

Chinese Maritime Transport Ltd.
(the "Corporation")

Procedures for Board of Directors Meetings
(the "Procedures")

Amended and approved by the Board of Directors Meeting on Nov. 7, 2022

Article 1 These Procedures are adopted pursuant to Regulations Governing Procedure for Board of Directors Meetings of Public Companies and the board of directors meeting of the Corporation shall be proceeded and conducted accordingly.

Article 2 The reasons for calling a board of directors meeting shall be notified to each director at least seven days in advance and the board of directors meeting shall be held at the location and during the business hours of the Corporation. In emergency circumstances, however, a board meeting may be called anytime. The notice to be given under the preceding paragraph may be effected by means of electronic transmission.

All matters set out in the subparagraphs of Article 8, paragraph 1, shall be specified in the notice of the reasons for calling a board of directors meeting; none of them may be raised by an extraordinary motion.

Article 3 The board of directors of the Corporation shall meet at least quarterly, which shall be called and chaired by the chairperson of the board. However, where the first meeting of each newly elected board of directors is called by the director who received votes representing the largest portion of voting rights at the shareholders' meeting in which the directors were elected, the meeting shall be chaired by that director; if there are two or more directors so entitled to call the meeting, they shall choose one person by and from among themselves to chair the meeting. When the chairperson of the board is on leave or for any reason is unable to exercise the powers of the chairperson, the vice chairperson shall do so in place of the chairperson, or, if there is no vice chairperson or the vice chairperson also is on leave or for any reason is unable to act, by a director designated thereby, or, if the chairperson does not make such a designation, by a director elected by and from among themselves.

Article 4 Agenda items for regular board of directors meetings shall include at least the following:

1. Reports:

- 1.1 Minutes of the last meeting and actions arising.
 - 1.2 Reporting on important financial and business matters.
 - 1.3 Reporting on internal audit activities.
 - 1.4 Other important matters to be reported.
2. Discussions:
 - 2.1 Items discussed and continued from the last meeting.
 - 2.2 Items for discussion at this meeting.
 3. Extraordinary motions.

Article 5 The Corporation shall submit the following items for discussion by the board of directors and at least one independent director of the Corporation shall attend the meeting in person. With respect to the matters which must be approved by resolutions at a board meeting as provided in the following items, any and all independent directors shall attend the meeting. Where an independent director is unable to attend the meeting, that independent director shall appoint another independent director to attend the meeting as proxy. If an independent director objects to or expresses reservations about such a matter, it shall be recorded in the board meeting minutes; if an independent director intends to express an objection or reservation but is unable to attend the meeting in person, then unless there is a legitimate reason to do otherwise, that director shall issue a written opinion in advance, which shall be recorded in the board meeting minutes.

1. The Corporation's business plan.
2. Annual financial reports.
3. Adoption or amendment of an internal control system and assessment of the effectiveness of the internal control system pursuant to relevant laws and regulations.
4. Adoption or amendment of any handling procedures for material financial or business transactions, such as the procedures of acquisition or disposal of assets, derivatives trading, loans of funds to others, and endorsements or guarantees for others pursuant to relevant laws and regulations.
5. The offering, issuance, or private placement of equity-type securities.
6. the election or discharge of the chairman of the board of directors.
7. The appointment or discharge of a financial, accounting, or internal audit officer.
8. A donation to a related party or a major donation to a non-related party, provided that a public-interest donation of disaster relief that is made

for a major natural disaster may be submitted to the following board of directors meeting for retroactive recognition.

9. Any matter that pursuant to relevant laws and regulations or the Corporation's articles of incorporation to be approved by resolution at a shareholders' meeting or board of directors meeting, or any such significant matter as may be prescribed by the competent authority.

The term "related party" in subparagraph 8 of the preceding paragraph means a related party as defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers. The term "major donation to a non-related party" means any individual donation, or cumulative donations within a 1-year period to a single recipient, at an amount of NTD100 million or more, or at an amount equal to or greater than 1 percent of net operating revenue or 5 percent of paid-in capital as stated in the CPA-attested financial report for the most recent year.

The term "within a 1-year period" in the preceding paragraph means a period of 1 year calculated retroactively from the date on which the current board of directors meeting is convened. Amounts already submitted to and passed by a resolution of the board are exempted from inclusion in the calculation.

Apart from matters referred to in paragraph 1, which are required to be submitted for discussion by the board of directors, when the board of directors delegates any exercise of its powers pursuant to laws or regulations or the Corporation's articles of incorporation, matters such as the level and substance of the delegation shall be concretely and specifically set out.

- Article 6 When a meeting of the board of directors is held, an attendance book shall be made ready for signature by directors attending the meeting. All board directors shall attend board meetings in person; if attendance in person is not possible, they may, pursuant to the Corporation's articles of incorporation, appoint another director to attend as their proxy and a proxy may accept a proxy from one person only.

A director appointing another director to attend a board meeting in his or her place shall in each case give to that director a written proxy stating the scope of authorization with respect to the reasons for meeting.

- Article 7 Attendance via tele- or video-conference is deemed as attendance in person when a meeting of the board of directors is held.

Article 8 When holding a meeting of the board of directors, the Corporation may, as necessary for the agenda items of the meeting, notify personnel of relevant departments or subsidiaries to attend the meeting as nonvoting participants. When necessary, the Corporation may also invite certificated public accounts, attorneys, or other professionals to attend as nonvoting participants and to make explanatory statements, provided that they shall leave the meeting when deliberation or voting takes place.

Article 9 When the time of a meeting has arrived and one-half all board directors are not present, the meeting chair may announce postponement of the meeting time, provided that only two postponements may be made. If the quorum is still not met after two such delays, the chair shall re-call the meeting following the procedures provided in Article 2.

