





## ■ **Board Diversity and Independence :**






### (1) Diversity of the Board of Directors:

#### Skill Matrix of Board of Directors:

CDF's Board election, comply with the Article 16 of the Articles of Incorporation, is adopting a nomination system. In order to promote the sound development of the structure and functions of the Board of Directors, the Company's Corporate Governance Best Practice Principles has established clear guidelines in the selection of Board members. Besides mandating that the seats of directors who concurrently serve in managerial positions at the Company can not account for a too high proportion of all Board members, the selection of directors should take into account the "basic conditions" of directors in terms of their own operation, business model and development needs (including gender, age, nationality, culture and race, etc.), as well as the diversity of professional knowledge and skills (including professional background, professional skills and industry experience), and in order to achieve the ideal goal of corporate governance, it is desirable that directors generally have the necessary knowledge, skills and abilities to perform their duties (including operational judgment ability, accounting and financial analysis ability, operating management ability, crisis management ability, industry knowledge, international market outlook, leadership ability, decision making ability and risk management knowledge and ability); at the same time, in order to ensure that independent directors objectively exercise their duties, the independent directors of the Company should not serve more than three consecutive terms. In order to realize the principle of diversity in the Company, the diversification objectives of the members of the Board of Directors are planned as follows: (1) at least one director with industry experience in banking, securities/insurance and venture capital; (2) the number of Directors serving concurrently as the Company's managerial officers is no more than one-third of all Directors; (3) no less than one woman; (4) at least three independent directors in the fields of marketing and strategic planning, risk management, finance/financing, corporate governance, business and marketing, information technology, and international experience; and (5) the independent directors of the Company should not serve more than three consecutive terms.

The Company's directors serve a term of 3 years and the 7th-term Board began on June 14, 2019 and will end on June 13, 2022. There are currently 9 directors, including 3 independent directors and 1 natural person director. The number of independent director seats amounts to 33.33% of the Board of Directors and the number of consecutive terms of office of the 3 independent directors does not exceed 3. 3 directors concurrently serve as managers of the Company or its subsidiaries (33.33% of the number of directors); 3 of the 9 directors are foreign nationals, 1 is a female director, the average age is about 59 years, and the average term of office is 5.1 years. Board members come from a diversified background, including financial, industrial, and academic sectors, and have abundant practices in operations and management, as well as ample international experiences, professional knowledge, skills, and accomplishments. The composition of the Board of Directors is in line with the diversification objectives disclosed above, and the actual situation is as follows:

Title/ Name	Photos	Tenure (years)	Diversity Standards														Committee						
			Basic profile				Industry experience				Professional knowledge/skill						Audit Committee	Remuneration Committee	Sustainability Committee	Risk Management Committee	Ethical Corporate Management Committee		
			Gender/ Nationality	Age			Holding Company	Commercial Banking	Securities / Insurance	PE and VC Investment	Government & Public Sector	Execution & Strategic Planning	Risk Management	Financial Services	Corporate Governance	Business & Marketing Leadership						Information Technology	International Experience
41-50	51-60	61-70		71- and above																			
Chairman Chi Jie Investment Co., Ltd. Representative Chia-Juch Chang		14y 1 m	M / R. O. C.				✓	✓		✓						✓	✓				✓		
Vice Chairman GPPC Chemical Corp. Representative Lionel de Saint-Exupéry		2y 6m	M / F R A N C E		✓					✓	✓		✓				✓						
Jing Hui Investment Co., Ltd. Representative Stefano Paolo Bertamini		1y 5m	M / U S A		✓			✓	✓	✓	✓		✓	✓	✓	✓	✓				✓	✓	
Director Chi Jie Investment Co., Ltd. Representative Tham Saloon		3 m	M / M A L A Y S		✓								✓	✓	✓	✓	✓						

			I A																			
Director Jing Hui Investment Co., Ltd. Representative Shan-Jung Yu		2y 10m	F / R. O. C.	✓			✓		✓	✓		✓	✓		✓							
Director Paul Yang		12y 11m	M / R. O. C.		✓		✓	✓	✓	✓		✓	✓	✓	✓							
Independent Director Hsiou-Wei Lin		5y 11m	M / R. O. C.		✓		✓	✓	✓	✓	✓	✓	✓	✓			✓	✓		✓		✓
Independent Director Tyzz-Jiun Duh		2y 10m	M / R. O. C.			✓	✓		✓	✓	✓	✓		✓		✓	✓	✓		✓		
Independent Director Hsing-Cheng Tai		2y 10m	M / R. O. C.			✓		✓	✓		✓	✓	✓	✓		✓	✓	✓		✓		✓

**(2) Independence of the Board of Directors:**

Independence Criteria apply to the directors during the two years prior to being elected or during the term of office.

1. Not an employee of the Company or any of its affiliates.
2. Not a director of the company or any of its affiliates, unless the person concurrently serves as independent director for the Company, as well its parent company, a subsidiary, or another subsidiary of the parent company, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.
3. Not a natural-person shareholder who holds shares, together with those held by the person's spouse, minor children, or held by the person under others' names, in an aggregate amount of 1% or more of the total number of outstanding shares of the Company or ranking in the top 10 in holdings.
4. Not a manager as described in (1) or a spouse, relative within the second degree of kinship, lineal relative within the third degree of kinship, or any of the persons that meet the descriptions in (2) and (3).
5. Not a director, supervisor or employee of a corporate shareholder who either directly holds 5% or more of the Company's shares outstanding, is among the Company's five top shareholders, or

who is elected the Company's director or supervisor under Paragraph I or II of Article 27 of the Company Act. This restriction does not apply to an individual concurrently serving as independent director for the Company, as well as its parent company, a subsidiary, or another subsidiary of the parent company, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.

