

**Operation in 2023:**

**1. Member's professional qualifications, independence and concurrent position**

Title	Qualifications Name	Qualification and Experience	Independence	Number of Other Public Companies Serving as an Independent Director
Independent Director (Managing Director)	Xin-Wu Lin	Has served as the head of the Taiwan Institute of Economic Research for more than five years, an independent director of a bank for more than four years, and an independent director of other publicly listed companies; a member of TBB's Audit Committee, Remuneration Committee, Sustainable Development Committee and Digital Transformation Committee with professional qualifications in business, economics, finance, accounting, etc.; and is not in any circumstances under Article 30 of the Company Act.	<ol style="list-style-type: none"> <li>1. Does not or the spouse or relative within the second degree of kinship thereof does not hold TBB's shares by themselves or by nominee arrangement.</li> <li>2. Does not have a spouse or relative within the second degree of kinship who is also a director.</li> <li>3. Has not or the spouse or relative within the second degree of kinship there of has not served as a director, supervisor, or employee at TBB or its affiliates.</li> <li>4. Has not or the spouse or relative within the second degree of kinship there of has not served at a company with specific relations with TBB (under Article 3, paragraph 1, subparagraphs 5 to 8 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies)</li> <li>5. Has not obtained remuneration for providing business, legal, financial, accounting, or other services to TBB or its affiliates in the last two years.</li> <li>6. In not a senior manager at TBB or any of its subsidiaries.</li> </ol>	2
Independent Director	Jin-Long Liu	Has served as a professor at the Graduate Institute of Industrial Economics, National Central University; an independent director of a bank for more than four years; a member of TBB's Audit Committee, Remuneration Committee, Sustainable Development Committee and Digital Transformation Committee with professional qualifications in business, economics, finance, banking, etc.; and is not in any circumstances under Article 30 of the Company Act.	<ol style="list-style-type: none"> <li>1. Does not or the spouse or relative within the second degree of kinship thereof does not hold TBB's shares by themselves or by nominee arrangement.</li> <li>2. Does not have a spouse or relative within the second degree of kinship who is also a director.</li> <li>3. Has not or the spouse or relative within the second degree of kinship thereof has not served as a director, supervisor, or employee at TBB or its affiliates.</li> <li>4. Has not or the spouse or relative within the second degree of kinship thereof has not served at a company with a specific relation with TBB (under Article 3, paragraph 1, subparagraphs 5 to 8 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies)</li> <li>5. Has not obtained remuneration for providing business, legal, financial, accounting, or other services to TBB or its affiliates in the last two years.</li> </ol>	0

Title	Qualifications Name	Qualification and Experience	Independence	Number of Other Public Companies Serving as an Independent Director
Independent Director	Chiou-Mien Lin	Has served as an associate professor at the Department of Real Estate & Built Environment, National Taipei University; concurrently as a supervisor of the Chinese Institute of Land Appraisal and the Land Reform Association for a long time; a member of the Urban Renewal, Land Price and Standard Land Price Committee of the city or county government; has engaged in land appraisal and urban renewal for a long time; a member of TBB's Audit Committee and Remuneration Committee with professional qualifications in real estate appraisal, law, etc.; not in any circumstances under Article 30 of the Company Act.	<ol style="list-style-type: none"> <li>1. Dose not or the spouse or relative within the second degree of kinship thereof does not hold TBB's shares by themselves or by nominee arrangement.</li> <li>2. Does not have a spouse or relative within the second degree of kinship who is also a director.</li> <li>3. Has not or the spouse or relative within the second degree of kinship thereof has not served as a director, supervisor, or employee at TBB or its affiliates</li> <li>4. Has not or the spouse or relative within the second degree of kinship thereof has not served at a company with a specific relation with TBB (under Article 3, paragraph 1, subparagraphs 5 to 8 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies)</li> <li>5. Has not obtained remuneration for providing business, legal, financial, accounting, or other services to TBB or its affiliates in the last two years</li> </ol>	0
Independent Director	Yung-Cheng Chuang	Has served as the deputy dean of School of Law, Soochow University; is specialized in financial regulations, such as the Securities and Exchange Act, Financial Law, and the Company Act; is familiar with compliance by publicly listed companies, financial consumer protection, securities and futures trading and operation, insurance laws and business in the financial field; is a member of TBB's Audit Committee, Remuneration Committee and Sustainable Development Committee with professional qualifications in banking, securities, insurance, law, etc. and not in any circumstances under Article 30 of the Company Act.	<ol style="list-style-type: none"> <li>1. Dose not or the spouse or relative within the second degree of kinship thereof does not hold TBB's shares by themselves or by nominee arrangement.</li> <li>2. Does not have a spouse or relative within the second degree of kinship who is also a director.</li> <li>3. Has not or the spouse or relative within the second degree of kinship thereof has not served as a director, supervisor, or employee at TBB or its affiliates.</li> <li>4. Has not or the spouse or relative within the second degree of kinship thereof has not served at a company with a specific relation with TBB (under Article 3, paragraph 1, subparagraphs 5 to 8 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies)</li> <li>5. Has not obtained remuneration for providing business, legal, financial, accounting, or other services to TBB or its affiliates in the last two years</li> </ol>	0

