

IKKA HOLDINGS(CAYMAN) LIMITED

Back warranty procedure

Article 1 Purpose This company's actual demand, replacement of demand and other companies' back guarantee, and the actual company's back guarantee process have compliance, special edition work process order.

Article 2: Reliance on laws and regulations This work procedure is subject to Article 36 of the People's Republic of China Securities Exchange Law and the related provisions of the "Regulations for Financing and Guarantee of Public Publishing Companies".

Article 3 Scope of application 1. Loan backing guarantee, comprehensive: (1) Customer slip affixed financing. (2) A letter or guarantee of the purpose of the loan to another company. (3) The person responsible for the purpose of financing the company and for establishing the non-financial business. 2. Guarantee on the terms and conditions of the relevant company or other company concerned. 3. Other guarantees and guarantees: The guarantees and guarantees in the previous two clauses of the relevant lawless category. 4. The Company shall comply with the terms and conditions of the work procedure provided by the Company for the provision of movable or real estate power and other Company's loans.

Article 4: Back guarantee certificate 1. Guarantee for this company and subordinate companies: (1) Business transportation company. (2) 50% of the direct and indirect holdings of this company. (3) 50% of the direct and indirect companies that own and represent the company; (4) The company's direct and indirect holdings are determined by more than 90 percent of the company's ownership, and the amount is guaranteed by the company, and the amount exceeds the amount of the company's ownership by 100 percent. However, this company's direct and indirect ownership is determined by the company's 100% guarantee, and the absence of this guarantee.

two, Based on this company's acceptance of the process requirements, mutual insurance between companies in the same industry or joint venture, or due to joint investment, the ownership ratio of the entire company's investment and the ownership ratio of the invested company. Book and guarantee, or the standard of the Consumer Protection Law of the Republic of China between companies in the same industry. 3. Investment as specified in the preceding paragraph, direct investment by the relevant company, or direct investment by the 100% ownership company.

Article 5: This work procedure has been approved by the company and the mother company, as well as by the securities company and the financial report compilation standards. The Financial Reporting Section of this company compiles the International Financial Reporting Standards, and the procedures for this work are as follows.

Article 6 This work procedure is designated as a public notice and reporting station designated by the Financial Supervisory and Administration Commission of the Republic of China. This work procedure includes dates such as the date of actual creation of the contract, the date of the contract, the date of the board of directors' resolution, and the date of the confirmation of the supporting documents and the amount of the funds.

Article 7 Back guarantee amount Please check the status of this company and your child's company: One, The total amount of this company's back guarantee is 100% in excess of 70%, of which the company's back guarantee is limited to 100%, excluding

the company's direct or indirect guarantee. The investment company has an excess of 100% for a period of 40%, and an excess of 100% for a period of 30%. 2. For more than 50 minutes, the necessity and reasonableness of the original company and its subsidiary companies' written guarantees and the amount of the original company's warranty.

Since then, the financial report has been published in the financial report of the financial report. 3. For business transactions related to the company's principal company, the amount of business transactions between parties that is not covered by the above-mentioned limit and does not exceed the amount of the individual guarantee. Persons who have a high amount of money transferred or paid in relation to the amount of work they receive.

Article 8 Decision-making and authorization levels

1. The company should prudently evaluate whether it complies with the standards for handling funds loans and endorsement guarantees of publicly issued companies and the provisions of these procedures, and submit the investigation and evaluation results in Paragraph 2 of Article 9 to the board of directors for resolution and approval, and should fully consider The opinions of each independent director shall be recorded in the board of directors' records, with clear opinions of agreement or disapproval and reasons for disapproval. The board of directors may authorize the chairman of the board of directors to make an initial decision in accordance with the relevant provisions of these operating procedures between subsidiaries that directly and indirectly hold 100% of the voting shares of the company within the limit of a single transaction of US\$1,500,000, and then report it to the board of directors for ratification.

The company's subsidiaries that directly and indirectly hold more than 90% of the voting shares must submit the endorsement guarantee to the company's board of directors for resolution before proceeding. However, the company's subsidiaries that directly and indirectly hold 100% of the voting shares must endorse the guarantee. , not subject to this restriction.

