

# **SYSAGE Technology Co., Ltd.**

## **Procedures for Handling Material Information and Preventing Insider Trading**

### **Chapter 1 General Provisions**

- Article 1 These Procedures are specifically established to provide a reference for building sound mechanisms for handling and disclosing material information for the Company to prevent improper information leakage, ensure the consistency and accuracy of information released by the Company, and prevent insider trading.
- Article 2 The Company shall handle and disclose material information with respect to the related laws, executive orders, regulations, the rules and regulations of the competent authorities, and these Procedures.
- Article 3 These Procedures shall apply to all directors, managers, and employees of the Company. The Company shall also urge all parties learning the Company's material information due to their position, profession, or relationship of control to comply with the relevant provisions in these Procedures.
- Article 4 "Material information" as stated in these Procedures refers to the material information as defined in the Securities and Exchange Act and the related laws, executive orders, and the related rules and regulations of the Taiwan Stock Exchange (TWSE).
- Article 5 The President's Office (hereinafter the "Responsible Unit") is the unit responsible for handling material information of the Company, and its duties are as follows:
- I. Drafting and revising these Procedures.
  - II. Handling material information and providing consultation and review services and making recommendations with regard to these Procedures.
  - III. Accepting reports of material information leakage and formulating countermeasures.
  - IV. Establishing a system for preserving materials including all documents, files, and electronic records related to these Procedures.
  - V. Other services related to these Procedures.

### **Chapter 2 Procedures for Keeping Material Information Confidential**

- Article 6 The Company's directors, managers, and employees shall exercise the due care and fiduciary duty of a good administrator and act in good faith to perform their duties and sign the non-disclosure agreement (NDA).
- No director, manager, or employee may leak to others the Company's material information they have learned and inquire about or gather material information irrelevant to their duty.

Article 7 Appropriate protection shall be arranged for transferring files and documents containing the Company's material information in writing.

Backup copies of files and documents containing the Company's material information shall be made and stored in a secure location.

Article 8 The Company shall ensure the establishment of the firewalls specified in the preceding two articles and adopt the following measures:

- I. Adopting appropriate firewall control measures.
- II. Strengthening the measures for custody and maintaining the secrecy of files and documents containing undisclosed material information of the Company.

Article 9 Organizations or individuals outside of the Company involved in mergers and acquisitions, memoranda of understanding, strategic alliances, other cooperation projects, or signing important contracts with the Company shall sign the NDA and may not disclose the Company's material information learned to others.

### **Chapter 3 Procedures for Disclosing Material Information**

Article 10 When disclosing material information to the public, the Company shall uphold the following principles:

- I. Information shall be disclosed in an accurate, complete and timely manner.
- II. Information shall be disclosed based on facts.
- III. Information shall be disclosed fairly.

Article 11 Except as otherwise required by law or other regulations, material information shall be disclosed by the Company's spokesperson or deputy spokespersons. The priority of deputies shall be defined. Where necessary, the chairperson or president of the Company may directly handle the disclosure.

The spokesperson or deputy spokespersons shall disclose information within their authority. Except for the chairperson or president, spokesperson, and deputy spokesperson, no employee may disclose the Company's material information without authorization.

Article 12 The following records shall be maintained for information disclosure to the public:

- I. The person, date, and time of information disclosure.
- II. The method of information disclosure.
- III. The contents of information disclosure.
- IV. Other related information.

Article 13 If the information reported by the media is inconsistent with the information disclosed, the Company shall make a clarification on the Market Observation Post System (MOPS) and request the media to make corrections as necessary.

#### **Chapter 4 Handling Anomalies**

Article 14 After detecting leakage of material information, directors, managers, or employees of the Company shall report to the responsible unit and the internal audit department as early as possible.

Upon receipt of the report defined in the preceding paragraph, the responsible unit shall formulate countermeasures and discuss with the internal audit department as necessary. The responsible unit shall maintain a record of the handling results for reference, and the internal auditors shall also perform audits based on their duties.

Article 15 Personnel of the Company violating these Procedures and other laws and regulations shall be punished in accordance with the related personnel regulations, and related legal action shall also be taken.

When outsiders leak the Company's material information resulting in harm to the Company's property or interest, the Company shall claim for damages caused.

#### **Chapter 5 Prevention of Insider Trading**

Article 16 After learning of the establishment of material information, the financial department shall notify personnel as stated in Article 157-1, paragraph 1 of the Securities and Exchange Act (hereinafter the "Insiders") in a timely manner to prevent insider trading.

Article 17 Whether or not having learned the substantial contents of the Company's material information, insiders may not trade the Company's stocks or other share-based marketable securities after the establishment and during the specific period after disclosure of material information.

"Specific period" as stated in these Procedures refers to the no-trade period as defined in Article 157-1, paragraph 1 of the Securities and Exchange Act.

Article 17-1 The Company's insiders, who receive non-public information in the market, shall not be allowed to trade their shares of the Company during the lock-up period 30 days before the announcement of the annual financial report and 15 days before the announcement of the quarterly financial report.

Article 18 After learning facts sufficient for establishing material information, personnel related to decision-making shall immediately report to the financial department to determine the need to notify insiders according to these Procedures as quickly as possible.

## **Chapter 6 Internal Control and Internal Awareness Education**

Article 19 These Procedures shall be incorporated into the Company's internal control system. Internal auditors shall keep track of the compliance with these Procedures and produce a report on any anomalies found to ensure the implementation of the Procedures for Handling Material Information and Preventing Insider Trading.

Article 20 The Company promote and arra

Article 21 nge education of these Procedures and related laws and regulations for directors, managers, and employees at appropriate times.

## **Chapter 7 Supplementary Provisions**

Article 22 These Procedures shall be implemented upon the approval of the Board. The same shall apply to amendments thereto.

These Procedures were established on November 10, 2015.

The 1st amendment was made on November 5, 2020.

The 2nd amendment was made on May 5, 2022.