

Diversity and Independence of the Board

1. Diversity of Members of the Board:

The diversity policy for members of the Board of Directors is established in Article 20 of the company's Corporate Governance Best Practice Principles:

- (1) The company's Board of Directors shall direct company strategies, supervise the management, and be responsible to the company and the shareholders' meeting. The various procedures and arrangements of the corporate governance system shall ensure that, in exercising its authority, the Board of Directors complies with laws, regulations, the Articles of Incorporation, and the resolutions adopted by shareholders' meetings.
- (2) The organization of the company's Board of Directors shall be commensurate with the company's size and shareholding structure and be based on business needs. The appropriate number of directors has been determined to be seven or more.
- (3) The composition of the Board of Directors shall be determined by taking diversity into consideration. In addition to the number of directors who are also managers of the company not exceeding one-third of the Board of Directors, and formulating an appropriate policy on diversity based on business operations, operating dynamics, and development needs, it is also advisable that the policy include, without being limited to, the following two general standards:
 - A. Basic requirements and values: Gender, age, nationality, and culture.
 - B. Professional knowledge and expertise: A professional background (e.g., law, accounting, industry, finance, marketing, or technology), professional skills, and industry experience.
- (4) The members of the Board of Directors shall be balanced between the genders and they shall possess the knowledge, skills, and experience necessary for performing their duties. To achieve the ideal goal of corporate governance, the Board of Directors shall possess the following abilities:
 - A. Operational judgment.
 - B. Ability to perform accounting and financial analysis
 - C. Management ability.
 - D. Crisis management.
 - E. Industrial knowledge.
 - F. An international market perspective
 - G. Leadership ability
 - H. Decision-making ability

A diverse Board of Directors with various opinions and insights will improve the quality of decisions and benefit the company's shareholders and other stakeholders.

The Board of Directors and management attach importance to inclusiveness and diversity to support the company's values.

2. Diversity management goals and achievement status:

- (1) The company focuses on operational judgment, operational management, and crisis management capabilities.

More than half of the directors should have the relevant core capabilities: Operational judgment: 9/9(100%), Management ability: 9/9(100%) and Crisis management 9/9(100%).

(2) More than half of the independent directors cannot be re-elected more than 3 terms in order to maintain independence: Proportion of independent directors: 3/9(33.33%) · Three members whose term of office is less than one term, none of which has served more than three terms.

(3) More than half of the directors are not concurrently employees or managers for the purpose of supervision:

Proportion of directors of the company with employee status: 4/9(44.44%) ·

(4) Members of the board of directors have rich experience and expertise in the fields of finance, business, and management. Implementation is as follows:

Title	Core parameter Name	Gender	Age	Nationality	Professional background	Concurrently an employee	Length of the terms of service of independent directors			Operational judgment	Ability to perform Accounting and Financial analysis	Management ability	Crisis management	Industrial knowledge				An international market perspective	Leadership ability	Decisionmaking ability	Number of other public companies in which the director also serves concurrently as an independent director
							Fewer than 3 years	3 to 9 years	More than 9 years					Technology	Finance	Telecommunications	Venture capital				
Chairman	Miau, Matthew Feng Chiang	Male	70-79	USA	Industry	√				√		√	√	√		√	√	√	√	√	0
Director	Tu Shu-Wu	Male	70-79	ROC	Industry	√				√		√	√	√		√	√	√	√	√	0
Director	Yang Hsiang-Yun	Female	60-69	ROC	Industry					√	√	√	√	√			√	√			0
Director	Ong, Kee Hoon	Male	60-69	ROC	Industry	√				√		√	√	√		√	√	√	√	√	0
Director	Tu Shu-Chyuan	Male	60-69	ROC	Industry	√				√		√	√	√		√	√	√	√	√	1
Director	Miau, Scott Matthew	Male	50-59	ROC	Industry					√		√	√	√		√	√	√	√	√	0

Independent Director	Hsuan Chien- Shen	Male	80-89	ROC	Industry			v		v	v	v	v	v				v	v	v	0
Independent Director	Shen Ling-Long	Male	70-79	ROC	Finance and accounting			v		v	v	v	v		v		v	v	v	v	0
Independent Director	Chung Hui-Min	Male	60-69	ROC	Finance and accounting		v			v	v		v		v		v	v	v	v	0

(5) Currently, the proportion of directors of either gender on the Company's Board of Directors is less than one-third, mainly because the list of female director candidates is relatively limited. To promote a gender-balanced strategy, the Company is already actively seeking for more female directors to join us. In addition, during all subsequent director selection process, the Company will give priority to gender diversity and establish an annual review mechanism to ensure the gradual achievement of gender diversity goals.

3. Independence of the Board

The Company's Board of Directors has 9 members, including 3 independent directors (accounting for 33% of all directors). None of the directors are spouses, and no more than half of the directors are relatives within the second degree of kinship to any other director of the Company. No conditions stipulated in Article 26-3, Paragraph 3 and Paragraph 4 of the Securities and Exchange Act.

To ensure the independence of the functions of the Board of Directors, pursuant to "Rules of Procedure for Board of Directors Meetings", a director may offer his opinion and answer related questions but is prohibited from participating in discussion of or voting on any proposal of a Board of Director meeting where the director or any institution that the Director represents is an interested party, and such participation is likely to prejudice the interests of the Company; neither shall a Director vote on such proposal as proxy for any other director in such circumstances.

The Company's Board of Directors directs company strategies, supervises the management, and are responsible to the Company and the shareholders. The Board of Directors shall comply with laws, regulations, and the Articles of Incorporation, and the resolutions adopted by shareholders' meetings in all procedures and arrangements of the corporate governance system. The Company's Board of Directors emphasizes the functions of independent operation and transparency. Directors and independent directors are all independent individuals and exercise their powers independently. The three independent directors also comply with relevant laws and regulations, coordinate with the powers of the Audit Committee, review the management and control of the Company's existing or potential risks, etc., so as to ensure the effective implementation of the Company's internal controls, the selection (removal) and independence of CPAs, as well as the appropriate preparation of financial statements. In addition, in accordance with the Company's Rules for Election of Directors, a candidate nomination system is adopted for the selection of directors and independent directors, and shareholders are encouraged to participate. Shareholders holding more than a certain number of shares can submit a list of candidates, and the qualifications of the candidates will be reviewed to confirm whether there are any violations of the circumstances listed in Article 30 of the Company Act. Relevant candidate acceptance procedures are carried out and announced in accordance with the law to protect the rights and interests of shareholders and to avoid monopolization or deluging of nomination rights so as to maintain independence.