

**Chapter 1. General Principles**

Article 1. In order to assist GEM Services, Inc. (“GEM”) to fulfill its corporate social responsibility initiatives and to promote economic, environmental, and social advancement for purposes of sustainable development, GEM is sustainable development principles in accordance with the Principles to manage its economic, environmental and social risks and impact.

Article 2. The Principles apply to GEM, including the entire operations of GEM and its business group.

The Principles encourage GEM to actively fulfill sustainable development in the course of its business operations so as to follow international development trends and to contribute to the economic development of the country, to improve the quality of life of employees, the community and society by acting as responsible corporate citizens, and to enhance competitive edges built on sustainable development.

Article 3. In promoting sustainable development initiatives, GEM shall, in its corporate management guidelines and business operations, give due consideration to the rights and interests of stakeholders and, while pursuing sustainable operations and profits, also give due consideration to the environment, society and corporate governance.

GEM shall, in accordance with the materiality principle, conduct risk assessments of environmental, social and corporate governance issues pertaining to company operations and establish the relevant risk management policy or strategy.

Article 4. To implement sustainable development initiatives, GEM is advised to follow the principles below:

1. Exercise corporate governance.
2. Foster a sustainable environment.
3. Preserve public welfare.
4. Enhance disclosure of corporate sustainable development information.

Article 5. GEM shall take into consideration the correlation between the development of domestic and international sustainable development issues and corporate core business operations, and the effect of the operation of GEM and of its respective business groups as a whole on stakeholders, in establishing its policies, systems or relevant management guidelines, and concrete promotion plans for sustainable development programs, which shall be approved by the board of directors and then reported to the shareholders meeting.

When a shareholder proposes a motion involving sustainable development, GEM's board of directors is advised to review and consider including it in the shareholders meeting agenda.

**Chapter 2. Exercising Corporate Governance**

Article 6. GEM is advised to follow GEM's Corporate Governance Best Practice Principles, Principles of Ethical Corporate Management, and Codes of Ethical Conduct to establish effective corporate governance frameworks and relevant ethical standards so as to enhance corporate governance.

Article 7. The directors of GEM shall exercise the due care of good administrators to urge GEM to perform its sustainable development initiatives, examine the results of the implementation thereof from time to time and continually make adjustments so as to ensure the thorough implementation of its sustainable development policies.

The board of directors of GEM is advised to give full consideration to the interests of stakeholders, including the following matters, in GEM's furtherance of its sustainable development objectives:

1. Identifying GEM's sustainable development mission or vision, and declaring its sustainable development policy, systems or relevant management guidelines;
2. Making sustainable development the guiding principle of GEM's operations and development, and ratifying concrete promotional plans for sustainable development initiatives; and
3. Enhancing the timeliness and accuracy of the disclosure of sustainable development information.

The board of directors shall appoint executive-level positions with responsibility for economic, environmental, and social issues resulting from the business operations of GEM, and to report the status of the handling to the board of directors. The handling procedures and the responsible person for each relevant issue shall be concrete and clear.

Article 8. GEM is advised to, on a regular basis, organize education and training on the promotion of sustainable development initiatives, including promotion of the matters prescribed in paragraph 2 of the preceding article.

Article 9. For the purpose of managing sustainable development initiatives, GEM is advised to create a governance structure for promotion of sustainable development, and establish an exclusively (or concurrently) dedicated unit to be in charge of proposing and enforcing the sustainable development policies, systems, or relevant management guidelines, and concrete promotional plans and to report on the same to the board of directors on a periodic basis.

GEM is advised to adopt reasonable remuneration policies, to ensure that remuneration arrangements support the strategic aims of the organization, and align with the interests of stakeholders.



It is advised that the employee performance evaluation system be combined with sustainable development policies, and that a clear and effective incentive and discipline system be established.

Article 10. GEM shall, based on respect for the rights and interests of stakeholders, identify stakeholders of GEM, and establish a designated section for stakeholders on GEM's website; understand the reasonable expectations and demands of stakeholders through proper communication with them, and adequately respond to the important sustainable development issues which they are concerned about.

### **Chapter 3. Fostering a Sustainable Environment**

Article 11. GEM shall follow relevant environmental laws, regulations and international standards to properly protect the environment and shall endeavor to promote a sustainable environment when engaging in business operations and internal management.

Article 12. GEM is advised to endeavor to utilize energy more efficiently and use renewable materials which have a low impact on the environment to improve sustainability of natural resources.

Article 13. GEM is advised to establish proper environment management systems based on the characteristics of its industry. Such systems shall include the following tasks:

1. Collecting sufficient and up-to-date information to evaluate the impact of GEM's business operations on the natural environment.
2. Establishing measurable goals for environmental sustainability, and examining whether the development of such goals should be maintained and whether it is still relevant on a regular basis.
3. Adopting enforcement measures such as concrete plans or action plans, and examining the results of their operation on a regular basis.

