

Nanya Technology Corporation

Sustainable Development Committee Charter

Amended and approved by the Board of Directors on May 29, 2024

- Article 1 To fulfill the Company's commitment to sustainable development goals—including environmental protection, social responsibility, and corporate governance—and to strengthen sustainable governance, the Company hereby establishes a Sustainable Development Committee under the Board of Directors in accordance with the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies and the Sustainable Development Best Practice Principles for TWSE/TPEX Listed Companies. This Charter is adopted for compliance.
- Article 2 The composition, number of members, term of office, duties, meeting rules, and the resources the Company shall provide to enable the Committee to carry out its responsibilities shall, unless otherwise provided by laws or the Company's Articles of Incorporation, be governed by this Charter.
- Article 3 The Company shall make this Charter available on its official website and the Market Observation Post System (MOPS) for public access.
- Article 4 Committee members shall be appointed by the resolution of the Board of Directors and shall consist of a minimum of three members, with a majority comprising Independent Directors. The members shall elect one among themselves to serve as the convener and chairperson of meetings. The convener shall represent the Committee externally.
- The Committee may, taking into account the Company's scale, industry characteristics, or other needs for effective sustainability management, establish dedicated or concurrent sustainable development units and appoint a senior executive to serve as Chief Sustainability Officer, ensuring the effective implementation of the Company's sustainable development initiatives.

Article 5 The term of the Committee members shall, in principle, align with the term of the Board of Directors, and members may be reappointed. If a member is dismissed for any reason and the number of members falls below three, the Board of Directors shall appoint a replacement at the next meeting.

Article 6 The Committee shall perform the following duties with the care of a good administrator and report its work to the Board of Directors:

1. Review the Company's sustainable development and risk management policies, strategies, and management guidelines.
2. Oversee the implementation and effectiveness of the Company's sustainable development and risk management initiatives.
3. Review the Company's sustainability reports and other material information about sustainable development disclosed to the public.
4. Oversee the Company's greenhouse gas inventory and verification plans.
5. Oversee matters related to the Company's Sustainable Development Guidelines or any other tasks assigned to the Committee by resolution of the Board of Directors.

Dedicated or concurrent sustainable development units shall assist the Committee in implementing various initiatives, covering the following areas of responsibility, and shall report on the progress of sustainable development implementation to the Committee:

1. Corporate Governance: Responsible for legal compliance related to corporate governance, stakeholder communication mechanisms, and the assessment and management of relevant risks to achieve the Company's sustainable development goals.
2. Economic Aspect: Communicate with key value chain members and assess and manage related risks to achieve the Company's sustainability goals.
3. Environmental Aspect: Responsible for environmental management systems, compliance with environmental laws and international standards, assessment of sustainability transitions, improvement of

resource efficiency, climate change response measures, as well as the establishment of dedicated environmental management units or personnel to achieve environmental sustainability goals.

4. Social Aspect: Responsible for formulating fair compensation policies and employee performance appraisal systems, providing training and development, establishing human rights management policies and procedures, ensuring compliance with human rights laws and international standards, facilitating internal and external communication with employees and key external groups, assessing and managing human rights risks, and promoting community and cultural development to achieve the Company's goals for social inclusion.
5. Risk Management Aspect: In line with the Company's business strategy, assess risks related to operations, finance, information security, hazards, and legal compliance; review the performance of each risk area and business continuity plans to ensure their applicability, appropriateness, and effectiveness.

Article 7 The Committee shall meet at least twice a year and may convene additional meetings as needed. Notices of Committee meetings shall specify the purpose of the meeting and be delivered to all Committee members at least seven days in advance; however, this requirement does not apply in the case of emergencies.

The notice referred to in the preceding paragraph may be given electronically. If the convener is on leave or otherwise unable to convene a meeting, another Committee member shall be appointed by the convener to act on their behalf; if no one is designated, the other Committee members shall elect one member to act as convener.