6. Not a director, supervisor or employee of other companies where over 50% of board seats and voting shares are controlled by the same person. (This restriction does not apply to persons holding concurrent positions as independent director at the Company and any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)
7. Not a director, supervisor or employee of another company or institution where its chairman, president or a person of an equivalent position are either the same person or spouses. (This restriction does not apply to persons holding concurrent positions as independent director for the Company as well as any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)
8. Not a director, supervisor, manager, or shareholder with 5% ownership or more, of a specified company or institution which has a financial or business relationship with the Company. (This restriction does not apply if specific affiliate companies or institutions holding over 20% to no more than 50% of the Company's shares outstanding, and holding concurrent positions as independent director for the Company as well as any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)
9. Not a professional individual who, or an owner, partner, director, supervisor, or manager or a spouse thereof, of a sole proprietorship, partnership, company, or institution that, provides commercial, legal, financial, accounting and related services or consultation to the Company or its affiliates, for a total compensation of not more than NT\$500,000 in the past two years, provided that this restriction does not apply to any member of the remuneration committee, public acquisition review committee, or M&A special committee who exercises powers pursuant to the Securities and Exchange Act or the Business M&A Act.
10. Not having a marital relationship, or a relative within the second degree of kinship to any other director of the Company.
11. Not been a person of any conditions defined in Article 30 of the Company Law.
12. Not a governmental, juridical person or its representative as defined in Article 27 of the Company Law.

According to the Securities and Exchange Act, independent directors must comply with the conditions for independence above. The number of independent directors shall be no less than 2 and shall account for no less than one fifth of the total number of directors. Article 16.1 of the Articles of Association of the Company stipulates that the number of independent directors of the Company shall not be less than 3 and shall not be less than one-fifth of the number of directors. The 7th-term Board began on June 14, 2019 and will end on June 13, 2022. There are currently 9 directors, including 3 independent directors and 1 natural person director. The number of independent director seats amounts to 33.33% of the Board of Directors and the number of consecutive terms of office of the 3 independent directors does not exceed 3 years. The independent directors of the Company are appointed by professionals from different industries. The number of independent directors of the Company shall not be less than one-fifth of the number of director seats, which meets the requirements of Article 14.2.1 and Jin-Guan-Zheng-Fa's Letter No. 1020053112 on expanding the scope of mandatory establishment of independent directors.

The current independent directors all meet the double-hatting limitations set out in the "Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies" and do not hold more than three concurrent positions as Independent Directors of other TWSE/TPEX listed companies.

Current independent directors do not violate the provisions of Article 14.2.4 of the Securities and Exchange Act, do not violate the qualifications of independent directors pursuant to Article 14.2.2 of the Securities and Exchange Act, and do not violate the provisions of Article 27 of the Companies Act on being elected with status of the government, legal persons or their representatives.

Current directors do not violate the provisions of Articles 26.3.3 and 26.3.4 of the Securities and Exchange Act, and do not a spouse or a relative within the second degree of kinship to any other director.

Current director do not violate the provisions of Article 14.2.4 of the Securities and Exchange Law, and do not have events set forth in the provisions of Article 30 of the Companies Act.

## ■ Disclosure of information on the professional qualifications of directors and the independence of independent directors

Criteria Name	Professional qualifications and experience (Note 1)	Independence Criteria(Note2)	Number of Other Public Companies in Which the Individual is Concurrently Serving as an Independent Director
Chairman Chi Jie Investment Co., Ltd. Representative Chia-Juch Chang	<ul style="list-style-type: none"> <li>● He has been the Chairman of the Board of Directors of the Company since May 2016. Prior to that, he served as an associate professor and professor at National Jiaotong University, National Taiwan University, Director of the Institute of Transportation Research of national Jiaotong University, Director of the Transportation Research Institute of the Ministry of Communications of the Republic of China, Executive Vice Minister of the Ministry of Communications, President of Chung Hwa University, Resident Supervisor of China Development Industry Bank Corporation (renamed China Development Capital Corporation), Resident Supervisor, Managing Director, Vice Chairman of China Development Finance Holdings, Chairman of China Iron and Steel Corporation, China Airlines Corporation, Chairman of the Board of Directors, Minister of Economy, Chairman of China Development Industry Bank Corporation (renamed China Development Capital Corporation), Chairman of China Development Capital Corporation, and other positions. During his tenure, Mr. Chia-Juch Chang completed the acquisition of KGI Bank and prompted the restructuring to be renamed China Development Capital. Subsequently, Mr. Chia-Juch Chang was more active in planning public takeover of Chinese Life, laying a solid foundation for future sustainable development with the four major engines by life insurance, commercial banking, securities and venture capital/private equity of China Development Financial Holdings; he is currently a member of the Sustainability Committee and a member of the Ethical Corporate Management Committee of China Development Financial Holdings Corporation; he has financial control, Securities and Insurance, PE and VC Investment, Government and Public Sector, Execution and Strategic Planning, Risk Management, Financial Services, Corporate Governance, Business and Marketing Leadership, Information Technology, International Experience and other industry experience, professional ability and practical experience.</li> </ul>	<ol style="list-style-type: none"> <li>1. Not an employee of the Company or any of its affiliates.</li> <li>2. Not a director or supervisor of the Company or any of its affiliates.</li> <li>3. Not a natural-person shareholder who holds shares, together with those held by the person's spouse, minor children, or held by the person under others' names, in an aggregate amount of 1% or more of the total number of outstanding shares of the Company or ranking in the top 10 in holdings.</li> <li>4. Not a manager as described in (1) or a spouse, relative within the second degree of kinship, lineal relative within the third degree of kinship, or any of the persons that meet the descriptions in (2) and (3).</li> <li>5. Not a director, supervisor or employee of a corporate shareholder who either directly holds 5% or more of the Company's shares outstanding, is among the Company's five top shareholders, or who is elected the Company's director or supervisor under Paragraph I or II of Article 27 of the Company Act. This restriction does not apply to an individual concurrently serving as independent director for the Company, as well as its parent company, a subsidiary, or another subsidiary of the parent company, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.</li> <li>6. Not a director, supervisor or employee of other companies where over 50% of board seats and voting shares are controlled by the same person. (This restriction does not apply to persons holding concurrent positions as independent director at the Company and any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)</li> <li>7. Not a director, supervisor or employee of another company or institution where its chairman, president or a person of an equivalent position are either the same person or spouses. (This restriction does not apply to persons holding concurrent positions as independent director for the Company as well as any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)</li> <li>8. Not a director, supervisor, manager, or shareholder with 5% ownership or more, of a specified company or institution which has a financial or business relationship with the Company. (This restriction does not apply if specific affiliate companies or institutions holding over 20% to no more than 50% of the Company's shares outstanding, and holding concurrent positions as independent director for the</li> </ol>	None