Article 14. GEM is advised to establish a dedicated unit or assign dedicated personnel for drafting, promoting, and maintaining relevant environment management systems and concrete action plans, and should hold environment education courses for managerial officers and other employees on a periodic basis.

Article 15. GEM is advised to take into account the effect of business operations on ecological efficiency, promote and advocate the concept of sustainable consumption, and conduct research and development, procurement, production, operations, and services in accordance with the following principles to reduce the impact on the natural environment and human beings from GEM's business operations:

1. Reduce resource and energy consumption of GEM's products and services.



2. Reduce emission of pollutants, toxins and waste, and dispose of waste properly.
3. Improve recyclability and reusability of raw materials or products.
4. Maximize the sustainability of renewable resources.
5. Enhance the durability of products.
6. Improve efficiency of products and services.

Article 16. To improve water use efficiency, GEM shall properly and sustainably use water resources and establish relevant management measures.

GEM shall construct and improve environmental protection treatment facilities to avoid polluting water, air and land, and use their best efforts to reduce adverse impact on human health and the environment by adopting the best practical pollution prevention and control measures.

Article 17. GEM is advised to assess the current and future potential risks and opportunities that climate change may present to enterprises and to adopt related measures.

GEM is advised to adopt standards or guidelines generally used in Taiwan and abroad to enforce corporate greenhouse gas inventory and to make disclosures thereof, the scope of which shall include the following:

1. Direct greenhouse gas emissions: emissions from operations that are owned or controlled by GEM.
2. Indirect greenhouse gas emissions: emissions resulting from the utilization of energy such as imported electricity, heating, or steam.
3. Other indirect emissions: emissions resulting from GEM's activities that are not indirect emissions from energy, but are from other sources of emissions owned or controlled by other companies.

GEM is advised to compile statistics on greenhouse gas emissions, volume of water consumption and total weight of waste and to establish policies for energy conservation, carbon and greenhouse gas reduction, reduction of water consumption or management of other wastes. GEM's carbon reduction strategies should include obtaining carbon credits and be promoted accordingly to minimize the impact of GEM's business operations on climate change.

#### **Chapter 4. Preserving Public Welfare**

Article 18. GEM shall comply with relevant laws and regulations, and the International Bill of Human Rights, with respect to rights such as gender equality, the right to work, and prohibition of discrimination.

GEM to fulfill its responsibility to protect human rights, shall adopt relevant management



policies and processes, including:

1. Presenting GEM's policy or statement on human rights.
2. Evaluating the impact of GEM's business operations and internal management on human rights, and adopting corresponding handling processes.
3. Reviewing on a regular basis the effectiveness of GEM's policy or statement on human rights.
4. In the event of any infringement of human rights, GEM shall disclose the processes for handling of the matter with respect to the stakeholders involved.

GEM shall comply with the internationally recognized human rights of labor, including the freedom of association, the right of collective bargaining, caring for vulnerable groups, prohibiting the use of child labor, eliminating all forms of forced labor, eliminating recruitment and employment discrimination, and shall ensure that its human resource policies do not contain differential treatments based on gender, race, socioeconomic status, age, or marital and family status, so as to achieve equality and fairness in employment, hiring conditions, remuneration, benefits, training, evaluation, and promotion opportunities.

GEM shall provide an effective and appropriate grievance mechanism with respect to matters adversely impacting the rights and interests of the labor force, in order to ensure equality and transparency of the grievance process. Channels through which a grievance may be raised shall be clear, convenient, and unobstructed. GEM shall respond to any employee's grievance in an appropriate manner.

Article 19. GEM shall provide information for its employees so that the employees have knowledge of the labor laws and the rights they enjoy in the countries where GEM has business operations.

Article 20. GEM is advised to provide safe and healthful work environments for its employees, including necessary health and first-aid facilities and shall endeavor to curb dangers to employees' safety and health and to prevent occupational accidents.

GEM is advised to organize training on safety and health for its employees on a regular basis.

Article 21. GEM is advised to create an environment conducive to the development of its employees' careers and establish effective training programs to foster career skills.

GEM shall establish and implement reasonable employee welfare measures (including remuneration, leave and other welfare etc.) and appropriately reflect GEM's business performance or achievements in the employee remuneration, to ensure the recruitment, retention, and motivation of human resources, and achieve the objective of sustainable operations.

Article 22. GEM shall establish a platform to facilitate regular two-way communication between the



management and the employees for the employees to obtain relevant information on and express their opinions on GEM's operations, management and decisions.

