

Operation of Remuneration and Nomination Committee

(1) Composition and Procedures of Remuneration and Nomination Committee

- a. The Company has assembled a Remuneration Committee in accordance with Article 14-6 of the Securities and Exchange Act. Meanwhile, according to the Regulations Governing the Appointment and Exercise of Powers by the Remuneration Committee of a Company Whose Stock is Listed on the Stock Exchange or Traded Over the Counter, and the Company's "Remuneration and Nomination Committee Articles of Incorporation," the Committee members are appointed by the Board of Directors and consists of no less than 3 persons, including the independent directors more than a majority of the Committee members. Currently, the Committee members consist entirely of the Company's Independent Directors.
- b. The Committee meetings shall be convened at least twice a year, and convened as needed.

(2) Responsibilities of the Remuneration and Nomination Committee

Pursuant to Article 4 of the Company's "Remuneration and Nomination Committee Articles of Incorporation," the Remuneration and Nomination Committee has the following responsibilities:

- a. Prescribing and periodically reviewing the policies, systems, standards, and structures for performance evaluation and remuneration of the Company's directors and managerial officers.
- b. Periodically evaluating and prescribing the remuneration of the Company's directors and managerial officers, and for their concurrent job positions at the Company's subsidiaries.
- c. Periodically evaluating and prescribing the remuneration of the subsidiaries' chairman, vice chairman and president, and for their concurrent positions in the Company and in other subsidiaries.
- d. Establishment of director election standards after taking into account the required experience, expertise, and independence, and seeking board of directors' final resolution.
- e. Nominating to the Board of Directors the candidates for Company's directors and the subsidiaries' directors and supervisors.
- f. Recommending to the Board of Directors the list of candidates for the membership of any functional committees of the Board of Directors other than this Committee. However, the composition of the Audit Committee is subject to compliance with laws. Members of each functional committee shall serve the same term as directors, renewable if re-elected.
- g. Adopting and periodically reviewing the policy for performance evaluation on the Board of Directors and functional committees, and the performance evaluation indicators.
- h. Listening to the performance evaluation and development plans prepared by the senior managers periodically.
- i. Any other material matter required by the Company or competent authorities.

(3) Information about Remuneration and Nomination Committee members

February 29, 2024

| Name | Condition Identity | Professional qualification and experience | Independence criteria | Number of positions as Remuneration Committee member in other public companies |
|-----------------------|---------------------------------|--|--|--|
| Shin-Min Chen | Independent Director (convener) | Conforms with Article 9 of the “Regulations Governing Qualification Requirements for the Promoter or Responsible Persons of Financial Holding Companies and Concurrent Serving Restrictions and Matters for Compliance by the Responsible Persons of a Financial Holding Company”; possesses professional qualification in financial holding; Ph.D. in Law, LMU Munich; former/current instructor at Chinese Culture University, Ming Chuan University, and National Taiwan Normal University; former Honorable Justice of the Constitutional Court, Judicial Yuan; and has extensive knowledge and understanding of financial laws. | Conforms with the independence requirements for independent directors stipulated in Paragraph 2, Article 2 and Article 3 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies (Note 1). | 0 |
| Ming-Je Tang (Note 2) | Independent Director | Conforms with Article 9 of the “Regulations Governing Qualification Requirements for the Promoter or Responsible Persons of Financial Holding Companies and Concurrent Serving Restrictions and Matters for Compliance by the Responsible Persons of a Financial Holding Company”; possesses professional qualification in financial holding; Ph.D. in Management, Massachusetts Institute of Technology (MIT); former instructor at Chang Gung University and National Taiwan University; having served more than 6 years as independent director in insurance and securities companies; and has extensive expertise and experience in the financial field. Currently the President of Chang Gung University. | Conforms with the independence requirements for independent directors stipulated in Paragraph 2, Article 2 and Article 3 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies (Note 1). | 0 |