Criteria Name	Professional qualifications and experience (Note 1)	Independence Criteria(Note2)	Number of Other Public Companies in Which the Individual is Concurrently Serving as an Independent Director
	<ul style="list-style-type: none"> <li>● Comply with Article 9 Paragraph 1 Subparagraph 3 of "Regulations Governing Qualification Requirements for the Founder or Responsible Persons of Financial Holding Companies and Concurrent Serving Restrictions and Matters for Compliance by the Responsible Persons of a Financial Holding Company".</li> <li>● Not been a person of any conditions defined in Article 30 of the Company Law.</li> </ul>	<p>Company as well as any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)</p> <p>9. Not a professional individual who, or an owner, partner, director, supervisor, or manager or a spouse thereof, of a sole proprietorship, partnership, company, or institution that, provides commercial, legal, financial, accounting and related services or consultation to the Company or its affiliates, for a total compensation of not more than NT\$500,000 in the past two years, provided that this restriction does not apply to any member of the remuneration committee, public acquisition review committee, or M&amp;A special committee who exercises powers pursuant to the Securities and Exchange Act or the Business M&amp;A Act.</p> <p>10. Not having a marital relationship, or a relative within the second degree of kinship to any other director of the Company.</p>	
<p>Vice Chairman GPPC Chemical Corp. Representative Lionel de Saint-Exupéry</p>	<ul style="list-style-type: none"> <li>● Experience: Associate, Lehman Brothers (NY); Senior Relationship Banker, Executive Director and Vice President, Lehman Brothers (UK); President &amp; CEO, CDIB Capital International Corporation; Chairman &amp; CEO, CDIB Capital International Corporation; Director &amp; CEO, CDIB Capital Group; Director, Prime Express International Limited; Director, Prime Express Holdings Limited; Director, Jintex Corporation Ltd.; Director, Saint-Exupéry Properties Limited; President, CDIB Capital International (USA) Corporation; President, CDIB Capital International (Hong Kong) Corporation Limited; Director, CDIB Capital International (Korea) Corporation; Director, Asia Interactive Media Limited; Director, Greenroom Inc. Lionel is now Vice Chairman of CDF and CDIB Capital Group, as well as President and Co-CEO of CDIB Capital International, which he established investment platform of CDIB Capital International in 2006. He also serves as business supervisor and sits on the Board of Directors of a number of the Group's overseas subsidiaries. His professional and international experience spans across securities and insurance, private equity and venture capital investment, execution and strategic planning, risk management, financial services, corporate governance.</li> <li>● Comply with Article 9 Paragraph 1 Subparagraph 3 of <u>"Regulations Governing Qualification Requirements for the Founder or Responsible Persons of Financial Holding Companies</u></li> </ul>	<ol style="list-style-type: none"> <li>1. Not a natural-person shareholder who holds shares, together with those held by the person's spouse, minor children, or held by the person under others' names, in an aggregate amount of 1% or more of the total number of outstanding shares of the Company or ranking in the top 10 in holdings.</li> <li>2. Not a manager of the Company or any of its affiliates or a spouse, relative within the second degree of kinship, lineal relative within the third degree of kinship, or any of the persons that meet the descriptions in the preceding paragraphs.</li> <li>3. Not a director, supervisor or employee of a corporate shareholder who either directly holds 5% or more of the Company's shares outstanding, is among the Company's five top shareholders, or who is elected the Company's director or supervisor under Paragraph I or II of Article 27 of the Company Act. This restriction does not apply to an individual concurrently serving as independent director for the Company, as well as its parent company, a subsidiary, or another subsidiary of the parent company, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.</li> <li>4. Not a director, supervisor or employee of other companies where over 50% of board seats and voting shares are controlled by the same person. (This restriction does not apply to persons holding concurrent positions as independent director at the Company and any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)</li> <li>5. Not a director, supervisor or employee of another company or institution where its chairman, president or a person of an equivalent position are either the same person or spouses. (This restriction does not apply to persons holding concurrent</li> </ol>	None

