

Formosa Saint Jose Corp.

Rules of Procedure for the Operation of the Audit Committee

Article 1

All matters relating to the operation and administration of the Audit Committee of the Company shall be conducted in accordance with these Rules.

Article 2

For the purpose of establishing a sound corporate governance system of the Company and strengthening the management of the operation of the Audit Committee, these Rules are formulated in accordance with the relevant provisions of the Regulations Governing the Establishment of Internal Control Systems by Public Companies and the Regulations Governing the Exercise of Powers by Audit Committees of Public Companies, and shall be complied with accordingly.

Article 3

The Company shall establish an Audit Committee in accordance with the Securities and Exchange Act and shall adopt the Organizational Charter of the Audit Committee, which shall at a minimum specify the following matters:

1. The number of members and the term of office of the Audit Committee.
2. The powers and duties of the Audit Committee.
3. The rules of procedure for meetings of the Audit Committee.
4. The resources to be provided by the Company to the Audit Committee in the exercise of its powers and duties.

The adoption of the Organizational Charter set forth in the preceding paragraph shall be subject to approval by a resolution of the Board of Directors, and the same shall apply to any amendments thereto.

Article 4

The Audit Committee shall be composed of all Independent Directors. The number of members shall be no fewer than three, one of whom shall serve as the convener, and at least one member shall possess accounting or financial expertise.

Article 5

Except for the powers and duties set forth in Paragraph 4 of Article 14-4 of the Securities and Exchange Act, the powers and duties prescribed under the Securities and Exchange Act, the Company Act, and other applicable laws to be exercised by supervisors shall be exercised by the Audit Committee. Any resolution adopted by the Audit Committee shall require the consent of more than one-half of all members of the Audit Committee. The convener of the Audit Committee shall represent the Audit Committee externally.

With respect to the provisions of Paragraph 4 of Article 14-4 of the Securities and Exchange Act concerning acts to be performed by supervisors or representation of the company under the Company Act, such provisions shall apply mutatis mutandis to the Independent Director members of the Audit Committee.

For the purposes of these Rules, the term "all members" shall mean the members actually in office at the relevant time. °

Article 6

Each of the matters set forth in the subparagraphs of Paragraph 1 of Article 14-5 of the Securities and Exchange Act shall be subject to the consent of more than one-half of all members of the Audit Committee and shall be submitted to the Board of Directors for resolution.

Except for Subparagraph 10, if any of the matters set forth in the subparagraphs of Paragraph 1 of Article 14-5 of the Securities and Exchange Act fails to obtain the consent of more than one-half of all members of the Audit Committee, such matter may be approved by the consent of two-thirds or more of all Directors.

Article 7

The Audit Committee shall convene at least once every quarter, as expressly stipulated in the Organizational Charter of the Audit Committee.

Meetings of the Audit Committee shall be convened with the cause for convening specified in the meeting notice, which shall be delivered to each Independent Director member of the Committee at least seven days in advance; provided, however, that this requirement shall not apply in the event of an emergency.

The Audit Committee shall, from among all its members, elect one member to serve as the convener and chairperson of meetings. In the event that the convener is on leave or is otherwise unable to convene a meeting, the convener shall designate another Independent Director member to act on his or her behalf. If no such designation is made, one Independent Director member shall be elected by and from among the members of the Committee to act as proxy.

The Audit Committee may, by resolution, invite managerial personnel of the relevant departments of the Company, internal auditors, certified public accountants, legal counsel, or other relevant personnel to attend meetings and provide necessary information; provided, however, that such persons shall withdraw from the meeting during discussions and voting.

Article 8

When an Audit Committee meeting is convened, the Company shall prepare an attendance register for the Independent Director members present to sign in, which shall be retained for reference and inspection.

Independent Director members of the Audit Committee shall attend Audit Committee 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 to attend on his or her behalf. Attendance via videoconference shall be deemed attendance in person.

When an Audit Committee member appoints another Independent Director member as proxy to attend a meeting, a proxy form shall be executed for each meeting, specifying the scope of authorization with respect to the matters to be discussed.

Resolutions of the Audit Committee shall require the consent of more than one-half of all members. The voting results shall be announced at the meeting and recorded in the minutes.

If, for justifiable reasons, the Audit Committee is unable to convene, the relevant matters may be approved by the consent of two-thirds or more of all Directors; provided, however, that matters set forth in Subparagraph 10 of Paragraph 1 of Article 14-5 of the Securities and Exchange Act shall still require the Independent Director members to issue their opinions as to whether they consent thereto.

