

## **O-Bank Co., Ltd. Regulations Governing the Performance Evaluation of the Board of Directors**

Approved by the 7<sup>th</sup> Board of Directors in its 18<sup>th</sup> meeting on June 26, 2019

Amended by the 8<sup>th</sup> Board of Directors in its 5<sup>th</sup> meeting on December 23, 2020

Amended by the 8<sup>th</sup> Board of Directors in its 9<sup>th</sup> meeting on June 29, 2021

### Article 1 (Purpose and Basis)

To enhance O-Bank's Board functions and implement corporate governance, the Regulations are established in accordance with Article 37 of Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies.

### Article 2 (Scope of the Regulations)

The general evaluation cycles, periods, scope and methods, the unit conducting evaluations, evaluation procedures and other compliance requirements regarding the evaluation of the performance of the Board and its functional committees shall be subject to these Regulations.

The functional committees under the Regulations include Audit Committee, Compensation Committee, and Corporate Governance and Nomination Committee.

### Article 3 (Evaluation Cycles and Periods)

Internal Performance Evaluation: the Board of Directors and functional committees shall conduct an internal performance evaluation based on the evaluation procedures and the evaluation criteria stipulated in Articles 6 and 7 at least once a year.

External Performance Evaluation: the evaluation shall be conducted at least once every 3 years by external evaluation institutions or panel of external experts and scholars and the evaluation procedures shall be subject to such external evaluation unit. The Chairman is authorized to approve the aforesaid external evaluation unit and other matters regarding the evaluations.

The result of the internal and external performance evaluation shall be completed by the first quarter of the next year.

### Article 4 (Evaluation Scope and Method)

The evaluation scope of the Bank's Board of Directors and its functional committees covers the performance of the Board as a whole, individual Board members, and the functional committees.

Methods of evaluations include the internal evaluation of the Board, the

internal evaluation of the functional committees, self-assessment by individual Board members, peer evaluation, and evaluation by appointed external professional institutions, experts, or other appropriate methods.

#### Article 5: (The Unit Conducting Evaluation)

The unit conducting the internal performance evaluation of the Bank's Board of Directors and functional committees is the secretariat of the Board of Directors and functional committees.

The external institutions or panel of external experts and scholars chosen to conduct evaluations of Board performance shall satisfy the following criteria:

1. The external evaluation institution or panel of external experts and scholars shall be professional and independent.
2. The external evaluation institution shall have the experience or management consulting skills and engage in the provision of services for educational and training programs for Board of Directors and improvement of corporate governance of enterprises.
3. The panel of external experts and scholars shall appoint at least three experts or scholars specialized in Board of Directors or corporate governance.

After completing the Board performance evaluations, the external evaluation units shall draft an external evaluation analysis report.

#### Article 6 (Evaluation Procedure)

The procedures for the performance evaluation of the Bank's Board of Directors and functional committees are as follows:

1. Determine the units to be subject to evaluation, the period and the scope of evaluation in the current year
2. Determine the method of evaluation
3. At the end of each year, the unit conducting the evaluations will collect information about the activities of the Board of Directors and functional committees and distribute questionnaires in Attachments to be completed. At the end of the process, the unit conducting the evaluations will consolidate information and calculate the result according to Article 8.
4. The evaluation result in the preceding paragraph shall be reported to the Corporate Governance and Nomination Committee and Board of Directors for review and improvement.

#### Article 7 (Evaluation Indicators)

The indicators of the performance evaluation of the Board cover 5 aspects:

- A. Participation in company operations
- B. Improvement on the quality of the board's decision making
- C. Composition and structure of the board of directors
- D. Election of directors and continuous knowledge development
- E. Internal control

The indicators of the performance evaluation (self-assessment) of Board members cover 6 aspects:

- A. Understanding of company goals and missions
- B. Understanding of the directors' duties and responsibilities
- C. Participation in company operations
- D. Internal relationship management and communications
- E. Professional qualifications of directors and continuous knowledge development
- F. Internal control

The indicators of the performance evaluation of functional committees cover 5 aspects:

- A. Participation in company operations
- B. Understanding of the committee members' duties and responsibilities
- C. Improvement on the quality of the committee's decision making
- D. Composition of the committees and election of the committee members
- E. Internal control

The indicators of the performance evaluation of the Board of Directors are determined based on the operation and needs of the Bank, and are suitable and appropriate for evaluations by the Bank. In addition, the indicators are to be adjusted subject to reviews of the unit conducting evaluations, and then submitted to the Corporate Governance and Nomination Committee and the Compensation Committee for review.

