

# Pili International Multimedia Co., Ltd.

## Corporate Governance Performance 2022

1. **Projects for execution in 2022 and their enforcement results** (according to Corporate Governance Evaluation Indicators, the priority is to make improvements to items not getting winning scores last year and strengthen the Company's management and project execution this year): [2022 (9th) Corporate Governance Evaluation Indicator 2.21]

### **Implementation of the improvement measures and operation for the prioritized matter not scored to be enhanced in 2021:**

- (1) **Evaluation Indicator 1.3 - Does the Company have more than have of its board members (including at least one independent director) and the Audit Committee convener (or at least one supervisor) personally present at the annual general meeting? Is the list of attendees disclosed as part of the meeting minutes?**

**Explanation:** The convener of the Audit Committee attended the regular shareholders' meeting on May 27, 2022; provided that the COVID-19 pandemic was still severe in 2022, fewer than the half of the directors attended the regular shareholders' meeting.

**Improvement measure:** Starting from 2023, the Company will plan in advance and invite directors and the Audit Committee convener to attend annual general meetings.

- (2) **Evaluation Indicator 2.7 - Did the company's independent directors reach one-third or more of all of the directors?**

Yes, after the re-election of directors in the regular shareholders' meeting on May 27, 2022, the independent directors have reached more than one-third of all directors.

### **Enhanced Corporate Governance Performance of the Year**

- (1) **Evaluation indicator 2.11 (new indicator since 9th evaluation) Were the company's interim financial reports all approved by the Audit Committee and submitted to the board for discussion and resolution?**

Yes, all the interim financial reports of 2022 were approved by the Audit Committee and submitted to the board for discussion and resolution?

- (2) **Indicator 2.18 (new indicator since 9th evaluation) Did the company carry out regular annual assessment of the performance of its functional committees (including at least the Audit Committee and Remuneration Committee), and disclose the implementation status and assessment results on the company's website or in its annual report?**

Yes, the Company has carried out regular annual assessment of the performance of its functional committees (including at least the Audit Committee and Remuneration Committee), and disclose the implementation status and assessment results on the company's website or in its annual report

## **2. Amendments to corporate governance policies and systems during the board of directors meeting held on February 25, 2022:**

- (1) Pursuant to part of the provisions of the "Regulations Governing the Acquisition and Disposal of Assets by Public Companies" amended by Jin-Guan-Zheng-Fa-Zhi No. 1110380465 dated January 28, 2022, the Company amended the "Operating Procedures for

Acquisition and Disposal of Assets.”

- (2) Pursuant to part of the provisions of the “Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies” amended by Zheng-Guei-Jian-Zhi No. 11000716032 dated December 15, 2021, the Company amended the “Corporate Governance Best Practice Principles.”
- (2) Pursuant to part of the provisions of the “Corporate Social Responsibility Best Practice Principles for TWSE/TPEX Listed Companies” amended by Zheng-Guei-Jian-Zhi No. 11000715832 dated December 13, 2021, the Company amended the “Corporate Social Responsibility Best Practice Principles.”
- (4) As the Company is relocated to Xizhi, Article 5 of the “Whistle-Blowing System” was amended for the mailing address of the Company and related texts.

### **3. Establishment of corporate governance policies and systems during the board of directors meeting held on March 28, 2022:**

- (1) The Company amended the “Rules of Procedure for Shareholders Meetings,” pursuant to some provisions of the “Sample Template for XXX Co., Ltd. Rules of Procedure for Shareholders Meetings” amended pursuant to Zheng-Guei-Jian-Zhi No.11100543772 dated March 11, 2022.
- (2) The “Remuneration Committee Charter” was amended after the regular review pursuant to Article 7 of the same Charter.

### **4. Matters relating to investor conference:**

Between January and October 2022, the Company participated in one investor conference organized by Jih Sun Securities on July 26, 2022.

### **5. Corporate governance training for the corporate governance officer between January and October 2022:**

Date	Course	Man*hours
August 25, 2022	Promotional explanation session of the insider equity for the TPEX and emerging stock market listed companies	3

### **6. Corporate governance training for directors, management, and employees between January to October, 2022**

Date	Course	Man*hours
March 14, 2022	The seminar for the issues and response regarding the new system of virtual shareholders’ meeting	108
March 18, 2022	Practice sharing for the operation audit	
April 14, 2022	Analysis of the latest corporate governance policy, laws, and common flaws	
April 26, 2022	“Lecture Part 2 of National Tax” and the promotion of the “controlled foreign company” (CFC) system, uniform tax receipts, and the seminar for the “Cloud Class of Uniform Tax Receipt”	
July 15, 2022	The ESG trends and the pandemic environment, and discussion of the global and Taiwanese tax reform, as well as the corporate tax	

	governance	
July 22, 2022	Realization of the audit value under the digital environment	
July 21, 2022	Impact on the group investment structure and the response thereof after the implementation of CFC	
July 21, 2022	The impacts of the global anti-base erosion rules and the anti tax avoidance system of Taiwan on the tax governance	
July 22, 2022	Analysis of the incentive tools to corporate employees	
July 22, 2022	Evaluation of corporate equity	
August 19, 2022	Is it a disruption or a refinement, a crisis or an opportunity	
August 23, 2022	Discussion of the independent directors and audit committee from the practical cases from courts	
August 31, 2022	The economic outlook for the second half of 2022 and the connection to the world	
September 16, 2022	Discussion of the best practice principles of ethical corporate management, corporate governance, and corporate social responsibility, and the cases of practice	
September 23, 2022	Class for corporate governance and corporate sustainable operation	
October 8, 2022 October 11, 2022	Promotional session for the matters to be conducted by the TPEx and emerging stock market listed companies	
October 18, 2022	Management of Intellectual Property, and Responsibility of Directors and Supervisor	
October 18, 2022	Analysis and case study of the estate and gift tax laws	

[Source of information and updates: The Corporate Governance Enforcement Team - Investors Relations Department, Audit Office]