




AIRTAC INTERNATIONAL GROUP

Charter of Sustainable Development Committee

Doc. No. **AO-GM-MR-033**

Version **A-0**

 Airtac International Group	Charter of Sustainable Development Committee						No.	AO-GM-MR-033
	Prepared on	Aug. 15, 2025	Revised	-	Version	A-0	Page	1 of 8

1 、 Purpose

To achieve the Company’s sustainability objectives and strengthen sustainability governance, the Sustainability Committee (the “**Committee**”) is established 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 Organizational Charter (the “**Charter**”) is adopted to govern the Committee’s operations.

2 、 Scope of these Rules

The number of members, term of office, authority, meeting procedures of the Committee, and the resources to be provided by the Company for the exercise of its authority shall, unless otherwise provided by laws or the Articles of Incorporation, be governed by this Charter. Any matters not covered herein, or in the event of amendments to applicable laws and regulations, shall be handled in accordance with the relevant laws and regulations then in force.

3 、 Unit-in-Charge

3.1 Office of the General Manager: In charge of formulating and amendments of the Charter.

4 、 Definition

None.

5 、 Procedures

None.

6 、 Content

6.1 Committee and Executive Unit Composition

6.1.1 The Committee shall consist of no fewer than three members, appointed by resolution of the Board of Directors. Members of the Committee should possess professional knowledge and capabilities in corporate sustainability, and at least one director shall take part in supervisory duties.

6.1.2 The Committee is the highest-level body for sustainability management,

 Airtac International Group	Charter of Sustainable Development Committee						No.	AO-GM-MR-033
	Prepared on	Aug. 15, 2025	Revised	-	Version	A-0	Page	2 of 8

coordinating subsidiaries to jointly implement sustainability plans and objectives. The Chairman of the Board may appoint a senior executive to concurrently serve as the Chief Sustainability Officer to ensure the effective promotion of the Company's sustainability initiatives.

6.2 The term of a Committee member

The term of Committee members shall generally coincide with that of the Board of Directors, and members may be reappointed. If a member is removed for any reason resulting in fewer than three members, the Board shall appoint a replacement at its next meeting.


6.3 Committee Authority

Pursuant to the authorization of the Board of Directors, the Committee shall, exercise the due care of good administrators, faithfully perform the following duties and report to the Board:

- (1) Formulate, implement, and strengthen the Company's sustainability policies, annual plans, and strategies.
- (2) Review, monitor, and revise the execution and effectiveness of sustainability initiatives.
- (3) Oversee the disclosure of sustainability-related matters and review the Sustainability Report
- (4) Oversee the implementation of the Company's operations related to the Sustainable Development Best-Practice Principles or other sustainability-related tasks as approved by the Board.
- (5) Other matters assigned to the Committee by the Board of Directors.

6.4 Composition and Authorities of Subsidiary Execution Units

6.4.1 The Company's four major subsidiaries (Airtac Ningbo, Airtac Guangdong, Airtac China, and Airtac Taiwan) shall assist the Committee in carrying out the

 Airtac International Group	Charter of Sustainable Development Committee						No.	AO-GM-MR-033
	Prepared on	Aug. 15, 2025	Revised	-	Version	A-0	Page	3 of 8

following tasks:

- (1) Consolidate execution plans or other sustainability-related matters.
- (2) Assess risks and opportunities associated with specific sustainability issues and propose sustainability development goals for subsidiaries and operational sites.
- (3) Plan and promote sustainability initiatives while tracking the effectiveness of their implementation.

6.4.2 The Company's four major subsidiaries may each appoint a Chief Sustainability Coordinator to oversee the implementation of sustainability-related tasks. The Coordinator shall be a senior executive with authority to establish specialized task forces for individual sustainability issues. Task force members shall be selected by the Coordinator from qualified professionals within the subsidiaries' functional units or operational sites. Each operational site shall function as the primary execution unit for sustainability action plans and shall implement the following measures to achieve sustainability performance:

- (1) Comply with the decisions of the Committee.
- (2) Establish a sustainability management organization or responsible unit at the operating site to manage and implement the local sustainability action plans.
- (3) Based on sustainable development policies, provide necessary immediate responses and flexible solutions to local sustainability issues.
- (4) Provide sustainability-related information and performance metrics for operational sites in conjunction with sustainability disclosure and performance assessment.

6.5 Convening and Calling of Meetings

6.5.1 The Committee shall hold at least one meeting each year and may hold meetings

 Airtac International Group	Charter of Sustainable Development Committee						No.	AO-GM-MR-033
	Prepared on	Aug. 15, 2025	Revised	-	Version	A-0	Page	4 of 8

as needed.

6.5.2 In calling a Committee meeting, a notice setting out the reasons for the meeting shall be given to the Committee members and supervisors earlier than 7 days in advance of the meeting. In emergency circumstances, however, the meeting may be called on shorter notice. Notices of meetings may be given in writing or by electronic means.

6.5.3 The Committee shall elect one of its members as the convener, who shall serve as the chair of the meetings. If the convener is on leave, sick, or otherwise unable to convene a meeting, the convener shall appoint another Committee member to act as convener. If no such appointment is made, the other Committee members shall select one member to serve as convener.