| Name | Condition | Professional qualification and experience | Independence criteria | Number of positions as Remuneration Committee member in other public companies |
|-------------------------|----------------------|---|--|--|
| | Identity | | | |
| Shu-Hsing Li | Independent Director | Conforms with Article 9 of the “Regulations Governing Qualification Requirements for the Promoter or Responsible Persons of Financial Holding Companies and Concurrent Serving Restrictions and Matters for Compliance by the Responsible Persons of a Financial Holding Company”; possesses professional qualification in financial holding; Ph.D. in Accounting, New York University; former Chairperson of Accounting, former Chairperson of College of Management, and former Executive Vice President for Financial Affairs at National Taiwan University; former/current instructor at Tunghai University and National Taiwan University; specialized in finance and accounting; former member of Taiwan Stock Exchange Corporation Securities Listing Review Committee and Taipei Exchange Securities Listing Review Committee; and has practical experience in securities and financial fields. | Conforms with the independence requirements for independent directors stipulated in Paragraph 2, Article 2 and Article 3 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies (Note 1). | 3 |
| Alan Wang | Independent Director | Conforms with Article 9 of the “Regulations Governing Qualification Requirements for the Promoter or Responsible Persons of Financial Holding Companies and Concurrent Serving Restrictions and Matters for Compliance by the Responsible Persons of a Financial Holding Company”; possesses professional qualification in financial holding and insurance; former President and Chairman of China Life Insurance Co., Ltd.; former director and President of China Development Financial Holding Corporation. | Conforms with the independence requirements for independent directors stipulated in Paragraph 2, Article 2 and Article 3 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies (Note 1). | 1 |
| Hsiang-Wai Lai (Note 2) | Independent Director | Conform with Article 9 of the “Regulations Governing Qualification Requirements for the Promoter or Responsible Persons of Financial Holding Companies and Concurrent Serving Restrictions and Matters for Compliance by the Responsible Persons of a Financial Holding Company.” Current Professor of Radio & Television, National Taiwan University of Arts; former Chairperson of Chinese Communication Management Society; former Station Chief of Radio Taiwan International. | Conforms with the independence requirements for independent directors stipulated in Paragraph 2, Article 2 and Article 3 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies (Note 1). | 0 |

| Name | Condition | Professional qualification and experience | Independence criteria | Number of positions as Remuneration Committee member in other public companies |
|------------------------------|----------------------|--|--|--|
| | Identity | | | |
| Paulus Siu-Hung Mok (Note 2) | Independent Director | Conforms with Article 9 of the “Regulations Governing Qualification Requirements for the Founder or Responsible Persons of Financial Holding Companies and Concurrent Serving Restrictions and Matters for Compliance by the Responsible Persons of a Financial Holding Company”; possesses professional qualification in financial holding and banking; former Regional Head of Taiwan, Citigroup, and former Chairman of Citibank Taiwan; possesses abundant practical experience in global financial markets including Canada, China, Korea, and Hong Kong. | Conforms with the independence requirements for independent directors stipulated in Paragraph 2, Article 2 and Article 3 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies (Note 1). | 2 |
| Barry Chen, (Note 2) | Independent Director | Conforms with Article 9 of the “Regulations Governing Qualification Requirements for the Founder or Responsible Persons of Financial Holding Companies and Concurrent Serving Restrictions and Matters for Compliance by the Responsible Persons of a Financial Holding Company”; currently serves as Director and General Manager for Taiwan and Hong Kong Region at Taiwan VMWare Information Technology LLC and Director of Cloud Computing & IoT Association in Taiwan; possesses practical experience in information technology. | Conforms with the independence requirements for independent directors stipulated in Paragraph 2, Article 2 and Article 3 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies (Note 1). | 0 |
| Kuang Shih Yeh (Note 2) | Independent Director | Conforms with Article 9 of the “Regulations Governing Qualification Requirements for the Founder or Responsible Persons of Financial Holding Companies and Concurrent Serving Restrictions and Matters for Compliance by the Responsible Persons of a Financial Holding Company”; currently serves as Vice Chairman of Shihlien Fine Chemicals Co., Ltd.; formerly served as Deputy Mayor of Kaohsiung City Government, Minister and Political Deputy Minister of Transportation and Communication, Deputy Chairperson of Research, Development and Evaluation Commission, Executive Yuan, professor at National Chengchi University Graduate Institute of Technology, Innovation & Intellectual Property Management, professor at National Sun Yat-sen University Department of Business Management, and the first Chairman of Taoyuan International Airport Corporation Ltd. | Conforms with the independence requirements for independent directors stipulated in Paragraph 2, Article 2 and Article 3 of the Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies (Note 1). | 2 |

Note 1: All independent directors have met all of the following criteria during active duty and in the two years prior to being elected.

(1) Not employed by the Company or by any of its affiliated companies.

