

適用：功能性委員會之績效評估 評估期間：\_\_\_\_年自 1 月 1 日至 12 月 31 日止

Applicable：Each director filling out the performance evaluation of the functional committee.

Evaluated period：From 1 Jan to 31 Dec \_\_\_\_ (year)

考核項目 Evaluation Items	考核結果(打✓) Evaluation Results					備註 Note
<b>壹. 對公司營運之參與程度</b> <b>Participation in the company's operation</b>						
1. 各委員平均實際出席委員會情形 (不含委託出席) 良好? (出席率達 80% 者為 3 中等) Is it true, on average, an individual member's attendance (not including attendance by proxy) at the committee is good. 100% : 5      99%~81% : 4      80% : 3 79%~61% : 2      under 60%(include) : 1	1	2	3	4	5	
2. 委員於會議前有事先閱讀及瞭解會議資料 Do the members read and understand meeting materials before the functional committee meeting?	1	2	3	4	5	
3. 各委員都在功能性委員會上做出有效的貢獻 Do the members make validated contributions at the functional committee meetings?	1	2	3	4	5	
4. 各委員會有定期召開委員會 Do the functional committees convene the meeting regularly?	1	2	3	4	5	
<b>貳. 功能性委員會職責認知</b> <b>Cognition of the functional committee</b>						
5. 功能性委員會的各項職權範圍明確且恰當 Are the functional committee's scopes of authority clearly and appropriately established?	1	2	3	4	5	
6. 功能性委員會能確實評估、監督公司存在或潛在之各種風險 Does the committee diligently assess and keep track of existing or potential risks to the company?	1	2	3	4	5	
7. 功能性委員會能適時且專業客觀的提出建議提交董事會討論，以供董事會決策參考 Does the functional committee timely,	1	2	3	4	5	

professionally and objectively submit proposals to the board of directors for discussion as the references for decision-making by the board of directors?						
<p>8. 審計委員會與簽證會計師已進行充分溝通及交流 (如遇有會計新公報實施或財報有重大調整事項時，需開會討論)</p> <p>Do the members of audit committee engage in communications and exchanges with CPAs? (When new accounting standards are published or there are major adjustments to financial statements, directors should meet to discuss.)</p>	1	2	3	4	5	<p>僅審計委員會適用</p> <p>Applicable to audit committee only.</p>
<p>9. 審計委員會有定期評估聘任會計師之獨立性及適任性</p> <p>Does the audit committee regularly evaluate the independence, and performance of certificated of hiring accountants?</p>	1	2	3	4	5	<p>僅審計委員會適用</p> <p>Applicable to audit committee only.</p>
<p>10. 薪資報酬委員會有訂定並定期檢討董事及經理人績效評估與薪資報酬之政策、制度、標準與結構。(董事及經理人薪資報酬之決定不宜與財務績效表現重大悖離)</p> <p>Does the remuneration committee prescribe and periodically review the performance review and remuneration policy, system, standards, and structure for directors and managerial officers? (The decision on the remuneration of directors and managers should not be significantly different from the financial performance)</p>	1	2	3	4	5	<p>僅薪資報酬委員會適用</p> <p>Applicable to remuneration committee only.</p>
<p>11. 薪資報酬委員會有定期檢討公司董事績效評估標準且提交董事會通過，並依據績效評估結果訂定董事薪資報酬</p> <p>Does the remuneration committee regularly review the performance evaluation criteria of the directors and submits them to the board of directors for approval, and determine the directors' salary compensation based on the results of the performance evaluation?</p>	1	2	3	4	5	<p>僅薪資報酬委員會適用</p> <p>Applicable to remuneration committee only.</p>
<p>12. 提名委員會有制定董事會成員及高階經理人所需之專業知識、技術、經驗及性別等多元化背景暨獨立性之標準，並據以覓尋、審核及提名董事及高階經理</p>	1	2	3	4	5	<p>僅提名委員會適用</p> <p>Applicable to Nominating</p>

人候選人。 Nominating committee lay down the standards of independence and a diversified background covering the expertise, skills, experience, gender, etc. of members of the board and senior executives, and finding, reviewing, and nominating candidates for directors and senior executives based on such standards.						committee only.
<b>參.提升功能性委員會決策品質 To improve the decision-making quality of the functional committee</b>						
13. 公司提供予功能性委員會的資訊完整、及時，且具有一定品質，使功能性委員會能夠順利履行其職責。必要時有請相關經理人員、內部稽核人員、會計師、法律顧問或其他人員列席 Is the functional committee being provided with timely information in the form and of the quality at an adequate level to enable the committee to perform its functions? When necessary, managers, internal auditors, certified public accountants, attorneys, or other professionals retained by this committee may also be invited to attend the meeting as non-voting participants and to make explanatory statements.	1	2	3	4	5	
14. 功能性委員會討論的時間充分 Does the functional committee spend sufficient time on discussion at the meeting?	1	2	3	4	5	
15. 公司提交到功能性委員會決議的討論議案適當 Does the functional committee receive appropriate proposals for discussion and resolution at the meeting?	1	2	3	4	5	
16. 相關議案若遇有需成員利益迴避者，該委員已確實予以迴避，並作成會議紀錄(審計委員會或薪酬委員會之獨立董事成員就涉及自身有利害關係之議案時，應確實說明其利害關係之重要內容，且如有害於公司利益之虞時，討論及表決時應予迴避，且不得代理其他成員行使其表決權) When an issue on the agenda requires recusal of a member to avoid conflict of interest, does the member recuse him/herself and keep a record? ( If an independent director member of the audit committee or remuneration committee has a personal interest in	1	2	3	4	5	