The Committee may invite the Company's relevant managerial personnel, internal auditors, accountants, legal advisors, or other sustainability professionals to attend meetings and provide necessary information; however, they shall leave the meeting during discussions and voting.

When the Committee convenes, relevant materials shall be prepared and made available for Committee members to review at any time during the meeting.

Article 8 The convener shall set the meeting agenda, and other members may also propose agenda items for discussion. The agenda shall be provided to all Committee members in advance.

When the Committee meets, the Company shall prepare a sign-in sheet for attending members to sign, which shall be kept for record and reference.

Committee members shall attend meetings in person. If a member is unable to attend in person, they may appoint another member as a proxy; however, each proxy may accept authorization from only one member. Attendance via video conference shall be deemed in-person attendance. When a Committee member appoints another member as a proxy to attend a meeting, a proxy authorization letter shall be issued for each instance, specifying the scope of authorization for each agenda item.

Article 9 Committee resolutions, unless otherwise provided by laws, the Articles of Incorporation, or relevant Rules, shall require the approval of at least half of all Committee members. If the chairperson consults the attending members and no objection is raised, the resolution shall be deemed adopted with the same effect as a vote.

The results of any votes by the Committee shall be reported immediately and recorded in the meeting minutes.

Article 10 If a Committee member has a personal interest in a meeting agenda item, they shall disclose the material aspects of that interest. If such an interest may be detrimental to the Company's interests, the member shall neither participate in the discussion or voting nor act as a proxy for another member in voting on that matter, and shall recuse themselves during discussion and voting.

If a Committee member's spouse or a relative within the second-degree of kinship has an interest in a meeting agenda item as described in the preceding paragraph, it shall be deemed that the member has a personal interest in that item.

If, due to the circumstances described in the first paragraph of this Article, the Committee is unable to reach a resolution, the matter shall be reported to the Board of Directors for a decision.

Article 11 Minutes shall be prepared for all Committee meetings, and the minutes shall accurately record the following:

1. The session (or year), date, and location of the meeting.
2. Name of the chairperson.
3. Attendance status of members, including names and numbers of those present, on leave, or absent.
4. Names and titles of attendees other than Committee members.
5. Name of the minute taker.
6. Items reported.
7. Discussion items: the method and results of resolutions for each proposal; the names of Committee members with interests as defined in the preceding Article; explanations of the material aspects of such interests; reasons for recusal or non-recusal; the circumstances of any recusal; and any dissenting or reserved opinions expressed by Committee members.
8. Extempore motions: the name of the proposer; the method and results of the resolution; summaries of remarks by Committee members and other attendees; the names of Committee members with interests as defined in the preceding Article; explanations of the material aspects of such interests; reasons for recusal or non-recusal; the circumstances of any recusal; and any dissenting or reserved opinions expressed by Committee members.
9. Other matters that shall be recorded.

The Committee's sign-in sheet shall be included as part of the meeting minutes. If a meeting is held via video conference, the audio and video recordings shall also be included as part of the meeting minutes.

The minutes shall be signed or stamped by the chairperson and the minute taker. They shall be distributed to all Committee members within 20 days after the meeting, included as important Company records, and retained for five years.

Preparation and distribution of the meeting minutes may be done electronically.

If any litigation arises related to resolutions of the Committee before the expiration of the retention period specified in the preceding paragraph, the minutes shall continue to be retained until the conclusion of the litigation.

Article 12 The Committee shall regularly review this Charter and related matters and submit any revisions to the Board of Directors for approval. Matters resolved by the Committee may have their follow-up actions delegated to the convener or other Committee members, who shall provide written or verbal updates to the Committee during implementation and, if necessary, present them for confirmation or reporting at the next meeting.

Article 13 The Committee may, by resolution, engage attorneys, accountants, or other professionals to conduct necessary reviews or provide advice on matters related to the exercise of its duties, with related expenses covered by the Company.

Article 14 This Charter shall take effect upon approval by the Board of Directors, and the same shall apply to any amendments.