# Catcher Technology Co., Ltd. Sustainability and Risk Management Committee Charter

#### Article 1 Purpose and Basis

To fulfill the Company's sustainable development objectives and strengthen its sustainability governance framework, the Sustainability and Risk Management Committee (hereinafter referred to as the "Committee") is established in accordance with the Corporate Governance Best Practice Principles for TWSE/TPEx Listed Companies and the Sustainability Development Best Practice Principles for TWSE/TPEx Listed Companies. This Sustainability and Risk Management Committee Charter (hereinafter referred to as the "Charter") is thereby formulated for compliance.

#### **Article 2** Scope of Applications

Matters related to the duties and authorities of the Committee shall be conducted in accordance with the provisions of this Charter, except as otherwise provided by applicable laws, regulations, or the Company's Articles of Incorporation.

### Article 3 Composition of the Committee, Promotion, and Executive Units

- The members of the Committee shall be appointed by resolution of the Board of Directors. More than half of the members shall be Independent Directors. A Convener shall be elected from among all members, and all members shall possess professional knowledge and competence in corporate sustainability.
- 2. The Committee shall establish cross-departmental functional teams and designate relevant responsible executives to ensure the effective promotion and implementation of sustainability-related initiatives.

# **Article 4** Term and Replacement of Committee Members

- 1. The term of the Committee members shall, in principle, coincide with that of the Board of Directors, and members may be reappointed upon re-election.
- 2. If, due to resignation or other reasons, the number of Committee members falls below three, a replacement shall be appointed at the next meeting of the Board of Directors.

# Article 5 Duties and Responsibilities of the Committee, Promotion, and Executive Units

Under the authorization of the Board of Directors, the Committee shall perform its duties with the care of a prudent administrator and faithfully fulfill the following responsibilities, reporting the results to the Board of Directors:

- Formulate, promote, and strengthen the Company's sustainability development direction, including issues related to climate change and environmental protection, social and human rights matters, corporate governance, and risk management, as well as establish corresponding goals and implementation strategies.
- 2. Monitor and review the implementation status of sustainability initiatives.
- 3. Supervise the disclosure of sustainability-related information to enhance the accuracy and transparency of such information.
- 4. Supervise the execution of sustainability-related initiatives as resolved by the

Board of Directors.

#### **Article 6** Committee Meetings and Convening Procedures

- The Committee shall convene at least once every year and may hold additional meetings as necessary.
- 2. A meeting notice stating the purpose of the meeting shall be given to all Committee members at least seven days in advance. In case of emergency, this notice period may be waived. The notice may be delivered in writing or by electronic means.
- 3. Meetings of the Committee shall be convened and chaired by the Convener. If the Convener is on leave or unable to convene a meeting, another member designated by the Convener shall act as proxy; if no proxy is designated, the remaining members shall elect one among themselves to act in that capacity.
- 4. The Committee may invite relevant department heads and personnel of the Company, internal auditors, accountants, legal advisers, or other sustainability professionals to attend meetings and provide necessary information. However, such invitees shall leave the meeting during discussion and voting.
- 5. Relevant materials shall be prepared and made available for review by the Committee members during meetings.

#### Article 7 Agenda and Attendance

- 1. The meeting agenda of the Committee shall be determined by the Convener. Other members may also propose agenda items for discussion by the Committee.
- 2. A sign-in sheet shall be provided by the Company for attending members to sign in, which shall be retained for recordkeeping purposes.
- 3. Members of the Committee shall attend meetings in person. If a member is unable to attend, he or she may appoint another member as a proxy to attend on their behalf. Participation via video conference shall be deemed attendance in person.
- 4. When a Committee member appoints another member as a proxy to attend a meeting, a written proxy shall be issued for each meeting, specifying the scope of authorization with respect to the matters on the agenda.

#### **Article 8** Resolution Procedures of the Committee

- Unless otherwise provided by applicable laws, the Articles of Incorporation, or other rules, a resolution of the Committee shall require the attendance of more than one-half of all members and the approval of a majority of the attending members. If the Chairperson inquires and no objection is raised by any of the attending members, the resolution shall be deemed adopted with the same effect as a formal vote.
- 2. The results of any resolution shall be reported immediately at the meeting and recorded in the minutes.

#### **Article 9** Recusal of Committee Members

 Committee members with a personal interest in any matter under discussion shall disclose the material aspects of such interest. Where the interest may be detrimental to the interests of the Company, the member shall refrain from

- participating in the discussion and voting on the matter, and shall not act as a proxy for another member in exercising voting rights.
- Members who consider it appropriate to recuse themselves, or who are required to do so by resolution of the Committee, shall withdraw from deliberation and voting on the relevant matter.

#### **Article 10** Minutes of Committee Meetings

Minutes shall be prepared for all meetings of the Committee, and such minutes shall accurately record the following details:

- 1. The term (or year), date, and venue of the meeting.
- 2. The name of the chairperson.
- 3. The attendance status of members, including the names and numbers of those present, on leave, or absent.
- 4. The names and titles of attendees present at the meeting.
- 5. The name of the minute taker.
- 6. Reports presented.
- 7. Discussion items: the method and results of resolutions for each proposal; the names of members with a conflict of interest and material details thereof; reasons for recusal or non-recusal; circumstances of recusal; and dissenting or reserved opinions of Committee members.
- 8. Extraordinary motions: including the name of the proposer, resolution method and results, summaries of statements by Committee members, experts, and other attendees; names of members with conflicts of interest and essential details thereof; reasons for recusal or non-recusal; recusal actions; and any objections or reservations expressed by Committee members.
- 9. Other matters required to be recorded.
  - The attendance sheet shall form part of the meeting minutes; for meetings convened via video conference, the audiovisual recordings shall also constitute part of the minutes.
  - The minutes shall be signed or sealed by the meeting chairperson and the minute taker and distributed to all Committee members within twenty (20) days after the meeting. The minutes shall be submitted to the Board of Directors, included as part of the Company's important records, and retained for at least five (5) years. Preparation and distribution of the minutes may be conducted electronically.
  - If litigation related to any resolution of the Committee occurs before the expiration of the retention period, the relevant minutes shall be preserved until the conclusion of such litigation.

#### **Article 11** Implementation of Committee Resolutions

Matters resolved by the Committee pursuant to the duties specified in Article 5, or subsequent actions arising from the engagement of professionals as resolved under Article 12, may be delegated to the Convener or other members of the Committee for further execution. During the execution period, a written report shall be submitted to the Committee, and when necessary, such matters shall be presented at the next Committee meeting for ratification or reporting.

#### **Article 12** Resources for the Exercise of Committee Duties

The Committee may, by resolution, engage attorneys, certified public accountants, or other professionals to conduct necessary audits or provide consultation on matters related to the exercise of its duties. All related expenses shall be borne by the Company.

# Article 13 Procedures for the Establishment and Amendment of This Charter

This Charter shall take effect upon approval by the Board of Directors.

Any amendments hereto shall follow the same procedure.

This Charter was established on November 6, 2025.