

Xuyuan Packaging Technology Co., Ltd.
Board of Directors Meeting Operation Management Procedures
Revised by the Board on March 16, 2023

1. To establish a sound governance system for the company's board of directors, improve supervisory functions, and strengthen management capabilities, these procedures are formulated in accordance with Article 2 of the "Regulations Governing Procedure for Board of Directors Meetings of Public Companies" for compliance.

2. The rules of procedure for the company's board meetings, including the main agenda items, operating procedures, required details in meeting minutes, announcements, and other compliance matters, shall be handled in accordance with these rules.

3. The company's board meeting convening regulations are as follows:

3.1 The company's board shall convene at least once every quarter, and may convene at any time in case of emergencies.

3.2 The board meeting shall specify the reasons for convening and notify all directors seven days in advance. In emergencies, it may be convened at any time. Such notifications, with the consent of the recipients, may be sent in writing, by fax, or by email.

3.3 The matters listed in Article 7 of these procedures must be enumerated in the convening notice and shall not be raised as ad hoc motions.

4. The location and time of the company's board meetings shall be at the company's headquarters during office hours or at a location and time convenient for directors to attend and suitable for holding board meetings.

5. The designated unit for board meeting procedures is as follows:

5.1 The designated unit for the company's board meeting is the Finance Department.

5.2 The designated unit shall draft the meeting agenda and provide sufficient meeting materials, which shall be sent together with the convening notice.

5.3 If directors consider the meeting materials insufficient, they may request the designated unit to supplement them. If the proposal materials are deemed insufficient, the board may resolve to defer the review.

6. The agenda of the company's regular board meetings shall include at least the following items:

6.1 Reporting items:

6.1.1 Minutes and implementation status of the previous meeting.

6.1.2 Important financial and business reports.

6.1.3 Internal audit reports.

6.1.4 Other important reports.

6.2 Discussion items:

6.2.1 Discussion items reserved from the previous meeting.

6.2.2 Items scheduled for discussion in the current meeting.

6.3 Ad hoc motions.

7. The following matters shall be discussed by the company's board of directors:

7.1 The company's business plan.

7.2 Annual and semi-annual financial reports. However, semi-annual financial reports that are not required by law to be audited and certified by an accountant are excluded.

7.3 Establishment or revision of internal control systems as stipulated by Article 14-1 of the Securities and Exchange Act (SEA) and assessment of their effectiveness.

7.4 Establishment or revision of major financial business procedures such as acquisition or disposal of assets, derivative transactions, loans to others, and endorsements or guarantees for others, as stipulated by Article 36-1 of the SEA.

7.5 Raising, issuing, or private placement of equity securities.

7.6 Selection and dismissal of the chairman if no executive directors are established by the board.

7.7 Appointment and dismissal of financial, accounting, or internal audit officers.

7.8 Donations to related parties or significant donations to non-related parties.

Public welfare donations for emergency relief due to major natural disasters may be submitted to the next board meeting for ratification.

7.9 Other matters stipulated by Article 14-3 of the SEA, matters that must be resolved by shareholders' meetings or board resolutions according to laws or articles of incorporation, or major matters specified by the competent authority.

8. Unless otherwise stipulated by laws or related regulations, matters within the authority of independent directors, and related party transactions that must be resolved by the board, the board may authorize the chairman to exercise board powers during recess periods. The scope of authorization is as follows:

8.1 Approval of the annual budget and review of the annual final accounts.

8.2 Approval of the company's reinvestment in other businesses or acquisition of their shares.

8.3 Acquisition of significant assets handled in accordance with the company's

"Procedures for Acquisition or Disposal of Assets."

8.4 External endorsements or guarantees in the name of the company handled in accordance with the company's "Procedures for Loaning Funds and Making Endorsements or Guarantees."

8.5 Signing of contracts, memoranda, and letters of intent on behalf of the company.

8.6 Company business strategies and operating items.

8.7 Matters authorized by the shareholders' meeting for the acquisition or disposal of fixed assets, intangible assets, and other important assets.

8.8 Matters authorized by the shareholders' meeting for engaging in derivative transactions and acquiring or disposing of long-term and short-term investment assets.

8.9 Matters authorized by the shareholders' meeting for the disposal of claims.

8.10 Fund management (including disbursements within loan limits).

8.11 Matters authorized by the shareholders' meeting or board resolution for the chairman to handle in accordance with the law.

8.12 Other powers authorized by the board to the chairman.