

2.1.2 Board Operation

Board of Directors Operation Performance

The Company's Board of Directors holds meetings at least once per quarter. In 2025, a total of 12 board meetings were held, with an average actual attendance rate of 100% by all directors, demonstrating a high level of active participation in the Company's operations.

The Company's "Questionnaire of the Evaluation of Performance of the Board" and "Questionnaire of the Self-Evaluation of Performance of Individual Directors" include the level of directors' attendance at board meetings as an evaluation criterion (below 70%, needs improvement (1); 70%, fair (2); 80%, good (3); 85%, very good (4); 90%, excellent (5)). According to the Company's "Guidelines for Remuneration of Directors and Functional Committee Members," if a director's actual attendance rate falls below the standard of 80%, it will affect their remuneration, thereby encouraging directors to maintain an attendance rate of over 80%. The operation and functioning of the Board of Directors are carried out in accordance with legal requirements and are disclosed in the [→ 2025 Annual Report](#) (Section 2: Corporate Governance Report / Section 3: Corporate Governance Operations / (1) Board of Directors Operations).

Functional Committee Operations

To enhance the quality of board decision-making, strengthen corporate governance, and improve board functions, the Company has established six functional committees under the Board of Directors according to their respective roles: the Audit Committee, Remuneration Committee, Sustainability and Ethical Management Committee, Risk Management Committee, Nomination and Performance Evaluation Committee, and the Business Development, Investment, and Major Capital Expenditure Committee. Through professional division of labor and comprehensive functional committees, these bodies assist the Board in supervising and reviewing important matters related to economic, environmental, social, risk, and integrity governance, business development strategies, as well as significant equity investments, capital expenditures, and expense projects. Each functional committee is composed of or includes independent directors to ensure that the committee's decisions are objective and comprehensive. This effectively implements an independent supervision and checks-and-balances mechanism, guaranteeing that all resolutions and actions of the Board of Directors are forward-looking, thorough, appropriate, and compliant. In addition, to enhance the comprehensiveness and decision-making efficiency of sustainability and integrity management matters, the Company merged the Sustainability Committee and the Ethical Management Committee on June 13, 2025, renaming it the Sustainability and Ethical Management Committee. This integration strengthens the coordination of related issues and facilitates more comprehensive discussion and oversight by the

Board of Directors on sustainability and integrity governance. For details regarding the composition of each functional committee, please refer to [→ the Company's official website: ESG > Corporate Governance > Board of Directors > Functional Committees](#).

Committee	Committee Composition	Independent Director Ratio (%)	Primary Responsibilities	Operational Status in 2025	
				No. of Meetings Held	Average Actual Attendance Rate
Audit Committee	Composed entirely of independent directors.	100	- Establish or amend internal control systems and assess their effectiveness. - Review capital raising, issuance, or private placement of equity-type securities, and significant asset or derivatives transactions. - Appoint or dismiss, and determine the remuneration of, certified public accountants as well as heads of finance, accounting, or internal audit. - Review of financial reports, business reports, distribution of earnings, or allocation of losses. - Review matters involving the interests of the directors. - Review merger and acquisition proposals.	10	100
Remuneration Committee	Composed entirely of independent directors.	100	- Establish and periodically review the policy, system, standards, and structure of the performance evaluation and remuneration of Board Directors and the managers. - Periodically assess and set the remuneration contents and structure of directors and managers.	8	100
Sustainability and Ethical Management Committee	The committee is composed of two directors (including the Vice Chairman) and three independent directors, with the Vice Chairman serving as the Chairman.	60	- Formulate and execute the annual sustainability development plan, strategies, projects, and activity plans, as well as tracking and reviewing their effectiveness. - Supervise sustainability information disclosure and review the ESG report. - Formulate and supervise the implementation of the Ethical Management Policy and the Prevention of Unethical Behavior Program.	6	100
Risk Management Committee	The committee is composed of two directors (including the Vice Chairman) and three independent directors, with an independent director serving as the Chairman.	60	- Supervise the establishment of the Company's risk management system framework and oversee the execution of overall risk management. - Regularly review risk management reports for the Company and its subsidiaries. - Provide regular reports to the Board of Directors on the risk management execution status of the Company and its subsidiaries, along with improvement recommendations.	4	100
Nomination and Performance Evaluation Committee	The committee is composed of two directors and three independent directors, with an independent director serving as the Convener.	60	- Nominate directors of the Company. - Review and nominate candidates for directors and supervisors of subsidiaries, and review and recommend candidates for Chairman, Vice Chairman, and President of subsidiaries. - Review the nominated candidates for the Company's President and senior executives. - Re-audit the annual performance of the Chairman, Vice Chairman, and President of the Company and subsidiaries, as well as the Company's senior executives. - Audit the succession plan for President and departmental heads	6	100
Business Development, Investment and Major Capital Expenditure Committee	The committee is composed of two directors and three independent directors, with an independent director serving as the Convener.	40	- Review and periodically assess business objectives and medium- to long-term development strategies. - Review matters with significant impact on shareholders' rights and interests. - Review major equity investments, capital expenditures, and expense-related projects.	9	97