#### Article 8 (Scoring Standard and Calculation Method)

The evaluation standard of the performance evaluation of the Board of Directors, Board members, and functional committees is as below:

Grade	Excellent	Very Good	Good	Fair	Needs Improvement
Score	5	4	3	2	1

The result of the performance evaluation is based on the resulting average

scores.

The criteria for the external performance evaluation of the Board of Directors are subject to the external independent professional institution or experts and scholars.

#### Article 9 (Disclosure)

The Bank shall disclose in the annual report the implementation of the performance evaluation of the Board of Directors each year, including at least the evaluation cycle, evaluation period, evaluation scope, evaluation method, and evaluation content.

If the Bank chooses to engage an external organization or panel of external experts for the evaluation of the Board performance, it shall disclose in the annual report the external evaluation organization, panel of external experts, its team members and professional description, the statement of independence of the external evaluation organization or panel of external experts, and the evaluation method, criteria, and suggestions for future improvement.

#### Article 10 (Enforcement)

These Regulations, and any amendments hereto, shall become effective upon approval by the Board of Directors.

O-Bank Co., Ltd. Internal Performance Evaluation Questionnaire—  
Board of Directors

Evaluation Items	Grade/Score (Note 1)					Supplementary Remarks
<b>A. Participation in company operations</b>						
1. Directors' overall attendance (excluding proxy attendance) at Board meetings (4/very good for 85% attendance rate)	5	4	3	2	1	Related information provided by the Board's procedural unit
2. Directors' attendance in shareholders' meetings (3/ good for 1/2 attendance rate)	5	4	3	2	1	Related information provided by the Board's procedural unit
3. Directors had read and comprehended conference materials prior to convention of meeting	5	4	3	2	1	
4. The Board has positive interaction with the management team	5	4	3	2	1	
5. The Board had duly supervised the Bank in compliance of laws and regulations and codes of practice	5	4	3	2	1	
6. The Board continues to enforce corporate governance policies, support the Bank's participation in the corporate evaluation, and protect shareholders' rights and interests as means to improve overall governance	5	4	3	2	1	
7. Board members possess adequate understanding of the Company, the management team and the industry the Company operates in	5	4	3	2	1	
8. Directors are capable of assessing and monitoring existing as well as potential risks, and discuss about the execution and follow-up of internal control system	5	4	3	2	1	
9. Directors engage financial statement CPAs in adequate communication and interaction (CPAs are invited to participate in at least two board meetings a year to discuss about annual and semi-annual financial reports, and develop better understanding of the Company's financial position)	5	4	3	2	1	

10. The Board is able to obtain adequate and timely report on business performance, and quickly respond to adverse situations	5	4	3	2	1	
<b>B. Improvement on the quality of the Board's decision-making</b>						
11. The Company has adequately discussed and implemented strategic plans as well as the annual budget process	5	4	3	2	1	
12. Board meetings were convened at adequate frequency (4/very good for at least 6 sessions a year)	5	4	3	2	1	Related information provided by the Board's procedural unit
13. The Company provides the Board with complete and timely information of certain quality, so that directors (including independent directors) may duly perform their duties	5	4	3	2	1	
14. Board meeting minutes have adequately recorded the discussions made as well as opinions or concerns from individuals or groups	5	4	3	2	1	
15. Sufficient time was allocated for directors to engage in discussions	5	4	3	2	1	
16. Motions presented for discussion in board meetings were considered appropriate	5	4	3	2	1	
17. Motions that were subject to discussion by the Board of Directors have been discussed in the presence of all independent directors	5	4	3	2	1	
18. The Board has provided robust communication channels to facilitate communication with independent directors	5	4	3	2	1	
19. Board meeting resolutions have been properly executed and followed up	5	4	3	2	1	
20. For any motion that required avoidance of conflicting interest, the directors had either voluntarily disassociated from involvement or were instructed to do so by the chairperson, with meeting minutes duly prepared	5	4	3	2	1	
21. The Board of Directors, Board members and functional committees had conducted performance evaluations in a regular and efficient manner	5	4	3	2	1	

