

Corporate Charter

Chapter 1 General

- Article 1: The Company is organized according to the Company Act under the name of Taiming Assurance Broker Co., Ltd.
- Article 2: The Company may engage in the following business activities:
H602011 Life Insurance Brokerage
H602021 Property Insurance Brokerage
- Article 3: The Company set up its headquarters in Taipei City. When necessary, it may set up branch offices domestically or abroad with a resolution by the Board of Directors.
- Article 4: The Company makes public announcements in accordance with Article 28 of the Company Act.
- Article 4-1: The Company's external investment may exceed the paid-up capital by more than 40 percent and the Board of Directors, and shall be authorized by the Board of Directors.
- Article 4-2: The Company may, for the needs of its business or the invested enterprise, handle the issue of endorsement guarantee in accordance with the provisions of the Company's endorsement guarantee operation procedure.

Chapter 2 Shares

- Article 5: the total capital of the Company is NT\$300,000,000, divided into 30 million shares, each of which shall be NT\$10, and authorized to be issued by the Board of Directors in several issues.
- Article 6: Shares of the Company are name-bearing certificates, signed and stamped by more than three Directors, and issued in compliance with relevant laws and regulations after approval.
Shares of the Company are issued without physical certificates, but shall be recorded at the Centralized Securities Depository.
- Article 7: The book closure date implemented to facilitate each general and provisional shareholders' meeting shall be determined in accordance with the provisions in Article 165 of the Company Act and five days before the base day set for share transfer and settlement of dividend and other interests.

Chapter 3 Shareholders' Meeting

Article 8: Shareholders' meeting can be classified into general or provisional meeting. The general meeting is held at least once per year, commenced within six months from the end of a fiscal year, and the provisional meeting is held whenever necessary in accordance with the relevant laws and regulations. The shareholders' meeting notice can be delivered in electronic form when consented by the receiver. For shareholders holding less than one thousand registered shares, the notice stated in the preceding paragraph can be delivered in the form of a public announcement.

Article 8-1: When the Company intends to revoke a public offering, the matter shall be raised at the shareholders' meeting and determined by a resolution.

Article 9: Shareholder may appoint a proxy to attend the shareholders' meeting on behalf by providing a signed and stamped letter of appointment of representation in the format provided by the Company, stating the scope of authorization.

The use of the letter of appointment of representation shall be in compliance with the "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies" enforced by the competent authority, unless otherwise stipulated in the Company Act.

Article 10: Unless otherwise prescribed in laws and regulations, holder of each share shall have one vote.

Article 11: Unless otherwise stipulated for in the Company Act, resolutions at a shareholders' meeting shall be adopted by a majority vote of the shareholders present, who represent more than one-half of the total number of voting shares.

The voting rights of the Company's shareholders may be exercised in writing or by way of electronic transmission at a shareholders' meeting.

Article 12: where the shareholder of the Company is only a legal person shareholder, the Board of Directors shall exercise the functions and powers of the Board of shareholders of the Company, and the provisions of the articles of association concerning the Board of shareholders shall not apply.

Chapter 4 Directors and Audit Committee

Article 13: The Company shall have 6 to 9 directors and the authorization for the number of directors will be given to the Board of Directors. The Board of Directors shall have at least three independent directors and not less than 1/5 of the total number of directors. The term of office of directors is three years. The directors shall be elected by the shareholders' meeting from among the persons with disposing capacity, regardless of their shares. At the expiration of the term of office of a director and under the circumstance that the election cannot be held in time, the director's term is lengthened until the newly elected director takes office.

As specified in Article 192-1 of the Company Act, the candidate nomination system shall be followed for election of directors in the Company. The shareholders shall elect directors from the list of director candidates. Relevant laws and regulations shall be followed to select candidates with professional qualifications as independent directors, shareholding, restrictions on part-time job, affirmation of independence, nomination and election mode or other matters.

The Company may buy liability insurance for its directors, within the scope of business during their term of office.

