

The Shanghai Commercial & Savings Bank

The Nominating and Accountability Committee Charter

【 The name change of the committee and organizational regulations will be implemented after the shareholders' meeting approves the amendment of the company's articles of association. Currently, " Nominating Committee" and " The Nominating Committee Charter" are still used. 】

Formulation Secretarial office of Board of Directors

Approved on March 12, 2016

Amended on March 27, 2021

Amended on November 10, 2023

Amended on November 15, 2024

Article 1 In order to establish responsibility-based corporate governance, improve the functions of the Company's Board of Directors and strengthen the management mechanism, hold senior managers accountable and review the performance evaluation of appointed managers, etc., the organizational rules of this Committee's rules and regulations for compliance.

Article 2 Except as otherwise provided by law and regulation or by the articles of incorporation, matters relating to the number, term of office, official powers, and rules of procedure for meetings of the Committee shall be handled in accordance with this Charter.
The scope and responsibilities of senior management personnel are governed by the Company's "Responsibility Map System Guidelines for Senior Management Personnel" (hereinafter referred to as the "Responsibility Map System Guidelines") and in accordance with this Charter.

Article 3 The Committee shall be composed of at least three directors selected by the Board of Directors from among themselves; one of the Committee members shall be independent director.
The term of a Committee member, except as otherwise provided by law and regulation or this Company's articles of incorporation or bylaws, shall extend from the date of the director's selection as Committee member by the board to the date of expiration of the director's term, the director's resignation from the Committee or the directorship, or the director's replacement by another director selected as Committee member by the board.

Article 4 With authorization from the Board of Directors, the Committee shall exercise the due care of a good administrator to faithfully perform the following duties and shall submit its proposals to the board for discussion or report:

1. Reviewing, and nominating candidates for independent directors.
2. Consider the standards of qualifications and a diversified background covering the expertise, skills, experience, gender, etc. of the managerial officers (12 grades or above, Secretarial office of Board of Directors, managerial department, Credit Card Center, Branches , Regional Centers and Overseas Representative Offices the top management personnel, the same below) and reviewing candidates for managerial officers based on such standards.
3. Conduct performance evaluations of the Board of Directors, committees, and directors and review performance evaluations of appointed managers and periodically review succession plans, and evaluate the independence of independent directors.
4. Discussing the accountability and rewards of managerial officers.
5. Responsible for the accountability matters of the responsibility map and put forward accountability suggestions.
6. Supervise the implementation of the responsibility map system.
7. To be responsible for overseeing and managing the operations and decisions of the Company in relation to the types of business relevant to the Committee's responsibilities.
8. Review the responsibility map system and matters that need to be submitted to the Committee for review in accordance with relevant regulations of the competent authority and the Company.
9. Perform other matters related to the responsibilities as required by the Board of Directors.

If a member of the Committee has a stake in performing the duties in the preceding paragraph, he/she shall state the

important aspects of its stake in the meeting of the Committee concerned, and where there is a likelihood that the interests of this Company would be prejudiced or any member present has an interest in the case or the people involved for the case, he/she may not participate in discussion or voting, shall recuse himself/herself from any such discussion and voting, and may not exercise voting rights as proxy on behalf of another member of the Committee.

If the spouses, blood relatives within the second degree of kinship, or marriage relatives within the first degree of kinship of a member of the Committee have a conflict of interest regarding the matters of the meeting mentioned in the preceding paragraph, or may affect the fair and just handling of the case, the member shall be deemed to have a personal interest in the matter.

If the Committee is unable to make a resolution due to the second paragraph, the Committee shall report the matter to the Board of Directors and the Board of Directors shall make a resolution.

If the person being held accountable is the chairman, vice chairman or senior management personnel with director status, the opinions of independent directors must be included.

For matters related to the accountability of the Committee's resolutions, the results of the resolutions shall be submitted to the Board of Directors for resolution.

To decline to adopt a recommendation of the Committee, the Board of Directors shall require the agreement of a majority of the directors in attendance at a meeting attended by two-thirds or more of all of the directors.

Article 5 Pursuant to the preceding Article, Paragraph 1 of, the Committee shall undertake the following tasks:

1. In nominating independent directors, the Committee shall take note of the experience, professional qualifications, and integrity of the nominee (compared to other candidates), any concurrent position of director, supervisor, Committee member or chairperson that the nominee may hold in another company, as well as whether the nominee meets the

requirements for independent director set out in the Securities and Exchange Act and the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies, and as set by the Taiwan Stock Exchange Corporation or GreTai Securities Market; the prime consideration shall be that the nominee will act in the long-term interests of shareholders.