<b>C. Composition and structure of the Board of Directors</b>						
22. The Board of Directors has allocated sufficient independent director seats that complied with relevant regulations	5	4	3	2	1	
23. Independent directors of the Company possess the required professional knowledge and have maintained independence throughout the term of service	5	4	3	2	1	
24. All existing functional committees are capable of accomplishing assignments delegated by the Board	5	4	3	2	1	
25. The Company establishes and implements the board diversity policy according to the Company's growth requirements	5	4	3	2	1	
26. The Board composition is considered appropriate, and members are deemed to have possessed the professional qualities for decision-making	5	4	3	2	1	
<b>D. Election of directors and continuous knowledge development</b>						
27. The Company has rigorous and transparent director election (including by-election) procedures in place	5	4	3	2	1	
28. Board members are elected according to the Company's board diversity policy and assessment standards	5	4	3	2	1	
29. The Board member election procedures take into account the Company's actual requirements and skills, knowledge and experiences of individual directors	5	4	3	2	1	
30. Appropriate directions are rendered to new directors coming onboard, so that they may quickly familiarize with the duties involved and the Company's operations (Where there are not new directors in the evaluation year, this question is not applicable)	5	4	3	2	1	Related information provided by the Board's procedural unit
31. Directors participate in courses outside of their own expertise, and complete appropriate number of training hours on a yearly basis	5	4	3	2	1	
32. The Company maintains director training hours on record and provides with professional development courses that helps directors enhance knowledge and skills	5	4	3	2	1	

<b>E. Internal Control</b>						
33. The Board has incorporated the management's risk assessments and controls as part of its decision-making process	5	4	3	2	1	
34. The Board is able to assess and supervise the effectiveness of the Company's internal control system and risk management practices	5	4	3	2	1	
35. The internal control system approved by the Board does contain five major elements/principles and cover all operating activities and transaction cycle controls	5	4	3	2	1	
36. The Company's Chief Auditor is invited to Board meetings where the internal audit reports are presented; audit reports (including follow-up reports) are delivered or notified to the Audit Committee and independent directors in accordance with relevant regulations	5	4	3	2	1	
37. The Appointment, dismissal, appraisal, and remuneration of the Company's internal auditor personnel shall be submitted by the Chief Auditor to the Chairman for approval	5	4	3	2	1	Related information provided by the Board's procedural unit
38. The Company self-evaluates each year the effectiveness of the design and implementation of its internal control system and issues a statement on internal control system by the Board's approval	5	4	3	2	1	
39. Where non-audit service is provided by CPAs, the Company makes appropriate arrangements to ensure objectivity and independence of the CPAs	5	4	3	2	1	
40. The Board understands and supervises over the Company's accounting system, financial position, financial statements, audit report and follow-up tracking	5	4	3	2	1	
<b>F. Others</b>						
41. The Board understands its duty of supervision and has duly overseen the Bank's report on the implementation of fair treatment of clients, including the amendment to relevant regulations and	5	4	3	2	1	



follow-up tracking of the major cases or penalties on dispute (if any)						
42. The Board understands its duty of supervision and has duly overseen the Bank's report on the implementation of personal information management system, including the amendment to relevant regulations and follow-up tracking of the major instances or penalties on personal information (if any)	5	4	3	2	1	
43. The Board understands its duty of supervision and has duly overseen the Bank's report on the implementation of AML/CFT system (such as report on across-the-board evaluation of money laundering and terrorism financing risks, report on the improvement on AML/CFT, biannual report on AML/CFT). The amendment to relevant regulations and follow-up tracking of the major instances or penalties on money laundering and terrorism financing (if any) are also included	5	4	3	2	1	
44. The Board values and continues to promote ISG	5	4	3	2	1	
45. The Board has duly supervised the Bank's report on the annual information security implementation to keep track of the safeguarding of information security	5	4	3	2	1	
46. The Board has taken into account information security in business decision-making and taken the lead to pay attention to the organizational culture of information security	5	4	3	2	1	
47. The Board has faithfully supervised the Bank's compliance of CSR principles, and committed itself to measures on corporate governance, customer relations, employee care, environmental protection, social engagement as means to fulfill CSR.	5	4	3	2	1	
48. The Board has faithfully supervised the Company to issue CSR report each year and dully examine the content of CSR repot	5	4	3	2	1	
49. The Board of Directors values the	5	4	3	2	1	

