

Continental Holdings Corporation

Group Guidelines for Handling Whistleblowing Cases

Classification: L3
Code: CPG-11
Version: 4.0
Page:1

Table of Contents

Revision History	2
1 Purpose	3
2 Scope	3
3 References	3
4 Terms and Definitions	3
5 Description	3
5.1 Process Map	3
5.2 Authority & Responsibility	3
5.3 Whistleblowing Channel and Principles	<u>34</u>
5.4 Investigation Procedure	5
5.5 Protection of Whistleblower	6
5.6 Investigation Principles	<u>67</u>
5.7 Investigation Report and Response	7
5.8 Retention of Records	7
6 Forms and Templates	7
7 Appendix	7

Continental Holdings Corporation

Group Guidelines for Handling Whistleblowing Cases

Classification: L3
Code: CPG-11
Version: 4.0
Page:2

Revision History

Sequent No.	Date	Version	Description
0	Jan 3, 2018	1.0	Initiation
1	Nov 15, 2018	1.1	Initiation of English content.
2	Jul 16, 2019	2.0	For SOP simplification, CEC's "Whistle Blower Guideline" is terminated, and in light of certain requirements in CEC's "Whistle Blower Guideline", this Guideline is revised accordingly.
3	Jan 02, 2020	3.0	<ol style="list-style-type: none">1. Added external channel of reporting in 5.3.1 2).2. Added the manner for handling anonymous reports in 5.3.1 5).3. Revised wordings in 5.3.1 2), 5.3.1 3), 5.3.1 4), 5.3.4, 5.3.5, 5.3.6, 5.3.7.
4	Apr 26, 2023	4.0	<ol style="list-style-type: none">1. Adjust the name of the Guidelines.2. Amend the full text in response to the adjustment of whistleblowing channels, processing units and process.3. Delete the form set forth in Article 6.1.

Group Guidelines for Handling Whistleblowing Cases

1 Purpose

The Guidelines are formulated to implement the ethics and integrity principles provided for in the Group's Code of Conduct and Ethical Management Best Practice Principles, and to establish the Group's whistleblowing channel and investigation procedure.

2 Scope

- 2.1 The Guidelines shall apply to all directors, supervisors, managers, and employees (hereinafter referred to as the "Group's staff") within the Group (as defined below).
- 2.2 Any person who is aware of, or reasonably suspects, any misconduct or violation of the Group's Code of Conduct or Code of Group Ethics and Business Conduct by the Group's staff may report the case pursuant to the Guidelines. The whistleblowers are not limited to the Group's staff.

3 References

- 3.1 CPG-07 Code of Conduct
- 3.2 CPG-08 Code of Group Ethics and Business Conduct

4 Terms and Definitions

- 4.1 Group : The Company and its subsidiaries, branches and divisions are collectively referred to as the Group herein.
- 4.2 The Company : Continental Holdings Corporation
- 4.3 Legal Dept./Head of Legal Dept. : The Company's Legal Dept./Head of Legal Dept.

5 Description

- 5.1 Process Map :
None.
- 5.2 Authority & Responsibility
 - 5.2.1 Legal Dept.
 - 1) Responsible for drafting and maintaining the Guidelines.
 - 2) Responsible for maintenance and management of whistleblowing case files.
 - 5.2.2 The Guidelines shall be announced and implemented after approval by the Company's Chief Executive Officer (the "CEO"), and the same shall apply to its revisions.
- 5.3 Whistleblowing Channel and Principles

Group Guidelines for Handling Whistleblowing Cases

- 5.3.1 The processing unit handling the whistleblowing against any of the Group's employees is the Company's CEO. The whistleblower may report the case, verbally or in writing.

Whistleblowing e-mail: WB.Box@continental-holdings.com

Mailing Address : 23F, No. 95, Sec. 2, Dunhua S. Rd., Taipei City

CEO of Continental Holdings Corporation

Where the whistleblower reports a case verbally, the processing unit shall record the contents stated by the whistleblower or designate the Head of Legal Dept. or competent person to make the record in writing as the written record for the whistleblowing.

The Company, Continental Engineering Corporation, Continental Development Corporation and HDEC Corporation shall announce said whistleblowing channel on their official websites made available to outsiders. The Company's CEO may also designate another subsidiary of the Group to do so.

- 5.3.2 The processing unit for whistleblowing against the Company's directors or CEO is the Secretariat of the Company's Board of Directors. The whistleblower may report the case in writing.

Address : 23F, No. 95, Sec. 2, Dunhua S. Rd., Taipei City

Secretariat of the Board of Directors, Continental Holdings Corporation

- 5.3.3 Whistleblowing Principles

The whistleblower shall disclose his/her full name when reporting in principle, and shall provide the following information :

- 1) The whistleblower's first name and surname and contact information.
- 2) The accused person's name, or any other information sufficient to identify the accused person.
- 3) The whistleblowing contents, and specific facts and evidence to be investigated.