Criteria Name	Professional qualifications and experience (Note 1)	Independence Criteria(Note2)	Number of Other Public Companies in Which the Individual is Concurrently Serving as an Independent Director
	<p><u>and Concurrent Serving Restrictions and Matters for Compliance by the Responsible Persons of a Financial Holding Company".</u></p> <ul style="list-style-type: none"> <li>● Not been a person of any conditions defined in Article 30 of the Company Law.</li> </ul>	<p>positions as independent director for the Company as well as any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)</p> <ol style="list-style-type: none"> <li>6. Not a director, supervisor, manager, or shareholder with 5% ownership or more, of a specified company or institution which has a financial or business relationship with the Company. (This restriction does not apply if specific affiliate companies or institutions holding over 20% to no more than 50% of the Company's shares outstanding, and holding concurrent positions as independent director for the Company as well as any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)</li> <li>7. Not a professional individual who, or an owner, partner, director, supervisor, or manager or a spouse thereof, of a sole proprietorship, partnership, company, or institution that, provides commercial, legal, financial, accounting and related services or consultation to the Company or its affiliates, for a total compensation of not more than NT\$500,000 in the past two years, provided that this restriction does not apply to any member of the remuneration committee, public acquisition review committee, or M&amp;A special committee who exercises powers pursuant to the Securities and Exchange Act or the Business M&amp;A Act.</li> <li>8. Not having a marital relationship, or a relative within the second degree of kinship to any other director of the Company.</li> </ol>	
<p>Director Jing Hui Investment Co., Ltd. Representative Stefano Paolo Bertamini</p>	<ul style="list-style-type: none"> <li>● Former Chairman and Chief Executive of GE North East Asia, GE Capital Asia President, GE Asia Pacific Head of M&amp;A, GE Australia and New Zealand Chief Executive, Standard Chartered Bank Global Consumer Banking (Singapore) Group Executive Director &amp; CEO, Standard Chartered Bank PLC Director, AI Rajhi Bank, Saudi Arabia Chief Executive Officer (KSA, Jordan, Kuwait, Malaysia), AI Rajhi Bank, Saudi Arabia Directors, AI Rajhi Banking &amp; Investment Corporation (Malaysia) Berhad Director, and other positions, with more than 34 years of service experience in large multinational financial institutions and enterprises; currently Director, AI Rajhi Bank, KSA, Director, China Life Insurance Co., Ltd., China Development Financial Holding Co., Ltd. serves as President &amp; CEO, a member of the Corporate Social Responsibility Committee and Risk Management Committee; has deep industry experience, professional ability and practice in</li> </ul>	<ol style="list-style-type: none"> <li>1. Not a natural-person shareholder who holds shares, together with those held by the person's spouse, minor children, or held by the person under others' names, in an aggregate amount of 1% or more of the total number of outstanding shares of the Company or ranking in the top 10 in holdings.</li> <li>2. Not a manager of the Company or any of its affiliates or a spouse, relative within the second degree of kinship, lineal relative within the third degree of kinship, or any of the persons that meet the descriptions in the preceding paragraphs.</li> <li>3. Not a director, supervisor or employee of a corporate shareholder who either directly holds 5% or more of the Company's shares outstanding, is among the Company's five top shareholders, or who is elected the Company's director or supervisor under Paragraph I or II of Article 27 of the Company Act. This restriction does not apply to an individual concurrently serving as independent director for the Company, as well as its parent company, a subsidiary, or another subsidiary of the parent company, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.</li> </ol>	<p>None</p>

Criteria Name	Professional qualifications and experience (Note 1)	Independence Criteria(Note2)	Number of Other Public Companies in Which the Individual is Concurrently Serving as an Independent Director
	<p>Holding Company, Commercial Banking, Securities and Insurance, PE / VC Investment, Execution &amp; Strategic Planning, Risk Management, Financial Services, Corporate Governance, Business and Marketing Leadership, Information Technology, and International Experience.</p> <ul style="list-style-type: none"> <li>● Comply with Article 9 Paragraph 1 and and Article 9 Paragraph 9 of "<u>Regulations Governing Qualification Requirements for the Founder or Responsible Persons of Financial Holding Companies and Concurrent Serving Restrictions and Matters for Compliance by the Responsible Persons of a Financial Holding Company</u>".</li> <li>● Not been a person of any conditions defined in Article 30 of the Company Law.</li> </ul>	<ol style="list-style-type: none"> <li>4. Not a director, supervisor or employee of other companies where over 50% of board seats and voting shares are controlled by the same person. (This restriction does not apply to persons holding concurrent positions as independent director at the Company and any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)</li> <li>5. Not a director, supervisor or employee of another company or institution where its chairman, president or a person of an equivalent position are either the same person or spouses. (This restriction does not apply to persons holding concurrent positions as independent director for the Company as well as any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)</li> <li>6. Not a professional individual who, or an owner, partner, director, supervisor, or manager or a spouse thereof, of a sole proprietorship, partnership, company, or institution that, provides commercial, legal, financial, accounting and related services or consultation to the Company or its affiliates, for a total compensation of not more than NT\$500,000 in the past two years, provided that this restriction does not apply to any member of the remuneration committee, public acquisition review committee, or M&amp;A special committee who exercises powers pursuant to the Securities and Exchange Act or the Business M&amp;A Act.</li> <li>7. Not having a marital relationship, or a relative within the second degree of kinship to any other director of the Company.</li> </ol>	
<p>Director Chi Jie Investment Co., Ltd. Representative Tham Saloon</p>	<ul style="list-style-type: none"> <li>● Former Chief Actuary and Chief Financial Officer of New York Life (Indonesia), Chief Financial Officer and Deputy Chief Executive Officer of New York Life (Philippines), Deputy Chief Executive Officer of New York Life (Taiwan), General Manager of Huatai Life (China), And ACE Life Insurance Group (Hong Kong) Asia-Pacific President, Allianz Group (Singapore) Asia-Pacific General Manager, AIA Life (Thailand) CEO, Tokio Marine (Singapore) Asia-Pacific CEO for 23 years, he has professional qualifications such as a full member of the American Society of Actuaries, a full member of the Canadian Society of Actuaries, a member of the North American Institute of Actuaries, and a life insurance planner in the United States; he is currently the chairman of China Life Insurance Co., Ltd., a member of the Corporate Social Responsibility Committee and a member of the integrity</li> </ul>	<ol style="list-style-type: none"> <li>1. Not an employee of the Company or any of its affiliates.</li> <li>2. Not a natural-person shareholder who holds shares, together with those held by the person's spouse, minor children, or held by the person under others' names, in an aggregate amount of 1% or more of the total number of outstanding shares of the Company or ranking in the top 10 in holdings.</li> <li>3. Not a manager of the Company or any of its affiliates or a spouse, relative within the second degree of kinship, lineal relative within the third degree of kinship, or any of the persons that meet the descriptions in the preceding paragraphs.</li> <li>4. Not a director, supervisor or employee of a corporate shareholder who either directly holds 5% or more of the Company's shares outstanding, is among the Company's five top shareholders, or who is elected the Company's director or supervisor under Paragraph I or II of Article 27 of the Company Act. This restriction does not apply to an individual concurrently serving as independent director for the Company, as well as its parent company, a subsidiary, or another</li> </ol>	<p>None</p>