2. When the company handles the endorsement guarantee due to business needs and it is necessary to exceed the limit specified in these operating procedures and it meets the conditions stipulated in these operating procedures, it shall obtain the consent of the board of directors and more than half of the directors shall be responsible for the company's possible consequences of exceeding the limit. The loss shall be jointly guaranteed, and this operating procedure shall be revised and reported to the shareholders' meeting for ratification; if the shareholders' meeting does not agree, a plan shall be made to cancel the excess part within a certain period of time. During board discussions, the opinions of each independent director should be fully considered, and their clear opinions of agreement or objection and the reasons for their objections should be included in the board records.

Article 9 Endorsement Guarantee Processing Procedures

1. When the company handles endorsement guarantee matters, the endorsed guarantee company shall issue an application to the finance department of the

company. The finance department shall conduct a review process for the endorsed guarantee company and submit it to the general manager and chairman of the board for verification after review. , collateral should be obtained when necessary.

2. Assessment matters should include:

- (1) The necessity and reasonableness of the endorsement guarantee.
- (2) Credit investigation and risk assessment of the endorsement guarantee objects.
- (3) Whether the accumulated endorsement guarantee amount is still within the limit.
- (4) If you engage in endorsement guarantees due to business relationships, you should evaluate whether the amount of the endorsement guarantee and the amount of business transactions are within the limit.
- (5) Impact on the company's operational risks, financial status and shareholders' equity.
- (6) Whether collateral and the assessed value of the collateral should be obtained.
- (7) Attach the credit reference and risk assessment records of the endorsement guarantee objects.

3. The Finance Department shall establish a record book and record the details of the endorsement guarantee objects, amount, date passed by the board of directors or decision of the chairman of the board of directors, date of endorsement guarantee, and matters that should be carefully evaluated in accordance with the provisions of the preceding paragraph for reference.

4. Due to a change in circumstances, the company's endorsement guarantee object does not comply with these operating procedures and relevant laws and regulations of the Republic of China, the amount of endorsement guarantee exceeds the limit, or if the endorsement guarantee object is a subsidiary whose net worth is less than one-half of the paid-in capital, it shall Develop an improvement plan and submit the relevant improvement plan to the audit committee. The improvement plan should also be sent to the independent directors, and improvements should be completed according to the planned schedule.

Article 10 Cancellation of Endorsement Guarantee

1. If the certificates or bills related to the endorsement guarantee need to be released due to debt settlement or renewal, the company being endorsed and guaranteed should prepare a formal letter and deliver the original certificates related to the endorsement guarantee to the company's finance department,

stamp it with a "cancellation" seal, and return it. The application letter will be retained for future reference.

2. The Finance Department should record the cancellation of the endorsement guarantee in the endorsement guarantee record book at any time to reduce the amount of the endorsement guarantee.

Article 11 Internal Control

1. The company's internal auditors should audit the endorsement guarantee operating procedures and their implementation at least quarterly, and keep written records. If any major violations are discovered, they should immediately notify the audit committee in writing, and should also notify the independent directors in writing.

2. The company, its managers and sponsors shall handle the endorsement guarantee in accordance with the prescribed operating procedures. If major violations are discovered, the managers and sponsors shall be punished based on the violation.

3. If the total amount of endorsement guarantees entered into by the company and its subsidiaries as a whole reaches more than 50% of the company's net worth, the necessity and rationality of the endorsement guarantees shall be explained at the shareholders' meeting so that shareholders are aware that the company engages in endorsement guarantees Risk situations, but endorsement guarantees between subsidiaries or parent companies where the company or its subsidiaries directly or indirectly hold voting shares are not restricted.

4. If the object of endorsement guarantee is a subsidiary whose net worth is less than one-half of the paid-in capital, except for the manager

In addition to passing the resolution of the board of directors, a relatively sufficient amount of collateral should be provided. However, endorsement guarantees between subsidiaries of the company that directly and indirectly hold 100% of the voting shares are not subject to this restriction.

5. If the subsidiary stock has no par value or the par value per share is not NT\$10, the provisions of Paragraph 4 shall apply.

The amount of paid-in capital calculated shall be the total of share capital plus capital reserve - issuance premium.

for it.

