

英屬開曼群島商六方科技股份有限公司
Sixxon Tech. Co., Ltd

永續發展委員會規程
Sustainable Development Committee Charter

- 第一條 訂定目的及依據
為積極實踐永續發展並建立與落實誠信經營之企業文化及健全發展，以符合平衡環境、社會及公司治理發展之國際趨勢，爰依本公司「永續發展實務守則」及「公司治理實務守則」訂定本公司企業永續發展委員會(以下簡稱本委員會)組織規程，以資遵循。
- Article 1 Purpose and basis for adoption
To practice the sustainable development and business integrity following the international trend of Environmental, Social and Corporate Governance, this Charter is established pursuant to the Sustainable Development Best Practice Principles and the Corporate Governance Best Practice Principles.
- 第二條 適用範圍
本公司永續發展委員會(以下簡稱本委員會)之職權相關事項，除法令或章程另有規定者外，應依本組織規程之規定。
- Article 2 Scope
The duties of Sustainable Development Committee (the Committee) follow this charter, except for the government rules.
- 第三條 委員會之功能
本委員會為推動企業環境、社會及公司治理等各面向風險評估與因應對策，以實踐永續經營之目的，其職權應包括下列事項，就本公司永續發展之政策、作法或制度予進行規劃、執行，並向董事會提出建議或報告，以供其參考。
- Article 3 Functions
The Committee's duties should include the following rules and take the risk of Environment, Society and Corporate Governance into account, plan the strategy for sustainable development. The Committee should do and execute the plan according to the strategy for sustainable development of our company and report to the board of directors.
- 第四條 委員會之組成
本委員會經董事會委任至少三名成員組成，其中應有一位以上為獨立董事，並選一名委員由其擔任召集人。下設「環境保護小組」、「社會責任小組」及「公司治理小組」等三個工作小組。
本委員會委員任期與委任之董事會屆期相同。因故解任，致人數不足前項或章程規定者，得經董事會任命遞補。

Article 4 Composition

The Committee member should be appointed by the board of directors, and be composed of three members, at least; besides, one of whom should be the independent director. There should be one member elected as the convener. The Committee consists of three working groups: "Environmental", "Social" and "Corporate Governance".

The term of office of the Committee members is the same as the term of the appointed board of directors. If the Committee members is insufficient due to dismissal for any reason, the board of directors should appoint other people.

第五條 職責範圍

本委員會負責事項如下：

- 一、制定永續發展方向、策略及目標，並擬定相關管理方針及具體推動計劃。
- 二、永續發展執行情形與成效之追蹤、檢視與修訂。
- 三、整合各部門參與企業永續相關事務。
- 四、妥適回應利害關係人所關切之重要企業永續議題。
- 五、每年定期向董事會報告企業永續執行狀況。
- 六、其他經董事會決議由本委員會辦理之事項。

Article 5 Duties of the Committee

1. Making the sustainable development directions, strategies, and goals, and doing the relevant policies and specific plans.
2. Tracking, reviewing, and amending of the implementation and effectiveness of sustainable development plan.
3. Integrating departments to participate in corporate sustainability-related matters.
4. Responding important corporate-sustainability issues to interested party properly.
5. Reporting the process to the board of directors every year.
6. Other matters assigned by the board of directors.

第 6 條 工作小組職責範圍

- 一、環境保護小組：整合環境、廢棄物、水資源管理，積極推動、共營永續生活的環境。
- 二、社會責任小組：負責公司選、用、育、留等用人政策的規劃與執行及負責規劃與執行社會參與的政策、目標與行動方案。
- 三、公司治理小組：負責公司治理相關制度推動，建立相關規範及準則，舉辦各項教育訓練、並充分揭露各項即時資訊。

各小組應就上述有關議案或本委員會指示事項擬具方案，提報本委員會審議或備查，並得視需要攜同有關人員列席報告。

Article 6 Duties of the working groups

1. "Environmental" : Integrate the management of environment, waste, and water resources and create a sustainable living environment.
2. "Social" : Responsible for the employment policies such as selection, employment, education, and retention, as well as the social participation.
3. "Corporate Governance" : Responsible for corporate governance issue, including training, and disclosing real-time information.

Each group should report the plans for the above-mentioned matters to the Committee, s for review or reference, and ask the relevant person to attend the meeting as necessary.

第七條

會議召開及召集

本委員會應至少每年召開會議二次，並得視需要時另行召開會議。

本委員會之召集應載明召集事由，於七日前通知本委員會委員。但有緊急情事者，不在此限。

召集人請假、因故不能召集會議時，由其指定本委員會之其他委員代理之；召集人未指定代理人者，由本委員會委員互推一人代理之。

本委員會得請本公司相關部門經理人員、內部稽核人員、會計師、法律顧問或其他人員列席並提供相關必要之資訊。

Article 7

Meeting

The Committee should hold the meeting at least twice a year and may hold additional meetings as necessary.

The meeting article should be informed to the committee members at least 7 days in advance. In emergency circumstances, however, the meeting may be convened at any time.

If the convener takes leave and is unable to convene a meeting for any reason, the meeting shall be convened by the member he or she designate, if no, by another member elected by and from among the other members of the committee.

The committee may invite directors, managerial officers of relevant departments, internal auditors, certified public accountants, legal consultants, or other personnel to attend meetings as nonvoting participants and provide relevant necessary information.

第八條

議程之訂定

本委員會會議議程由召集人訂定之，其他委員亦得提供議案供委員會討論。

本委員會召開時，公司應設簽名簿供出席委員簽到，並供查考。

本委員會之委員應親自出席委員會，如不能親自出席，得委託其他委員代理出席，惟代理人以受一人之委託為限；以視訊參與會議者，視為親自出席。

本委員會委員委託其他委員代理出席委員會時，應於每次出具委託書，且列舉召集事由之授權範圍。

Article 8

Agenda

The meeting agenda drawn up by the convener. Other members may also submit motions for deliberation by the committee.