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	<p>management. Committee member; has deep industry experience, professional ability and practical experience in Securities and Insurance, Execution and Strategic Planning, Risk Management, Financial Services, Corporate Governance, Business and Marketing Leadership, and International Experience.</p> <ul style="list-style-type: none"> <li>● Comply with Article 9 Paragraph 1 Subparagraph 3 of "<u>Regulations Governing Qualification Requirements for the Founder or Responsible Persons of Financial Holding Companies and Concurrent Serving Restrictions and Matters for Compliance by the Responsible Persons of a Financial Holding Company</u>".</li> <li>● Not been a person of any conditions defined in Article 30 of the Company Law.</li> </ul>	<p>subsidiary of the parent company, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.</p> <ol style="list-style-type: none"> <li>5. Not a director, supervisor or employee of other companies where over 50% of board seats and voting shares are controlled by the same person. (This restriction does not apply to persons holding concurrent positions as independent director at the Company and any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)</li> <li>6. Not a director, supervisor or employee of another company or institution where its chairman, president or a person of an equivalent position are either the same person or spouses. (This restriction does not apply to persons holding concurrent positions as independent director for the Company as well as any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)</li> <li>7. Not a professional individual who, or an owner, partner, director, supervisor, or manager or a spouse thereof, of a sole proprietorship, partnership, company, or institution that, provides commercial, legal, financial, accounting and related services or consultation to the Company or its affiliates, for a total compensation of not more than NT\$500,000 in the past two years, provided that this restriction does not apply to any member of the remuneration committee, public acquisition review committee, or M&amp;A special committee who exercises powers pursuant to the Securities and Exchange Act or the Business M&amp;A Act.</li> <li>8. Not having a marital relationship, or a relative within the second degree of kinship to any other director of the Company.</li> </ol>	
<p>Director Jing Hui Investment Co., Ltd. Representative Shan-Jung Yu</p>	<ul style="list-style-type: none"> <li>● Previously served as a judge's assistant in the Criminal panel of the Taipei District Court, Attorney of Lee, Tsai &amp; Partner, Attorney, Jones Day (Taipei Office), a manager of the legal department of Yuanta Financial Holdings Co., Ltd., a director of Praxair Chemax Semiconductor Materials Co., Ltd; Partner of Zhong Yin Law Firm (Taipei); Supervisor Chung Ying Consulting Co., Ltd., Independent Director of Daily Polymer Corporation, Chairman of Shan Ying Co., Ltd. etc with 20 years of experience in legal affairs, familiar with banking law, business Law, legal business and other affairs, with industrial experience, professional ability and practical experience in Holding Company, Securities and Insurance, PE and VC Investment, Execution and</li> </ul>	<ol style="list-style-type: none"> <li>1. Not a natural-person shareholder who holds shares, together with those held by the person's spouse, minor children, or held by the person under others' names, in an aggregate amount of 1% or more of the total number of outstanding shares of the Company or ranking in the top 10 in holdings.</li> <li>2. Not a manager of the Company or any of its affiliates or a spouse, relative within the second degree of kinship, lineal relative within the third degree of kinship, or any of the persons that meet the descriptions in the preceding paragraphs.</li> <li>3. Not a director, supervisor or employee of a corporate shareholder who either directly holds 5% or more of the Company's shares outstanding, is among the Company's five top shareholders, or who is elected the Company's director or supervisor under Paragraph I or II of Article 27 of the Company Act. This restriction does not apply to an individual concurrently serving as independent</li> </ol>	<p>None</p>

Criteria Name	Professional qualifications and experience (Note 1)	Independence Criteria(Note2)	Number of Other Public Companies in Which the Individual is Concurrently Serving as an Independent Director
	<p>Strategic Planning, Risk Management, Corporate Governance, and International Experience, Lawyer qualifications.</p> <ul style="list-style-type: none"> <li>● Comply with Article 9 Paragraph 1 Subparagraph 3 of "<u>Regulations Governing Qualification Requirements for the Founder or Responsible Persons of Financial Holding Companies and Concurrent Serving Restrictions and Matters for Compliance by the Responsible Persons of a Financial Holding Company</u>".</li> <li>● Not been a person of any conditions defined in Article 30 of the Company Law.</li> </ul>	<p>director for the Company, as well as its parent company, a subsidiary, or another subsidiary of the parent company, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.</p> <ol style="list-style-type: none"> <li>4. Not a director, supervisor or employee of other companies where over 50% of board seats and voting shares are controlled by the same person. (This restriction does not apply to persons holding concurrent positions as independent director at the Company and any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)</li> <li>5. Not a director, supervisor or employee of another company or institution where its chairman, president or a person of an equivalent position are either the same person or spouses. (This restriction does not apply to persons holding concurrent positions as independent director for the Company as well as any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)</li> <li>6. Not having a marital relationship, or a relative within the second degree of kinship to any other director of the Company.</li> </ol>	
Director Paul Yang	<ul style="list-style-type: none"> <li>● Paul Yang is currently working for KKR Asia Limited as a partner and the CEO of Greater China. Before joining China Development Financial Holdings Group, he was a managing director of DBS Bank (DBS), responsible for the bank's private equity business in Asia, and was in charge of direct investment business at Goldman Sachs Securities, in New York and Hong Kong, and then served as ICG Asia Ltd managing Director, also worked for General Atlantic Partners and Boston Consulting Group. He used to be the general manager of China Development Financial Holdings, the general manager of China Development Industrial Bank and the chairman of China Development Capital International. During his tenure as the general manager of China Development Financial Holdings, he successfully transformed China Development Bank into a regional asset manager. He is currently in charge of KKR's investment business in Greater China, with an asset management scale of over US\$5 billion, covering industries such as digital economy, healthcare, education and advanced manufacturing. The investment extend to commercial real estate, private debt, infrastructure and technological innovation. After taking office in 2017, KKR has</li> </ul>	<ol style="list-style-type: none"> <li>1. Not an employee of the Company or any of its affiliates.</li> <li>2. Not a natural-person shareholder who holds shares, together with those held by the person's spouse, minor children, or held by the person under others' names, in an aggregate amount of 1% or more of the total number of outstanding shares of the Company or ranking in the top 10 in holdings.</li> <li>3. Not a manager of the Company or any of its affiliates, relative within the second degree of kinship, lineal relative within the third degree of kinship, or any of the persons that meet the descriptions in the preceding paragraphs.</li> <li>4. Not a director, supervisor or employee of a corporate shareholder who either directly holds 5% or more of the Company's shares outstanding, is among the Company's five top shareholders, or who is elected the Company's director or supervisor under Paragraph I or II of Article 27 of the Company Act. This restriction does not apply to an individual concurrently serving as independent director for the Company, as well as its parent company, a subsidiary, or another subsidiary of the parent company, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.</li> <li>5. Not a director, supervisor or employee of other companies where over 50% of board seats and voting shares are controlled by the same person. (This restriction does not apply to persons holding concurrent positions as independent director at</li> </ol>	None

