

Giant Manufacturing Co., Ltd.
Remuneration Committee Charter

Amended on August 7, 2020

Article 1

In order to maintain a sound compensation system for directors and management, the Company establishes the Remuneration Committee Charter (the "Charter") pursuant to Article 3 of the "Regulations Governing the Appointment and Exercise of Powers by the Remuneration Committee of a Company Whose Stock is Listed on the Stock Exchange or Traded Over the Counter" (the "Regulations") for compliance.

Article 2

Unless otherwise stipulated by laws and regulations or the Articles of Incorporation, matters concerning the powers of the Company's Remuneration Committee (the "Committee") shall comply with provisions of the Charter.

Article 3

The Charter shall be available on the corporate website and the Market Observation Post System (the "MOPS") website for reference.

Article 4

The functions of the Committee are to assess the compensation policies and systems of directors and management of the Company from a professional and objective standpoint, and to provide recommendations to the Board of Directors (the "Board") as reference materials for its decision-making process.

Article 5

The Committee has three members, who are appointed through Board resolutions. The majority of members shall be independent directors.

The professional qualifications and independence of Committee members shall comply with the requirements set out in Articles 5 and 6 of the Regulations.

Article 6

The term of office for Committee members is identical to the term of the Board that appoints them. The Board may dismiss Committee members at any time if necessary.

When, due to a dismissal for any reason, the number of Committee members falls below three, the Company shall hold a Board meeting within three months from the date of occurrence to appoint a replacement. However, if independent director members are dismissed and no other independent directors are available, the Company may appoint non-independent directors to serve as Committee members until the appointment of independent director members after a by-election of independent directors.

Article 7

The Committee shall faithfully perform its duties below with due care of a prudent administrator and report all proposals to the Board for discussion:

1. Review the Charter periodically and make recommendations for amendments.
2. Establish and regularly review the annual and long-term performance targets, and the compensation policies, systems, standards and structures of the Company's directors and management.
3. Regularly assess the performance targets achieved by the Company's directors and management, and determine the package and amount of their individual compensation.

The Committee shall abide by the following principles when performing its duties listed in the preceding paragraph:

1. Ensure the Company's compensation schemes meet regulatory requirements and remain attractive to outstanding talents.
2. For the performance evaluation and compensation of directors and management, factors to be considered include the individual's time commitment, responsibilities undertaken, attainment of personal goals, performance in other positions; the Company's compensation for employees in equivalent roles in recent years; and achievement levels of short-term and long-term business targets as well as the financial position of the Company. These factors shall be assessed in relation to industry averages to evaluate the reasonableness of the correlation between individual performance and the Company's business performance and future risk.
3. Do not encourage directors and management to engage in activities which exceed the Company's risk appetite in pursuit of compensation.
4. The percentage of short-term performance bonus and the timing of the variable part of compensation of directors and senior management shall be determined with consideration to the industry characteristics and the Company's business nature.
5. Committee members shall not participate in the discussion and voting of his/her own compensation.

The term "compensation" in the preceding two paragraphs includes cash compensation, stock options, profit sharing and stock ownership, retirement benefits or severance pay, allowances, and other substantive incentive measures. Its scope shall be consistent with the remuneration for directors and management set out in the "Regulations Governing Information to be Published in Annual Reports of Public Companies."

Where the compensation of the subsidiaries' directors and management requires approvals from the Company's Board in accordance with the subsidiaries' level of authority, recommendations shall be proposed by the Committee and then submitted to the Board for discussion.

Article 8

The Committee meetings shall be held twice every year. The meeting notice specifying the reasons for the meeting shall be sent to each Committee member seven days in advance. However, emergency cases are not subject to the restriction.

The Committee members shall elect one independent director to be the meeting convener and chair. If the convener is on leave or is unable to convene the meeting for some reasons, he/she shall appoint other independent directors of the Committee to stand proxy. If there is no other independent director, the convener shall appoint other Committee

members to stand proxy. If the convener does not appoint a proxy, the other Committee members shall elect one person from among themselves to stand proxy.

Article 9

The Committee meeting agenda is determined by the convener. Other members may also submit proposals to be discussed by the Committee. The meeting agenda shall be provided to Committee members prior to the meeting.

When convening a Committee meeting, an attendance book shall be provided for attending members to sign in and be available for future reference.

Committee members shall attend the meeting in person. Any member unable to attend in person shall appoint another Committee member to attend the meeting on his/her behalf as proxy. A proxy shall be authorized by one person only. Attendance by video conference shall be deemed as attendance in person.

The member who appoints other member to attend the meetings shall submit a proxy form each time, specifying the scope of authorization with respect to the reasons for convening the meeting.

Article 10

Resolutions of the Committee meeting shall be approved by the majority of Committee members. The proposal shall be deemed adopted if no objection is voiced upon inquiry by the chair. It shall have the same validity as resolutions adopted via voting.

The voting results shall be announced on-site at the meeting and recorded.

Article 10-1

Compensation of Committee members discussed in a Committee meeting shall be clearly explained at the meeting. If the matter may prejudice the interest of the Company, the members involved shall not participate in the discussion and voting, and shall recuse themselves from those sessions. They shall also not stand proxy for other Committee members to exercise voting rights on the matter.

Article 11

The proceedings of the Committee meeting shall be recorded in the minutes, which shall comprehensively document the following matters:

1. The term, time and place of the meeting.
2. Name of the chair.
3. Attendance of members, including the names and numbers of those who are present, on leave, and absent.
4. Names and positions of non-voting participants.
5. Name of the recorder.
6. Report items.
7. Discussion items: The resolution method and result of each proposal; names of Committee members whose compensation is under discussion as referred to in the preceding paragraph and the details of their compensation; the status of recusal; and objections or reservations from members.
8. Special motions: Name of proposer; the resolution method and result of each proposal; a summary of comments made by Committee members, experts and other persons; names of Committee members whose compensation is under discussion as referred to in the preceding paragraph and the details of their compensation; the status of recusal; and objections or reservations from members.
9. Other matters that shall be recorded.

The signing booklet is part of the meeting minutes. Where the Committee meeting is held by video conference, the audio or video recordings of the meeting are also part of meeting minutes.

The meeting minutes shall be signed or sealed by the meeting chair and the recorder, and be sent to Committee members within twenty days after the meeting. They shall be reported to the Board and classified as important files of the Company to be retained for five years. Meeting minutes may be prepared and distributed in electronic form.

Before the aforementioned retention period expires, if litigation arises in relation to the Committee matters, the meeting minutes shall be retained until the conclusion of the litigation.

Article 12

The execution of resolutions concerning duties specified in Article 7 or the engagement of professionals pursuant to Article 13 may be delegated to the convener or other Committee members, and they shall submit written reports to the Committee during the execution. If necessary, their actions may be ratified or reported in the next Committee meeting.

Article 13

The Company's directors, managerial personnel of relevant departments, internal audit personnel, certified public accountants (the "CPAs"), legal advisors, or other personnel may be invited to attend the Committee meetings and provide information required. However, they shall leave the meeting during discussion and voting.

The Committee may retain lawyers, CPAs or other professionals to conduct necessary audit or to provide consultations on matters associated with its exercise of power upon resolution. The expenses shall be borne by the Company.

Article 14

The Charter and any amendments thereto shall take effect once approved by the Board.