- (2) Not a director or supervisor of the Company or any of its affiliated companies (this restriction does not apply to independent director positions in the Company, its parent company or subsidiary, or any subsidiary of the same parent company which have been appointed in accordance with Securities and Exchange Act or laws of the registered country).
- (3) Does not hold more than 1% of the Company's outstanding shares in their own names or under the name of a spouse, underage children, or proxy shareholder; nor is a top-10 natural-person shareholder of the Company.
- (4) Not a spouse, relative within 2nd degree of kinship, or lineal relative by blood within 3rd degree of kinship or closer to the managers described in Item (1) or persons described in the Item (2) and Item (3).
- (5) Not a Director, Supervisor, or employee of any corporate shareholder that has 5% or higher of the total shares issued by the Company, or of top-5 corporate shareholders of the Company, or the corporate shareholders who appoint their representatives to serve as the Director or Supervisor in the Company in accordance with Paragraph 1 or Paragraph 2 of Article 27 of the Company Act (this restriction does not apply to independent director positions in the Company, its parent company or subsidiary, or any subsidiary of the same parent company which have been appointed in accordance with Securities and Exchange Act or laws of the registered country).
- (6) Not a director, supervisor or employee of any company controlled by the same person that holds a majority of the directors or voting shares of the Company (this restriction does not apply to independent director positions in the Company, its parent company or subsidiary, which have been appointed in accordance with Securities and Exchange Act or laws of the registered country).
- (7) Not a director, supervisor or employee of any company who is the same person as, or the spouse of, Chairman and President or equivalent of the Company (this restriction does not apply to independent director positions in the Company, its parent company or subsidiary, or any subsidiary of the same parent company which have been appointed in accordance with the Securities and Exchange Act or laws of the registered country).
- (8) Not a director, supervisor, manager, or shareholder with more than 5% ownership interest in any companies or institutions that have financial or business relationship with the Company (this restriction does not apply to any specific company or organization which holds more than 20% but less than 50% of the total shares issued by the Company that is an independent director in the Company, its parent company or subsidiary, or any subsidiary of the same parent company who has been appointed in accordance with Securities and Exchange Act or laws of the registered country).
- (9) Not a professional individual who, or an owner, partner, director, supervisor, or officer of a sole proprietorship, partnership, company, or institution that, provides auditing services to the Company or any affiliated company of the Company, or that provides commercial, legal, financial, accounting or related services to the Company or any affiliated company of the Company for which the provider in the past 2 years has received cumulative compensation not exceeding NT\$500,000, or a spouse thereof, provided, this restriction does not apply to a member of the remuneration committee, public tender offer review committee, or special committee for merger/consolidation and acquisition, who exercises powers pursuant to the Securities and Exchange Act or to the Business Mergers and Acquisitions Act or related laws or regulations.
- (10) The member does not meet any of the circumstances set forth in Article 30 of the Company Act.
- (11) The elected member is not a government agency or a juristic person or its authorized representative as provided under Article 27 of the Company Act.

Note 2: The 9th board of Independent directors was elected during the annual general meeting held on June 9, 2023. Independent Director Ming-Je Tang, and Independent Director Hsiang-Wai Lai were discharged from duty on June 8, 2023, Mr. Paulus Siu-Hung Mok, Mr. Barry Chen, and Mr. Kuang Shih Yeh were newly elected as independent directors.

(4) Attendance of the third Remuneration and Nomination Committee

- a. There were a total of six members in the 4th Remuneration and Nomination Committee. (Term of service: 2020.06.12~2023.06.08; of which 2023.01.01~2023.06.08 was relevant to this report)
A total of 3 meetings (A) were held in the last year (2023); members' attendance records are summarized below:

| Title | Name | Attendance in Person (B) | Attendance by proxy | Actual attendance rate (%) (B/A) (Note) | Remarks |
|---------------------------------|----------------|--------------------------|---------------------|---|----------|
| Independent Director (Convener) | Shin-Min Chen | 3 | 0 | 100% | |
| Independent Director | Ming-Je Tang | 3 | 0 | 100% | |
| Independent Director | Shu-Hsing Li | 3 | 0 | 100% | |
| Independent Director | Alan Wang | 3 | 0 | 100% | |
| Independent Director | Hsiang-Wai Lai | 3 | 0 | 100% | |
| Independent Director | - | - | - | - | Shortage |

- b. There were a total of six members in the 5th Remuneration and Nomination Committee. (Term of service: 2023.06.09~2026.06.08; of which 2023.06.09~2023.12.31 was relevant to this report)
A total of 5 meetings (A) were held in the last year (2023); members' attendance records are summarized below:

| Title | Name | Attendance in Person (B) | Attendance by proxy | Actual attendance rate (%) (B/A) (Note) | Remarks |
|---------------------------------|----------------------|--------------------------|---------------------|---|---------------|
| Independent Director (Convener) | Shin-Min Chen | 5 | 0 | 100% | |
| Independent Director | Shu-Hsing Li | 5 | 0 | 100% | |
| Independent Director | Alan Wang | 5 | 0 | 100% | |
| Independent Director | Paulus Siu-Hung Mok* | 5 | 0 | 100% | Newly elected |
| Independent Director | Barry Chen* | 5 | 0 | 100% | Newly elected |
| Independent Director | Kuang Shih Yeh* | 5 | 0 | 100% | Newly elected |

* The 9th board of independent directors was elected during the annual general meeting held on June 9, 2023. Mr. Paulus Siu-Hung Mok, Mr. Barry Chen, and Mr. Kuang Shih Yeh were newly elected as independent directors.

