

114 年度董事會績效內部評估報告

2025 Board of Directors Performance Internal Evaluation Report

一、依據：本公司「董事會績效評估辦法」規定辦理。

Basis: Conducted in accordance with the “Board of Directors Performance Evaluation Regulations” of the company.

二、評估週期：

Evaluation Period:

(一)內評：本公司董事會每年應至少執行一次董事會內部績效評估。

Internal Evaluation: The board should conduct an internal performance evaluation at least once a year.

(二)外評：應至少每三年由外部專業獨立機構或外部專家學者執行評估一次(本年度亦有辦理)。

External Evaluation: External evaluation should be conducted the evaluation by an external professional independent organization or external expert/scholar at least once every three years (including this year).

三、評估期間：自113年12月1日至114年11月30日止。

Evaluation Period: From December 1, 2024, to November 30, 2025.

四、評估範圍：包括整體董事會、個別董事成員及功能性委員會之績效評估。

The evaluation covers the overall board, individual board members, and the performance evaluation of functional committees.

五、評估方式：包括董事會績效考核自評、董事成員考核自評、功能性委員會績效考核自評。

Evaluation methods: The evaluation includes self-assessment of board performance, self-assessment of board members, and self-assessment of functional committees.

六、評估內容：

Itemized Evaluation:

(一) 董事會績效考核自評：

Self-Evaluation of Performance of the Board:

董事會績效評量指標包含5大面向，共計38項指標，各面向評分結果如下表，均介於「優(5)」及「佳(4)」之間，顯示董事會善盡指導及監督公司策略、重大業務及風險管理之責，整體運作情況完善，符合公司治理之要求。

The Board of Directors' performance evaluation consists of 38 indicators in 5 aspects, and the results of each aspect are as follows, ranging between "Excellent (5)" and "Good (4)", indicating that the Board of Directors has been properly guiding and monitoring the Company's strategy, major business and risk management, and that the overall operation is complete and meets the requirements of corporate governance.

自評5大面向 Five aspects covered in self-evaluation	考核項目 Evaluation aspects	評分結果 Scoring Results
A. 對公司營運之參與程度 Participation in the operation of the company	12項/items	4.76分/points
B. 提升董事會決策品質 Improvement of the	11項/items	4.75分/points

quality of the Board of Directors' decision making		
C. 董事會組成與結構 Composition and structure of the Board of Directors	6項/items	4.80分/points
D. 董事之選任及持續進修 Election and continuing education of the directors	3項/items	4.82分/points
E. 內部控制 Internal Control	6項/items	4.74分/points

(二) 董事成員考核自評：

Self-Evaluation of Performance of Board Members:

董事成員考核指標包含6大面向，共計23項指標，各面向評分結果如下表，均介於「優(5)」及「佳(4)」之間，顯示董事對於各項指標運作之效率與效果，均有正面之評價。

The Board Members' performance evaluation consists of 23 indicators in 6 aspects, and the results of each aspect are as follows, ranging between "Excellent (5)" and "Good (4)", indicating that the directors have positive reviews on the efficiency and effectiveness of the operation of each indicator.

自評6大面向 Six aspects covered in self-evaluation	考核項目 Evaluation aspects	評分結果 Scoring Results
A. 公司目標與任務之掌握 Alignment of the goals	3項/items	4.70分/points

and missions of the company		
B. 董事職責認知 Awareness of the duties of a director	3項/items	4.79分/points
C. 對公司營運之參與程度 Participation in the operation of the company	8項/items	4.63分/points
D. 內部關係經營與溝通 Management of internal relationship and communication	3項/items	4.79分/points
E. 董事之專業及持續進修 The director's professionalism and continuing education	3項/items	4.76分/points
F. 內部控制 Internal control	3項/items	4.85分/points

(三) 審計委員會績效考核自評：

Self-Evaluation of Performance of the Audit Committee:

審計委員會績效考核指標包含5大面向，共計21項指標，各面向評分結果如下表，均介於「優(5)」及「佳(4)」之間，顯示審計委員會運作完善，符合公司治理之要求能有效增進董事會職能。

The Audit Committee's performance evaluation consists of 21 indicators in 5 aspects, and the results of each aspect are as follows, ranging between "Excellent (5)" and "Good (4)",

indicating that the overall operation of the Audit Committee is complete and meets the requirements of corporate governance, and the Audit Committee can effectively enhance the functionality of the Board of Directors.

