

Information Disclosure of Professional Qualifications of Directors and Supervisors and Independence of Independent Directors

In accordance with Article 20 of the “Corporate Governance Practice Principles”, the Company shall pay attention to gender equality in the composition of the board of directors, and each board member shall generally possess the knowledge, skills, and experiences required to perform their duties.

To achieve the ideal goal of corporate governance, the board of directors shall have the following abilities:

- I. ability to make operational judgment;
- II. ability to perform accounting and financial analysis;
- III. ability to conduct management administration;
- IV. ability to conduct crisis management;
- V. possession of securities and financial derivatives products professional knowledge;
- VI. possession of perspective of international market;
- VII. ability to lead;
- VIII. ability to make decisions; and
- IX. possession of knowledge of and ability for risk management.

The implementation of the diversity policy by the Company’s current board members is described in the following table:

Cores of Diversification	Basic Background										Industrial Experience							Professional Abilities										
	Name	Nationality	Gender	Who serves as an employee of the Company	Who is the spouse or a relative within the second degree of kinship of another	Number of other public companies of which the director concurrently serves as an independent director	Age			Independent Director	Audit Committee			Finance & Banking	Investment & Accounting	Public Welfare & Social Enterprise	Administration & Management	Marketing & Creativity	Information Technology & Management Consulting	Law	Construction & Machinery	Others	Law	Accounting	Finance and Risk Management	Others		
							Age 46-55	Age 56-65	Age 66-76		Years of service as an Independent Director of the Company	Independence Status	Member of the Audit Committee														Whether to have expertise in finance and accounting	Not under any of the circumstances set forth in Article 30 of the Company Act
Cheng, Ta-Yu	Taiwan, R.O.C.	Male	-	-	0	✓	-	-	-	-	-	-	-	-	✓	✓	✓	✓	○	✓				✓	✓	✓	✓	
Jinnder Chang	Taiwan, R.O.C.	Male	-	-	3	-	-	✓	-	10(Note2)	-	-	-	-	✓	✓	✓	✓	○	○	✓	○	✓	✓	✓	✓	✓	
Lee, Chin-Shen	Taiwan, R.O.C.	Male	-	-	0	-	✓	-	-	6(Note2)	-	-	-	-	✓	✓	✓	✓	○	○	○	○	○	○	○	○	✓	
Chen, Qiong-Ling	Taiwan, R.O.C.	Female	-	-	0	-	-	✓	-	-	-	-	-	-	✓	✓	○	✓	○	○	○	○	○	○	○	○	✓	
Tsai, Sung-Po	Taiwan, R.O.C.	Male	-	-	0	-	-	✓	-	-	-	-	-	-	✓	○	✓	○		○			○	✓	✓	✓	✓	
Yang, Ming-Wang	Taiwan, R.O.C.	Male	-	-	0	-	-	✓	-	-	-	-	-	-	✓	✓	✓	✓	○	✓	✓		○	✓	✓	✓	✓	
Ma, Pei-Chun	Taiwan, R.O.C.	Female	-	-	0	✓	-	-	-	-	-	-	-	-	✓	✓	✓	✓									✓	
Li, Chuang-Yuan	Taiwan, R.O.C.	Male	-	-	0	-	-	-	✓	-	-	-	-	-	✓	○	✓	✓	✓	✓	✓	○	✓	✓	✓	✓	✓	

Cores of Diversification	Basic Background										Industrial Experience							Professional Abilities																								
	Name	Nationality	Gender	Who serves as an employee of the Company	Who is the spouse or a relative within the second degree of kinship of another	Number of other public companies of which the director concurrently serves as an independent director			Age	Independent Director	Audit Committee	Not under any of the circumstances set forth in Article 30 of the Company Act	Whether to have expertise in finance and accounting	Member of the Audit Committee	Finance & Banking	Investment & Accounting	Public Welfare & Social Enterprise	Administration & Management	Marketing & Creativity	Information Technology & Management Consulting	Construction & Machinery	Law	Others	Finance and Risk Management	Accounting	Law	Others															
						Age 46-55	Age 56-65	Age 66-76																				Years of service as an Independent Director of the Company	Independence Status	Information Technology & Management Consulting	Marketing & Creativity	Administration & Management	Public Welfare & Social Enterprise	Investment & Accounting	Finance & Banking	Whether to have expertise in finance and accounting	Member of the Audit Committee	Independence Status	Years of service as an Independent Director of the Company	Age 66-76	Age 56-65	Age 46-55
Chang, Yao-Ren	Taiwan, R.O.C.	Male	-	-	0	-	-	✓	-	5	✓	✓	✓	✓	✓	✓	✓	✓	○	✓	○	✓	✓	○	✓	○																
Huang, Hsiu-Hui	Taiwan, R.O.C.	Female	-	-	0	-	✓	-	-	3	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓																	
Huang, Tien-Chang	Taiwan, R.O.C.	Male	NA																																							

Note 1: “✓” means having full ability and “○” means having partial ability.