Criteria Name	Professional qualifications and experience (Note 1)	Independence Criteria(Note2)	Number of Other Public Companies in Which the Individual is Concurrently Serving as an Independent Director
	<p>been voted by Private Equity International as the Best Private Equity Investment Institution of the Year in China for three consecutive years. Possess industry experience, professional ability and practical experience in Holding Company, Commercial Banking, Securities and Insurance, PE and VC Investment, Execution and Strategic Planning, Risk Management, Financial Services, Corporate Governance, Business and Marketing Leadership, and International Experience.</p> <ul style="list-style-type: none"> <li>● Comply with Article 9 Paragraph 1 Subparagraph 1, Article 9 Paragraph 3 and Article 9 Paragraph 9 of "<u>Regulations Governing Qualification Requirements for the Founder or Responsible Persons of Financial Holding Companies and Concurrent Serving Restrictions and Matters for Compliance by the Responsible Persons of a Financial Holding Company</u>".</li> <li>● Not been a person of any conditions defined in Article 30 of the Company Law.</li> </ul>	<p>the Company and any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)</p> <ol style="list-style-type: none"> <li>6. Not a director, supervisor or employee of another company or institution where its chairman, president or a person of an equivalent position are either the same person or spouses. (This restriction does not apply to persons holding concurrent positions as independent director for the Company as well as any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)</li> <li>7. Not a director, supervisor, manager, or shareholder with 5% ownership or more, of a specified company or institution which has a financial or business relationship with the Company. (This restriction does not apply if specific affiliate companies or institutions holding over 20% to no more than 50% of the Company's shares outstanding, and holding concurrent positions as independent director for the Company as well as any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)</li> <li>8. Not a professional individual who, or an owner, partner, director, supervisor, or manager or a spouse thereof, of a sole proprietorship, partnership, company, or institution that, provides commercial, legal, financial, accounting and related services or consultation to the Company or its affiliates, for a total compensation of not more than NT\$500,000 in the past two years, provided that this restriction does not apply to any member of the remuneration committee, public acquisition review committee, or M&amp;A special committee who exercises powers pursuant to the Securities and Exchange Act or the Business M&amp;A Act.</li> <li>9. Not having a marital relationship, or a relative within the second degree of kinship to any other director of the Company.</li> </ol>	
Independent Director Hsiou-Wei Lin	<ul style="list-style-type: none"> <li>● Served as the general convener of the Finance and Accounting Department of the Ministry of Science and Technology, the independent supervisor of Gaoyi Engineering, the Independent Director of Morningstar Semiconductor, the Director of Oversea-Chinese Banking Corporation, the Committee member of the Retirement Fund Committee, the Committee Member of the National Financail Stablization Fund, Associate Dean of Student Affairs of National Tawian University, Chairman of Department of International Bussiness of National Taiwan University, Dean of the College of Management of Donghai University, Independent</li> </ul>	<ol style="list-style-type: none"> <li>1. Not an employee of the Company or any of its affiliates.</li> <li>2. Not a director of the company or any of its affiliates, unless the person concurrently serves as independent director for the Company, as well its parent company, a subsidiary, or another subsidiary of the parent company, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.</li> <li>3. Not a natural-person shareholder who holds shares, together with those held by the person's spouse, minor children, or held by the person under others' names, in an aggregate amount of 1% or more of the total number of outstanding shares of the Company or ranking in the top 10 in holdings.</li> </ol>	1

