

Brogent Technologies Inc.

Code of Ethical Conduct for Directors, Supervisors and Managerial Officers

Date of Approval in the Board of Directors Meeting: March 27, 2012

Article 1. (Purpose and basis)

The Code is enacted in accordance with Article 1 of the Guidelines for the Adoption of Codes of Ethical Conduct for TWSE/TPEX Listed Companies to establish good models of conduct within the Company, facilitate compliance with ethical standards, and allow all stakeholders of the Company to gain a more profound understanding of Company regulations on ethical business conduct.

Article 2. (Applicable individuals)

The Code is applicable to the Company's Directors, Supervisors, and managerial officers (including the President or individuals of equivalent ranking, Directors or individuals of equivalent ranking, supervisor of the Finance Department, supervisor of the Accounting Department, and other individuals who are authorized to manage affairs and sign on behalf of the Company).

Article 3. (Applicable scope)

The Code is adopted to provide guidance to the Directors, Supervisors, and managerial officers of the Company to ensure their actions comply with ethical standards and to allow stakeholders to understand the moral conduct required of the Company's personnel in carrying out their duties so as to prevent unethical conduct from damaging the rights and interests of the Company and shareholders.

Article 4. (The Code is comprised of the following eight items)

(I) Prevention of conflicts of interest:

- (1) Directors, Supervisors, and managerial officers shall prosecute business affairs in an objective and efficient manner and may not cause themselves, their spouse, parents, children, or relatives within the second degree of kinship to receive improper benefits by means of their position in the Company.
- (2) If an affiliate enterprise of an individual specified in the preceding paragraph is involved with the Company's loans, endorsement guarantees, or major asset transactions, the related Director, Supervisor, or managerial officer shall voluntarily explain whether there is any potential conflict of interest between them and the Company and the incident shall be carried out in accordance with related laws and Company regulations.

(II) Minimizing incentives to pursue personal gain:

When the Company has an opportunity for profit, it is the responsibility of the Directors, Supervisors, and managerial officers to maximize the reasonable and proper benefits that can be obtained by the Company. The Company shall prevent its Directors, Supervisors, or managerial officers from engaging in any of the following activities:

- (1) Seeking an opportunity to pursue personal gain by using Company property or information or taking advantage of their positions;
- (2) Obtaining personal gain by using Company property or information or taking advantage of their positions;
- (3) Competing with the Company.

(III) Duty of confidentiality:

The Company adopts strict standards to protect the privacy of employees and customers and their personal information. Directors, Supervisors, and managerial officers of the Company shall be bound by the obligation to maintain the confidentiality of any information regarding the Company itself or its suppliers and customers, except when authorized or required by law to disclose such information. Confidential information includes any undisclosed information that, if exploited by a competitor or disclosed, could result in damage to the Company or its suppliers and customers.

(IV) Fair trade:

Directors, Supervisors, and managerial officers shall treat all suppliers and customers, competitors, and employees fairly, and may not obtain improper benefits through manipulation, nondisclosure, or misuse of the information learned by virtue of their positions, or through misrepresentation of important matters, or through other unfair trading practices.

(V) Safeguarding and proper use of company assets:

All Directors, Supervisors, and managerial officers have the responsibility to safeguard company assets and to ensure that they can be effectively and lawfully used for official business purposes; any theft, negligence in care, or waste of the assets will all directly impact the Company's profitability.

(VI) Legal compliance:

Directors, Supervisors, and managerial officers shall comply with the regulations stipulated in various laws and the Company's regulation system. Moral standards shall not be restricted to legal requirements. The Company shall uphold its ethical conduct in its business operations even when laws allow otherwise and shall avoid any conflicts of interest. Directors, Supervisors, and managerial officers shall uphold the self-disciplinary principles of honesty, lawfulness, fairness, integrity and moral conduct when engaging in company affairs. In addition to enhancing the internal staff's legal compliance to the Securities and Exchange Act and other laws and regulations, the Company has established an Employee Code of Conduct to regulate the conduct of all Company employees.

(VII) Encouraging reporting on illegal or unethical activities:

The Company shall raise awareness of ethics and encourage employees to report to a Supervisor, managerial officer, chief internal auditor, or other appropriate individual upon suspicion or discovery of any activity in violation of a law or regulation or the Code of Ethical Conduct. The Company shall also process the aforementioned information in a confidential manner and to the best of its efforts ensure the safety of informants and protect them from any form of reprisal.

(VIII) Disciplinary measures:

When a Director, Supervisor, or managerial officer violates the Code of Ethical Conduct and the violation has been verified, the Company shall handle the matter in accordance with the disciplinary measures prescribed in the Code, and shall without delay disclose on the Market Observation Post System (MOPS) the title and name of the violator, date of violation, reasons for the violation, the provisions of the Code violated, and the disciplinary actions taken. The Company shall also establish a relevant complaint system to provide the violator with opportunities for seeking remedy.

Inadvertent or unintentional violations that affect Company interest shall be explained to the investigation team along with certifying documentation. If the violation is verified as unintentional, the Company may provide clarification on MOPS based on its importance.

Article 5. (Procedures for exemption)

The exemption of a Director, Supervisor, or managerial officer of the Company from compliance with the Company's Code of Ethical Conduct shall require a resolution by the Board of Directors and information regarding the title and name of the exempted individual, the date on which the Board of Directors adopted the resolution for exemption, and the period of, reasons for, and

principles behind the application of the exemption shall be disclosed without delay on the MOPS. This enables shareholders to evaluate the appropriateness of the board resolution and to safeguard the interests of the Company.

Article 6. (Method of disclosure)

The Code shall be disclosed in the Company's annual report, prospectus, and on the Market Observation Post System. The same shall apply to any subsequent revisions.

Article 7. (Enforcement and amendment)

The Code shall be implemented following approval in the Board of Directors meeting and submitted to the Supervisors and shareholders' meeting. The same shall apply to any subsequent revisions.

Article 8. (Revision records)

The Code was established on March 22, 2012.