2. Prescribing and reviewing on a regular basis the qualifications of the managerial officers based on the scale and business nature of the Company, taking into account the expertise, skills, experience and gender required of them. According to the qualifications set, evaluate the performance of the managerial officers, and recommended slate of managerial officers are promoted or succeeded to the board for approval.

Article 6 The Committee shall convene at least twice a year, and may call a meeting at its discretion whenever necessary.

In calling a Committee meeting, a notice setting out the reasons for the meeting shall be given to the Committee members earlier than seven days in advance of the meeting. In emergency circumstances, however, the meeting may be called on shorter notice.

The convener and chairperson of a Committee meeting shall be selected from among themselves. If the Committee convener is on leave, unable to convene a meeting for any reason, or required to recuse himself/herself pursuant to Article 4, Paragraph 2, the convener shall appoint another director on the Committee to act as a convener. If the convener does not make such an appointment, the other Committee members shall select one director to serve as a convener.

The Committee may request management-level personnel of relevant departments, internal auditors, accountants, legal consultants or other personnel of the Company to attend the meeting and provide related information as required, provided such delegates shall leave upon any discussion or voting being conducted.

Article 7 The Committee's meeting agenda shall be drafted by the convener. Other members may also propose motions to the Committee for discussion. The meeting agenda shall be provided to members of the Committee in advance.

When a Committee meeting is convened, the Company shall make available an attendance book for attending members to sign and also for reference.

Committee members shall attend meetings in person. If a Committee member is unable to do so, it may appoint another member to do so as its proxy. Attendance via videoconferencing is deemed attendance in person.

A Committee member appointing another member to attend a meeting as its proxy shall issue a letter of authorization for each such appointment setting out the authorization in regard to matters for which the meeting is convened.

The proxy mentioned in Paragraph 3 above may accept the appointment by one person only.

Article 8 Except as otherwise provided by law and regulation or by this Company's articles of incorporation and bylaws, a resolution of the Committee requires the approval of a majority of the members present at the meeting attended by two-thirds or more of all Committee members.

The proceedings of a Committee meeting shall be recorded in minutes, which shall specify the following matters in detail:

1. Session, time, and place of the meeting
2. Chairperson's name
3. Attendance of members, including names and numbers of members who are present at the meeting, on leave or absent from the meeting
4. Names and titles of nonvoting delegates at the meeting
5. Name of minutes taker
6. Matters reported on
7. Matters for discussion: the resolution method and outcome of each motion, and any objections or reservations expressed by any Committee member
8. Extempore motions: the name of the person submitting the

motion, the resolution method and outcome of the motion, and summary of statements and objections or reservations expressed by members of the Committee, experts and other persons

9. Other matters required to be recorded.

The attendance book of the meeting, and the video and audio record in the event of a videoconference convened, are an integral part of the minutes of the proceedings.

Minutes of the proceedings must be signed or sealed by the chairperson and the minute taker of the meeting, and copies thereof shall be distributed to all Committee members within 20 days after the meeting. The minutes shall also be submitted to the board and be deemed important files of the Company, and shall be retained for five years. Preparation and distribution of the minutes of the proceedings may be done electronically.

Any and all meetings of the Committee shall be audio-recorded or videotaped from beginning to adjournment of the meeting as evidence and the files shall be kept for at least five years. The files may be stored in the electronic form.

If a lawsuit related to the resolution of the Committee meeting is filed before the expiration of the evidence retention period specified in the previous two paragraphs, the relevant audio and video evidence materials shall continue to be preserved until the conclusion of the lawsuit.

Article 9 The Committee may, by resolution, appoint lawyers, accountants or other professionals to conduct necessary inspections or provide consulting assistance on matters related to the exercise of its powers. The expenses incurred shall be borne by the Company.

Article 9-1 For accountability cases, the Committee may, depending on the circumstances of the case, invite the general auditor, head of the risk management department, head of corporate legal compliance and heads of relevant units to attend as observers. It may also designate relevant personnel to attend as observers to provide opinions, and may order the persons to be held

accountable to make statements. If necessary, the Committee may instruct the Major Violations Review Committee, the Personnel Review Committee or the Audit Office to investigate.

Article 10 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 meeting of the Committee.

Article 11 This Charter, and any amendments hereto, shall come into in force after adoption by a resolution of the Board of Directors. The name of the Committee was changed to "The Nomination and Accountability Committee" and the name of this Charter was changed to "The Nominating and Accountability Committee Charter ", which will be officially implemented upon approval by the Board of Directors and the amendment to Article 21-1 of the Articles of Association of the Company is approved by the shareholders' meeting.