The term "all board directors " as used in the preceding paragraph shall be calculated as the number of directors then in office.

Article 10 A board of directors meeting shall be conducted in accordance with the order of business on the agenda as specified in the meeting notice. However, the order may be changed with the approval of a majority of directors present at the meeting. The meeting chair may not declare the meeting closed without the approval of a majority of directors present at the meeting.

If at any time during the proceeding of a board of directors meeting the directors sitting at the meeting are not more than half of the directors present at the meeting, then upon motion by the directors sitting at the meeting, the chair shall declare a suspension of meeting, in which case paragraph 1 of the preceding article shall apply mutatis mutandis.

Article 11 When the chair at a board of directors meeting is of the opinion that a matter has been sufficiently discussed to a degree of putting to a vote, the chair may announce the discussion closed and bring the matter to vote.

Article 12 The meeting minutes shall record the opinions expressing objections or reservations at the voting of the board of directors meeting that were included in records or stated in writing.

Article 13 Each director has one vote, except as otherwise stated in the in the relevant laws and regulations, a resolution on a matter at a board of

directors meeting requires the approval of a majority of the directors present at the meeting that shall be attended by a majority of all directors. However, if the chair puts the matter before all directors present at the meeting and none voices an objection, the matter is deemed approved.

"The directors present at the meeting" in the preceding paragraph does not include directors prohibited from exercising voting rights pursuant to Article 14, paragraph 1.

Article 14 The directors shall exercise a high degree of self-discipline. If a director or a juristic person represented by the director is an interested party with respect to any proposal for a board meeting, the director shall state the important aspects of the interested party relationship at the meeting. When the relationship is likely to prejudice the interests of the Corporation, the director may not participate in discussion or voting on that proposal and shall enter recusal during the discussion and voting. The director also may not act as another director's proxy to exercise voting rights on that matter.

The provisions of Article 180, paragraph 2 of the Company Act, as applied mutatis mutandis under Article 206, paragraph 4 of that Act, apply to resolutions of board of directors meetings when a director is prohibited by the preceding paragraph from exercising voting rights.

Article 15 The chair may appoint counting personnel of a vote on a proposal and the directors present at the meeting are the monitoring personnel.

Article 16 The designated unit responsible for the board meetings of the Corporation shall be the secretary of the board of directors meetings. The unit responsible for board meetings shall draft agenda items and prepare sufficient meeting materials, and shall deliver them together with the notice of the meeting. A director who is of the opinion that the meeting materials provided are insufficient may request their supplementation by the unit responsible for board meetings. If a director is of the opinion that materials concerning any proposal are insufficient, the deliberation of such proposal may be postponed by a resolution of the board of directors.

For the promotion effectiveness of the board meetings, all directors of the Corporation are entitled to obtain meeting materials properly and promptly for the decisions making, the fulfillment of his/her duties and obligations thus to ensure the compliance of meeting procedure and all other relevant laws and regulations. The Corporation already had the

chief corporate governance officer in place as the assistance of secretary of the board meeting for the provision of information required for performance of duties by the directors and shall be handle promptly within 3 business days.

Article 17 The Corporation shall record on audio or video tape the entire proceedings of a board of directors meeting, and preserve the recordings for at least five years, in electronic form or otherwise.

If before the end of the preservation period referred to in the preceding paragraph any litigation arises in connection with a resolution of a board of directors meeting, the relevant audio or video recordings shall continue to be preserved until the litigation is concluded.

Where a board of directors meeting is held via tele- or video conferencing, the audio and visual documentation of the meeting form a part of the meeting minutes and shall be well preserved during the existence of the Corporation.

Article 18 Minutes shall be prepared of the discussions at board of directors meetings. The meeting minutes shall record the following:

1. Session (or year), time, and place of meeting.
2. Name of the meeting chair.
3. Attendance of directors at the meeting, specifying the names and number of members present, excused, and absent.
4. Names and titles of those attending the meeting as nonvoting participants.
5. Name of minutes taker.
6. Matters reported on.
7. Agenda items: the result for each proposal.
8. Extraordinary motions: the name of the mover; the method of resolution and the result for each motion.
9. Other matters required to be recorded.

The name of any director that is an interested party, an explanation of the important aspects of the relationship of interest, the reasons why the director was required or not required to enter recusal, and the status of their recusal; opinions expressing objections or reservations at the meeting that were included in records or stated in writing as referred to in Article 14.

Any matter about which an independent director expresses an objection

or reservation that has been included in records or stated in writing in relation to a resolution passed at a meeting of the board of directors shall be stated in the meeting minutes and within two days of the meeting be published on an information reporting website designated by the competent authority.

The attendance book forms a part of the minutes for each board of directors meeting and shall be well preserved during the existence of the company.

The minutes of a board of directors meeting shall bear the signature or seal of both the meeting chair and the minutes taker; a copy of the minutes shall be distributed to each director within 20 days after the meeting and well preserved as important company records during the existence of the Corporation.

The production and distribution of the meeting minutes referred to in paragraph 1 may be done in electronic form.

Article 19 In regards to all matters not provided for in these Procedures, the Company Act, the Corporation's articles of incorporation and other relevant laws and regulations shall govern.

Article 20 The Procedures and any amendments hereto, shall be implemented after approval by the board of directors meeting.

The Procedures were enacted on June 24, 2003.

The first amendment was made on June 14, 2006.

The second amendment was made on April 2, 2008.

The third amendment was made on March 21, 2012.

The fourth amendment was made on December 14, 2012.

The fifth amendment was made on November 11, 2016.

The sixth amendment was made on November 9, 2017.

The seventh amendment was made on May 8, 2019.

The eighth amendment was made on May 4, 2022.

The ninth amendment was made on November 7, 2022.