

宏達國際電子股份有限公司

違反誠信經營舉報及處理辦法

HTC Corporation

Procedures for Reporting and Handling of Violation of Ethical Management Policy

第一條 訂定目的及適用範圍

宏達國際電子股份有限公司（下稱「本公司」）基於公平、誠實、守信、透明原則從事商業活動，為落實誠信經營政策，並積極防範不誠信行為，制定「誠信經營作業程序及行為指南」及「員工行為準則」等誠信經營政策規定（合稱「本公司誠信經營政策」），並建立內、外部檢舉管道及處理制度，確保檢舉人及相關人之合法權益及誠信經營執行之有效性。

違反相關法令或本公司誠信經營政策之舉報及處理依「違反誠信經營舉報及處理辦法」（以下稱「本辦法」）規定辦理；本辦法未規定者，適用本公司誠信經營政策之規定。

Article 1 Purpose and Scope

HTC Corporation (the “Company”) engages in business activities based on the principles of fairness, honesty, trustworthiness, and transparency. In order to carry out ethical management and prevent dishonest practices, the Company has implemented ethical management policies such as the “Procedures for Ethical Management and Guidelines for Conduct” and the “Code of Conduct” (collectively referred to as the Company’s “Ethical Management Policy”). The Company establishes internal and external reporting channels and handling procedures to ensure the rights and protection of the whistleblowers and related parties, and the efficiency of ethical management.

Any violation of applicable laws and the Company’s Ethical Management Policy shall be reported and processed in accordance with the provisions of the “Procedures for Reporting and Handling of

Violation of Ethical Management Policy” (hereinafter referred to as “the Procedures”); the provisions of the Company’s Ethical Management Policy shall apply if the Procedures do not specify therein.

第二條 檢舉管道

本公司於公司網站及內部網站公告內部獨立檢舉信箱（anti-corruption@htc.com），供內部及外部人員使用。

檢舉人亦可將應備資訊郵寄或送交至本公司總部營業地址（新北市新店區中興路三段 88 號，誠信經營推動小組）。

Article 2 Reporting Channels

The Company has designated an internal independent whistleblower e-mail (anti-corruption@htc.com) on the Company’s website and intranet site for use by internal and external personnel.

Whistleblowers may also mail or deliver the required information to the Company’s headquarter business address (No. 88, Sec. 3, Zhongxing Road, Xindian District, New Taipei City, Taiwan, R.O.C., Ethical Management Team).

第三條 檢舉應記載事項

檢舉人應至少提供下列資訊（以下稱「應備資料」）；如應備資料不完整，或檢舉人未於本公司通知期限內補正者，本公司得不予受理：

- 一、 檢舉人之姓名、身分證號碼，及可聯絡到檢舉人之地址、電話、電子信箱。
- 二、 被檢舉人之姓名或其他足資識別被檢舉人身分特徵之資料。
- 三、 詳述檢舉事實（人、事、時、地），並提出可供調查之具體證據。

Article 3 Required Information for the Reports

To make a report under the Procedures (hereinafter referred to as the “Report”), the whistleblower should provide the required information as below (hereinafter referred to as the “Required Information”). The Company will not process any Report if the Report does not provide the Required Information or if the Report is not corrected within the time limit notified by the Company:

1. The name and ID number of the whistleblower, and address, telephone number, and e-mail address where such person can be contacted.
2. The name of the person concerned or other information sufficient to identify the person concerned.
3. A detailed description of the facts of the Report (who, what, when, where), and the relevant evidence for investigation.

第四條 調查專責單位及處理流程

本公司指定「誠信經營推動小組」為調查專責單位，就誠信經營防範措施是否有效運作、及誠信經營遵循情形，定期向董事會報告。

本公司依下列程序處理檢舉情事：

- 一、 檢舉情事涉及一般員工者應呈報至部門主管，檢舉情事涉及董事或高階主管，應呈報至獨立董事或監察人。
- 二、 調查專責單位及前款受呈報之主管或人員應即刻查明相關事實，必要時向法務或其他相關部門請求提供協助。
- 三、 調查專責單位得通知檢舉人、被檢舉人及相關人員到場陳明事實，並得視事實內容進行調查，檢舉人、被檢舉人及相關人員有配合調查之義務。
- 四、 除特別事由外，調查專責單位應於受理日起三個月內完成調查報告，如有必要，得延長期限。
- 五、 如經查證被檢舉人並無違反相關法令或本公司誠信經營政策，調查專責單位得依其判斷決定是否將調查結果通知檢舉人、被檢舉人及相關人員；調查結果之通知不得牴觸本辦法第七條規定。

- 六、 如經證實被檢舉人確有違反相關法令或本公司誠信經營政策，調查專責單位應將調查結果通知被檢舉人，並要求被檢舉人立即停止相關行為，並對其為適當之處置，且必要時向主管機關報告、移送司法機關偵辦，或透過法律程序請求損害賠償，以維護公司之名譽及權益。
- 七、 對案件有利害關係的人員應迴避擔任調查專責單位成員，必要時，由公司治理主管另指定無利害關係之人員處理。
- 八、 對於檢舉情事經查證屬實，必要時，由本公司相關單位檢討相關內部控制制度及作業程序，並提出改善措施，以杜絕相同行為再次發生。

Article 4 Investigation Unit and the Handling Procedures

The Company has designated the “Ethical Management Team” as a dedicated unit to investigate, and the team reports regularly to the Board of Directors on the efficiency of the ethical management precautionary measures and ethical management compliance.