Title	Qualifications	Qualification and Experience	Independence	Number of Other Public Companies Serving as an Independent Director
	Name			
Independent Director	Shao-Yuan Chang	Is currently an independent director of TBB; has served as a director of publicly listed companies, the deputy mayor of Tainan City Government, the head of the Finance and Local Tax Bureau of Tainan City Government, the director of the Finance Department of Tainan City Government, and the deputy head of the Finance Department of Tainan City Government; a member of TBB's Audit Committee and Remuneration Committee with the experience of providing consulting service to grass-roots financial institutions and credit cooperatives during his tenure in Tainan City and the professional qualifications in accounting, finance, human resources and administration, and taxation; not in any circumstances under Article 30 of the Company Act	<ol style="list-style-type: none"> <li>1. Dose not or the spouse or relative within the second degree of kinship thereof does not hold TBB's shares by themselves or by nominee arrangement.</li> <li>2. Does not have a spouse or relative within the second degree of kinship who is also a director.</li> <li>3. Has not or the spouse or relative within the second degree of kinship thereof has not served as a director, supervisor, or employee at TBB or its affiliates</li> <li>4. Has not or the spouse or relative within the second degree of kinship thereof has not served at a company with a specific relation with TBB (under Article 3, paragraph 1, subparagraphs 5 to 8 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies)</li> <li>5. Has not obtained remuneration for providing business, legal, financial, accounting, or other services to TBB or its affiliates in the last two years</li> </ol>	0

## 2. Operation of Remuneration Committee:

(1) The Bank has a Remuneration Committee composed of 5 members.

(2) Term of office of the current members: From July 20, 2021 to July 19, 2024. Remuneration Committee met five (5) times (A) in the most recent year. The table below provides information on the qualifications and attendance of the members.

Title	Name	Number of actual attendance (B)	Number of delegated attendance	Actual attendance rate (%) (B/A) (Note)	Note
Committee chair	Xin-Wu Lin	5	0	100	
Member	Jin-Long Liu	5	0	100	
Member	Chiou-Mien Lin	5	0	100	
Member	Yung-Cheng Chuang	5	0	100	
Member	Shao-Yuan Chang	5	0	100	

Other items that shall be recorded:

1. If the Board of Directors does not adopt or amend the recommendations made by the Remuneration Committee, the date, and session of the Board of Directors' meeting, resolutions, voting results, and handling of opinions of the Remuneration Committee by the Bank shall be disclosed (if the remuneration approved by the Board of Directors is better than that of the Remuneration Committee, the discrepancies and related reasons should be stated): None.

2. For the decisions made by the Remuneration Committee, if there are members who vetoed or withheld from the decision and there are documented records, the date, number, content of the motion, all members' opinions, and ways in handling these opinions should be elaborated: none.

