

Compensation to Directors and Management Executives

1. Directors' compensation

Unit: NT\$

Title	Name	Representative	Directors' compensation								A+B+C+D as a % of net profit		Compensation as an employee								A+B+C+D+E+F+G as a % of net profit		Compensation from investees other than subsidiaries		
			Cash compensation (A)		Pension (B)		Director's remuneration (C)		Professional fee (D)				Performance-based salary (E)		Retirement pay of employees (F)		Earnings paid as bonus to employees (G)								
			Stand-alone	Consolidated	Stand-alone	Consolidated	Stand-alone	Consolidated	Stand-alone	Consolidated	Stand-alone	Consolidated	Stand-alone	Consolidated	Stand-alone	Consolidated	Stand-alone	Consolidated	Stand-alone		Consolidated			Stand-alone	Consolidated
																			Cash	Stock	Cash	Stock			
Chairman	Fu-Chi Investment Co., Ltd.	Daniel M. Tsai	39,185,028	39,665,028	-	-	17,439,588	17,439,588	4,630,645	4,951,645	0.5427%	0.5498%	16,862,476	16,862,476	-	-	5,382,500	-	5,382,500	-	0.7398%	0.7469%	5,233,428		
Director	Fu-Chi Investment Co., Ltd.	Richard M. Tsai																							
Director	Fu-Chi Investment Co., Ltd.	Chris Tsai																							
Director	TCC Investment Co., Ltd.	Jamie Lin																							
Director	TCC Investment Co., Ltd.	Howard Lin (Mr. Lin completed his tenure on June 18, 2020)																							
Independent Director	Hsueh-Jen Sung																								
Independent Director	Char-Dir Chung																								
Independent Director	Hsi-Peng Lu																								
Independent Director	Tong Hai Tan (Mr. Tan was elected on June 18, 2020)		-	-	-	-	21,647,306	21,647,306	1,980,000	1,980,000	0.2093%	0.2093%	-	-	-	-	-	-	-	-	0.2093%	0.2093%	-		
Independent Director	Drina Yue (Ms. Yue was elected on June 18, 2020)																								
Independent Director	Jack. J. T. Huang (Mr. Huang was resigned on June 18, 2020)																								

Note 1: According to the Company's Articles of Incorporation and the Rules for Setting Director's Remuneration, directors' remuneration is determined based on their duties, risks and involvement. The Remuneration and Nomination Committee reviews the compensation mechanism periodically.

Note 2: The figures in the table include expenses for company cars and gasoline reimbursement, but do not include compensation paid to company drivers, which totaled NT\$787,945.

Note 3: In addition to the above table, remuneration paid to directors for their services to all consolidated entities (such as consultants who are not employees) totaled NT\$9,053,334.

2. Range of compensation to directors

Range of compensation to directors	Name of directors			
	Directors' compensation		Director's compensation + Compensation as an employee	
	On a stand-alone basis	On a consolidated basis	On a stand-alone basis	On a consolidated basis
NT\$0~NT\$999,999	Chris Tsai, Jamie Lin, Howard Lin	Chris Tsai, Jamie Lin, Howard Lin	Chris Tsai, Howard Lin	Chris Tsai, Howard Lin
NT\$1,000,000~NT\$1,999,999	–	–	–	–
NT\$2,000,000~NT\$3,499,999	Richard M. Tsai, Tong Hai Tan, Drina Yue, Jack J.T. Huang	Richard M. Tsai, Tong Hai Tan, Drina Yue, Jack J.T. Huang	Richard M. Tsai, Tong Hai Tan, Drina Yue, Jack J.T. Huang	Richard M. Tsai, Tong Hai Tan, Drina Yue, Jack J.T. Huang
NT\$3,500,000~NT\$4,999,999	TCC Investment Co., Ltd.	TCC Investment Co., Ltd.	TCC Investment Co., Ltd.	TCC Investment Co., Ltd.
NT\$5,000,000~NT\$9,999,999	Hsueh-Jen Sung, Char-Dir Chung, Hsi-Peng Lu	Hsueh-Jen Sung, Char-Dir Chung, Hsi-Peng Lu	Hsueh-Jen Sung, Char-Dir Chung, Hsi-Peng Lu	Hsueh-Jen Sung, Char-Dir Chung, Hsi-Peng Lu
NT\$10,000,000~NT\$14,999,999	Fu-Chi Investment Co., Ltd.	Fu-Chi Investment Co., Ltd.	Fu-Chi Investment Co., Ltd.	Fu-Chi Investment Co., Ltd.
NT\$15,000,000~NT\$29,999,999	–	–	Jamie Lin	Jamie Lin
NT\$30,000,000~NT\$49,999,999	Daniel M. Tsai	Daniel M. Tsai	Daniel M. Tsai	Daniel M. Tsai
NT\$50,000,000~NT\$99,999,999	–	–	–	–
NT\$100,000,000 and above	–	–	–	–
Total	13	13	13	13

