

113 年度董事會績效評估結果

Board Performance Evaluation Results for the Year 2024

一、依據本公司「董事及經理人績效評估辦法」辦理，經董事會績效評估之執行單位針對董事成員、董事會及各功能性委員會進行績效評估，檢視 113 年度董事成員績效評估自評問卷、董事會績效評估自評問卷及各功能性委員會績效評估自評問卷之回收統計評估結果，整體董事會及各功能性委員會績效尚屬有效運作。

The performance evaluation was conducted in accordance with the company's "Rules for performance evaluation of directors and managerial officers." The designated evaluation unit assessed the performance of board members, the board of directors, and the functional committees. By reviewing the collected self-assessment questionnaires for board members, the board of directors, and functional committees for the year 2024, the overall performance of the board and its functional committees was determined to be effectively operating.

二、公司董事會績效評估機制及 113 年度評估結果：

2024 Board Performance Evaluation Mechanism and Evaluation Results:

1. 評估期間：113 年 1 月 1 日至 113 年 12 月 31 日

Evaluation Period: January 1, 2024 – December 31, 2024.

2. 執行單位：董事成員自評及管理部

Executing Unit: Board members' self-assessment and the Management Department.

3. 董事成員績效評估：

Board Member Performance Evaluation:

董事成員 Board Member	
評估項目 Evaluation Criteria	(1) 公司目標與任務之掌握 Understanding of company goals and mission (2) 董事職責認知 Awareness of directors' responsibilities (3) 對公司營運之參與程度 Level of participation in company operations (4) 內部關係經營與溝通 Internal relationship management and communication (5) 董事之專業及持續進修 Professional expertise and continuous learning (6) 內部控制 Internal control
評估方式	成員自評

<div>董事成員</div> <div>Board Member</div>															
<div>Evaluation Method</div>	<div>Self-assessment by members</div>														
<div>評估結果</div> <div>Evaluation Results</div>	<div> <div>董事成員績效自評結果</div> <div>Board Member Performance Evaluation</div> <table border="1"> <thead> <tr> <th>Category</th> <th>Score</th> </tr> </thead> <tbody> <tr> <td>公司目標與任務之掌握</td> <td>4.63</td> </tr> <tr> <td>董事職責認知</td> <td>4.70</td> </tr> <tr> <td>對公司營運之參與程度</td> <td>4.41</td> </tr> <tr> <td>內部關係經營與溝通</td> <td>4.27</td> </tr> <tr> <td>董事之專業及持續進修</td> <td>4.30</td> </tr> <tr> <td>內部控制</td> <td>4.63</td> </tr> </tbody> </table> <div>分數平均合計 Average Overall Score : 4.49</div> </div>	Category	Score	公司目標與任務之掌握	4.63	董事職責認知	4.70	對公司營運之參與程度	4.41	內部關係經營與溝通	4.27	董事之專業及持續進修	4.30	內部控制	4.63
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<div>待改善項目暨改善計畫/建議</div> <div>Areas for Improvement & Improvement Plans/Suggestions</div>	<div>待改善項目 Areas for Improvement :</div> <div> <div>(1) 強化董事與經營團隊的溝通密度。</div> <div>Strengthening communication between directors and the management team.</div> <div>(2) 提升董事與簽證會計師溝通及交流的頻率。</div> <div>Increasing the frequency of communication and interaction between directors and external auditors.</div> <div>(3) 安排董事在各自專業能力以外之範圍進修多元化之課程。</div> <div>Encouraging directors to participate in diversified training beyond their professional expertise.</div> </div> <div>改善計畫/建議 Improvement Plans/Suggestions :</div> <div> <div>(1) 每年不定期舉辦多場重要會議並邀請董事參與，以增加董事與經營團隊溝通機會。</div> <div>Organizing multiple important meetings annually and inviting directors to enhance communication with the management team.</div> <div>(2) 邀請簽證會計師列席董事會。</div> <div>Inviting external auditors to attend board meetings.</div> <div>(3) 規劃多元化進修課程，例如：公司治理、產業趨勢等，以強化</div> </div>														

董事成員 Board Member	
	董事之知識與技能。 Planning diverse training courses, such as corporate governance and industry trends, to strengthen directors' knowledge and skills.

