

# 英屬開曼群島商六方科技股份有限公司

Sixxon Tech. Co., Ltd

## 內部重大資訊處理暨防範內線交易管理作業程序

### Procedures for Handling Material Inside Information

#### 第一條

##### 目的

為建立本公司以及各子公司良好之內部重大資訊處理及揭露機制，包含發布重大訊息之評估程序、陳核紀錄之保存及違失處置等相關制度，以避免資訊不當洩漏及確保本公司以及各子公司對外界發表資訊之一致性與正確性，並強化內線交易之防範，特制定本作業程序，以資遵循。

公司發布之重大訊息與向外界及媒體說明之內容應一致，且不得有偏頗、誇耀性或類似廣告宣傳之發言、提供尚未確定之消息，或與事實不符之資料。

#### Article 1

##### Purpose of adoption

These Procedures are specially adopted to establish mechanisms for the handling and disclosure of material inside information by the company and its subsidiaries, in order to prevent improper information disclosures and to ensure the consistency and accuracy of information released by the company and its subsidiaries to the public.

The mechanisms are including relevant systems such as the assessment procedure for releasing material information, preservation for approval records, and the disciplinary action for misconduct.

The important information released by the company should be consistent with the content explained to the public and the media, and there should be no biased, exaggerated or similar advertising statements, unconfirmed information, or information that is inconsistent with the facts.

#### 第二條

##### 範圍

本公司辦理內部重大資訊處理、揭露及防範內線交易之管理，應依本作業程序辦理，但其他法律另有規定者，從其規定。

#### Article 2

##### Scope of application

This Corporation's management of material inside information, disclosure and prevention of should be handled in accordance with this operating procedure, but if other laws provide otherwise, such provisions shall prevail.

#### 第三條

##### 定義

##### 一、內部人：

依據證券交易法上對公司內部人所為規範，其內部人範圍包含本公司之董事、經理人及持股超過股份總額百分之十股東；內部人之關係人則包括內部人之配偶、未成年子女及利用他人名義持有者。

二、內線交易規範對象：

除前揭內部人外，尚包括基於職業或控制關係獲悉本公司內部重大資訊之人，以及自內部人獲悉消息之人。

三、重大訊息：

本作業程序所稱之重大訊息，依『臺灣證券交易所股份有限公司對有價證券上市公司重大訊息之查證暨公開處理程序』第四條認定之。

Article 3

Definition

1. In accordance of Securities and Exchange Act, insiders conclude directors, managerial officers, or shareholders holding more than 10% of the total shares. Insiders' concerned parties include insiders' spouses, minor children, and those held under the names of other parties.

2. Objects of insider trading regulation:

In addition to the insiders previously disclosed, it also includes person who have learned material information within this Corporation based on their professional or control relationship, and those who have learned the information from insiders.

3. Material information:

The term "material information" as used in these Procedures means information that meets the conditions of Article 4 of the "Taiwan Stock Exchange Corporation Procedures for Verification and Disclosure of Material Information of Companies with Listed Securities".

第四條

職責

一、本公司財會單位負責本作業程序之制定及維護。

二、本公司發言人負責對外發布公司重大訊息。

Article 4

Duties

1. The Accounting and Finance Department is responsible for the formulation and maintenance of this Procedure.

2. The spokesperson of this Corporation is responsible for publicizing this Corporation's material information.

第五條

作業內容

一、本公司依據證券交易法第 22 條之 2 及第 157 條之 1 第 1 項規定之下列各款之人，均屬禁止內線交易規定之適用範圍，包括：

(一)本公司之董事、經理人及依公司法第 27 條第 1 項規定受指定代表行使職務之自然人(政府或法人為股東時，得當選為董事。但須指定自然人代表行使職務)。

(二)持股本公司超過股份總額百分之十股東。

- (三)基於職業或控制關係獲悉消息之人。
- (四)喪失前3款身分後，未滿6個月者。
- (五)從前4款所列之人獲悉消息之人。
- (六)本公司之董事、經理人及持股超過股份總額百分之十股東，其持股包括其配偶、未成年子女及利用他人名義持有者。

二、公司依據「證券交易法第157條之1第5項及第6項規定重大消息範圍及其公開方式管理辦法」及主管機關規範之內容，界定重大影響本公司股票價格之消息範圍，並按規定之方式辦理公開揭露之作業程序。

### 三、防範內線交易

依據證券交易法第157條之1第1項規定，內線交易規範對象於獲悉本公司有重大影響其股票價格之消息時，在該消息未公開或公開後18小時內，不得對本公司之上市或在證券商營業處所買賣之股票或其他具有股權性質之有價證券有買入或賣出之行為，違反該規定者，即構成內線交易，並自行承擔主管機關規範之罰則。