3. Discussion of the proposal and handling of opinions for 2023

Date of Remuneration Committee Meeting/ Date and Session of Board Meeting	Agenda	The resolution results of the Remuneration Committee and the Bank's response regarding the Remuneration Committee's opinions
February 10, 2023/the 14th Board meeting of the 16th Board on February 22, 2023	Resolution for the allocation and distribution amount and percentage for the compensation of employees and remunerations for Directors.	Resolution results of the Remuneration Committee: Passed, and submitted to the Board for consideration. TBB's response regarding the Remuneration Committee's opinions: Resolution passed by all Directors in attendance as proposed.
	Resolution for regular assessment on Directors and members of management of the Bank.	Resolution results of the Remuneration Committee: Passed, and submitted to the Board for consideration. TBB's response regarding the Remuneration Committee's opinions: Resolution passed by all Directors in attendance as proposed.
July 5, 2023/the 19th Board meeting of the 16th Board on July 12, 2023	Resolution for the distribution of Director's remuneration of the Bank for 2022.	Resolution results of the Remuneration Committee: Passed, and submitted to the Board for consideration. TBB's response regarding the Remuneration Committee's opinions: All directors recused themselves one by one according to their identities of interests, and the remaining directors who attended the meeting agreed to pass the proposal.
October 11, 2023/the 22th Board meeting of the 16th Board on October 18, 2023	Amendments to the "the annual festival and performance bonus of Taiwan Business Bank."	Resolution results of the Remuneration Committee: With the approval of all members present, please supplement with information on the number of months of bonuses given by peer banks, and conduct simulated calculations based on data from recent years and submit for Board consideration.. TBB's response regarding the Remuneration Committee's opinions: Resolution passed by all Directors in attendance as proposed.
December 6, 2023/the 24th Board meeting of the 16th Board on December 13, 2023	To support the government's policy to raise wages and to boost employee morale, the Bank increase will apply on January 1, 2024 to raise pay increase for bank employees level 4%.	Resolution results of the Remuneration Committee: With the approval of all members present, please supplement with a comparison table of peer salaries and promotion differentials and submit for Board consideration. TBB's response regarding the Remuneration Committee's opinions: Resolution passed by all Directors in attendance as proposed.
	To support the government's policy to raise wages and to boost employee morale, the Bank plans to raise average pay increase for securities personnel to 4% and amend Article 6 of the Guidelines for Recruitment and Management of Securities Dealer Employees and the Pay Grade Tables 1 to 3. The changes will apply on January 1, 2024.	Resolution results of the Remuneration Committee: Passed, and submitted to the Board for consideration. TBB's response regarding the Remuneration Committee's opinions: Resolution passed by all Directors in attendance as proposed.

<b>Date of Remuneration Committee Meeting/ Date and Session of Board Meeting</b>	<b>Agenda</b>	<b>The resolution results of the Remuneration Committee and the Bank's response regarding the Remuneration Committee's opinions</b>
December 6, 2023/the 24th Board meeting of the 16th Board on December 13, 2023	Resolution of the proposed revision of "Directions for Retirement, Gratuity, and Layoff of Employees of Taiwan Business Bank."	Resolution results of the Remuneration Committee: Passed, and submitted to the Board for consideration. TBB's response regarding the Remuneration Committee's opinions: Resolution passed by all Directors in attendance as proposed.
	Amendments to the "Directions for Payment of Employee's Compensation of Taiwan Business Bank."	Resolution results of the Remuneration Committee: Passed, and submitted to the Board for consideration. TBB's response regarding the Remuneration Committee's opinions: Resolution passed by all Directors in attendance as proposed.
	To implement the government's "Income Tax System Optimization Measures for the Benefit of People," it is proposed to adjust the meal allowance to NT\$3,000, effective from January 1, 2024.	Resolution results of the Remuneration Committee: Passed, and submitted to the Board for consideration. TBB's response regarding the Remuneration Committee's opinions: Resolution passed by all Directors in attendance as proposed.