Other matters that shall be recorded:

- a. If the Board of Directors does not adopt or decide to revise the recommendations of the Remuneration and Nomination Committee, the Board shall record the date and term, subject matter of motions, resolution, and measures taken concerning the recommendations of the Remuneration and Nomination Committee (for example, if the compensation passed by the Board of Directors is higher than that proposed by the Remuneration and Nomination Committee, the Board shall explain the differences and reasons thereof): None.
 - b. In the resolutions of the Remuneration and Nomination Committee, if any member objects or has reservations, the Remuneration and Nomination Committee shall record the date, term, subject matter of motions, opinions of its members and the measures taken: None.
- (5) The Remuneration and Nomination Committee's implementation results

The following motions were discussed and executed during the 8th Remuneration and Nomination Committee meetings held in 2023:

- a. January 12, 2023:
 - (a) Fixed compensation for subsidiaries' senior managers.
 - (b) Appointment of directors for subsidiary – Taipei Fubon Commercial Bank Co., Ltd.
 - (c) Appointment of members for the Corporate Governance and Sustainability Committee.
 - (d) Appointment of directors for subsidiary – Fubon Bank (Hong Kong) Limited.
 - (e) Allocation of 2022 year-end bonus for senior managers of the Company and subsidiaries.
- b. March 9, 2023:
 - (a) Allocation of 2022 employee remuneration.
 - (b) Establishment of the Company's "Election Standards for the 9th Board of Directors."
 - (c) Set the "size" and "terms of service" for the Company's 9th board of directors, and details relating to nomination.
 - (d) Approval of director remuneration standards and special contribution weight for the Company for 2022.
 - (e) Allocation of 2022 (January 1 to November 10, 2022) remuneration for directors of Jih Sun Financial Holdings.
- c. April 27, 2023:
 - (a) Fixed compensation for subsidiaries' senior managers.
 - (b) Reappointment of directors for subsidiary – Fubon Direct Marketing Consulting Co., Ltd.
 - (c) Nomination of candidates for the Company's 9th Board of Directors.
 - (d) Nomination of directors and supervisor for subsidiary – Fubon Bank (China) Co., Ltd.
 - (e) Adjustment of 2023 fixed compensation for senior managers of the Company and subsidiaries.
- d. June 9, 2023:
 - (a) Election of convener for the Company's 5th Remuneration and Nomination Committee.
 - (b) Appointment of directors for subsidiary – Fubon Financial Holding Venture Capital Co., Ltd.
 - (c) Appointment of directors for subsidiary – Fubon AMC, Ltd.
 - (d) Appointment of directors for subsidiary – Fubon Bank (Hong Kong) Limited.
 - (e) Appointment of directors for subsidiary – Fubon Insurance Co., Ltd.
 - (f) Appointment of directors for subsidiary – Fubon Securities Co., Ltd.
 - (g) Appointment of directors for subsidiary – Taipei Fubon Commercial Bank Co., Ltd.
 - (h) Appointment of directors for subsidiary – Fubon Life Insurance Co, Ltd.
 - (i) Recommendation of members for the Company's 8th Corporate Governance and Sustainability Committee.
- e. July 5, 2023:
 - (a) Allocation of bonus for personnel who contributed to the supervision of the Fubon-Jihsun merger.
 - (b) Fixed compensation for senior managers of the Company and subsidiaries.
- f. August 10, 2023:
 - (a) Amendments to the Company's "Manager Appointment and Dismissal Policy."
 - (b) Amendments to the Company's "Directors' Remuneration Policy."
 - (c) Reappointment of directors for subsidiary - Fubon Insurance Co., Ltd.
 - (d) Reappointment of directors for subsidiary – Fubon Securities Co., Ltd.
- g. November 16, 2023:

- (a) Fixed compensation for senior managers of the Company.
- (b) Appointment of members for the Corporate Governance and Sustainability Committee.
- (c) Appointment of directors for subsidiary – Taipei Fubon Commercial Bank Co., Ltd.
- (d) Appointment of directors and supervisors for subsidiary - Fubon Insurance Agency Co., Ltd.
- h. December 25, 2023:
Fixed compensation for subsidiaries' senior managers.