

GEM TERMINAL INDUSTRY CO.,LTD

11st 5th Board of Director resolutions

Date Resolution Unit.	Cause Of Action	Resolution Result	Matters listed in Article 14-3 of the Securities and Exchange Act.	Independent directors holding opposing or reservation opinions	Company's handling of independent directors' opinions
January 5, 2022 11th 5th	1. The proposal for the 2021 year-end bonus compensation plan for the Vice Chairman of the Company for is submitted for discussion.	The case was approved as per the original proposal, except for Vice Chairman Su Chung-Hung who was recused from voting due to a conflict of interest.	V	none	none
	2. The 2021 proposal for the year-end bonus compensation plan for the General Manager and officers whose level is higher than managers is submitted for discussion.	Since the resolution discussed the 2021 year-end bonus compensation for the General Manager and management-level executives of the company. As it relates to the personal interests of the attending Assistant Manager of the Finance Department, Chen, Li-Yi, he has recused himself from the meeting according to the law. The case was approved by the vote according to the original proposal		none	none
	3. The Company proposes to revise "Procedures for exercise of rights and participation in resolutions by controlling shareholders who are juristic persons", "Financial business-related	The case was approved by the vote according to the original proposal.		none	none

Date Resolution Unit.	Cause Of Action	Resolution Result	Matters listed in Article 14-3 of the Securities and Exchange Act.	Independent directors holding opposing or reservation opinions	Company's handling of independent directors' opinions
	operation norms among related companies", and "Internal handling procedures for significant information", in order to comply with legal amendments and practical operational needs. The proposal is submitted for resolution.				
	4. In response to the operational needs of the Group, the Company proposes to provide a loan to its subsidiary, Vietnam GEM with a financing amount of USD 3 million (or the equivalent amount in foreign currency), and seeks for resolution."	The case was approved by the vote according to the original proposal	V	none	none
	5. The revised articles of "Internal Control System" and "Implementation Regulations for Internal Audit" have been completed to meet the actual operational needs of the company. Please approve the implementation.	The case was approved by the vote according to the original proposal	V	none	none
	6. The company proposes to apply for a financing credit line from various banks and is submitted for decision.	The case was approved by the vote according to the original proposal		none	none