Article 13-1: The audit committee of the Company shall be composed of all independent directors, with no less than three members, one of whom shall be the convener, and at least one of whom shall have financial or accounting expertise.

Article 14: Article 14: where the Board of Directors is organized by the directors, the attendance of more than two-thirds of the directors and the consent of more than half of the directors shall be mutually referred to one chairman of the Board and one vice chairman of the Board. The chairman of the Board represents the Company externally.

Article 14-1: Convening of the Board of Directors' meeting shall state the cause and notify the directors Seven Days in advance. However, in times of emergency, a meeting may be called at any time. The notice mentioned in the preceding paragraph may be effected in writing or by means of electronic transmission.

Article 15: in case the Chairman of the Board of Directors is on leave or absent or cannot exercise his power and authority for any cause, his representative shall be selected according to Article 208 of the Company Act. Unless otherwise provided, a Board of Directors meeting requires presence of over half of the directors and agreed upon by over half of the directors present. Directors may appoint proxies with a letter of appointment of representation, stating the scope of authorization. However, one proxy can only be appointed by one director.

If the meeting of the Board of Directors is conducted by video conference, the directors taking part in the video conference are deemed to have attended the meeting in person.

Article 16: Compensations for the directors shall be determined by the Board of Directors according to the involvement and contribution of each director, with reference to the industry standards.

Chapter 5 Managers

Article 17: The Company may engage managers and their appointment, dismissal and compensations shall be conducted in accordance with Article 29.

Chapter 6 Accounting

Article 18: Article 18: at the end of each accounting period, the Board of Directors shall prepare (i) business report (ii) financial statements (iii) motions for the allocation of surplus or deficiency and other forms, submit them to the audit committee for examination and verification in accordance with the law, and submit them to the shareholders' regular meeting for recognition.

Article 18-1: If the Company has profits in a fiscal year, it shall set aside 1% to 5% of the profits as employee compensation and not more than 5% of the profits as director compensation. However, if the Company has accumulated losses, the profits shall be first reserved for offsetting the losses.

The employee compensation stated in the preceding paragraph may be paid in the forms of stock or cash, and the directors' compensations in cash only.

The payouts of employee bonus and director compensations shall be determined by the Board of Directors meeting attended by more than two-third of all Board members present and agreed upon by no less than one-half of the members present and reported at the shareholder's meeting.

Article 19: If there is surplus in the Company's final account, priorities should be made to pay taxes and make up for the accumulated losses, and followed by 10 percent of legal surplus reserve. However, the legal surplus reserve has reached the Company's total paid-in capital and continuous contribution is not required. When needed, the legal surplus reserve may be transferred or reversed into the special surplus reserve in accordance with the relevant

laws and regulations. If there is still a surplus, the Board of Directors shall propose to the shareholders' meeting for distribution of this surplus.

In the changing business environment, the Company is still in the growth stage. For future expansion, shareholder bonuses are paid in complementary forms of cash and stock, under the principle of no less than 50 percent of cash dividend, while adjustments may be made when necessary through a resolution at the shareholders' meeting.

Chapter 7 Supplementary Provisions

Article 20: For matters not specified in this Corporate Charter, compliance with the Company Act shall be met.

Article 21: This Corporate Charter was established on October 3, 2002.

The first revision was approved on May 1, 2004.

The second revision was approved on June 10, 2005.

The third revision was approved on June 9, 2006.

The fourth revision was approved on June 13, 2007.

The fifth revision was approved on June 20, 2008.

The sixth revision was approved on June 17, 2009.

The seventh revision was approved on June 14, 2013.

The eighth revision was approved on July 26, 2013.

The ninth revision was approved on October 11, 2013.

The tenth revision was approved on May 14, 2014.

The eleventh revision was approved on June 10, 2015.

The twelfth revision was approved on June 15, 2016.

The thirteenth revision was approved on June 14, 2017.

The fourth revision was approved on June 8, 2018.

The eleventh Amendment was approved on February 20, 2019.