

Far EasTone Telecommunications Co., Ltd.

The Charter of the Risk Management Committee

Approved by Board of Directors Meeting on 2018/11/5

Article 1	For the purposes of strengthening corporate governance and risk management function, this Charter (the “Charter”) of the Risk Management Committee (the “Committee”) is adopted by the FarEasTone Telecommunication Co., Ltd. (the “Company”) pursuant to the “Corporate Governance Best Practice Principles for TWSE/GTSM Listed Companies” Article 27.
Article 2	The Charter shall duly govern and regulate the composition of the Committee members, number, term of office, official powers, rules of procedure for meetings, and the resources to be provided by the Company.
Article 3	<p>The Committee members shall be appointed by resolution of the board of directors. It shall have at least three members and more than half of them shall be independent directors. A member of the Committee shall be elected as the convener and the chair of the meeting by the entire members.</p> <p>The term of the Committee members shall be identical with that of the board of directors which appointed the members.</p> <p>When the number of members of the Committee falls shorter than three members due to dismissal of member of the Committee for cause, board of directors shall meet within 3 months from the date of occurrence of the event to by-elect replacement member.</p>
Article 4	<p>The powers of the Committee are as follows:</p> <ol style="list-style-type: none">1. Review policies & framework, risk appetite or tolerance level.2. Review major risk issues and management report.3. Timely report to the Board.
Article 5	<p>The IT division shall be charged with the rules of order of the Committee meeting, such as meeting notice, preparation of agenda, proceeding of meeting, meeting minutes and other related matters.</p> <p>The Committee shall convene at least twice a year, and may call a meeting when necessary.</p> <p>In calling a meeting of the Committee, a notice of the reasons for convening the meeting shall be served to each member at least 7 days in advance. In emergency circumstances, however, the meeting may be convened without such limitation.</p> <p>The meeting notice may be sent by electronic means.</p> <p>The Committee may request the presence of managers of relevant departments or other personnel(s) to provide pertinent and necessary information.</p>
Article 6	The Committee’s meeting agenda shall be established by the convener. Other Committee members may, as well, offer proposals to be discussed by the Committee. The meeting

	<p>agenda shall be provided to all Committee members beforehand.</p> <p>When the Committee is held, the company shall provide an attendance book for signature by the members attending the meeting and thereafter made available for reference.</p> <p>The Committee members shall participate in the Committee meeting in person. A Committee member who is unavailable to attend in person may authorize a proxy to attend on his or her behalf. The proxy may accept a proxy from one person only.</p> <p>Attendance via tele- or video-conference is deemed as attendance in person.</p> <p>A Committee member appointing another member to attend the meeting in his or her place shall in each instance issue a written proxy stating the scope of authorization with respect to the reasons for the meeting.</p> <p>When the convener is on leave or unable to convene a meeting for any cause, the convener may appoint another member as acting convener.</p> <p>A resolution of the Committee shall require the approval of one-half or more of all of the members. The results of voting shall be made known immediately, and recorded in writing.</p>
<p>Article 7</p>	<p>Discussions at a meeting of the Committee shall be included in the meeting minutes, which shall faithfully record the following:</p> <ol style="list-style-type: none"> 1. The session, time, and place of the meeting. 2. The name of the meeting chair. 3. Attendance by the independent directors, including the names and the number of members present, excused, and absent. 4. The names and titles of those attending the meeting. 5. The name of the minute taker. 6. The matters reported. 7. The matters discussed: the method of resolution and the result for each proposal; a summary of the comments, opposition or reservation opinions expressed by the Committee members, experts and other persons present. 8. Extempore motion: The name of the mover; the method of resolution and the result for each motion; a summary of the comments, opposition or reservation opinions expressed by the Committee members, experts and other persons present. 9. Other matters required to be recorded. <p>The attendance book constitutes part of the minutes.</p> <p>The minutes of a Committee meeting shall be signed and affixed seals by the chair and the minute taker, and shall be distributed to all Committee members within 20 days after the meeting. The minutes shall be deemed important corporate records and appropriately preserved during the existence of the Company.</p> <p>The minutes may be produced and distributed by electronic means.</p> <p>Where the Committee convenes a meeting through video system, the video and audio information should form an integral part of the meeting minutes.</p>

Article 8	<p>The Committee shall conduct periodic reviews of matters relating to this Charter and present the opinion for amendment by the board of directors.</p> <p>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 Committee meeting.</p>
Article 9	<p>This Charter and the amendment shall enter into force by the resolution of the board of directors.</p>