

## Head of Corporate Governance

The Bank takes the secretariat of the board of directors and other relevant units of the head office as the professional (part-time) unit of corporate governance. On September 20, 2023, the 16th meeting of the 21th board of directors approved the appointment of Chao-Lieh Chen, Director Secretary of the Board of Directors Secretariat, as the head of corporate governance. To protect the rights and interests of shareholders and strengthen the functions of the board of directors, he has held accounting and financial supervisory positions for more than three years and meets the qualifications that a corporate governance supervisor should have.

## Terms of Reference

1. Handle matters related to board of directors and shareholders' meetings in accordance with the law.
2. Prepare minutes of board of directors and shareholders meetings.
3. Assist directors in taking office and continuing their education.
4. Provide the directors with the information they need to carry out their business.
5. Assist directors to comply with laws and regulations.
6. Report to the board of directors the results of the review on whether the qualifications of independent directors comply with relevant laws and regulations at the time of nomination, election and during their term of office.
7. Handle matters related to director changes.
8. Other matters stipulated in the company's articles of association or contract, etc.

## Handle corporate governance related matters in 2023

1. There were changes in directors on June 14, June 16, July 14 and August 29, 2023. The Secretarial Dept. has disclosed material information and reported to the Board meeting according to the requirements. Moreover, the Administration Management Dept. has applied for the alteration registration to the Ministry of Economic Affairs, and both tasks were successfully completed.
2. Provide Directors with the continuing education information regarding corporate governance and track the continuing education conditions. The continuing education hour for each Director has complied with the requirements under "Directions for the Implementation of Continuing Education for Directors and Supervisors of TWSE Listed and TPEX Listed Companies," with new Directors and existing Directors receiving corporate government courses for 12 hours and 6 hours, respectively.
3. Providing logistics of Board meetings for 13 times, succeeded in delivering the notice of meetings and the agenda to Directors 7 days prior to the date of the meeting and dispatched the meeting minutes within 20 days from the ending of the Board meeting.
4. The handling of the 2023 Annual General Meeting of Shareholders to be held on June 16, 2023, including the meeting notice and procedure manual, were uploaded to the Public Information Observation Station 30 days before the meeting, and the minutes of the shareholders' meeting were announced within 20 days after the meeting, all completed successfully.
5. Assist in the education and training of directors and senior managers (the 2023 "Information Security Education and Training Course for Directors and Senior Managers" will be conducted on October 18, 2023, and the "Financial Friendly, Physical and Mental Convention on the Rights of Persons with Disabilities" and "Trends in Fair Hospitality and Money Laundering Prevention" courses).
6. Amendment to the Articles of Association of TBB( which was approved by the Ministry of Economic Affairs on July 27, 2023 through the Letter No. 11230146250 of the Ministry of Economic Affairs.), the Bank's Corporate Governance Code of Practice, the Bank's Rules of Procedure for Shareholders' Meetings, and

the Bank' s Rules of Procedure for Board of Directors.

## Study situation

No.	Training insitution	Course name	Training period		Training hours
			From	TO	
1	Securities and Futures Institute	Carbon rights trading mechanism and corporate management applicationShareholders' meetings,	2023/10/13	2023/10/13	3
2	Securities and Futures Institute	management rights and equity strategies	2023/10/26	2023/10/26	3
3	Securities and Futures Institute	ESG trends in sustainable finance and investment	2023/11/10	2023/11/10	3
4	Securities and Futures Institute	Transformation opportunities and challenges for Taiwan' s industries under geopolitics - PMI/NMI exclusive analysis	2023/11/16	2023/11/16	3
5	Securities and Futures Institute	Corporate governance trends and sustainable development of companies	2023/11/23	2023/11/23	3
6	Securities and Futures Institute	Challenges and responsibilities of the board of directors under corporate governance evaluation indicators and sustainable action plans	2023/12/08	2023/12/08	3