Company's CSR development and continues to promote the Bank's endeavors toward ESG.						
Other supplementary explanations or suggestions						

Note 1: Grade/Score:

- 5: Excellent (strongly agree)
- 4: Very good (agree)
- 3: Good (Acceptable)
- 2: Fair (disagree)
- 1: Needs Improvement (strongly disagree)

O-Bank Co., Ltd. Internal Performance Evaluation Questionnaire—  
Board Members (Self-assessment)

Evaluation Items	Grade/Score (Note 1)					Supplementary Comments
<b>A. Understanding of company goals and missions</b>						
1. The directors have duly comprehended the Company's core values within the Company (e.g. discipline, mission, honor and vision)	5	4	3	2	1	
2. Directors have developed clear understanding of all strategic goals set by the Company	5	4	3	2	1	
3. Directors have thoroughly comprehended the characteristics and risks associated with the Company's industry	5	4	3	2	1	
<b>B. Understanding of the directors' duties and responsibilities</b>						
4. Directors have fully comprehended their statutory obligations	5	4	3	2	1	
5. Directors have fully understood that he/she shall report to the Company any change of his/her related-parties	5	4	3	2	1	
6. Directors have fully understood relevant laws and regulations regarding the indictment for the violation of Securities and Exchange Act, Company Act, Banking Act, Commercial Accounting Act, or a crime of corruption, malfeasance in office, fraud, breach of trust, or misappropriation	5	4	3	2	1	
7. Directors have duly fulfilled confidentiality obligations with respect to all insider information obtained while exercising director authority	5	4	3	2	1	
<b>C. Participation in company operations</b>						
8. Directors' actual attendance (excluding proxy attendance) at Board meetings (4/very good for 85% attendance rate)	5	4	3	2	1	Related information provided by the Board's procedural unit
9. Directors had duly read and comprehended conference materials	5	4	3	2	1	

prior to convention of meeting, so as to facilitate directors to perform their duties in Board meetings						
10. Directors have committed adequate amount of time into board-related affairs	5	4	3	2	1	
11. Directors have made specific resolutions on the motions proposed for discussion	5	4	3	2	1	
12. For any meeting minutes received, the directors thoroughly comprehend the details recorded	5	4	3	2	1	
13. Directors possess clear understanding of the Company, the management team and the industry the Company operates in						
14. Directors have duly assessed and monitored existing as well as potential risks, and discussed regularly about the execution of internal control system						
15. Directors do not assume concurrent director/supervisor duties in multiple companies (5 for 3 companies or less; 4 for 4-5 companies; 3 for 6-7 companies; 2 for 8-9 companies; 1 for 10 companies or above)						
<b>D. Internal relationship management and communications</b>						
16. Directors have maintained positive interaction with the management team	5	4	3	2	1	
17. Directors are able to communicate with each other in a proper manner	5	4	3	2	1	
18. Directors have fully communicated with financial statement CPAs	5	4	3	2	1	
<b>E. Professional qualifications of directors and continuous knowledge development</b>						
19. Directors possess the expertise needed to form Board decisions	5	4	3	2	1	
20. Directors participate in courses outside of their own expertise, and complete appropriate number of training hours on a yearly basis (Newly appointed directors: 5 for 13 hours or above, 4 for 12 hours, 3 for 8-11 hours, 2 for 6-7 hours, 1 for 5 hours or less; re-appointed directors	5	4	3	2	1	