Name	Criteria	Professional qualifications and experience (Note 1)	Independence Criteria(Note2)	Number of Other Public Companies in Which the Individual is Concurrently Serving as an Independent Director
	<p>Director of KGI Bank, Committee Member of the Mid-/Long-term Capital Committee of National Development Council, Committee Member of National Development Fund Investment Review Committee, Advisory Committee Member of Accounting and Finance Field Committee, Ministry of Science and Technology, Director of Banking Education Association of Taiwan. He is currently a Professor of the Department of International Business and the Department of Accounting of National Taiwan University, a Committee Member of the Public Servant and Teacher Insurance Supervisory Committee, an Executive Director of the Taiwan Finance Research Association, a Director of the Taiwan Association of Board Governance, a Committee Member of the Public Service Pension Fund Management Board, an Independent Director, a Committee Member of the Audit Committee and Remuneration Committee of AFASTOR Co., Ltd., and a Committee Member of the Audit Committee, Remuneration Committee, Risk Management Committee and Ethical Corporate Management Committee of China Development Finance Holdings Corporation. He has professional capabilities and practical experience in Holding Company, Commercial Banking, Securities and Insurance, PE and VC Investment, Government and Public Sector, Execution and Strategic Planning, Risk Management, Financial Services, Corporate Governance, Business and Marketing Leadership, etc</p> <ul style="list-style-type: none"> <li>● Comply with Article 9 Paragraph 1 Subparagraph 3 and Article 9 Paragraph 3 of "<u>Regulations Governing Qualification Requirements for the Founder or Responsible Persons of Financial Holding Companies and Concurrent Serving Restrictions and Matters for Compliance by the Responsible Persons of a Financial Holding Company</u>".</li> <li>● Not been a person of any conditions defined in Article 30 of the Company Law.</li> </ul>	<ol style="list-style-type: none"> <li>4. Not a manager as described in (1) or a spouse, relative within the second degree of kinship, lineal relative within the third degree of kinship, or any of the persons that meet the descriptions in (2) and (3).</li> <li>5. Not a director, supervisor or employee of a corporate shareholder who either directly holds 5% or more of the Company's shares outstanding, is among the Company's five top shareholders, or who is elected the Company's director or supervisor under Paragraph I or II of Article 27 of the Company Act. This restriction does not apply to an individual concurrently serving as independent director for the Company, as well as its parent company, a subsidiary, or another subsidiary of the parent company, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.</li> <li>6. Not a director, supervisor or employee of other companies where over 50% of board seats and voting shares are controlled by the same person. (This restriction does not apply to persons holding concurrent positions as independent director at the Company and any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)</li> <li>7. Not a director, supervisor or employee of another company or institution where its chairman, president or a person of an equivalent position are either the same person or spouses. (This restriction does not apply to persons holding concurrent positions as independent director for the Company as well as any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)</li> <li>8. Not a director, supervisor, manager, or shareholder with 5% ownership or more, of a specified company or institution which has a financial or business relationship with the Company. (This restriction does not apply if specific affiliate companies or institutions holding over 20% to no more than 50% of the Company's shares outstanding, and holding concurrent positions as independent director for the Company as well as any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)</li> <li>9. Not a professional individual who, or an owner, partner, director, supervisor, or manager or a spouse thereof, of a sole proprietorship, partnership, company, or institution that, provides commercial, legal, financial, accounting and related services or consultation to the Company or its affiliates, for a total compensation of not more than NT\$500,000 in the past two years, provided that this restriction does not apply to any member of the remuneration committee, public acquisition review committee, or M&amp;A special committee who exercises powers pursuant to</li> </ol>		

Name \ Criteria	Professional qualifications and experience (Note 1)	Independence Criteria(Note2)	Number of Other Public Companies in Which the Individual is Concurrently Serving as an Independent Director
		<p>the Securities and Exchange Act or the Business M&amp;A Act.</p> <p>10. Not having a marital relationship, or a relative within the second degree of kinship to any other director of the Company.</p> <p>11. Not been a person of any conditions defined in Article 30 of the Company Law.</p> <p>12. Not a governmental, juridical person or its representative as defined in Article 27 of the Company Law.</p>	
<p>Independent Director Tyzz-Jiun Duh</p>	<ul style="list-style-type: none"> <li>● He used to be the director of the Commerce Department of the Ministry of Economic Affairs, the director of the Technology Department, the director of the Industrial Bureau, the deputy minister of the Ministry of Economic Affairs, the minister of the Ministry of Economic Affairs, the executive council member and the vice president of Executive Yuan, the chairman of the National Development Committee, and the adjunct associate professor of the Department of Business Management of Soochow University, etc. He has more than 15 years of administrative management experience; he is also currently a policy consultant of the Taiwan Electrical and Electronics Industry Association, the highest consultant of the Taiwan Vehicle Industry Association, the Chief consultant of the Chinese National Federation of Industries of the Republic of China, and a member of the Audit Committee, Remuneration Committee and Risk Management Committee of China Development Finance Holdings Corporation., familiar with the general situation of the industrial and commercial industry and economic development trends; have industry experience, professional ability of Holding Company, PE and VC Investment, Government and Public Sector, Execution and Strategic Planning, Risk Management, Corporate Governance, Information Technology, International Experience, etc..</li> <li>● Comply with Article 9 Paragraph 1 Subparagraph 3 and Article 9 Paragraph 3 of "<u>Regulations Governing Qualification Requirements for the Founder or Responsible Persons of Financial Holding Companies and Concurrent Serving Restrictions and Matters for Compliance by the Responsible Persons of a Financial Holding Company</u>".</li> <li>● Not been a person of any conditions defined in Article 30 of the</li> </ul>	<ol style="list-style-type: none"> <li>1. Not an employee of the Company or any of its affiliates.</li> <li>2. Not a director of the company or any of its affiliates, unless the person concurrently serves as independent director for the Company, as well its parent company, a subsidiary, or another subsidiary of the parent company, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.</li> <li>3. Not a natural-person shareholder who holds shares, together with those held by the person's spouse, minor children, or held by the person under others' names, in an aggregate amount of 1% or more of the total number of outstanding shares of the Company or ranking in the top 10 in holdings.</li> <li>4. Not a manager as described in (1) or a spouse, relative within the second degree of kinship, lineal relative within the third degree of kinship, or any of the persons that meet the descriptions in (2) and (3).</li> <li>5. Not a director, supervisor or employee of a corporate shareholder who either directly holds 5% or more of the Company's shares outstanding, is among the Company's five top shareholders, or who is elected the Company's director or supervisor under Paragraph I or II of Article 27 of the Company Act. This restriction does not apply to an individual concurrently serving as independent director for the Company, as well as its parent company, a subsidiary, or another subsidiary of the parent company, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.</li> <li>6. Not a director, supervisor or employee of other companies where over 50% of board seats and voting shares are controlled by the same person. (This restriction does not apply to persons holding concurrent positions as independent director at the Company and any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)</li> <li>7. Not a director, supervisor or employee of another company or institution where its chairman, president or a person of an equivalent position are either the same person or spouses. (This restriction does not apply to persons holding concurrent</li> </ol>	<p>2</p>