GEM shall respect the employee representatives' rights to bargain for the working conditions, and shall provide the employees with necessary information and hardware equipment, in order to improve the negotiation and cooperation among employers, employees and employee representatives.

GEM shall, by reasonable means, inform employees of operation changes that might have material impacts.

Article 22-1. GEM is advised to treat customers or consumers of its products or services in a fair and reasonable manner, including according to the following principles: fairness and good faith in contracting, duty of care and fiduciary duty, truthfulness in advertising and soliciting, fitness of products or services, notification and disclosure, commensuration between compensation and performance, protection of the right to complain, professionalism of salespersons etc. Said GEM shall also develop the relevant strategies and specific measures for implementation.

Article 23. GEM shall take responsibility for its products and services, and take marketing ethics seriously. In the process of research and development, procurement, production, operations, and services, GEM shall ensure the transparency and safety of its products and services. GEM further shall establish and disclose policies on consumer rights and interests, and enforce them in the course of business operations, in order to prevent the products or services from adversely impacting the rights, interests, health, or safety of consumers.

Article 24. GEM shall ensure the quality of its products and services by following the laws and regulations of the government and relevant standards of its industries. GEM shall follow relevant laws, regulations and international guidelines in regard to customer health and safety and customer privacy involved in, and marketing and labeling of, its products and services and shall not deceive, mislead, commit fraud or engage in any other acts which would betray consumers' trust or damage consumers' rights or interests.

Article 25. GEM is advised to evaluate and manage all types of risks that could cause interruptions in operations, so as to reduce the impact on consumers and society. GEM is advised to provide a clear and effective procedure for accepting consumer complaints to fairly and timely handle consumer complaints, shall comply with laws and regulations related to the Personal Information Protection Act for respecting consumers' rights of privacy and shall protect personal data provided by consumers.



Article 26. GEM is advised to assess the impact its procurement has on society as well as the environment of the community that they are procuring from, and shall cooperate with its suppliers to jointly implement the corporate social responsibility initiative.

GEM is advised to establish supplier management policies and request suppliers to comply with rules governing issues such as environmental protection, occupational safety and health or labor rights. Prior to engaging in commercial dealings, GEM is advised to assess whether there is any record of a supplier's impact on the environment and society, and avoid conducting transactions with those against corporate social responsibility policy.

When GEM enter into a contract with any of its major suppliers, the content should include terms stipulating mutual compliance with corporate social responsibility policy, and that the contract may be terminated or rescinded any time if the supplier has violated such policy and has caused significant negative impact on the environment and society of the community of the supply source.

Article 27. GEM shall evaluate the impact of its business operations on the community, and adequately employ personnel from the location of the business operations, to enhance community acceptance.

GEM is advised to, through equity investment, commercial activities, endowments, volunteering service or other charitable professional services etc., dedicate resources to organizations that commercially resolve social or environmental issues, participate in events held by citizen organizations, charities and local government agencies relating to community development and community education to promote community development.

#### **Chapter 5. Enhancing Disclosure of Sustainable Development Information**

Article 28. GEM shall disclose information according to relevant laws, regulations and the Corporate Governance Best Practice Principles of GEM and shall fully disclose relevant and reliable information relating to its sustainable development initiatives to improve information transparency.

Relevant information relating to sustainable development which GEM shall disclose includes:

1. The policy, systems or relevant management guidelines, and concrete promotion plans for sustainable development initiatives, as resolved by the board of directors.
2. The risks and the impact on GEM's operations and financial condition arising from exercising corporate governance, fostering a sustainable environment and preserving social public welfare.
3. Goals and measures for promoting the sustainable development initiatives established by





GEM, and performance in implementation.

4. Major stakeholders and their concerns.

5. Disclosure of information on major suppliers' management and performance with respect to major environmental and social issues.

6. Other information relating to sustainable development initiatives.

Article 29. GEM shall adopt internationally widely recognized standards or guidelines when producing sustainability reports, to disclose the status of its implementation of the sustainable development policy. It also is advisable to obtain a third-party assurance or verification for reports to enhance the reliability of the information in the reports. The reports are advised to include:

1. The policy, system, or relevant management guidelines and concrete promotion plans for implementing sustainable development initiatives.

2. Major stakeholders and their concerns.

3. Results and a review of the exercising of corporate governance, fostering of a sustainable environment, preservation of public welfare and promotion of economic development.

4. Future improvements and goals.

#### **Chapter 6. Supplementary Provisions**

Article 30. GEM shall at all times monitor the development of domestic and foreign sustainable development standards and the change of business environment so as to examine and improve its established sustainable development framework and to obtain better results from the promotion of the sustainable development policy.

Article 31. These Procedures, and any amendments hereto, shall be implemented after approval by a board of directors.