The company should prepare an attendance book for signature by the members attending the meeting and thereafter made available for reference.

The Committee members shall attend the committee in person; a member who cannot attend in person may appoint another member to attend as their proxy. Attendance via tele- or video conference is deemed as attendance in person. A proxy may accept a proxy from one person only.

The Committee members appointing another member to attend the committee meeting in his or her place shall in each instance issue a written proxy stating the scope of authorization with respect to the reasons for the meeting.

第九條

決議方法

本委員會為決議時，除法令或公司章程另有規定外，應有全體成員二分之一以上同意。表決時如經主席徵詢無異議者，視為通過，其效力與投票表決同。

Article 9

Resolution

A resolution of the Committee shall require the approval of one-half or more of all of the members. During voting, if the committee chair solicits and receives no dissents, the motion is deemed passed, with equivalent force as a resolution by vote.

第十條

利益迴避

本委員會之委員對於會議事項，與其自身有利害關係者，應說明其利害關係之重要內容，如有害於公司利益之虞時，不得加入討論及表決，且討論及表決時應予迴避，並不得代理其他委員行使其表決權。

本委員會委員之配偶或二親等內血親，就前項會議之事項有利害關係者，視為本委員會委員就該事項有自身利害關係。

Article 10

Avoidance of conflicts of interest

If the Committee member has a personal interest in any agenda item, the member shall explain the essential content of the interest. If the member's personal interest is likely to prejudice the interest of the company, the member may not participate in discussion and voting, and shall recuse himself or herself from the discussion and voting, and also may not exercise voting rights as a proxy for any other member.

Where the spouse or a blood relative within the second degree of kinship of the Committee member is an interested party with respect to an agenda item as described in the preceding paragraph, such member shall be deemed to be an interested party with respect to that agenda item.

第十一條

議事錄

本委員會之議事，應作成議事錄，議事錄應詳實記載下列事項：

- 一、會議屆次及時間地點。
- 二、主席之姓名。
- 三、委員出席狀況，包括出席、請假及缺席者之姓名與人數。
- 四、列席者之姓名及職稱。

五、記錄之姓名。

六、報告事項。

七、討論事項：各議案之決議方法與結果、委員、專家及其他人員發言摘要、依前條規定涉及利害關係之委員姓名、利害關係重要內容之說明、其應迴避或不迴避理由、迴避情形、反對或保留意見且有紀錄或書面聲明。

八、臨時動議：提案人姓名、議案之決議方法與結果、委員、專家及其他人員發言摘要、依前條規定涉及利害關係之委員姓名、利害關係重要內容之說明、其應迴避或不迴避理由、迴避情形及反對或保留意見且有紀錄或書面聲明。

九、其他應記載事項。

本委員會簽到簿為議事錄之一部分；以視訊會議召開者，其視訊影音資料亦為議事錄之一部分。

議事錄須由會議主席及記錄人員簽名或蓋章，於會後二十日內分送本委員會委員，並應呈報董事會及列入公司重要檔案，且應保存五年；議事錄之製作及分發，得以電子方式為之。

Article 11 Minutes

Discussions at the Committee meeting shall be included in the meeting minutes, which shall faithfully record the following:

1. Session, time, and place of meeting.
2. Name of meeting chair.
3. Attendance of members at the meeting, specifying names and number of members present, excused, and absent.
4. Names and titles of those attending the meeting as a nonvoting participant.
5. Name of minutes taker.
6. Matters reported.
7. Agenda items: resolution method and result of each proposal; summary of the comments made by the members on the Committee and the experts and any other persons present at the meeting; the name of any member possibly having an interest relationship as referred to in paragraph 1 of the preceding article, the essential content of the interest, the reasons why the director was required or not required to enter recusal, and the status of the recusal; and any objections or reservations expressed at the meeting.
8. Extraordinary motions: Name of the mover; the resolution method and result of each proposal; summary of the comments made by the members on the Committee and the experts and any other persons present at the meeting; the name of any member possibly having an interest relationship as referred to in paragraph 1 of the preceding article, the essential content of the interest, the reasons why the member was required or not required to enter recusal, and the status of the recusal; and any objections or reservations expressed at the meeting.
9. Other matters required to be recorded.

The attendance book is a part of the minutes of Committee meeting. If a video conference is

held, the video and audio data will also be a part of the minutes.

The minutes of the Committee meeting shall bear the signature or seal of both the meeting chairman and the minutes taker, and a copy shall be distributed to each member on the Committee within 20 days after the meeting and be carefully preserved as important company records during the existence of the company.

The production and distribution of the meeting minutes may be made in electronic form.

第十二條

外部專業人員之聘任

本委員會得經決議聘任律師、會計師或其他外部專業人員，就本委員會行使職權有關之事項為必要之查核或提供諮詢，其所生費用應由本公司負擔之。

Article 12

External professional

The Committee could, by resolution, hire lawyers, accountants, or other external professionals to do necessary audit or provide consultation related to the Committee's duties. The incurred expenses should be taken by the Company.

第十三條

揭露方式

本公司應於年報或公司網站或公開資訊觀測站揭露本委員會之運作情形。

Article 13

Disclosure method

The company should disclose the operation of the Committee in the annual report or on the company website or MOPS.

第十四條

實施與修改

本組織規程經董事會決議通過後施行，修改時亦同。

Article 14

Implementation and amendment

These Regulations, and any amendments to them, shall be implemented upon approved by the board of directors.

本公司辦法訂定並經中華民國 112 年 12 月 26 日董事會通過。

This Regulation was granted the approval by the board of directors on December 26, 2023.