock dividends, retirement benefits or severance pay, various allowances and other incentives of a material nature, should be consistent with the scope of the “Guidelines Governing the Recording of Matters to be Recorded in the Annual Reports of Public Companies” with respect to the compensation of directors and managers.

When the Board discusses the Committee's recommendations, it should consider the amount of compensation, the method of payment and the Company's future risks.

If the Board of Directors does not adopt or amend the recommendations of the Committee, the Board of Directors shall act with the approval of at least two-thirds of all directors present and a majority of the directors present, and shall include in its resolution a resolution that takes into account the foregoing considerations and specifies whether or not the approved compensation is superior to the recommendations of the Committee.

If the remuneration approved by the Board of Directors is more favorable than the Committee's recommendation, the Board of Directors shall, in addition to stating in the minutes of the Board of Directors' meeting the circumstances and reasons for the difference, make a public announcement on the information reporting website designated by the competent authority within two days from the date of the Board of Directors' approval.

Article6 The Committee shall convene at least two meetings per year. When convening, the Committee shall state the reasons for convening and notify the members and relevant persons invited to attend the meetings seven days in advance of the date, place, agenda and relevant information of the meeting. However, in case of emergency, there is no such limitation.

The preceding notification may be made by electronic means.

If the convenor of the Committee is on leave of absence or is unable to convene a meeting for any reason, he/she shall designate another member of the Committee to act on his/her behalf; if the convenor does not designate a proxy, the other members of the Committee shall elect a person to act on his/her behalf.

Article 7 The Committee may invite directors, relevant department managers, internal auditors, and accountants, legal advisors, or other outside experts and scholars to attend the meetings and provide relevant and necessary information, but they shall be absent from the meeting during the discussion and voting. The agenda of the Committee's meetings shall be set by the convenor, and other members may also provide motions for the Committee's discussion.

When the Committee convenes a meeting, a sign-in book shall be set up for members to sign in and for inspection.

Members of the Committee shall attend the meeting in person. If they are unable to attend the meeting in person, they may appoint other members to act on their behalf by issuing a letter of proxy stating the scope of authorization for convening the meeting, and the proxy shall be limited to one person's appointment.

The Committee shall state at the meeting that it is not allowed to join in the discussion or vote on the compensation matters of its members if it is detrimental to the Company's interests, and shall avoid the discussion or vote, and shall not represent other members of the Compensation Committee to exercise their voting rights.

A resolution of this Committee shall be approved by at least 1/2 of all members. If the Chairman of the Board of Directors solicits no objection, the resolution shall be deemed to have been passed and shall have the same effect as a vote by ballot. The result of the vote shall be reported and recorded on the spot.

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Article 8 The Committee shall give due consideration to the opinions of the independent directors when making resolutions, and shall include in the minutes of proceedings the opinions and reasons for their concurrence or dissent. In addition to the provisions of the Articles of Incorporation, the Committee shall apply the provisions of the Rules Governing the Conduct of Business of the Board of Directors of the Company in its deliberations, and shall make minutes of its proceedings containing a detailed account of the following matters:

I. The term and time and place of the meeting.

- II. The name of the chairman of the meeting.
- III. Attendance status of members, including the names and number of attendees, absentees and absentees.
- IV. The names and titles of the attendees.
- V. The name of the minutes of the meeting.
- VI. Reporting items.
- VII. Discussion: The method and results of each motion, the names of members whose remuneration is related to their own remuneration in accordance with the preceding Article, the circumstances of avoidance, and the objections or reservations of members.
- VIII. Provisional motions: the name of the proposer, the method and result of the motion, the objections or reservations of committee members, summaries of speeches made by outside experts and scholars and other attendees, the names of the members whose remuneration is related to their own remuneration in accordance with the preceding article and the contents of their remuneration, circumstances of evasion, and the objections or reservations of the members.
- IX. Other Matters to be Recorded.

If a member has any objections or reservations to the resolutions of the Committee, and if such objections or reservations are documented or stated in writing, they shall be recorded in the minutes of the Committee meeting, and shall be reported in a public notice on the information reporting website designated by the competent authority within two days from the date of the occurrence of the fact.

The minutes of the meeting shall be signed or sealed by the chairman of the meeting and the person taking the minutes, and shall be distributed to the members of the committee and reported to the Board of Directors and included in the Company's important files within 20 days after the meeting, and shall be kept for five years. Signature books shall be kept as part of the minutes for five years.

In the event of litigation concerning matters related to the Committee before the expiration of the preceding retention period, it shall be retained until the termination of the litigation.

The production and distribution of the minutes of the first item may be done by electronic means.

If the Committee is convened by video conference, the video and audio data shall be part of the minutes.

Article 9 The Board of Directors may, by resolution, appoint an attorney, accountant, or other professional person to conduct necessary investigations or provide advice on matters related to the exercise of its duties and responsibilities at the expense of the Company.

Article 10 The Convenor or other members of the Committee may be authorized to continue the execution of matters resolved by the Committee and to report to the Committee in writing during the execution of such matters and, if necessary, to submit a report to the Committee at the next meeting for ratification or report. The Convenor or other members of the Committee shall be authorized to carry out the relevant work and report to the Committee in writing during the period of implementation.

Article 11 Members of the Committee shall be paid attendance fees in accordance with the standards approved by the Board of Directors. Directors, supervisors, and outside experts and scholars invited to attend the meetings of the Committee shall be paid attendance fees in accordance with the following method:

I. The accountants and legal advisors appointed by the Company shall be paid in accordance with the remuneration method stipulated in the appointment contract. If the remuneration method is not stipulated in the appointment contract, the attendance fee shall be paid in accordance with the following terms.

II. Directors and other outside experts and scholars shall be paid attendance fees in accordance with the standards approved by the Company.

Article 12 The operation of the Committee and related matters shall be handled by the Administration Office.

Article 13 These Regulations shall come into force after they are approved by the Board of Directors, and shall be amended at the same time.

Article 14 The date of the establishment of these Articles of Association shall be December 20, 20

First amendment: March 18, 103 R.O.C.

Second amendment: March 15, 2008

Third amendment: March 06, 2009

Fourth amendment: July 27, 111th, R.O