Criteria Name	Professional qualifications and experience (Note 1)	Independence Criteria(Note2)	Number of Other Public Companies in Which the Individual is Concurrently Serving as an Independent Director
	Company Law.	<p>positions as independent director for the Company as well as any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)</p> <p>8. Not a director, supervisor, manager, or shareholder with 5% ownership or more, of a specified company or institution which has a financial or business relationship with the Company. (This restriction does not apply if specific affiliate companies or institutions holding over 20% to no more than 50% of the Company's shares outstanding, and holding concurrent positions as independent director for the Company as well as any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)</p> <p>9. Not a professional individual who, or an owner, partner, director, supervisor, or manager or a spouse thereof, of a sole proprietorship, partnership, company, or institution that, provides commercial, legal, financial, accounting and related services or consultation to the Company or its affiliates, for a total compensation of not more than NT\$500,000 in the past two years, provided that this restriction does not apply to any member of the remuneration committee, public acquisition review committee, or M&amp;A special committee who exercises powers pursuant to the Securities and Exchange Act or the Business M&amp;A Act.</p> <p>10. Not having a marital relationship, or a relative within the second degree of kinship to any other director of the Company.</p> <p>11. Not been a person of any conditions defined in Article 30 of the Company Law.</p> <p>12. Not a governmental, juridical person or its representative as defined in Article 27 of the Company Law.</p>	
Independent Director Hsing-Cheng Tai	<ul style="list-style-type: none"> <li>● He used to be a partner of Ernst &amp; Young CPA firm for more than 32 years. He is currently a director of Ernst &amp; Young Cultural and Educational Foundation, the vice chairman of the Chinese Tax Agents Association, the vice chairman of the Taipei Tax Agents Association, and the general manager of the Republic of China Certified Public Accountants Association. Chairman of the International Affairs Committee of the Federation, a member of the Audit Committee, Remuneration Committee, CSR Committee, Risk Management Committee and Ethical Corporate Management Committee of China Development Finance Holding Company, specializing in finance, financial and accounting and corporate operations Management and other practical experience; with</li> </ul>	<ol style="list-style-type: none"> <li>1. Not an employee of the Company or any of its affiliates.</li> <li>2. Not a director of the company or any of its affiliates, unless the person concurrently serves as independent director for the Company, as well its parent company, a subsidiary, or another subsidiary of the parent company, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.</li> <li>3. Not a natural-person shareholder who holds shares, together with those held by the person's spouse, minor children, or held by the person under others' names, in an aggregate amount of 1% or more of the total number of outstanding shares of the Company or ranking in the top 10 in holdings.</li> <li>4. Not a manager as described in (1) or a spouse, relative within the second degree of kinship, lineal relative within the third degree of kinship, or any of the persons</li> </ol>	2

Criteria Name	Professional qualifications and experience (Note 1)	Independence Criteria(Note2)	Number of Other Public Companies in Which the Individual is Concurrently Serving as an Independent Director
	<p>Commercial Banking, Securities and Insurance, Execution and Strategic Planning, Risk Management, Financial Services, Corporate Governance, Business and Marketing Leadership and other industry experience, professional ability and practical experience.</p> <ul style="list-style-type: none"> <li>● Comply with Article 9 Paragraph 1 Subparagraph 3 and Article 9 Paragraph 3 of "<u>Regulations Governing Qualification Requirements for the Founder or Responsible Persons of Financial Holding Companies and Concurrent Serving Restrictions and Matters for Compliance by the Responsible Persons of a Financial Holding Company</u>".</li> <li>● Not been a person of any conditions defined in Article 30 of the Company Law.</li> </ul>	<p>that meet the descriptions in (2) and (3).</p> <ol style="list-style-type: none"> <li>5. Not a director, supervisor or employee of a corporate shareholder who either directly holds 5% or more of the Company's shares outstanding, is among the Company's five top shareholders, or who is elected the Company's director or supervisor under Paragraph I or II of Article 27 of the Company Act. This restriction does not apply to an individual concurrently serving as independent director for the Company, as well as its parent company, a subsidiary, or another subsidiary of the parent company, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.</li> <li>6. Not a director, supervisor or employee of other companies where over 50% of board seats and voting shares are controlled by the same person. (This restriction does not apply to persons holding concurrent positions as independent director at the Company and any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)</li> <li>7. Not a director, supervisor or employee of another company or institution where its chairman, president or a person of an equivalent position are either the same person or spouses. (This restriction does not apply to persons holding concurrent positions as independent director for the Company as well as any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)</li> <li>8. Not a director, supervisor, manager, or shareholder with 5% ownership or more, of a specified company or institution which has a financial or business relationship with the Company. (This restriction does not apply if specific affiliate companies or institutions holding over 20% to no more than 50% of the Company's shares outstanding, and holding concurrent positions as independent director for the Company as well as any of its affiliates, appointed under the Securities and Exchange Act or laws governing the country of the affiliate.)</li> <li>9. Not a professional individual who, or an owner, partner, director, supervisor, or manager or a spouse thereof, of a sole proprietorship, partnership, company, or institution that, provides commercial, legal, financial, accounting and related services or consultation to the Company or its affiliates, for a total compensation of not more than NT\$500,000 in the past two years, provided that this restriction does not apply to any member of the remuneration committee, public acquisition review committee, or M&amp;A special committee who exercises powers pursuant to the Securities and Exchange Act or the Business M&amp;A Act.</li> <li>10. Not having a marital relationship, or a relative within the second degree of kinship</li> </ol>	

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		<p>to any other director of the Company.</p> <p>11. Not been a person of any conditions defined in Article 30 of the Company Law.</p> <p>12. Not a governmental, juridical person or its representative as defined in Article 27 of the Company Law.</p>		