Note 2: Jinnder Chang served as an Independent Director of the Company from June 19, 2009 to December 31, 2019 and was elected as a director on July 12, 2021. Lee, Chin-Shen served as an Independent Director of the Company from June 12, 2015 to July 11, 2021 and was elected as a director on July 12, 2021.

Note 3: Independent Director Huang, Tien-Chang was dismissed on August 18, 2023.

Diversification and Independence of the Board of Directors

Diversification of the Board of Directors

The Company has held a shareholders' meeting on July 12, 2021 and re-elected members of the 12th Term Board of Directors. With strong capabilities, the Board members not only oversees the management team on behalf of shareholders, but also assists the company in the evaluation and judgment on making material decisions. The election of the Company's directors shall be resolved at the board of directors and submitted to the shareholders' meeting. The Company pays attention to diverse backgrounds of board members, including a wide diversity of age, gender, industrial experience, professional knowledge and skills, the board members having the extensive experience and expertise in the fields of finance, law, accounting, IT, business, social enterprise, merger, and management.

As for Independent Directors, the Company's 12th Term Independent Directors all have professional knowledge and extensive practical experience in finance, law, and accounting, enabling the Company to significantly improve its implementation of risk management and internal control as well as internal audit. All the Independent Directors are impartial and forward-looking and fully undertake functions of supervision and guidance to continuously promote the Company's long-term development in strategic operations.

Especially in the financial service industry, the business is running with special permission, making it even more dependent on the implementation of the independent director mechanism, thereby enhancing the function of the board of directors. The Company has set up an audit committee, a risk management

committee, and a remuneration committee, all with an Independent Director acting as a convener. Through the three functional committees of the audit committee, the risk management committee, and the remuneration committee, the Company's Independent Directors can deeply take part in the company's operation, implement corporate governance, and protect public interests.

The Company's 12th Term Board of Directors has a total of 11 Directors (including 3 Independent Directors, Note1). They all have multiple capabilities of business judgment, leadership and decision-making, operational management, international market perspective, crisis management, and others, and equip themselves with profound industrial experience and professional abilities. Among them, those with industrial experience in investments and accounting include Chairman Cheng, Ta-Yu; Director Jinnder Chang; Director Lee, Chin-Shen; Director Chen, Qiong-Ling; Director Ma, Pei-Chun; Independent Director Huang, Tien-Chang(Note 1), and those with professional expertise in law and rich practical experience are Director Jinnder Chang; Director Li, Chuang-Yuan; Independent Director Huang, Hsiu-Hui. Director Jinnder Chang; Director Lee, Chin-Shen; Director Chen, Qiong-Ling; Director Li, Chuang-Yuan; Independent Director Chang, Yao-Ren not only specialize in finance related subjects, but also have a wide range of knowledge of construction, architecture, and machinery. Chairman Cheng, Ta-Yu; Director Jinnder Chang; Director Lee, Chin-Shen; Director Li, Chuang-Yuan; Independent Director Chang, Yao-Ren; Independent Director Huang, Tien-Chang(Note 1) have experience in information technology and management consulting. Director Jinnder Chang; Director Tsai, Sung-Po; Director Yang, Ming-Wang; Director Li, Chuang-Yuan; Independent Director Chang, Yao-Ren; Independent Director Huang, Tien-Chang(Note 1) all dedicate themselves to public welfare and social enterprise. Director Cheng, Ta-Yu; Director Lee, Chin-Shen; Director Chen, Qiong-Ling; Director Ma, Pei-Chun; Director Li, Chuang-Yuan also actively participate in public welfare and social enterprises. Director Jinnder Chang and Independent Director Chang, Yao-Ren playing key roles in the accounting firm have been revered for their practical experience of as professional accountants. All directors have extensive industrial experience in finance/banking and administration/management.

In terms of academic achievements, Director Jinnder Chang holds dual doctorate degrees in Accounting, Commonwealth International University, U.S.A. and Law, National Chung Cheng University, Taiwan. Director Lee, Chin-Shen has a PhD from the Institute of Management Science (Finance), National Chiao Tung University. Independent Director Huang, Hsiu-Hui, in addition to dual master's degrees in Finance and Law, she also obtained a doctorate degree from the College of Law, National Chung-Cheng University in January 2022.

The average term of office for the Company's 12th Term Board of Directors is approximately 12 years. Among which, the average term of office for 8 Directors is approximately 15 years, and for Independent Directors approximately 4.5 years. The two Directors Jinnder Chang and Lee, Chin-Shen originally served as the Company's Independent Directors but were transferred to be Directors in line with the continuation of tenure of corporate governance.

For Independent Directors, Independent Director Chang, Yao-Ren's term of office is 5 years and Huang, Hsiu-Hui have a term of office in 4 years. All Independent Directors can have no more than three consecutive terms of office.

All board members have Taiwan ROC nationality and the average age of is 65 years old, with an age distribution of 2 Directors aged 46-55, 2 Directors aged 56-65, and 6 Directors aged 66-77.

