

Formosa Saint Jose Corp.

Rules of Procedure for the Audit Committee

Article 1

These Rules are formulated in accordance with Article 3 of the Regulations Governing the Exercise of Powers by Audit Committees of Public Companies.

Article 2

Matters relating to the number of members, term of office, powers and duties, rules of procedure, and the resources to be provided by the Company for the exercise of the Committee' s powers shall be governed by these Rules.

Article 3

The primary purpose of the operation of the Committee is to supervise the following matters:

1. The fair presentation of the Company' s financial statements.
2. The appointment (or dismissal), independence, and performance of the certifying public accountants.
3. The effective implementation of the Company' s internal control system.
4. The Company' s compliance with relevant laws and regulations.
5. The control and management of existing or potential risks of the Company.

Article 4

The Committee shall be composed of all Independent Directors of the Company. The number of members shall be no fewer than three (3), among whom one shall serve as the convener. At least one Independent Director shall possess expertise in accounting or finance.

The term of office of the Independent Directors serving on the Committee shall be three (3) years and they may be re-elected for consecutive terms. If, for any reason, the number of Independent Directors falls below the minimum required under the preceding paragraph or the Articles of Incorporation, a by-election shall be held at the next shareholders' meeting. In the event that all Independent Directors are dismissed, the Company shall convene an extraordinary shareholders' meeting within sixty (60) days from the date of occurrence to elect replacements.

Article 5

The powers and duties that, under the Securities and Exchange Act, the Company Act, and other applicable laws and regulations, are required to be exercised by supervisors shall, except for those powers and duties prescribed in Paragraph 4 of Article 14-4 of the Securities and Exchange Act, be exercised by the Committee.

With respect to the provisions of Paragraph 4 of Article 14-4 of the Securities and Exchange Act concerning acts of supervisors or representation of the Company as prescribed under the Company Act, such provisions shall apply mutatis mutandis to the Independent Directors serving on the Committee.

Article 6

The powers and duties of the Committee shall include the following matters:

1. To establish or amend the internal control system in accordance with Article 14-1 of the Securities and Exchange Act.
2. To evaluate the effectiveness of the internal control system.
3. To establish or amend, in accordance with Article 36-1 of the Securities and Exchange Act, the procedures for major financial operations, including the acquisition or disposal of assets, engagement in derivative transactions, lending of funds to others, and endorsement or provision of guarantees for others.
4. Matters involving conflicts of interest of directors.
5. Material asset transactions or derivative transactions.
6. Material loans of funds, endorsements, or provision of guarantees.
7. The offering, issuance, or private placement of equity-type securities.
8. The appointment, dismissal, or remuneration of certified public accountants.
9. The appointment or dismissal of the chief financial officer, chief accounting officer, or chief internal auditor.
10. Annual financial reports signed or sealed by the Chairman of the Board, managerial officers, and the chief accounting officer, and second-quarter financial reports that are required to be reviewed and audited by certified public accountants.
11. Other material matters as required by the Company or the competent authority.

Resolutions on the matters set forth in the preceding paragraph shall be adopted with the approval of more than one-half of all members of the Committee and shall be submitted to the Board of Directors for resolution.

Except for subparagraph 10 of the first paragraph, if any matter listed in the first

paragraph is not approved by more than one-half of all members of the Committee, it may be approved by more than two-thirds of all directors.

The term “all members” as used herein refers to the members actually in office.

The Convener of the Committee shall represent the Committee externally.

Article 7

The Committee shall convene at least once every quarter and may convene meetings at any time as necessary.

Meetings of the Committee shall be convened by specifying the purpose of the meeting and providing notice to each independent director member of the Committee at least seven (7) days in advance. In the event of an emergency, this notice requirement may be waived.

The Committee shall elect from among all its members one independent director to serve as the Convener and Chairperson of the meetings. In the event that the Convener is on leave or unable to convene a meeting for any reason, the Convener shall designate another independent director member to act on his or her behalf. If the Convener does not designate a proxy, the independent director members of the Committee shall elect one member from among themselves to act as proxy.

The Committee may invite relevant managerial personnel of the Company, internal auditors, certified public accountants, legal counsel, or other personnel to attend meetings and provide necessary information. However, such attendees shall leave the meeting when matters are being discussed and voted upon.

When the Committee convenes, relevant materials shall be prepared and made available to Committee members for reference at all times.

Article 8

When the Committee convenes a meeting, the Company shall prepare a sign-in sheet for attending independent director members to sign, which shall be retained for reference.

Independent director members of the Committee shall attend meetings in person. If an independent director member is unable to attend in person, he or she may appoint another independent director member as proxy. Attendance by video

conference shall be deemed as attendance in person.