自評5大面向 Five aspects covered in self-evaluation	考核項目 Evaluation aspects	評分結果 Scoring Results
A. 對公司營運之參與程度 Participation in the operation of the company	4項/items	4.83分/points
B. 審計委員會職責認知 Awareness of the duties of the Audit Committee	5項/items	4.80分/points
C. 提升功能性委員會決策品質 Improvement of quality of decisions made by the functional committee	7項/items	4.62分/points
D. 功能性委員會組成及成員選任 Makeup of the functional committee and election of its members	2項/items	4.83分/points
E. 內部控制 Internal Control	3項/items	4.56分/points

(四) 薪資報酬委員會績效考核自評：

Self-Evaluation of Performance of the Compensation Committee:

薪資報酬委員會績效考核指標包含4大面向，共計16項指標，

各面向評分結果如下表，均介於「優(5)」及「佳(4)」之間，顯示薪資報酬委員會運作完善，符合公司治理之要求，能有效增進董事會職能。

The Compensation Committee's performance evaluation consists of 16 indicators in 4 aspects, and the results of each aspect are as follows, ranging between "Excellent (5)" and "Good (4)", indicating that the overall operation of the Compensation Committee is complete and meets the requirements of corporate governance, and the Compensation Committee can effectively enhance the functionality of the Board of Directors.

自評5大面向 Five aspects covered in self-evaluation	考核項目 Evaluation aspects	評分結果 Scoring Results
A. 對公司營運之參與程度 Participation in the operation of the company	4項/items	4.83分/points
B. 薪酬委員會職責認知 Awareness of the duties of the Compensation Committee	4項/items	4.68分/points
C. 提升功能性委員會決策品質 Improvement of quality of decisions made by the functional committee	6項/items	4.67分/points
D. 功能性委員會組成及成員選任 Makeup of the functional committee and election of its members	2項/items	4.83分/points

七、檢討及改進：

Review and Improvements:

(一) 董事會績效考核自評：E.內部控制，評分為4.74分。

Board Self-Assessment Result of Performance: E. Internal control, scored 4.74.

秘書處將持續協調經理部門，落實內部控制制度之自評檢查、缺失改善與營運效率衡量，確保控制機制能長期且有效運作；並協助董事會及管理階層適時掌握內控運作狀況，以確實履行監督及管理責任，強化公司治理整體效能。

The Secretariat will coordinate with the Management Department continuously to implement the self-assessment, defect improvement and operational efficiency measurement of the internal control system to ensure the long-term and effectiveness of the control mechanism; and assist the board and management in maintaining timely awareness of internal control operations, to fulfill supervision and management responsibilities, and strengthen the overall effectiveness of corporate governance.

(二) 董事成員考核自評：C.對公司營運之參與程度，評分為4.63分。

Board Members' Self-Assessment Result of Performance: C. Participation in the operation of the company, scored 4.63.

為協助董事更深入掌握公司營運動向，秘書處將協調經理部門，強化產業趨勢、營運財務及策略風險等資訊之提供，協助董事會更深度的瞭解公司營運狀況，俾利董事能進行更專業、及時之判斷，進一步提升董事會整體運作效益。

In order to assist directors in gaining a deeper understanding of the company's operating trends, the Secretariat will coordinate with the Management Department to strengthen the provision of

information on industry trends, operating finance and strategic risks, so as to assist the board to better understand the company's operating conditions, so that directors can make more professional and timely judgments, and further enhance the overall operating efficiency of the board.

(三) 審計委員會績效考核自評：E.內部控制，評分為4.56。

Audit Committee's Self-Assessment Result of Performance: E. Internal control, scored 4.56.

秘書處將協調經理部門，持續深化對內部控制制度之查核與評估作業，包含營運流程改善、法規遵循及重大缺失改善追蹤，確保內控制度得以持續、有效且合規運作，並協助審計委員會完整掌握風險控管狀況，以強化整體監督品質。

The Secretariat will coordinate with the Management Department to continuously deepen the audit and evaluation of the internal control system, including the improvement of operating processes, regulatory compliance and the tracking of major deficiencies, to ensure the continuous, effective and compliance operation of the internal control system, and assist the Audit committee in comprehensively understanding the status of risk management to enhance the overall supervision quality.

(四) 薪資報酬委員會績效考核自評：C.提升功能性委員會決策品質，評分為4.67分。

Remuneration Committee Self-Assessment Result of

Performance: C. Improvement of quality of decisions made by the functional committee, scored 4.67.

為提升薪資報酬委員會之決策品質，秘書處將協同經理部門改善提案品質與資料完備性，於審議前充分提供委員所需資訊，並於必要時安排相關主管列席說明，以利委員充分掌握

關鍵資訊，提升功能性委員會運作績效。

In order to improve the decision-making quality of the Remuneration Committee, the Secretariat will coordinate with the Management Department to improve the quality of the proposal and the completeness of the data, fully provide the information required by the members before the review, and arrange for relevant supervisors to attend when necessary to explain, so that the members can fully grasp the key information and improve the operational performance of the functional committee.