The board composition also emphasizes gender equality. One out of the three Independent Directors of the Company is a female (accounting for 33%, Note1). Among the eight non-Independent Directors, two are females (accounting for 25%), which conforms to the principle of gender diversity for the Board of Directors. In general, the current board members include 3 females (one of them is an Independent Director), accounting for as high as 27%. The target for the proportion of female directors is expected to reach 1/3. In the future, we will continue to work on gender equality in the composition of the board of directors.

There are 3 members of the Company's audit committee, consisting of 3 Independent Directors: Huang, Tien-Chang (Note 1); Chang, Yao-Ren; Huang, Hsiu-Hui. Independent Director Chang, Yao-Ren is elected as the convener of the current audit committee.

Professional qualifications and requirements of the members of the audit committee

Requirement Name	Whether to have accounting or financial background	Relevant work experience	Not under any of the circumstances set forth in Article 30 of the Company Act (Note)						
			1	2	3	4	5	6	7
Huang, Tien-Chang (Note 1)	Yes. MS in Finance, National Chengchi University obtained in 1975	Chairperson of Taiwan Business Bank Chairman of Trust Association of R.O.C. Independent Director of Mega Securities Co., Ltd. Managing Independent Director of Mega International Commercial Bank Adjunct Professor, Department of Business Administration, National Changhua University of Education	NA						
Chang, Yao-Ren	Yes. Accountant certification obtained in 2009	President of Pao Ku Construction Co., Ltd. Partnership Accountant of Yun Cheng CPA Firm	✓	✓	✓	✓	✓	✓	✓
Huang, Hsiu-Hui	Yes. Master's Degree in Finance & Banking, College of Management, Chaoyang University of Technology and the Certificate of Financial Management Consultant, Small and Medium Enterprise Administration, Ministry of Economic Affairs obtained in 2013; the mergers and acquisitions professional certificate of the Taiwan Mergers & Acquisitions and Private Equity Council (MAPECT) obtained in 2017	Adjunct Lecturer of the Commercial Law, Chaoyang University of Technology Adjunct Lecturer of Securities and Exchange Act and Financial Regulations, Asia University Chairperson of Sheng Ta Lung Co., Ltd. Certified lawyer handling relevant commercial cases	✓	✓	✓	✓	✓	✓	✓

Note 1: Independent Director Huang, Tien-Chang was dismissed on August 18, 2023.

Note 2: Where a member of the audit committee, during the year before elected or during the term of office, is not under any of the circumstances set forth in Article 30 of the Company Act, please fill in the blank below each circumstance code with "✓" for each member:

- I. Having committed an offence as specified in the Statute for Prevention of Organizational Crimes and subsequently convicted of a crime, and has not started serving the sentence, has not completed serving the sentence, or five years have not elapsed since completion of serving the sentence, expiration of the probation, or pardon;
- II. Having committed the offence in terms of fraud, breach of trust or misappropriation and subsequently convicted with imprisonment for a term of more than one year, and has not started serving the sentence, has not completed serving the sentence, or two years have not elapsed since completion of serving the sentence, expiration of the probation, or pardon;
- III. Having committed the offense as specified in the Anti-corruption Act and subsequently convicted of a crime, and has not started serving the sentence, has not completed serving the sentence, or two years have not elapsed since completion of serving the sentence, expiration of the probation, or pardon;
- IV. Having been adjudicated bankrupt or adjudicated of the commencement of liquidation process

- by a court, and having not been reinstated to his rights and privileges;
- V. Having been dishonored for unlawful use of credit instruments, and the term of such sanction has not expired yet;
- VI. Having no or only limited disposing capacity; or
- VII. Having been adjudicated of the commencement of assistantship and such assistantship having not been revoked yet.

Independence of the board of directors

The Company has 3 Independent Directors, accounting for 27% of the total Directors. Among the three Independent Directors, except for Huang, Tien-Chang, who serves as a Director at Concord Capital Management Corp., an affiliated enterprise of the Company, the other two Independent Directors do not serve as Directors, Supervisors, or Employees of the Company or its affiliated enterprise of the Company.

For all Independent Directors, their spouse or relative within the second degree of kinship does not serve as a director, supervisor, employee of the Company or any affiliate of the Company; they or their spouse, relative within the second degree of kinship (or under others' names) neither hold shares of the Company nor serve as a director, supervisor, or employee of the company that has a specific relationship with the Company; or they do not provide commercial, legal, financial, accounting or related services to the Company or any affiliate of the Company for which the provider in the past 2 years has received compensation.

The Company's Board of Directors conforms to the principle of independence. Among the 11 Directors (including 8 Directors and 3 Independent Directors), neither a spousal relationship nor a familial relationship within the second degree of kinship exists, and thus none of the circumstances referred to in Paragraph 3 and 4 of Article 26 - 3 of the Securities and Exchange Act have occurred.

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