### 四、重大資訊處理作業程序

(一)本公司及其子公司辦理內部重大資訊處理及揭露，應依有關法律、命令及台灣證券交易所或證券櫃買中心之規定辦理。

(二)本公司及其子公司之董事、經理人、受僱人或其他因身分、職業或控制關係獲悉公司內部重大資訊之人，應以善良管理人之注意及忠實義務，本誠實信用原則執行業務，並簽署保密協定。

知悉本公司內部重大資訊之董事、經理人及受僱人不得洩漏所知悉之內部重大資訊予他人。

本公司之董事、經理人及受僱人不得向知悉本公司內部重大資訊之人探詢或收集與個人職務不相關之公司未公開內部重大資訊，亦不得向他人洩漏。

(三)本公司其子公司內部重大資訊檔案文件以書面傳遞時，應有適當之保護，以電子郵件或其他電子方式傳送時，須以適當的加密或電子簽章等安全技術處理。本公司及其子公司內部重大資訊檔案文件，應備份並保存於安全之處所，本公司及其子公司應確保並採取下列措施：

1. 採行適當防火牆管控措施並定期測試。
2. 加強公司及其子公司未公開之內部重大資訊檔案文件之保管、保密措施。

(四)本公司及其子公司以外之機構或人員因參與本公司併購、重要備忘錄、策略聯盟、其他業務合作計畫或重要契約之簽訂，應簽署保密契約，並不得洩露所知悉之本公司內部重大資訊予他人。

(五)本公司及其子公司對外揭露內部重大資訊應秉持下列原則：

1. 資訊之揭露應正確、完整且即時。
2. 資訊之揭露應有依據。
3. 資訊應公平揭露。

(六)本公司及其子公司內部重大資訊之揭露，除法律或法令另有規定外，應由本公司發言人或代理發言人處理，並應確認代理順序；必要時，得由本公司負責人直接負責處理。本公司發言人或代理發言人之發言內容應以本公司授權之範圍為限，且除本公司負責人、發言人或代理發言人外，本公司人員，非經授權不得對外揭露內部重大資訊。

(七)本公司對外之資訊揭露應留存下列紀錄：

1. 資訊揭露之人員、日期與時間。
2. 資訊之揭露方式。
3. 資訊之揭露內容。
4. 交付之書面資料內容。
5. 其他相關資訊。

(八)媒體報導之內容，如與本公司及其子公司之資訊揭露內容不符時，本公司應即時於公開資訊觀測站澄清及向該媒體要求更正。

(九)本公司之董事、經理人及受僱人如知悉內部重大資訊有洩露情事，應儘速向專責單位及內部稽核部門報告。專責單位於接受報告後，應擬定處理對策，必要時並得邀集內部稽核等部門商討處理，並將處理結果作成紀錄備查。

(十)有下列情事之一者，本公司應追究相關人員責任並採取適當法律措施：

1. 本公司及其子公司人員擅自對外揭露內部重大資訊或違反本作業程序或其他法令規定者。
2. 本公司發言人或代理發言人對外發言之內容超過本公司授權範圍或違反本作業程序或其他法令規定者。

本公司及其子公司以外之人如有洩漏本公司內部重大資訊之情況，致生損害於本公司財產或利益者，本公司應循相關途徑追究其法律責任。

## Article 5 Contents

1. In accordance with Article 22-2 of Securities and Exchange Act and Article 157-1, paragraph 1 of Securities and Exchange Act, person who are within the scope of the prohibition of insider trading includes:
  - i. A director, and/or managerial officer of this corporation , and or a natural person designated to exercise powers as representative pursuant to Article

27, paragraph 1 of the Company Act. (When the government or juridical person is a shareholder, it may be elected as a director. However, a natural person representative must be appointed to perform his duties.)

