

The Whistle-Blowing and Disciplinary Methods for the Infringement of Best Practice Principles of Ethical Corporate Management and Codes of Ethics of Oriental Union Chemical Corporation (the “Company”)

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- Article 1 The formulation of these methods is to provide the managerial officers and other employees of the Company with appropriately precautionary, corrective and disciplinary counter measures should any infringement of Best Practice Principles of Ethical Corporate Management and Codes of Ethics occur.
- Article 2 The inappropriate gifts, treatment or other unjust interests referred to the Best Practice Principles are defined as below:
- (1) Any giveaway, premium or special offer, including particular and luxurious meals for business or with non-custom relations, or offers in any other form, requested directly or indirectly by the personnel of the Company from the business associates or the intended business seeking suppliers, agents or clients.
 - (2) Any giveaway or premium received by the personnel of the Company shall not be limited to the ones by way of local customs and courtesy and with value under two thousand NT dollars, or a given souvenir with company logo or a complimentary giveaway of sales promotion. Other items or cash provided shall be declined politely after explicit explanation of the Company’s stipulated rules.
 - (3) Any awarded prize or bestowment received at the festival of the supplier without prior paper or oral report to superior.
 - (4) Any entertainment provided by the supplier, agent, or client during a business trip which is beyond allowance of the Company.
 - (5) Any inappropriate invitation or entertainment accepted by the personnel of the Company during a business trip or a business engagement and resulted in the malpractice of the personnel, troubles, or other misconduct that may incur damage to the Company’s reputation.
 - (6) The personnel of the Company borrow money or conduct any paid-, free- or usage lease from suppliers, agents or clients which have

business relations with the Company.

- Article 3 The Company conducts educational promotion as guidance to the employees on the Codes of Ethics and Best Practice Principles.
- Article 4 The Company's procedures for whistleblowing against the infringement of codes of ethics and best practice principles are as follows:
The Company's employee or the third party (hereinafter referred to as the 'whistleblower') may report by way of verbal, email or paper to the department head, audit department or human resources department should there be any infringement found. A verification in paper should be delivered within three days if the whistleblowing is made through telephone call. When the whistleblowing is addressed face-to-face, the content from the whistleblower should be recorded and confirmed by the notified personnel by reading to the whistleblower or have himself check prior to signing or seal affixation.
- (1) The whistleblower's report after signed or sealed should be explicit with the following:
 - (a) the whistleblower's name, work unit, telephone number for contact
 - (b) the evidence and content submitted
 - (c) relevant proof or witness accessible
 - (d) date of whistleblowing
 - (2) The informed personnel or unit has the right to reject the report and inform the HR department immediately should one of the following occur:
 - (a) no real name and work unit stated
 - (b) no substantial evidence and content
 - (c) re-submit the same case, after case is closed by the investigation panel or juridical trial
- Article 5 Procedures of the investigation are as follows:
- (1) When reported, the department head of each unit should inform immediately the HR department and forward the relevant paper within three days, and HR department shall establish an investigation panel within five days upon receiving the papers.
 - (2) Apart from the personnel of HR department, the investigation panel should also include the Audit department and personnel from the unit of non-interested parties, or even experts if needed, while all the

personnel of the interested parties should be excluded.

- (3) The investigation panel shall notify via paper the interested parties within ten days upon establishment to present the statement in-person and conduct necessary investigation according to the evidence presented. The person being reported and the relevant interested parties are obliged to cooperate with the investigation.
- (4) The investigation panel composition and the process of the investigation and all the relevant info shall remain non-disclosure to the public unless approved. According to the stipulation of the Company, the relevant interested parties who cause the divulgence shall be disciplined, so shall the convener of the investigation panel be disqualified and replaced by another panel member therein.
- (5) To reach the verdict, it requires attendance of over two thirds of the panel members, and approval of majority of panel members present prior to the report compilation, in which the instruction resolved shall be stated.
- (6) The investigation panel shall complete the report after the verdict within three months in principle since the investigation started. An extension limit of 30 days is applicable, if needed.

Article 6 To withdraw the case after acceptance, a paper shall be submitted to the investigation panel after agreement reached with the impeached party. Once the case is closed upon receipt of the aforementioned notice, the same report shall never be submitted.

Article 7 The Investigation panel shall suspend the investigation should any of the following occur:

- (1) the whistleblower requests for the investigation suspension
- (2) the case has been escalated to juridical procedure
- (3) when investigation suspension becomes a must

Article 8 If any of the infringements are confirmed, the Company's disposition accordingly shall include the following:

- (1) The Company shall request the impeached party to stop the relevant misconduct and apply appropriate disposition according to law and the Company's regulation thereof.
- (2) The Company tolerates no violation. Any of the Company Professionals obtains, or intends to obtain, improper benefits for oneself or others at the cost of the Company by using one's position and authority shall be

dismissed, and unconditionally indemnify the Company for all losses, if occurred.

- (3) A complete document with the whistleblowing report registered, the processes and result of the investigation recorded shall be preserved for five years in either documentary or electronic form. If the case in any way relates to litigation within the preservation period, all the relevant info shall be kept until the end of the litigation.
- (4) Should the evidence be proved unmistakable, the relevant units of the Company are obliged to review the internal control system and procedures related and propose the counter measures for improvement to ensure no reoccurrence.

Article 9 The investigation report shall be sent to the whistleblower, the interested party and his/her direct superior in confidentiality. In the report, it is stated that within 10 days upon receipt of the report, the interested party may appeal to the investigation panel with the reason and new evidence in paper. The appeal process shall follow the investigation process of the whistleblowing case, and the appealed party cannot be disagreed with the verdict of the appeal.

Article 10 After the investigation, should there be any fabrication or falsification proved with the report of the whistleblower, the Company shall apply the stipulated regulation to the whistleblower for discipline or resort to law for legal liability.

Article 11 All the relevant investigation information and reports shall be kept and filed with HR department to ensure the implementation of the verdict, after the case is justly proved and ruled.

Article 12 The methods are formulated by HR department and implemented after approval of the President. The amendments shall follow the same procedure.

* *In case of any discrepancy between this English translation and the Chinese text of this document, the Chinese text shall prevail.*