Each proxy shall be limited to accepting the appointment of one principal only.

Article 9

Where an Independent Director member of the Audit Committee has a personal interest in any matter to be discussed at a meeting, he or she shall disclose the material aspects of such interest. If such interest is likely to 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 proxy for any other Independent Director member in exercising voting rights with respect thereto.

Where the spouse of an Independent Director or any blood relative within the second degree of kinship has an interest in a matter referred to in the preceding paragraph, such interest shall be deemed to be the personal interest of the Independent Director with respect to such matter.

Where, as a result of the circumstances set forth in the first paragraph, the Audit Committee is unable to adopt a resolution, the matter shall be reported to the Board of Directors for resolution.

Article 10

Minutes shall be taken of all proceedings of the Audit Committee. The minutes shall faithfully and completely record at least the following matters:

1. The session number of the meeting and the date, time, and place of the meeting.
2. The name of the chairperson.
3. The attendance status of the Independent Director members, including the names and number of those present, on leave, and absent.
4. The names and titles of attendees present by invitation.
5. The name of the recording secretary.
6. Matters reported.
7. Matters discussed: the method of resolution and results for each proposal;

summaries of statements made by Independent Director members, experts, and other personnel; and any dissenting or qualified opinions.

8. Extraordinary motions: the name of the proposer; the method of resolution and results; summaries of statements made by Independent Director members, experts, and other personnel; and any dissenting or qualified opinions.
9. Other matters required to be recorded.

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

The minutes shall be signed or sealed by the chairperson of the meeting and the recording personnel, and shall be distributed to each Independent Director member of the Committee within twenty days after the meeting. The minutes shall also be included among the Company' s important records and properly preserved for the duration of the Company' s existence.

The preparation and distribution of the minutes referred to in the first paragraph may be conducted by electronic means.

Article 11

The Company shall make audio or video recordings of the entire proceedings of Audit Committee meetings for evidentiary purposes, and such recordings shall be retained for a period of at least five years. Such retention may be made by electronic means.

Where any litigation arises in connection with resolutions or matters deliberated by the Audit Committee before the expiration of the retention period referred to in the preceding paragraph, the relevant audio or video recordings shall be preserved continuously until the conclusion of such litigation.

Where Audit Committee meetings are convened by videoconference, the audiovisual materials of such meetings shall constitute an integral part of the minutes and shall be properly preserved for the duration of the Company' s existence.

Article 12

The Audit Committee or its Independent Director members may, on behalf of the Company, retain attorneys, certified public accountants, or other professionals to conduct necessary examinations or provide advice in connection with the exercise of their powers and duties. All related fees and expenses shall be borne by the Company.

Article 13

The following items shall be reviewed and evaluated:

1. Whether the Company has established relevant provisions governing the Organizational Charter of the Audit Committee, and whether all matters required to be observed are clearly specified therein.
2. Whether the Organizational Charter of the Audit Committee has been approved by a resolution of the Board of Directors.
3. Whether the members of the Audit Committee are composed entirely of Independent Directors, whether the number of members complies with the applicable requirements, and whether at least one member possesses accounting or financial expertise.
4. Whether the Audit Committee exercises its powers and duties in accordance with applicable laws and regulations.
5. Whether the Audit Committee convenes meetings at least once every quarter, and whether an attendance register is maintained for Independent Director members present to sign in.
6. Whether the convening of Audit Committee meetings specifies the cause for convening and whether notice is delivered to Committee members within the prescribed period; provided, however, that this requirement shall not apply in the event of an emergency.
7. Whether, when a member appoints another member as proxy to attend an Audit Committee meeting, a proxy form is executed specifying the scope of authorization with respect to the matters to be discussed.
8. Whether the minutes of Audit Committee meetings faithfully record all matters as required under the Organizational Charter and relevant laws and regulations,

are distributed to the attending Independent Director members within the prescribed period, and are included among the Company' s important records and properly preserved.

9. Whether the Audit Committee periodically reviews matters relating to its Organizational Charter and submits proposed amendments to the Board of Directors.

Article 14

These Rules shall become effective upon approval by a resolution of the Board of Directors, and the same shall apply to any amendments hereto.

Article 15

These Rules were formulated on June 25, 2024.