3. Management executives' compensation

Unit: NT\$

Title and name	President, Jamie Lin; Executive Vice President and Chief Financial Officer, Rosie Yu; Senior Vice President and Chief Technology Officer, Tom Koh; Vice President and Chief Information Officer, James Chang; Vice President and Chief Data Officer, Eddie Chan; Vice President, C.H. Wu; Vice President, Steve Chou; Vice President, Jay Hong; Vice President, Shirley Chu; Vice President, Joan Hung; Vice President, Tim Lee; Vice President, Daphne Lee; Vice President, Michael Teng; Vice President, David Lin; Vice President, Naomi Lee; Vice President, Iris Liu <u>Resigned managers:</u> Vice President and General Counsel, Ariel Hwang	Total	
Salary (A)	Stand-alone	80,523,936	
	Consolidated	80,883,936	
Pension (B) *	Stand-alone	1,617,600	
	Consolidated	1,617,600	
Performance-based salary (C)	Stand-alone	44,324,145	
	Consolidated	44,629,849	
Earnings paid as bonus to employees (D)	Stand-alone	Cash	30,312,000
		Stock	—
	Consolidated	Cash	30,312,000
		Stock	—
A+B+C+D as a % of net profit	Stand-alone	1.3891%	
	Consolidated	1.3950%	
Compensation from investees other than subsidiaries		5,263,428	

* The Company's contribution to employees' pension account, not actual amount paid.

Note: Figures do not include compensation paid to company drivers, which totaled NT\$2,297,649.

4. Range of compensation to management executives

Range of compensation to management executives	Name of management executives	
	On a stand-alone basis	On a consolidated basis
NT\$0–NT\$999,999	—	—
NT\$1,000,000–NT\$1,999,999	—	—
NT\$2,000,000–NT\$3,499,999	—	—
NT\$3,500,000–NT\$4,999,999	Ariel Hwang	Ariel Hwang
NT\$5,000,000–NT\$9,999,999	James Chang, Eddie Chan, C.H. Wu, Steve Chou, Jay Hong, Shirley Chu, Joan Hung, Daphne Lee, Michael Teng, David Lin, Naomi Lee, Iris Liu	James Chang, Eddie Chan, C.H. Wu, Steve Chou, Jay Hong, Shirley Chu, Joan Hung, Daphne Lee, Michael Teng, David Lin, Naomi Lee, Iris Liu
NT\$10,000,000–NT\$14,999,999	Tom Koh, Tim Lee	Tom Koh, Tim Lee
NT\$15,000,000–NT\$29,999,999	Jamie Lin, Rosie Yu	Jamie Lin, Rosie Yu
NT\$30,000,000–NT\$49,999,999	—	—
NT\$50,000,000–NT\$99,999,999	—	—
NT\$100,000,000 and above	—	—
Total	17	17

Note: Compensation paid to managers in the above table was based on tenure. Compensation paid to managers who also served as directors is detailed in the "Directors' compensation" table.

5. Compensation mix of management executives

Title and name	Salary and pension	Performance-based salary	Earnings paid as bonus to employees
President, Jamie Lin	41.5%	34.3%	24.2%
Executive Vice President and Chief Financial Officer, Rosie Yu	49.2%	25.4%	25.4%
Senior Vice President and Chief Technology Officer, Tom Koh	48.8%	27.2%	24.0%
Vice President and Chief Information Officer, James Chang	57.0%	24.9%	18.1%
Vice President and Chief Data Officer, Eddie Chan	55.9%	26.4%	17.7%
Vice President, C.H. Wu	57.8%	23.9%	18.3%
Vice President, Steve Chou	50.5%	26.8%	22.7%
Vice President, Jay Hong	52.9%	23.4%	23.7%
Vice President, Shirley Chu	55.9%	26.1%	18.0%
Vice President, Joan Hung	50.9%	25.8%	23.3%
Vice President, Tim Lee	54.8%	45.2%	0.0%
Vice President, Daphne Lee	49.0%	29.4%	21.6%
Vice President, Michael Teng	51.1%	27.9%	21.0%
Vice President, David Lin	50.1%	29.0%	20.9%
Vice President, Naomi Lee	51.8%	25.9%	22.3%
Vice President, Iris Liu	56.2%	27.5%	16.3%
Vice President and General Counsel, Ariel Hwang*	98.1%	1.9%	0.0%

