

momo.com Inc.

Information Security Committee Charter

Approved by BOD on Oct. 29, 2020

Article 1 Purpose and Basis

In order to enhance control and monitoring of information security risks, safeguard corporate assets, build a sound corporate infrastructure, and strengthen functions of the Board of Directors, momo.com Inc. (hereinafter referred to as the "Company") hereby establishes the Information Security Committee pursuant to Article 27 of the Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies, and adopts this Charter for future compliance.

Article 2 Applicable Scope

Unless otherwise provided by laws and regulations or the Articles of Incorporation, matters related to the powers of the Committee shall be in compliance with the provisions of this Charter.

Article 3 Freedom of Information

The Company shall make the contents of this Charter accessible on the Company's website and in the Market Observation Post System (MOPS) for perusal anytime.

Article 4 Committee Composition

Upon resolution by the Board of Directors, the Committee shall be composed of no fewer than three directors, of which a majority shall be independent directors. One of the independent directors shall be elected by members of the Committee to serve as the convener and meeting chair.

At least one of the independent directors mentioned above shall have a professional background in information technology.

Unless otherwise provided by laws and regulations or the Articles of Association or other rules of the Company, the term of participation by directors in the Committee shall start on the date of resolution by the Board of Directors and last until expiration of the term of office of the Board; the date when the director resigns from his or her membership in the Committee or position in the Board; or the date in which the Board of Directors otherwise resolves to substitute the original director as member of the Committee.

The term of the Committee members shall, in principle, be the same as that of the Board of Directors, and members may be re-elected to further terms.

Article 5 Powers

The powers of the Committee are as follows:

1. Review information management policies, formulate an information security and management framework and organizational functions, and periodically inspect development, establishment, and implementation results of company-wide information security and management mechanisms;
2. Review information management mechanisms of new services;

3. Verify discussions and response measures for losses due to information security incident(s);
4. Other matters stipulated by the review authority, Board of Directors, or any information security policy, or matters that need to be reported to the Board of Directors.

Article 6 Convening of Meetings

1. The Committee shall convene a meeting at least once every year, and may call a meeting at its discretion whenever necessary.
2. The convener of the Committee shall act as convener and meeting chair. When the convener is on leave or unable to convene or chair a meeting for any reason, the convener shall appoint another member of the Committee as acting convener; If the convener does not make such an appointment, one member of the Committee shall be elected by and from the other members of the Committee to serve as convener.
3. In calling a meeting of the Committee, a notice of the reasons for convening the meeting shall be given to each member at least 7 days in advance. However, this does not apply to extraordinary meetings. At least two thirds (inclusive) of members shall attend Committee meetings.
4. The Committee may request the managers of relevant departments, internal audit officers, IT security consultants, or other personnel of the Company to attend the meeting as non-voting participants and provide pertinent and necessary information.

Article 7 Meeting agenda and rules

1. The Committee's meeting agenda shall be drafted by the convener. Other members may also put forward proposals for discussion by the Committee. The meeting agenda shall be given to Committee members prior to the meeting.
2. When a meeting of the Committee is held, an attendance book shall be made available for signing-in by the members in attendance, and thereafter made available for reference.
3. Members of the Committee shall attend meetings in person. If unable to attend in person, the Committee member may issue a proxy form and state the scope of authorization with respect to the items on the meeting agenda to appoint another member as proxy. Each proxy may accept a proxy from one person only.
4. With regard to the aforementioned meeting attendance, participation via telecommunications is deemed as attendance in person.
5. Any resolutions at meetings of the Committee shall be adopted with the approval of one half or more of the entire membership. A motion shall be considered approved if the Committee chair receives no objections from any attendants during voting. This voting method is as effective as the conventional ballot method. Voting results shall be made known on-site immediately and recorded in writing.

Article 8 Meeting minutes and their retention

Discussions at a meeting of the Committee shall be included in the meeting minutes, which shall faithfully record the following:

1. The session, time, and place of the meeting
2. The name of the meeting chair
3. Members' attendance, including the number and names of attendants, absentees, and those who are on leave of absence
4. The names and titles of those attending the meeting as non-voting participants
5. The name of the minute taker

6. The matters reported at the meeting
7. Agenda items: The method of resolution and outcome for each motion; and the summary of opinions from the Committee members, experts, and other individuals, as well as their objections or reservations.
8. Extraordinary motions: The name of the person who raised the motion; the method of resolution and outcome for each motion; and summary of opinions from the Committee members, experts and other individuals, as well as their objections or reservations.
9. Other matters required to be recorded

The Committee's attendance book shall be attached to the meeting minutes of the meeting, and shall be retained as part of the meeting minutes.

The minutes of a Committee meeting shall bear the signature or seal of both the chair and the minute taker, and a copy of the minutes shall be distributed to each Committee member within 20 days after the meeting. The minutes shall be deemed important corporate records and appropriately preserved in a permanent manner during the existence of the company.

The meeting minutes of Paragraph 1 may be produced, distributed, and preserved in electronic form. For a meeting of the Committee convened via videoconferencing, the audio-recorded and videotaped data shall be part of the minutes of the meeting.

Any and all meetings of the Committee shall be audio-recorded from beginning to adjournment of the meeting as evidence, and the files shall be kept for at least five (5) years. The files may be stored in the electronic form.

Article 9 Recusal

A member of the Committee shall explain the material aspects of the interest he or she has when he or she is an interested party with respect to a given agenda item. When such a relationship is likely to prejudice the interests of the Company, the member shall not attend the discussion and voting, and shall recuse himself or herself therefrom. Also, the member shall not exercise the voting right for and on behalf of another Committee member.

A member of the Committee is deemed to be an interested party with respect to an agenda item in respect of which his or her spouse, a blood relative within the second degree of kinship, or a company which has a controlling or subordinate relation with the member is an interested party.

If, for the reason stated in Paragraph 1, an agenda item cannot be resolved at a meeting of the Committee, it shall be reported to the Board of Directors, which shall resolve on the item.

Article 10 Opinion Consultation

The Committee may, at its discretion, request personnel of relevant departments of the Company to attend meetings as non-voting participants and provide necessary information; or resolve to retain the service of an academic, expert, or consultant to provide advice. The costs of their services shall be borne by the Company.

Article 11 Due Care of a Good Administrator

The Committee members shall exercise the due care of a good administrator and faithfully perform the duties prescribed in this Charter. They shall be accountable to the Board of Directors and shall submit their proposals to be resolved by the Board.

Article 12 Execution of Tasks Relating to Resolutions

The Committee shall conduct periodic reviews of matters relating to this Charter and present the results for amendment by the Board of Directors.

The execution of tasks relating to resolutions adopted by the Committee may be delegated to the convener or other members of the Committee for follow-up, with a written or verbal report to be presented to the Committee during the implementation period. When necessary, the matter shall be presented for ratification or a report made at the next meeting of the Committee.

Article 13 Regulatory Amendments

This Charter shall be approved by the Board of Directors and take effect upon announcement. Subsequent amendments thereto shall be effected in the same manner.