

Tainergy Tech. Co., Ltd.

Remuneration Committee Charter

Article 1 (Basis of Establishment)

To enhance corporate governance and strengthen the function of the board of directors, the Remuneration Committee (hereinafter referred to as the "Committee") is established in accordance with the resolution of the board of directors of Tai Chi Energy Technology Co., Ltd. (hereinafter referred to as the "Company") and this Charter is formulated for compliance.

Article 2 (Scope of Application)

The number of members, term of office, powers, rules of procedure, and provision of resources by the Company when exercising powers shall be governed by the provisions of this Charter.

Article 3 (Purpose)

The purpose of the Committee is to assist the board of directors in assessing and supervising the overall remuneration policies of the Company, as well as assessing and determining the remuneration levels of directors (including the chairman and vice chairman, excluding independent directors) and executives.

Article 4 (Members)

1. The Committee shall consist of no fewer than three members, with at least one independent director, who shall serve as the convener. If there are more than one independent director, they shall mutually elect a convener. The convener shall also serve as the chairperson of the meetings.
2. The members of the Committee shall be recommended by the Chairman of the Board and appointed by resolution of the Board of Directors. The term of office shall expire upon the completion of the current term of office of the directors. In the event of any changes in the members, the term of office shall expire at the end of the original term.
3. The Committee may appoint one advisory member, who shall attend meetings as a non-voting participant and be appointed by the General Manager to assist the Committee in carrying out its duties.
4. The Committee may invite directors, relevant department managers of the Company, internal audit supervisors, accountants, legal advisors, or other personnel to attend meetings and provide necessary information.

Article 5 (Powers) The powers of the Committee are as follows:

1. To assess and supervise the overall remuneration policies of the Company.
2. To assess and determine the remuneration levels of directors (including the chairman and vice chairman).
3. To assess and determine the remuneration levels of senior executives above the level of assistant general manager.
4. To periodically review the remuneration of directors (including the chairman and vice chairman) and executives based on factors such as company goals, operational performance, and competitive environment.

Resolutions on the matters listed in the preceding subparagraphs shall require the agreement of more than half of all Committee members and shall be submitted to the Board of Directors for resolution.

The voting results shall be reported on the spot and recorded. The term "all members" as used in this Charter shall be based on the actual incumbents.

Article 6 (Meetings)

1. The Committee shall hold meetings at least twice a year, and may convene meetings as necessary.
2. The Committee meetings shall be convened and chaired by the convener. In the event that the convener is on leave or unable to convene or preside over the meeting due to reasons, another member designated by the convener shall act as the proxy. If the convener does not designate a proxy, the members of the Committee shall mutually elect a proxy.
3. The convocation of the Committee shall specify the purpose of the meeting and notify all members at least seven days in advance, except for emergency meetings. For a meeting to be held, at least two-thirds (inclusive) of the members of the Committee (excluding advisory members) shall be present. Any resolution shall require the agreement of more than half of all Committee members and shall be submitted to the Board of Directors for resolution.
4. The Committee shall have the right to consult with any person it deems capable of providing opinions (including external professional advisors) on matters related to its responsibilities.
5. The proceedings of the Committee shall be documented. The minutes shall accurately record the following:
 - (1) Date, time, and location of the meeting.
 - (2) Name of the chairperson.
 - (3) Attendance status of the members, including those present, on leave, and absent.
 - (4) Names and titles of attendees.

- (5) Name of the recorder.
- (6) Matters reported.
- (7) Discussion items: methods and results of resolutions for each agenda item, names and remuneration details of members involved in remuneration matters, situations of abstention, opposition, or reservation of members.
- (8) Ad hoc motions: name of proposer, methods and results of resolutions for each agenda item, summaries of statements made by Committee members, experts, and other individuals, names and remuneration details of members involved in remuneration matters, situations of abstention, opposition, or reservation of members.
- (9) Other matters that should be recorded.

Article 7 (Conflict of Interest)

No member of the Committee shall participate in decisions relating to the determination of their own or their related parties' remuneration.

Article 8 (Audit and Consultation)

The Committee may, by resolution, engage lawyers, accountants, or other experts to conduct necessary audits or provide consultations on matters related to Article 5, and the expenses incurred shall be borne by the Company.

Article 9 (Amendment of Regulations)

The Regulations of the Committee shall be approved by the Board of Directors, and amendments thereto shall also be subject to the same procedure.

Article 10 Matters not covered in these regulations shall be handled in accordance with the relevant regulations of the competent authority.

Article 11 These regulations were established on August 19, 2011.

1st amendment on March 6, 2024.