The Company shall follow the below procedures to process the Reports:

1. If the Report involves an employee, the Report shall be forwarded to the department head; if the Report involves a director or senior executive, the Report shall be forwarded to the independent director or supervising officer.
2. The Ethical Management Team and the department head or officer who receives the Report in the preceding paragraph shall immediately ascertain the relevant facts and, if necessary, request assistance from the legal or other relevant departments.
3. The Ethical Management Team may notify the whistleblowers, the person concerned and relevant personnel to appear and state the facts, and may conduct an investigation based on the facts. The whistleblowers, the person concerned and relevant personnel have the obligations to cooperate with the investigation.
4. Except for special occasions, the Ethical Management Team shall complete the investigation report within three (3) months from the date of acceptance, and the period may be extended if necessary.
5. If the investigation results confirm that the concerned person did not violate the relevant laws and regulations or the Company’s Ethical

Management Policy, Ethical Management Team may decide at its discretion whether to notify the whistleblower, the person concerned, and relevant personnel of the investigation results, subject to Article 7 of the Procedures.

6. If the investigation results confirm that the concerned person has violated the relevant laws and regulations or the Company's Ethical Management Policy, Ethical Management Team shall inform the person concerned of the investigation results, request the person concerned to cease all violating conducts and take appropriate actions against the person concerned. If necessary, Ethical Management Team shall report to the competent authorities for investigation, or request for damages through legal proceedings in order to protect the Company's reputation and rights.
7. Personnel who have an interest conflict in the case shall recuse themselves from serving as members of the investigation unit, and if necessary, the Corporate Governance Officer shall designate another disinterested person to handle the case.
8. If the case is substantiated, the relevant units of the Company shall review the relevant internal control systems and operational procedures and propose improvement measures to prevent the recurrence of the same acts, if necessary.

第五條 被檢舉人申訴程序

被檢舉人對第四條第二項第六款之調查結果不服時，得於調查結果送達後十日內，以書面敘明理由並檢附新證據向調查專責單位提出申訴，其申訴程序比照第四條第二項受理檢舉案件之調查程序處理；申訴人對申訴決定不得申請再申訴。

Article 5 Appeal Procedures

If the person concerned is not satisfied with the investigation results, he/she may submit a written appeal to Ethical Management Team for further investigation within ten (10) days after the investigation results are served. The appeal should state the reasons for appeal and support with new evidence. Article 4 (2) of the Procedures shall apply to the

appeal procedures. The person concerned may not appeal further the decision made.

第六條 檢舉及處理紀錄保存

檢舉受理、調查過程、調查結果由調查專責單位留存書面文件，並保存三年，其保存得以電子方式為之。保存期限未屆滿前，發生與檢舉內容相關之訴訟或法律程序時，相關資料應續予保存至訴訟或法律程序終結止。

Article 6 Retention of the Report and Handling Record

The acceptance of the Report, investigation process and results shall be retained in hardcopy by the investigation unit for a period of three (3) years, and may be retained in electronic form. If any lawsuit or legal proceeding related to the Report occurs before the expiration of the retention period, the relevant information shall be retained until the end of the lawsuit or legal proceeding.

第七條 檢舉人之保護及檢舉內容之保密

本公司處理檢舉情事之相關人員應對於檢舉人身分、及與可能使人得知檢舉人身分有關之檢舉內容予以保密；除虛報或惡意指控之情事外，本公司承諾保護檢舉人不因檢舉情事而遭不當處置。

Article 7 Protection of Whistleblowers and Confidentiality of Reports

The Company shall keep the identity of the whistleblower and the contents of the whistleblower's Report that may lead to the knowledge of the whistleblower's identity confidential. The Company undertakes to protect the whistleblower from improper treatment as a result of his/her Report, except in the case of false or malicious allegations.

第八條 獎勵與懲處

本公司鼓勵內部及外部人員檢舉不誠信行為或不當行為，如經證實被檢舉人確有違反相關法令或本公司誠信經營政策與規定者，本公司得視具體情形依內部規定對檢舉人（內部人員）進行獎勵。

內部人員如有虛報或惡意指控之情事，應依本公司內部規定予以紀律處分，情節重大者應予以革職。外部人員如有虛報或惡意指控之情事，必要時將移送司法機關偵辦。

Article 8 Rewards and Penalties

The Company encourages internal and external personnel to report dishonest behavior or misconduct. If it is confirmed that the person concerned has violated the applicable laws or the Company's Ethical Management Policy, the Company may reward the whistleblower (internal personnel) in accordance with internal regulations under specific circumstances.

Any internal personnel who make false reports or malicious accusations shall be disciplined in accordance with the Company's internal regulations, and those with serious cases shall be dismissed from their positions. If external personnel make false reports or malicious accusations, they will be referred to judicial authorities for investigation if necessary.

第九條 一事不再理

檢舉案件曾經查證結案、經查與事實不符，或純屬虛構偽造者，檢舉人未依申訴程序提出經調查單位審認之新事證者，不得再就同一事實提出檢舉。

Article 9 Prohibition against Double Jeopardy

If a case has been investigated and closed, or is found to be inconsistent with the facts, or is purely fictitious, the whistleblower may not submit another Report on the same facts again without presenting new evidence that has been verified by the Ethical Management Team in accordance with the Procedures.

第十條 施行

本辦法由誠信經營推動小組制定並經董事長或其授權之人核定後施行，修正時亦同。

Article 10 Enforcement

The Procedures are proposed by the Ethical Management Team and shall be effective upon approval by the Chairperson of the Board of Directors or Chairperson's delegate, and shall be amended in the same manner.