- ii. Shareholders holding more than 10% of the shares of the Corporation.
  - iii. Any person who has learned the information by reason of occupational or controlling relationship.
  - iv. A person who, though no longer among those listed in one of the preceding three subparagraphs, has only lost such status within the last six months.
  - v. Any person who has learned the information from any of the persons named in the preceding four subparagraphs.
  - vi. The spouses and minor children and those held under the names of other parties of directors, managerial officers, and the shareholders holding more than 10% of this Corporation's shares.
2. This Corporation defines the scope of the news that has a significant impact on this Corporation's stock price and procedure for public disclosure in accordance with the contents of the "Regulations Governing the Scope of Material Information and the Means of its Public Disclosure Under Article 157-1, Paragraphs 5 and 6 of the Securities and Exchange Act" and the regulations of the competent authority.
3. Insider trading prevention
- Upon actually knowing of any information that will have a material impact on the price of the securities of this Corporation, after the information is precise, and prior to the public disclosure of such information or within 18 hours after its public disclosure, the regulated objectives shall not purchase or sell, in the person's own name or in the name of another, shares of this Corporation in accordance with the contents of the Article 157-1 of the Securities and Exchange Act. Anyone who violates this provision constitutes insider trading and bears the penalty imposed by the competent authority.
4. Procedures for Handling Material Inside Information
- i. The company and its subsidiaries shall implement their handling and disclosure of material inside information in accordance with applicable laws and regulations, the rules and regulations of the Taiwan Stock Exchange Corporation or the GreTai Securities Market, and these Procedures.
  - ii. This the company's and its subsidiaries directors, managerial officers, and employees or other persons who have access to material information within the company because of their identity, occupation or other reason shall

exercise the due care and fiduciary duty of a good administrator and act in good faith when performing their duties, and shall sign confidentiality agreements.

No director, managerial officer, or employee with knowledge of material inside information of the company and its subsidiaries may divulge the information to others.

No director, managerial officer, or employee of the company and its subsidiaries may inquire about or collect any non-public material inside information of the company and its subsidiaries not related to their individual duties from a person with knowledge of such information, nor may they disclose to others any non-public material inside information of the company and its subsidiaries of which they become aware for reasons other than the performance of their duties.

iii. Proper protection of confidentiality shall be given to files and documents containing this the company and its subsidiaries' material inside information when transmitted in written form. When transmitted by e-mail or other electronic means, such files and documents must be processed with appropriate security technology such as encryption or electronic signatures. Files and documents containing the company and its subsidiaries' material inside information shall be backed up and stored in a secure location.

This the company and its subsidiaries shall ensure that the firewalls specified in the preceding two articles are established, and take the following additional steps:

- a. Adopt adequate control measures for the firewalls and perform periodic testing.
- b. Enhance measures for custody and maintaining the secrecy of files and documents containing non-public material inside information of the company and its subsidiaries.

iv. Any organization or person outside of the company and its subsidiaries that is involved in any corporate action of the company and its subsidiaries relating to a merger or acquisition, major memorandum of understanding, strategic alliance, other business partnership plans, or the signing of a major contract shall be required to sign a confidentiality agreement, and may not disclose to another party any material inside information of the company and its subsidiaries' thus acquired.

v. This the company and its subsidiaries shall comply with the following

principles when making external disclosures of material inside information:

- a. The information disclosed shall be accurate, complete, and timely.
  - b. There shall be a well-founded basis for the information disclosure.
  - c. The information shall be disclosed fairly.
- vi. Any disclosure of this the company and its subsidiaries' material inside information, except as otherwise provided by law or regulation, shall be made by this Corporation's spokesperson, or by a deputy spokesperson acting in such capacity in a confirmed sequential order. When necessary, the disclosure may be made directly by a responsible person of this Corporation.

This Corporation's spokesperson or deputy spokesperson shall communicate to outside parties only information within the scope authorized by this Corporation, and no personnel of this Corporation other than those serving as this Corporation's responsible person, spokesperson, or deputy spokesperson may disclose any material inside information of this Corporation to outside parties without authorization.

- vii. The company and its subsidiaries shall keep records of the following in respect of any disclosure of information to outside parties:
- a. The person who discloses the information, the date, and the time.
  - b. How the information is disclosed.
  - c. What information is disclosed.
  - d. What written material is delivered.
  - e. Any other relevant details.
- viii. If a media agency releases information that is in any respect inconsistent with material information disclosed by this Corporation, this Corporation shall promptly issue a clarification on the Market Observation Post System (MOPS) and request the media agency to correct the information.
- ix. Any director, managerial officer, or employee of the company and its subsidiaries that become aware of any unauthorized disclosure of the company and its subsidiaries' material inside information shall report to the responsible unit and the internal audit department of this Corporation as soon as practicable.

Upon receipt of a report made pursuant to the preceding paragraph, the responsible unit shall formulate corresponding measures. When necessary, it may invite members from the internal audit and other departments to meet for discussion of the measures, and shall keep a record of the results of the

measures for future reference. The internal auditors shall also perform such audits as their duties may require.

x. The company and its subsidiaries shall take measures to discover those responsible and take appropriate legal action against any personnel under either of the following circumstances:

a. Personnel of this Corporation disclose material inside information without authorization to any outside party, or otherwise violate these Procedures or any other applicable law or regulation.

b. A spokesperson or deputy spokesperson of this Corporation communicates to any outside party any information beyond the scope authorized by this Corporation, or otherwise violates these Procedures or any other applicable law or regulation.