Article 12 Use, storage and procedures of seals

1. The company uses the company seal applied for registration with the Ministry of Economic Affairs as the special seal for endorsement and guarantee. The seal and guarantee notes should be kept by designated personnel respectively, and the seals or notes should be issued in accordance with the prescribed

procedures. If the seal custodian is appointed, removed or changes, Should be reported with the approval of the board of directors.

2. If the company provides guarantee to a foreign company, the guarantee letter issued by the company shall be signed by a person authorized by the board of directors.

Article 13 Announcement and application procedures

The company shall announce and report the balance of endorsements and guarantees of the company and its subsidiaries for the previous month before the tenth of each month. If the balance of the endorsement guarantee reaches one of the following standards, it shall be announced and declared within two days from the date of the fact:

1. The balance of the endorsement guarantee of the company and its subsidiaries reaches more than 50% of the net value of the company's most recent financial statements.
2. The balance of the endorsement guarantee of the company and its subsidiaries for a single enterprise reaches more than 20% of the net value of the company's most recent financial statement.
3. The company and its subsidiaries have an endorsement guarantee balance of more than NT\$10 million for a single enterprise, and the total book amount of the endorsement guarantee, investment using the equity method, and fund loan balance exceeds the company's most recent financial statements. The net worth is more than 30%.
4. The amount of new endorsements and guarantees issued by the company and its subsidiaries reaches more than NT\$30 million and exceeds 5% of the net value of the company's most recent financial statements.

If the company's subsidiary is not a domestic public offering company, if the subsidiary has matters that should be announced and reported in paragraph 4 of the preceding paragraph, the company shall handle them. The calculation of the proportion of the subsidiary's endorsement guarantee balance to the net worth mentioned in the preceding paragraph shall be calculated based on the proportion of the subsidiary's endorsement guarantee balance to the company's net worth.

Article 14 The company shall evaluate or recognize the contingent loss of the endorsement guarantee and appropriately disclose the endorsement guarantee information in the financial report, and provide relevant information to certified accountants to perform necessary verification procedures.

Article 15 If a subsidiary of the company intends to handle or provide endorsement guarantee for others, it shall formulate the endorsement guarantee

operation procedure in accordance with these operating procedures, which shall be approved by the chairman of the company and submitted to the board of directors of the company for review. .

The net worth of its subsidiaries when calculating the limit of endorsement guarantees for others refers to the net worth of the subsidiaries.

Article 15 If a subsidiary of the company intends to handle or provide endorsement guarantee for others, it shall formulate the endorsement guarantee operation procedure in accordance with these operating procedures, which shall be approved by the chairman of the company and submitted to the board of directors of the company for review. .

The net worth of its subsidiaries when calculating the limit of endorsement guarantees for others refers to the net worth of the subsidiaries.

Article 16 Matters not covered in these operating procedures or subsequent changes in laws and regulations shall be handled in accordance with the currently effective relevant laws and regulations of the Republic of China and the company's relevant regulations.

Article 17 Implementation and Revision

1. This operating procedure will be implemented after being approved by the board of directors and submitted to the shareholders' meeting for approval. From the time the company establishes the audit committee, amendments to these operating procedures shall be approved by the audit committee and approved by the board of directors, and then submitted to the shareholders' meeting for approval before implementation. If any director expresses objections and there is a record or written statement, the company shall submit the objections to the audit committee and report to the shareholders' meeting for discussion.

2. When the company submits this operating procedure to the board of directors for discussion in accordance with the provisions of the preceding paragraph, it shall fully consider the opinions of each independent director. If the independent directors have any objections or reservations, they shall be recorded in the board of directors' records.

3. If Paragraph 1 is not carried out without the consent of more than one-half of all members of the Audit Committee, it may be implemented with the consent of more than two-thirds of all directors, and the resolution of the Audit Committee shall be recorded in the minutes of the Board of Directors meeting.

4. All members of the audit committee referred to in the preceding paragraph and all directors referred to in the preceding paragraph shall be counted based on those who are actually in office.

5. This operating procedure will be implemented with the approval of the shareholders' meeting on March 20, 2020.