any agenda item, the director shall explain the essential content of the interest. If the director's personal interest is likely to prejudice the interest of the company, the director member may not participate in discussion and voting, and shall recuse himself or herself from the discussion and voting, and also may not exercise voting rights as a proxy for any other independent director member.)					
17. 功能性委員會之會議紀錄適當地記錄討論內容，以及適當的記錄個人或集體的保留意見或關切 Do minutes of the committee properly reflect what has been discussed at the meetings, and any qualified opinion or concerns expressed and raised by individual director or in unanimity?	1	2	3	4	5
18. 各項功能性委員會會議決議，有適當的執行後續追蹤 Have resolutions made at the functional committee been properly followed up?	1	2	3	4	5
19. 各功能性委員會有定期且有效率的執行績效評估 Does the functional committee regularly and effectively conduct performance evaluations?	1	2	3	4	5
<b>肆.功能性委員會組成與成員之選任      Composition and election the member of the functional committee</b>					
20. 功能性委員會的成員組成適當並已具備決策過程所需專業 Are the members of the functional committee are appropriately formed and have the required expertise in the decision-making process?	1	2	3	4	5
21.功能性委員會成員於任職期間內確實維持其獨立性 Do the members of functional committee maintain their independence during their tenure?	1	2	3	4	5
22. 功能性委員會成員之選任案係依公司實際需求，充分考量董事成員之各項技能、知識和經歷範疇，並將功能性委員會績效評估結果納入考量 Do the members of the functional committee, in terms of committee makeup, have adequate skills, knowledge and experiences that would satisfy the company's current needs, and take into account the performance evaluation results of the functional committee?	1	2	3	4	5
23. 提名委員會有訂定並定期檢討董事進修計畫及董事與高階經理人之繼任計畫	1	2	3	4	5
					僅提名委員會適用 Applicable to

Nominating committee establish and review on a regular basis programs for director continuing education and the succession plans of directors and senior executives.						Nominating committee only.
<b>伍.內部控制 Internal control</b>						
24. 審計委員會能有效的評估與監督各項內部控制制度及風險管理的有效性 Does the audit committee effectively evaluate and supervise the effectiveness of various internal control systems and risk control measures?	1	2	3	4	5	僅審計委員會適用 Applicable to audit committee only.
25. 審計委員會通過之內部控制制度有包含五大要素/原則，且涵蓋所有營運活動及交易循環之控制作業？ Do the internal control systems approved by the audit committee include the five major elements/principles, and cover the control operation for all operational activities and transaction cycles?	1	2	3	4	5	僅審計委員會適用 Applicable to audit committee only.
26. 審計委員會對於內部控制制度之有效性、公司會計制度、財務狀況與財務報告、防制洗錢及打擊資恐內部控制報告、法遵報告、稽核報告及其追蹤情形予以瞭解及監督？ Do the members of the audit committee take actions to understand and supervise the company's the overall efficacy of the internal control system ,accounting system, financial position and financial reports, internal control system reports of Anti-Money Laundering and Countering Terrorism Financing, compliance reports , audit reports and their follow-up?	1	2	3	4	5	僅審計委員會適用 Applicable to audit committee only.
27. 功能性委員會委員重視各項法令及實務守則之遵循 Do the functional committee members value the compliance of all laws, regulations and codes of practice?	1	2	3	4	5	
28. 功能性委員會委員對於執行職務所獲取之公司內部資訊遵守保密義務 Are the functional committee members keeping confidentiality the internal information =of the company they have obtained during performance of their duties?	1	2	3	4	5	

其他補充說明 Others (Determine what to be included, if any, on your own)

董事/Director: \_\_\_\_\_ (簽章/Signature)

日期/Date: \_\_\_\_\_

註 1：考核結果分為 5 個等級之方式呈現，考核等級原則說明如下：The evaluated results are presented in five levels. The evaluated criteria are as follows:

數字 1：極差(非常不同意)；數字 2：差(不同意)；數字 3：中等(普通)；數字 4：優(同意)；數字 5：極優(非常同意)。  
Number 1: Very poor (very disagree); Number 2: Poor (disagree); Number 3: Medium (normal); Number 4: Excellent (consent); Number 5: Extremely Excellent (very agree).

註 2：各項指標考核結果評分無法充分表達，可於備註欄位說明。If the evaluation results of an individual item to be evaluated are not a full indication of what is being evaluated, add more information in the note column.

◎衡量指標自評結果(以下由董事會秘書室填寫)：

自評結果	項目數(A)	分數(B)	權重(C)	小計(D)	總分(T)
壹.對公司營運之參與程度	4		30%		
貳.功能性委員會職責認知	審計 5		20%		
	薪酬 5				
	提名 4				
	其他 3				
參.提升功能性委員會決策品質	7		20%		
肆.功能性委員會組成及成員選任	提名 4		10%		
	其他 3				
伍.內部控制	審計 5		20%		
	其他 2				

※ $D = B/A * C$ ，T 為各項自評結果 D 之加總

審計委員會共 24 項、薪資報酬委員會共 21 項、提名委員會共 21 項，風險管理委員會共 19 項  
單位主管： 承辦人：