and newly appointed directors from the following year: 5 for 7 hours or above, 4 for 6 hours, 3 for 4-5 hours, 2 for 3 hours, 1 for 2 hours or less)						
21. Directors are committed to enhancing professional knowledge and skills on an ongoing basis	5	4	3	2	1	
<b>F. Internal Control</b>						
22. Directors have duly avoided involvement for any motion that requires avoidance of conflicting interest	5	4	3	2	1	
23. Directors have assessed and supervised the effectiveness of the Company's internal control system and risk management practices	5	4	3	2	1	
24. Directors are capable of understanding and supervising the Company's accounting system, financial position, financial statements, audit report and follow-up tracking	5	4	3	2	1	
Other supplementary explanations or suggestions						

Note 1: Grade/Score:

- 5: Excellent (strongly agree)
- 4: Very good (agree)
- 3: Good (Acceptable)
- 2: Fair (disagree)
- 1: Needs Improvement (strongly disagree)

O-Bank Co., Ltd. Internal Performance Evaluation Questionnaire—  
Audit Committee

Evaluation Items	Score (Note 1)					Supplementary Comments
<b>A. Participation in company operations</b>						
1. Members' overall attendance (excluding proxy attendance) at Audit Committee meetings (4/very good for 85% attendance rate)	5	4	3	2	1	Related information provided by the Board's procedural unit
2. The members had read and comprehended conference materials prior to convention of meeting	5	4	3	2	1	
3. The members participate in active discussion in Audit Committee meetings	5	4	3	2	1	
4. The Audit Committee convenes meetings on a regular basis	5	4	3	2	1	
<b>B. Understanding of the committee members' duties and responsibilities</b>						
5. Duties of the Audit Committee are clearly and appropriately defined	5	4	3	2	1	
6. The Audit Committee is able to assess and monitor existing as well as potential risks	5	4	3	2	1	
7. The Audit Committee is able to offer suggestions for discussion by the Board of Directors in a timely, professional and objective manner to support the Board's decision-making	5	4	3	2	1	
8. The Audit Committee has fully communicated with financial statement CPAs	5	4	3	2	1	
9. The Audit Committee conducts regular assessments on the independence and suitability of its CPAs	5	4	3	2	1	
<b>C. Improvement on the quality of the committee's decision making</b>						
10. The Company provides the Audit Committee with complete and timely information of certain quality, so that the committee may duly perform their duties. Managers, internal auditors, CPAs, legal consultants or other personnel of relevant expertise may be invited to meetings if necessary	5	4	3	2	1	
11. The Audit Committee is given	5	4	3	2	1	

sufficient time for discussion						
12. The motions referred to the Audit Committee for discussion are considered appropriate	5	4	3	2	1	
13. Members have duly avoided involvement for any motion that requires avoidance of conflicting interest; avoidance of conflicting interest is also detailed in meeting minutes (Members of the Audit Committee are required to provide explanations for any motion that concerns their own interests. Committee members are required to disassociate from discussion and voting if the stakes involved are in conflict against the Company's favor, and may not exercise voting rights on behalf of other members in this situation)	5	4	3	2	1	
14. The Audit Committee meeting minutes have adequately recorded the discussions made as well as opinions or concerns from individuals or groups	5	4	3	2	1	
15. The Audit Committee meeting resolutions have been properly executed and followed up	5	4	3	2	1	
16. The Audit Committee has conducted performance evaluations in a regular and efficient manner	5	4	3	2	1	
<b>D. Composition of the committee and election of the committee members</b>						
17. Composition of the Audit Committee is considered appropriate and members are deemed to have possessed the professional qualities needed for decision-making	5	4	3	2	1	
18. Members of the Audit Committee have maintained independence over the term of their service	5	4	3	2	1	
19. Members of the Audit Committee are selected according to the Company's actual requirements, and take into account the skills, knowledge and experience of individual directors	5	4	3	2	1	
<b>E. Internal control</b>						
20. Audit Committee members have duly fulfilled confidentiality obligations	5	4	3	2	1	

with respect to all insider information obtained while exercising their duties						
21. The Audit Committee members value the compliance of laws and regulations and codes of practice	5	4	3	2	1	
22. The Audit Committee is able to assess and supervise the effectiveness of the Company's internal control system and risk management practices	5	4	3	2	1	
23. The internal control system approved by the Audit Committee does contain five major elements/principles and covers all operating activities and transaction cycle controls	5	4	3	2	1	
24. The Audit Committee is capable of understanding and supervising the Company's accounting system, financial position, financial statements, audit report and follow-up tracking	5	4	3	2	1	
Other supplementary explanations or suggestions						