If any person outside the company and its subsidiaries divulges any material inside information of the company and its subsidiaries, thereby causing damage to any property or interest of this Corporation, this Corporation shall pursue appropriate measures to hold the person divulging the information legally liable.

#### 第六條

#### 內控機制

本作業程序納入本公司內部控制制度，內部稽核人員應定期了解其遵循情形並作成稽核報告，以落實內部重大資訊處理作業程序之執行。

#### Article 6

#### Internal control

These Procedures shall be incorporated into this Corporation's internal control system. The internal auditors shall keep themselves regularly informed of the status of compliance with these Procedures and shall prepare related audit reports, so as to ensure full implementation of the procedures for handling material inside information.

#### 第七條

#### 教育宣導

本公司每年至少一次對董事、經理人、受僱人與持股逾 10%之股東辦理本作業程序及相關法令之教育宣導。

對新任董事、經理人、受僱人與持股逾 10%之股東應適時提供教育宣導。

#### Article 7

#### Awareness campaign

At least once per year, this Corporation shall conduct educational campaigns to promote awareness among all directors, manager, employees and shareholders holding more than 10% of the shares with respect to these Procedures and related laws and regulations.

This Corporation shall also provide educational campaigns to new directors,



manager, employees and shareholders holding more than 10% of the shares in a timely manner.

第八條

申報

本公司應建立、維護內部人之資料檔案，並依規定期限、方式向主管機關申報。

Article 8

Report

This Corporation shall establish and maintain information files of insiders, and report to the competent authority within the prescribed period and method.

第九條

處理內部重大資訊及防範內線交易之專責單位：

本公司處理內部重大資訊及防範內線交易之專責單位為財會單位，由適任及適當人數之成員組成，其職權如下：

- 一、負責擬訂、修訂本作業程序及與本作業程序相關之所有文件，及其檔案及電子紀錄等資料之保存制度。
- 二、負責受理有關內部重大資訊處理作業及與本作業程序有關之諮詢、審議及提供建議。
- 三、負責受理有關洩漏內部重大資訊之報告，並擬訂處理對策。
- 四、負責建立、定期更新並維護本公司之董事、經理人及持有本公司股份超過百分之十之股東及其配偶、未成年子女及本公司之董事、經理人向本公司申報其利用他人名義持有本公司股票者之資料檔案。
- 五、於影響股價之內部重大訊息對外公開前，注意內部人與持股逾 10% 之股東是否有內線交易情事。
- 六、其他與本作業程序有關之業務。

Article 9

The unit responsible for handling important internal information and preventing insider trading:

The company's specialized unit for handling major internal information and preventing insider transactions is Accounting and Finance Department, and shall be composed of an adequate number of competent members. Its powers are as follows:

1. Responsible for drafting and revising this operating procedure and all documents related to this operating procedure, as well as the preservation system of files and electronic records.
2. Responsible for accepting relevant internal major information processing operations and consulting, reviewing and providing suggestions related to this operation procedure.
3. Responsible for accepting reports on the leakage of major internal information and formulating countermeasures.
4. Responsible for the establishment, maintenance and regularly update newest version of this management rule for

the company, directors, managers, shareholders and those who holds more than 10% of the company's shares, their spouses, minor children, and the company's directors and managers, declare to the company that they use others' names to hold Data files of those who have stocks of the company.

5. Before the material inside information affecting the stock price is disclosed to the public, pay attention to whether there is any insider trading between insiders and shareholders holding more than 10% of the shares.
6. Other business related to material inside information processing procedures and/or management measures for prevention of insider trading.

#### 第十條

#### 實施與修改

本作業程序經董事會通過後實施，修改時亦同。

#### Article 10

#### Implementation and Amendment

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

本程序訂定並經中華民國 109 年 7 月 10 日董事會通過。

第一次修訂於中華民國 111 年 05 月 12 日董事會通過。

第二次修訂於中華民國 111 年 10 月 31 日董事會通過。

第三次修訂於中華民國 112 年 08 月 28 日董事會通過。

This Procedures was granted the approval by the board of directors on July 10th, 2020.

This Procedures was revised to approval by the board of directors for first time on May 12th, 2022.

This Procedures was revised to approval by the board of directors for second time on October 31st, 2022.

This Procedures was revised to approval by the board of directors for third time on August 25th, 2023.