- 5.3.4 Case not sustained

The whistleblowing case which meets any of the following subparagraphs shall not be sustained, provided that the whistleblowing information and related files and documents shall still be retained pursuant to Article 5.8 herein :

- 1) Anonymous reporting, and no specific facts and evidence available for investigation.

Group Guidelines for Handling Whistleblowing Cases

- 2) The whistleblowing information provides no specific contents, or no misconduct or violation of the Group's Code of Conduct or Code of Group Ethics and Business Conduct is found according to the whistleblowing contents.
- 3) The evidence presented by the whistleblower is found forged or fabricated.
- 4) The whistleblower fails to provide related facts and evidence, and still fails to do so upon receipt of a notice, and the investigator exhausts all means available for conduct of investigation, therefore, it is impossible to conduct any investigation. Unless the whistleblowing case is found not sustained pursuant to the requirements referred to in the preceding paragraph, the investigation procedure remains unaffected by the whistleblower's withdrawal of his/her whistleblowing case, if any.

5.4 Investigation Procedure

- 5.4.1 Upon acceptance of any whistleblowing case which is found sustained, the Company's CEO shall set the time period for the investigation subject to the circumstances, and designate competent personnel not involved in any conflict of interest to serve as the investigators who shall conduct the investigation after reporting to the Company's Chairman. If necessary, the Company's CEO may retain external attorneys or other professionals to participate in the investigation. The whistleblowing case involving the Company's directors and CEO shall be handled by the Company's Chairman or Audit Committee.
- 5.4.2 Where the whistleblowing case involves any subsidiary owned by the Company directly or any unit subordinated to it, it is advised to notify the subsidiary's CEO to provide sufficient assistance during the investigation after the case is accepted and found sustained.
- 5.4.3 The investigators may apply with the related unit for access to documents, data or objects, and inquiry anything related to the case. The related unit personnel shall cooperate with the investigators to satisfy the requirement and also provide necessary assistance.
- 5.4.4 Where the whistleblowing case is found true and material, the Group shall comply with related laws or internal requirements and disclose the same on the MOPs in accordance with the "Taiwan Stock Exchange Corporation Procedures for Verification and Disclosure of Material Information of Companies with Listed

Group Guidelines for Handling Whistleblowing Cases

Securities.”

5.4.5 Investigation Progress Report

The Company’s CEO shall report the investigation progress to the Chairman regularly on a weekly basis, provided that any important development or changes in the case shall be reported immediately.

5.4.6 Avoidance of Conflict of Interest

Where the investigator or any other person participating in the whistleblowing case meet any of the following subparagraphs, he/she shall recuse himself/herself from the acceptance, investigation and processing of whistleblowing case and be prohibited from interrupting or affecting the investigation procedure or results of the whistleblowing case, directly or indirectly :

- 1) Where he/she is the whistleblower, accused person or any other person involved in the case, or the spouse or relative within 2nd degree of kinship of the whistleblower, accused person or any other person involved in the case.
- 2) Where he/she participated in the submission, review, approving or execution of the causes for the whistleblowing case.
- 3) Where any other actual or potential conflict of interest is involved.

Notwithstanding, exemption may be approved by written consent by the Company’s CEO, whereby it is deemed that if condition in the above subparagraphs is found to be minor and unlikely to be bias.

5.5 Protection of Whistleblower

The processing unit and investigator shall be obligated to keep in confidence the whistleblower’s identity, whistleblowing contents and investigation procedure, and prohibited from disclosing any information sufficient to identify the whistleblower. Unless with prior consent from the whistleblower, the whistleblower’s name or any fact sufficient to identify the whistleblower shall not be recorded in public documents or investigation report.

For the protection of the whistleblower, please comply with Article 14 of the Company’s Code of Group Ethics and Business Conduct.

5.6 Investigation Principles

The investigation process and method of whistleblowing cases shall uphold the principles

Continental Holdings Corporation
Group Guidelines for Handling Whistleblowing
Cases

Classification: L3
Code: CPG-11
Version: 4.0
Page:7

of objectivity, impartiality and fairness. The accused persons and persons involved in the cases shall be given the opportunity for explanation.

5.7 Investigation Report and Response

5.7.1 The investigator shall present a written report per the investigation result and submit the same to the Company's CEO for approval. Where the investigation result involves any staff of the subsidiary owned by the Company directly or any unit subordinated to it, the Company's CEO is advised to consult with the subsidiary's CEO and shall authorize the investigation report and disciplinary action.

5.7.2 Where the whistleblowing case is found material, the Company's CEO shall report the important discoveries and findings gathered during the investigation to the Chairman and Board of Directors in a timely manner.

5.8 Retention of Records

The acceptance record, investigation procedure, investigation result, and documents or e-files to be retained of any whistleblowing case shall be centrally documented, recorded and maintained by the Legal Dept. The information related to the whistleblowing case shall also be retained permanently.

6 Forms and Templates

Nil.

7 Appendix

Nil.