4. 董事會績效評估：

Board Performance Evaluation:

董事會 Board of Directors															
評估項目 Evaluation Criteria	(1) 對公司營運之參與程度 Level of participation in company operations. (2) 提升董事會決策品質 Enhancing the quality of board decision-making. (3) 董事會組成與結構 Board composition and structure. (4) 董事的選任及持續進修 Selection and continuous training of directors. (5) 內部控制 Internal control.														
評估方式 Evaluation Method	管理部蒐集相關資料進行評估 Assessment conducted by the Management Department based on collected relevant data.														
評估結果 Evaluation Results	<p style="text-align: center;">董事會績效評估結果 Board Performance Evaluation</p> <table border="1"> <thead> <tr> <th>評估項目</th> <th>得分</th> </tr> </thead> <tbody> <tr> <td>對公司營運之參與程度</td> <td>3.92</td> </tr> <tr> <td>提升董事會決策品質</td> <td>4.75</td> </tr> <tr> <td>董事會組成與結構</td> <td>5.00</td> </tr> <tr> <td>董事會之選任及持續進修</td> <td>3.86</td> </tr> <tr> <td>內部控制</td> <td>4.57</td> </tr> <tr> <td>分數平均合計</td> <td>4.42</td> </tr> </tbody> </table> <p style="text-align: center;">分數平均合計 Average Overall Score : 4.42</p>	評估項目	得分	對公司營運之參與程度	3.92	提升董事會決策品質	4.75	董事會組成與結構	5.00	董事會之選任及持續進修	3.86	內部控制	4.57	分數平均合計	4.42
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<p>董事會</p> <p>Board of Directors</p>	
待改善項目暨 改善計畫/建 議 Areas for Improvement& Improvement Plans/ Suggestions	<p>待改善項目 Areas for Improvement :</p> <p>同董事成員績效評估待改善項目之第(2)及第(3)項。</p> <p>Same as items (2) and (3) from the board member performance evaluation areas for improvement.</p> <p>改善計畫/建議 Improvement Plans/Suggestions :</p> <p>同董事成員績效評估改善計畫/建議之第(2)及第(3)項。</p> <p>Same as items (2) and (3) from the board member performance evaluation improvement plans/suggestions.</p>

5. 功能性委員會績效評估：

Functional Committee Performance Evaluation:

<p>功能性委員會</p> <p>Functional Committee</p>	
評估項目 Evaluation Criteria	<p>(1) 對公司營運之參與程度 Level of participation in company operations.</p> <p>(2) 功能性委員會職責認知 Awareness of functional committee responsibilities.</p> <p>(3) 提升功能性委員會決策品質 Enhancing the quality of functional committee decision-making.</p> <p>(4) 功能性委員會組成及成員選任 Functional committee composition and member selection.</p> <p>(5) 內部控制 Internal control.</p>
評估方式 Evaluation Method	<p>管理部蒐集相關資料進行評估</p> <p>Assessment conducted by the Management Department based on collected relevant data.</p>

功能性委員會 Functional Committee													
評估結果 Evaluation Results	<p>功能性委員會績效評估結果 Functional Committee Performance Evaluation</p> <table border="1"> <thead> <tr> <th>評估項目</th><th>得分</th></tr> </thead> <tbody> <tr> <td>對公司營運之參與程度</td><td>4.00</td></tr> <tr> <td>功能性委員會職責認知</td><td>4.00</td></tr> <tr> <td>提升功能性委員會決策品質</td><td>5.00</td></tr> <tr> <td>功能性委員會組成及成員選任</td><td>5.00</td></tr> <tr> <td>內部控制</td><td>5.00</td></tr> </tbody> </table> <p>分數平均合計 Average Overall Score : 4.60</p>	評估項目	得分	對公司營運之參與程度	4.00	功能性委員會職責認知	4.00	提升功能性委員會決策品質	5.00	功能性委員會組成及成員選任	5.00	內部控制	5.00
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待改善項目暨 改善計畫/建議 Areas for Improvement & Improvement Plans/ Suggestions	<p>改善項目 Areas for Improvement :</p> <p>(1) 提升委員參與委員會的平均出席率。 Increasing the average attendance rate of committee members.</p> <p>(2) 提升審計委員會與簽證會計師溝通及交流的頻率。 Enhancing the frequency of communication and interaction between the audit committee and external auditors.</p> <p>改善計畫/建議 Improvement Plans/Suggestions :</p> <p>(1) 及早規劃董事會及各功能性委員會開會日期，使各委員能親自參與會議，提升各委員之出席率。 Scheduling board and functional committee meetings in advance to ensure members can attend in person and improve attendance rates.</p> <p>(2) 安排內部稽核人員與外部簽證會計師與審計委員會溝通之會議，並留下書面紀錄，以提升審計委員會獨立督導之效能。 Arranging meetings between internal auditors, external auditors, and the audit committee, with written records to strengthen the committee's independent supervisory effectiveness.</p>												

6. 董事成員績效評估加權平均結果：

Weighted Average Performance Evaluation Result for Board Members:

由管理部彙總董事成員、董事會及功能性委員會之績效評估問卷，並依照「董事及經理人績效評估辦法」之權重指標進行加權平均，得出本公司董事成員績效加權平均結果為 4.46。

The Management Department consolidated the performance evaluation questionnaires from board members, the board of directors, and functional committees. Based on the weighting indicators outlined in the “Rules for performance evaluation of directors and managerial officers” the weighted average performance score for board members was 4.46.