Where a Committee member appoints another independent director member as proxy to attend a Committee meeting, a written proxy authorization shall be issued for each meeting, specifying the scope of authorization with respect to the meeting agenda.

Resolutions of the Committee shall require the consent of a majority of all Committee members. The results of the voting shall be announced on-site and recorded in the meeting minutes.

If, for justifiable reasons, the Committee is unable to convene a meeting, the matter may be resolved with the approval of at least two-thirds of all directors of the Board. However, matters set forth in Subparagraph 10, Paragraph 1 of Article 6 shall still require independent director members to issue their opinions on approval or disapproval.

Each proxy holder may accept a proxy from only one Committee member.

Article 9

Minutes shall be prepared for the proceedings of the Committee meetings. The minutes shall faithfully record the following matters in detail:

1. The session number of the meeting and the time and place of the meeting.
2. The name of the chairperson.
3. Attendance status of independent director members, including the names and number of those present, on leave, or absent.
4. The names and titles of attendees present by invitation.
5. The name of the recorder.
6. Reported matters.
7. Discussion matters: the method and results of resolutions for each proposal; summaries of statements made by independent director members, experts, and other attendees; the names of independent director members involved in conflicts of interest pursuant to Paragraph 1 of Article 11; explanations of the material content of such conflicts of interest; reasons for required recusal or non-recusal; recusal circumstances; and dissenting or qualified opinions.
8. Extraordinary motions: the name of the proposer; the method and results of resolutions; summaries of statements made by independent director members, experts, and other attendees; the names of independent director members

involved in conflicts of interest pursuant to Paragraph 1 of Article 11; explanations of the material content of such conflicts of interest; reasons for required recusal or non-recusal; recusal circumstances; and dissenting or qualified opinions.

9. Other matters required to be recorded.

The attendance register of the Committee shall constitute part of the meeting minutes and shall be properly preserved for the duration of the Company' s existence.

The meeting minutes shall be signed or sealed by the chairperson of the meeting and the recorder, and shall be distributed to all independent director members of the Committee within twenty (20) days after the meeting. The minutes shall be included among the Company' s important records and shall be properly preserved for the duration of the Company' s existence.

The preparation and distribution of the meeting minutes as set forth in the preceding paragraph may be conducted by electronic means.

Article 10

The agenda of the Committee meetings shall be determined by the convener. Other members may also submit proposals for discussion by the Committee.

Article 11

If an Independent Director serving as a member of the Committee has a personal interest in any matter discussed at a meeting, he or she shall explain the material aspects of such interest. Where such interest may prejudice the interests of the Company, the Independent Director shall not participate in the discussion or voting on such matter, shall recuse himself or herself during the discussion and voting, and shall not act as a proxy to exercise the voting rights of another Independent Director.

Where the spouse of an Independent Director, or a relative by blood within the second degree of kinship, has a personal interest in the matters set forth in the preceding paragraph, such circumstance shall be deemed as the Independent Director having a personal interest in such matter.

Where, due to the provisions of the preceding paragraph, the Committee is unable to adopt a resolution, the matter shall be reported to the Board of Directors for

resolution.

Article 11-1

The Company shall make complete audio or video recordings of the entire proceedings of meetings of the Committee and retain such recordings for at least five (5) years. The retention may be made in electronic form.

Where any litigation relating to resolutions adopted by the Committee occurs before the expiration of the retention period set forth in the preceding paragraph, the relevant audio or video recordings shall be retained until the conclusion of such litigation.

Where meetings of the Committee are held by videoconference, the audio and video materials of such videoconference meetings shall constitute part of the meeting minutes and shall be properly retained for the duration of the Company's existence.

Article 12

The Committee may, by resolution, appoint lawyers, certified public accountants, or other professionals to conduct necessary audits or provide advisory services regarding matters specified in Article 6. Any fees or expenses incurred in connection therewith shall be borne by the Company.

Article 13

Members of the Committee shall, with the diligence of a prudent manager, faithfully perform the duties prescribed by these Organizational Rules, report to the Board of Directors, and submit any proposed motions to the Board for resolution.

Article 14

The Committee shall periodically review matters related to these Organizational Rules and provide recommendations to the Board of Directors for amendments.

Matters resolved by the Committee may have their execution delegated to the convener or other Committee members for continuation. During the execution period, reports shall be made to the Committee in writing or orally, and when necessary, the matter shall be submitted to the Committee at the next meeting for ratification or reporting.

Article 15

These Organizational Rules shall take effect upon approval by the Board of Directors, and the same procedure shall apply when amendments are made. °

Article 16

These Rules were established on June 25, 2024.