6.5.4 The Committee may invite relevant managers, internal auditors, accountants, legal advisors, or other corporate sustainability professionals to attend meetings and provide necessary information, but they shall leave the meeting during discussions and voting.


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

6.6 Attendance and Resolutions

6.6.1 The Committee's meeting agenda shall be drafted by the convener. Other members may also propose motions to the Committee for discussion. The agenda of the Meeting shall be provided to Committee members in advance.

6.6.2 When a Committee meeting is held, the Company shall provide a sign-in register for attending members to record their attendance, which shall be kept on file for reference.

6.6.3 Committee members shall attend Committee meetings in person. If a member is unable to attend in person, he or she may appoint another member to attend on

 Airtac International Group	Charter of Sustainable Development Committee						No.	AO-GM-MR-033
	Prepared on	Aug. 15, 2025	Revised	-	Version	A-0	Page	5 of 8

their behalf; attendance via videoconference shall be deemed as attending in person. Each member may only act as a proxy for one other member.

6.6.4 A Committee member who appoints another member to attend a Committee meeting shall, in each instance, issue a proxy specifying the scope of authorization with respect to the matters for which the meeting is convened.

6.6.5 Committee resolutions require approval by more than half of all members, unless laws, regulations, the Articles of Association, or applicable rules specify otherwise. When the Committee Chair inquires during a vote and no objections are voiced, the proposal shall be considered approved with the same legal effect as a formal vote. The Committee's voting results shall be promptly reported and documented in the meeting minutes.


6.7 Conflict of Interest

6.7.1 If any Committee member has a personal interest in an agenda item under discussion, the member shall disclose the material content of such interest. When the interest is likely to prejudice the company's interests, the member shall not participate in the discussion or vote on the item, shall abstain from discussion and voting, and shall not act as a proxy for another member to exercise voting rights on the matter. If the member's spouse, blood relatives within the second degree of kinship, or any company over which the member has a controlling or subordinate relationship has an interest in the agenda item, the member shall be deemed to have a personal interest in that item.

6.7.2 If, pursuant to the provisions of Section 6.7.1, the Committee is unable to reach a resolution, the matter shall be reported to the Board of Directors for a decision.

6.8 Meeting Minutes


6.8.1 Minutes shall be prepared for Meetings of the Committee. The minutes shall record the following in detail:

 Airtac International Group	Charter of Sustainable Development Committee						No.	AO-GM-MR-033
	Prepared on	Aug. 15, 2025	Revised	-	Version	A-0	Page	6 of 8

- (1) Session, time, and place of meeting.
- (2) Name of the chairperson
- (3) Attendance of Committee members, specifying the names and number of members present, on leave, or absent.
- (4) Names and titles of those attending the meeting as nonvoting participants.
- (5) Name of minutes taker.
- (6) Matters reported on.
- (7) Matters Discussed : The method and results of resolution for each agenda item; the names of Committee members with interests in accordance with the preceding article and a description of the material content of such interests; the reasons for whether they should or should not recuse themselves; the circumstances of any recusal; and any objections or reservations expressed by Committee members.
- (8) Extemporaneous motion : The name of the proposer; the method and results of resolution for the motion; a summary of statements made by Committee members, experts, and other participants; the names of Committee members with interests in accordance with the preceding article and a description of the material content of such interests; the reasons for whether they should or should not recuse themselves; the circumstances of any recusal; and any objections or reservations expressed by Committee members.
- (9) Other matters required to be recorded.

6.8.2 The Committee's attendance register shall form part of the meeting minutes, including any relevant attendance records retained for meetings held via videoconference.

6.8.3 The minutes of a board meeting shall be signed or sealed by both the chairperson

 Airtac International Group	Charter of Sustainable Development Committee						No.	AO-GM-MR-033
	Prepared on	Aug. 15, 2025	Revised	-	Version	A-0	Page	7 of 8

and the minutes taker. A copy of the minutes shall be distributed to each director and supervisor within 20 days after the meeting, submitted to the Board of Directors, and preserved by the Company as important company records for five years. The production and distribution of the meeting minutes may be done in electronic form.

6.8.4 Before the preservation period set forth in the preceding paragraph expires, if a lawsuit arises concerning matters related to the Committee, the minutes shall be kept until the conclusion of such litigation.

6.9 Resources for the exercise of the Committee's powers

The Committee may resolve to retain the service of an attorney, certified public accountant, or other professionals to provide advice and assistance regarding matters within the Committee's authority. The costs of their services shall be borne by this Company.

6.10 Information Disclosure

The Company may disclose this Charter and the operation of the Committee in its annual report, on the Company's website, and through the Market Observation Post System.

6.11 Execution of Committee Resolutions

The execution of tasks relating to resolutions adopted by the Committee may be delegated to the convener or other Committee members for follow-up, with a written or verbal report to be presented to the Committee during the implementation period. When necessary, the matter shall be presented for ratification or a report made at the next meeting of the Committee.

6.12 Effective

This Charter, and any amendments hereto, shall come into force after approval by

<div><div>Airtac</div><div>Airtac International Group</div></div>	Charter of Sustainable Development Committee						No.	AO-GM-MR-033
	Prepared on	Aug. 15, 2025	Revised	-	Version	A-0	Page	8 of 8

the board of directors.

7 、 Related Rules

None.

8 、 Exhibits

None.