Note 1: Grade/Score:

- 5: Excellent (strongly agree)
- 4: Very good (agree)
- 3: Good (Acceptable)
- 2: Fair (disagree)
- 1: Needs Improvement (strongly disagree)



O-Bank Co., Ltd. Internal Performance Evaluation Questionnaire—  
Compensation Committee

Evaluation Items	Score (Note 1)					Supplementary Comments
<b>A. Participation in company operations</b>						
1. Members' overall attendance (excluding proxy attendance) at Compensation Committee meetings (4/very good for 85% attendance rate)	5	4	3	2	1	Related information provided by the Board's procedural unit
2. The members had read and comprehended conference materials prior to convention of meeting	5	4	3	2	1	
3. The members participate in active discussion in Compensation Committee meetings	5	4	3	2	1	
4. The Compensation Committee convenes meetings on a regular basis	5	4	3	2	1	
<b>B. Understanding of the committee members' duties and responsibilities</b>						
5. Duties of the Compensation Committee are clearly and appropriately defined	5	4	3	2	1	
6. The Compensation Committee is able to offer suggestions for discussion by the Board of Directors in a timely, professional and objective manner to support the Board's decision-making	5	4	3	2	1	
7. The Compensation Committee stipulates and reviews regularly the compensation policies, systems, standards and structures, and performance of directors and managers.	5	4	3	2	1	
8. The Compensation Committee regularly reviews and seeks Board's approval for director performance evaluation standards, and proposes director remuneration based on the evaluation result	5	4	3	2	1	
<b>C. Improvement on the quality of the committee's decision making</b>						
9. The Company provides the Compensation Committee with complete and timely information of certain quality, so that the committee may duly perform their duties. Managers, internal auditors, CPAs, legal	5	4	3	2	1	

consultants or other personnel of relevant expertise may be invited to meetings if necessary						
10. The Compensation Committee is given sufficient time for discussion	5	4	3	2	1	
11. The motions referred to the Compensation Committee for discussion are considered appropriate	5	4	3	2	1	
12. Members have duly avoided involvement for any motion that requires avoidance of conflicting interest; avoidance of conflicting interest is also detailed in meeting minutes (Members of the Compensation Committee are required to provide explanations for any motion that concerns their own interests. Committee members are required to disassociate from discussion and voting if the stakes involved are in conflict against the Company's favor, and may not exercise voting rights on behalf of other members in this situation)	5	4	3	2	1	
13. The Compensation Committee meeting minutes have adequately recorded the discussions made as well as opinions or concerns from individuals or groups	5	4	3	2	1	
14. The Compensation Committee meeting resolutions have been properly executed and followed up	5	4	3	2	1	
15. The Audit Committee has conducted performance evaluations in a regular and efficient manner	5	4	3	2	1	
<b>D. Composition of the committee and election of the committee members</b>						
16. Composition of the Compensation Committee is considered appropriate and members are deemed to have possessed the professional qualities needed for decision-making	5	4	3	2	1	
17. Members of the Compensation Committee have maintained independence over the terms of their service	5	4	3	2	1	
18. Members of the Compensation Committee are selected according to the Company's actual requirements, and take into account the skills,	5	4	3	2	1	

knowledge and experience of individual directors						
<b>E. Internal control</b>						
19. Compensation Committee members have duly fulfilled confidentiality obligations with respect to all insider information obtained while exercising their duties	5	4	3	2	1	
20. The Compensation Committee members value the compliance of laws and regulations and codes of practice	5	4	3	2	1	
Other supplementary explanations or suggestions						

Note 1: Grade/Score:

- 5: Excellent (strongly agree)
- 4: Very good (agree)
- 3: Good (Acceptable)
- 2: Fair (disagree)
- 1: Needs Improvement (strongly disagree)

O-Bank Co., Ltd. Internal Performance Evaluation Questionnaire—  
Corporate Governance and Nomination Committee

Evaluation Items	Grade/Score (Note 1)					Supplementary Comments
<b>A. Participation in company operations</b>						
1. Members' overall attendance (excluding proxy attendance) at Corporate Governance and Nomination Committee meetings (4/very good for 85% attendance rate)	5	4	3	2	1	Related information provided by the Board's procedural unit
2. The members had read and comprehended conference materials prior to convention of meeting	5	4	3	2	1	
3. The members participate in active discussion in Corporate Governance and Nomination Committee meetings	5	4	3	2	1	
4. The Corporate Governance and Nomination Committee convenes meetings on a regular basis	5	4	3	2	1	
<b>B. Understanding of the committee members' duties and responsibilities</b>						
5. Duties of the Compensation Committee are clearly and appropriately defined	5	4	3	2	1	
6. The Corporate Governance and Nomination Committee is able to offer suggestions for discussion by the Board of Directors in a timely, professional and objective manner to support the Board's decision-making	5	4	3	2	1	
7. The Corporate Governance and Nomination Committee establishes the standards of independence and a diversified background covering the expertise, experience, gender, etc. of members of the Board, in order to find, review, and nominate candidates for directors based on such standards	5	4	3	2	1	
<b>C. Improvement on the quality of the committee's decision making</b>						
8. The Company provides the Corporate Governance and Nomination Committee with complete and timely information of certain quality, so that the committee may duly perform their duties. Managers, internal auditors,	5	4	3	2	1	

CPAs, legal consultants or other personnel of relevant expertise may be invited to meetings if necessary						
9. The Corporate Governance and Nomination Committee is given adequate time for discussion	5	4	3	2	1	
10. The motions referred to the Corporate Governance and Nomination Committee for discussion are considered appropriate	5	4	3	2	1	
11. Members have duly avoided involvement for any motion that requires avoidance of conflicting interest; avoidance of conflicting interest is also detailed in meeting minutes (Members of the Corporate Governance and Nomination Committee are required to provide explanations for any motion that concerns their own interests. Committee members are required to disassociate from discussion and voting if the stakes involved are in conflict against the Company's favor, and may not exercise voting rights on behalf of other members in this situation)	5	4	3	2	1	
12. The Corporate Governance and Nomination Committee meeting minutes have adequately recorded the discussions made as well as opinions or concerns from individuals or groups	5	4	3	2	1	
13. The Corporate Governance and Nomination Committee meeting resolutions have been properly executed and followed up	5	4	3	2	1	
14. The Corporate Governance and Nomination Committee has conducted performance evaluations in a regular and efficient manner	5	4	3	2	1	
<b>D. Composition of the committee and election of the committee members</b>						
15. Composition of the Corporate Governance and Nomination Committee is considered appropriate and members are deemed to have possessed the professional qualities	5	4	3	2	1	

needed for decision-making						
16. Members of the Corporate Governance and Nomination Committee are selected according to the Company's actual requirements, and take into account the skills, knowledge and experience of individual directors	5	4	3	2	1	
17. The Corporate Governance and Nomination Committee has set up and reviewed the programs for the director continuing education initiative and succession planning	5	4	3	2	1	
<b>E. Internal control</b>						
18. Corporate Governance and Nomination Committee members have duly fulfilled confidentiality obligations with respect to all insider information obtained while exercising their duties	5	4	3	2	1	
19. The Corporate Governance and Nomination Committee members value the compliance of laws and regulations and codes of practice	5	4	3	2	1	
Other supplementary explanations or suggestions						

Note 1: Grade/Score:

5: Excellent (strongly agree)

4: Very good (agree)

3: Good (Acceptable)

2: Fair (disagree)

1: Needs Improvement (strongly disagree)

Director of the Board: \_\_\_\_\_ (signature)

Date: \_\_\_\_\_ (YYYY/MM/DD)