

Board of Directors Resolution Matters – 2019

Meeting	Date	Major Resolutions
419	1/17/2019	<ol style="list-style-type: none"> 1. Approved the loan of €1.48 M to LDC ROME HOTELS S.R.L., which the Company holds 40% of its shares. 2. Approved the payment plan of year end cash bonuses to the managers for 2018 (including employees). 3. Approved the amount of cash bonuses to the managers for 2018. 4. Approved the amount of Chinese Lunar New Year cash bonuses to the directors for 2018 (not including the independent directors who are concurrently members of the Remuneration Committee). 5. Approved the amount of Chinese Lunar New Year cash bonuses to members of the Remuneration Committee for 2018 (including the independent directors who are concurrently members of the Remuneration Committee). 6. Approved the proposal to compensate additional remuneration to the directors in 2018; the three independent directors Robert K. Su, Chia-Shen Chen and Kuan-Ming Chen have waived the right to receive the remuneration.
420	2/20/2019	<ol style="list-style-type: none"> 1. Approved the amendments to the authorization chart for the “Duty Delegation Management Regulations”. 2. Approved the transfer of partial shares of the Company’s subsidiary, Chia Hsin Construction & Development Corporation. 3. Approved the special motion to report of investment risk profiling questionnaire for the Company’s foreign currency account at BNP Paribas in Hong Kong.
421	3/27/2019	<ol style="list-style-type: none"> 1. Approved the 2018 rewards for employees and directors and to report at the 2019 Annual General Shareholders’ Meeting. 2. Approved the 2018 internal control statement. 3. Approved the proposal to elect 7 directors (including 3 independent directors) for the next term of office. 4. Approved the nominees of directors of the Company. 5. Approved the proposal to release the newly elected directors from non-competition restriction at the 2019 Annual General Shareholders’ Meeting. 6. Approved the extension of the current CPA’s and the service fee. 7. Approved the draft of 2018 business report and financial statements for acceptance at the 2019 Annual General Shareholder’s Meeting. 8. Approved the proposal of 2018 profit distribution of cash dividends for acceptance at the 2019 Annual General Shareholders’ Meeting. 9. Approved the date, venue and relevant matters of the 2019 Annual General Shareholders’ Meeting. 10. Approved the adoption of nomination of directors at the 2019 Annual General Shareholders’ Meeting and related procedures. 11. Approved the adoption of proposals made by shareholders at the 2019 Annual General Shareholders’ Meeting and related procedures.
422	5/9/2019	<ol style="list-style-type: none"> 1. Approved the amount of 2018 rewards to directors.

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		<ol style="list-style-type: none"> 2. Approved the amount of 2018 rewards for managers. 3. Approved the adoption of the “Directors’ Proposals Handling Rules”. 4. Approved the adoption of “Rules of Performance Evaluation of the Board of Directors”. 5. Approved the amendments to “Corporate Governance Best Practice Principles”. 6. Approved the amendments to the “Articles of Incorporation”. 7. Approved the amendments to the “Procedures for Acquisition or Disposal of Assets”. 8. Approved the amendments to the “Procedures for Lending Funds to Other Parties and Endorsements/Guarantees”. 9. Approved the review of proposal made by shareholders Chun-Jung Huang, Gu-Mei Lu and Chun-Yi Huang to include the motion as the matter for discussion at the 2019 Annual General Shareholders’ Meeting. 10. Approved the nomination of Mr. Chung-Jung Huang as one of the candidates for election of directors (including independent directors) at the 2019 Annual General Shareholders’ Meeting. 11. Approved the additional cause of subjects of the 2019 Annual General Shareholders’ Meeting and change of meeting agenda.
423	6/21/2019	<ol style="list-style-type: none"> 1. In accordance with Article 15 of the Company’s Article of Incorporation, Mr. Jason K. L. Chang was elected as the Chairman of the Board. 2. Approved the appointment of Mr. Chi-Lin Wea, Mr. Chia-Shen Chen and Mr. Robert K. Su as members of the Company’s Remuneration Committee.
424	7/11/2019	<ol style="list-style-type: none"> 1. Approved the contract signing of the Management Agreement of InterContinental Okinawa Chura Sun Report Project of the Company’s 100% own subsidiary CHC Ryukyu Development GK with IHG Japan (Management) LLC of InterContinental Hotel Groups. 2. Approved the loan of €1.97 million to LDC ROME HOTELS S.R.L., which the Company holds 40% of its shares. 3. Approved the guarantee endorsement of a mid to long term credit line of JPY 1.5 billion and a short-term credit line of JPY 1 billion taken out from Taishin International Bank, Tokyo Branch for the Company’s subsidiary CHC Ryukyu COLLECTIVE KK. 4. Approved the appointment of Jason K.L. Chang, Chairman of the Board, and Pan Howard Wei Hao as members of the Subsidiary Supervisory Committee. 5. Approved the assignment of Mr. Jason K.L. Chang, Mr. Chih-Te Chen and Mr. Pan Howard Wei-Hao as the directors of Chia Hsin Property Management Development Corp; and to assign Ms. Li-Hsin Wang as its supervisor. 6. Approved the renewal of Mr. Shih-Chu Chi as the President of the Company. 7. Approved the renewal of Ms. Li-Hsin Wang as the Executive Vice President of the Company. 8. Approved the appointment of Ms. Li-Hsin Wang as CEO of Headquarters. 9. Approved the appointment of key personnel including the Finance Officer Accounting Officer, Audit Division Officer and managers of the Company. 10. Approved to release the managers from non-competition restrictions.
425	8/13/2019	<ol style="list-style-type: none"> 1. Approved the remuneration and attendance fee of the newly elected directors (not including remuneration for the independent directors who concurrently serve as