* Resigned

6. Employee profit sharing paid to management executives

Unit: NT\$

Title and name	Stock bonus	Cash bonus	Total	As a % of net profit
President, Jamie Lin Executive Vice President and Chief Financial Officer, Rosie Yu Senior Vice President and Chief Technology Officer, Tom Koh Vice President and Chief Information Officer, James Chang Vice President and Chief Data Officer, Eddie Chan Vice President, C.H. Wu Vice President, Steve Chou Vice President, Jay Hong Vice President, Shirley Chu Vice President, Joan Hung Vice President, Tim Lee Vice President, Daphne Lee Vice President, Michael Teng Vice President, David Lin Vice President, Naomi Lee Vice President, Iris Liu	-	30,312,000	30,312,000	0.2686%

Compensation of directors and management executives as a percentage of net income over the past two years and guiding principles

1. Directors' compensation

Unit: NT\$

Type	Year	Directors' compensation	Net income	As a % of net income
On a stand-alone basis	2019	114,809,634	12,481,166,870	0.9198%
	2020	107,127,543	11,286,553,218	0.9492%
On a consolidated basis	2019	116,816,384	12,481,166,870	0.9359%
	2020	113,161,971	11,286,553,218	1.0026%

Guiding principles for compensation of directors

Remuneration policies, standards and package

- (1) Directors' (including independent directors) remuneration and compensation are paid according to the Company's Articles of Incorporation and Rules for Setting Director's Remuneration as approved by the board. Remuneration or other equivalent allowance for directors is based on their involvement in the Company's operations, contribution to the Company, and industry norms. Compensation paid to directors is pursuant to the ratio specified in the Company's Articles of Incorporation, when the company makes a profit.
- (2) Transportation allowances are paid based on attendance in board meetings and for services rendered as the chairman or a member of the Audit Committee or Remuneration and Nomination Committee.

Procedures for setting remuneration

- (1) In accordance with the Company's Articles of Incorporation, compensation paid to directors shall not exceed 0.3% of the Company's annual profit after deducting losses from previous years.
- (2) Directors' remuneration and transportation allowances are determined in accordance with the Rules for Setting Director's Remuneration.

Performance factor

According to the Company's Articles of Incorporation, directors' remuneration shall be based on the Company's operating profit. Directors' remuneration are assessed based on their contribution to the operations of the Company and the board. The Company also has Rules for Setting Director's Remuneration, and the Remuneration and Nomination Committee reviews the compensation mechanism periodically, taking future operating risks, environmental conservation and corporate social responsibility into consideration.

2. Compensation of management executives

Unit: NT\$

Type	Year	Compensation of management executives	Net profit	As a % of net profit
On a stand-alone basis	2019	160,161,066	12,481,166,870	1.2832%
	2020	156,777,681	11,286,553,218	1.3891%
On a consolidated basis	2019	161,806,695	12,481,166,870	1.2964%
	2020	162,706,813	11,286,553,218	1.4416%

Guiding principles for compensation of management executives

Remuneration policies, standards and package

- (1) Compensation paid to the president and vice presidents comprises a fixed monthly salary and performance bonus.
- (2) Performance bonuses are determined based on the president's or the vice president's contribution to the Company and the results of an annual performance appraisal. The above-mentioned bonuses have been proposed by the Remuneration and Nomination Committee for approval at the board meeting.

Procedures for setting performance bonuses

- (1) In accordance with the Company's Articles of Incorporation, employee profit sharing shall come from a pool of 1% to 3% of the Company's annual net income after deducting losses from previous years.
- (2) Year-end bonuses are set based on the Company's performance and the annual budget approved by the board and the chairman.

Performance factor

- (1) Variable compensations in the form of employee profit sharing and performance-based bonuses account for approximately 50% of the remuneration and are determined based on the president's or vice president's contribution to the Company's operations. The Company shall review the compensation mechanism periodically, taking future operating risks, environmental conservation and corporate social responsibility into consideration. To strengthen the link between corporate social responsibility and managers' compensation, if the president or vice president fails to meet all CSR metrics, his/her annual performance ranking may drop by one level, or his/her employee profit sharing and performance-based bonuses may be cut by up to 10%.
- (2) The Human Resources Division is tasked with preparing the annual compensation for the president and vice presidents, and submitting a report to the Remuneration and Nomination Committee.