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		<p>member of the Remuneration Committee).</p> <ol style="list-style-type: none"> 2. Approved the remuneration of the newly appointed members of the Remuneration Committee (including the independent directors who concurrently serve as the member of the Remuneration Committee). 3. Approved the remuneration of the managers including the CEO, President and Executive Vice President of the Company. 4. Approved the adoption of the 2018 record date for distribution of cash dividends. 5. Approved the extension of the Cement Storage Service Agreement signed with Taiwan Cement Corporation. 6. Approved the request of the Company's subsidiary Chia Hsin Property Management & Development Corporation for the Company to remain as the endorser and drawer of its promissory notes for the loan from the First Bank. 7. Approved the endorsement of a short term credit line of JPY 600 million taken out from CTBC Bank Tokyo Branch for the Company's newly established subsidiary CHC Ryukyu COLLECTIVE KK in Japan. 8. Approved the revision of budget for the second half of 2019.
426	11/13/2019	<ol style="list-style-type: none"> 1. Approved the adoption of remuneration policy for corporate directors and supervisors. 2. Approved the amendment of "Procedures for Ethical Corporate Management Best Practice Principles" of the Company. 3. Approved the adoption of "Whistle blowing Policy". 4. Approved the purchase of shares issued by the Company's subsidiary, Yun Chia International Corporation for capital increase by cash in the amount of NTD 700 million.
427	12/13/2019	<ol style="list-style-type: none"> 1. Approved the new appointment of Mr. Shih-Chu Chi as director of the Company's subsidiary, Chia Hsia Property Management & Development Corporation. 2. Approved the extension of contracts signed with Tong Yang Chia Hsin International Corporation for Management of Keelung Storage and Transport Center and Cement Storage Service at the Port of Taichung. 3. Approved the 2020 Audit Plan. 4. Approved the signing of the mid-term credit line with the CTBC Bank. 5. Approved the same credit line with the financial institutions in 2020. 6. Approved the endorsement of the short term loan taken out from CTBC Bank Tokyo Branch for the Company's subsidiary CHC Ryukyu Development GK in Japan. 7. Approved the endorsement of the short term loan taken out from Taishin International Bank Tokyo Branch for the Company's subsidiary CHC Ryukyu Development GK in Japan. 8. Approved the endorsement of the short term loan taken out from Taishin International Bank Tokyo Branch for the Company's subsidiary CHC Ryukyu COLLECTIVE KK in Japan. 9. Approved the endorsement of the short term loan taken out from CTBC Bank Tokyo Branch for the Company's subsidiary CHC Ryukyu COLLECTIVE KK in Japan. 10. Approved the 2020 Budget.