

## 114 年度董事會績效評估結果

### Board Performance Evaluation Results for the Year 2025

- 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 114 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 2025, 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 114 年度評估結果：

#### 2025 Board Performance Evaluation Mechanism and Evaluation Results:

1. 評估期間：114 年 1 月 1 日至 114 年 12 月 31 日

Evaluation Period: January 1, 2025 – December 31, 2025.

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

董事成員 Board Member															
Evaluation Method	Self-assessment by members														
評估結果 Evaluation Results	<div style="text-align: center;"> <p>董事成員績效自評結果</p> <p>Board Member Performance Evaluation</p> <table border="1" style="margin: 10px auto; border-collapse: collapse;"> <caption>董事成員績效自評結果數據表</caption> <thead> <tr> <th>評估項目</th> <th>得分</th> </tr> </thead> <tbody> <tr> <td>公司目標與任務之掌握</td> <td>4.57</td> </tr> <tr> <td>董事職責認知</td> <td>4.77</td> </tr> <tr> <td>對公司營運之參與程度</td> <td>4.55</td> </tr> <tr> <td>內部關係經營與溝通</td> <td>4.60</td> </tr> <tr> <td>董事之專業及持續進修</td> <td>4.63</td> </tr> <tr> <td>內部控制</td> <td>4.73</td> </tr> </tbody> </table> </div> <p>分數平均合計 Average Overall Score : 4.62</p>	評估項目	得分	公司目標與任務之掌握	4.57	董事職責認知	4.77	對公司營運之參與程度	4.55	內部關係經營與溝通	4.60	董事之專業及持續進修	4.63	內部控制	4.73
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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>依 114 年度董事成員績效自評結果，整體表現良好。惟在下列面向分數相對較低，顯示仍有精進空間：</p> <p>Based on the 2025 self-assessment results of the Board members, overall performance was satisfactory. However, relatively lower scores were observed in the following areas, indicating room for improvement:</p> <ol style="list-style-type: none"> <li>(1) 對公司核心價值、願景及產業特性與風險之掌握程度 Mastery of the Company's core values, vision, and industry characteristics and risks.</li> <li>(2) 於董事會議案討論中提出具體建議及有效貢獻之程度 The extent to which concrete suggestions and meaningful contributions are made during Board meeting discussions.</li> <li>(3) 董事間之溝通互動及與簽證會計師之交流情形 Communication and interaction among Board members and exchanges with the signing CPAs.</li> </ol> <p>上述項目多與董事對公司策略理解深度、議案參與品質及溝通機制完善程度相關，未來將持續強化。</p> <p>These areas are closely related to the depth of Directors' understanding</p>														

董事成員 Board Member	
	<p>of the Company’s strategy, the quality of participation in agenda discussions, and the effectiveness of communication mechanisms. Continuous improvement will be pursued in these aspects.</p> <p>改善計畫/建議 Improvement Plans/Suggestions :</p> <p>(1) 強化策略與產業理解</p> <p style="padding-left: 20px;">Enhance understanding of strategy and industry.</p> <p style="padding-left: 20px;">✓ 視情況安排公司發展策略及核心價值相關報告。</p> <p style="padding-left: 40px;">Arrange reports on the Company’s development strategy and core values as appropriate.</p> <p style="padding-left: 20px;">✓ 增加產業趨勢與重大風險分析之報告說明，提升董事對外部環境變化之掌握。</p> <p style="padding-left: 40px;">Provide briefings on industry trends and significant risk analyses to improve Directors’ awareness of changes in the external environment.</p> <p>(2) 提升議案討論品質與營運參與程度</p> <p style="padding-left: 20px;">Improve the quality of agenda discussions and operational participation.</p> <p style="padding-left: 20px;">✓ 重大議案採分階段討論機制或增加非正式會議討論，以提升決策深度與多元意見交流。</p> <p style="padding-left: 40px;">Implement phased discussion mechanisms for major proposals or increase informal discussions to enhance decision-making depth and facilitate exchange of diverse opinions.</p> <p>(3) 優化董事間及與會計師之溝通機制</p> <p style="padding-left: 20px;">Optimize communication among Directors and with CPAs.</p> <p style="padding-left: 20px;">✓ 視需要安排董事間非正式交流或專題討論會議。</p> <p style="padding-left: 40px;">Arrange informal meetings or focused discussion sessions among Directors as needed.</p> <p style="padding-left: 20px;">✓ 安排董事(含獨立董事)與簽證會計師溝通，強化查核重點及內控制度之交流。</p> <p style="padding-left: 40px;">Facilitate communication between Directors (including independent Directors) and signing CPAs to strengthen dialogue on audit priorities and internal control systems.</p>

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	<div style="text-align: center;"> <p>董事會績效評估結果 Board of Directors Performance Evaluation</p> <table border="1"> <caption>董事會績效評估結果數據</caption> <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>4.83</td> </tr> <tr> <td>提升董事會決策品質</td> <td>4.83</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>5.00</td> </tr> <tr> <td>內部控制</td> <td>5.00</td> </tr> </tbody> </table> </div> <p>分數平均合計 Average Overall Score : 4.91</p>	評估項目	得分	對公司營運之參與程度	4.83	提升董事會決策品質	4.83	董事會組成與結構	5.00	董事會之選任及持續進修	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&	待改善項目 Areas for Improvement : 114 年度董事會績效評估結果整體表現優異，惟於下列項目分數相對較低： Based on the 2025 Board performance evaluation, overall performance was excellent. However, relatively lower scores were observed in the												

董事會 Board of Directors	
Improvement Plans/ Suggestions	<p>following areas:</p> <p>(1) 各董事實際出席董事會情形(不含委託出席)            Actual attendance of each Director at Board meetings (excluding proxy attendance).</p> <p>(2) 董事出席股東會情形            Directors' attendance at the Shareholders' Meeting.</p> <p>(3) 依法應提董事會討論事項由全體獨立董事出席之情形            Attendance of all independent Directors on matters required by law to be discussed by the Board.</p> <p>上述項目顯示，董事實體出席情形及獨立董事全程參與重大議案討論之完整性，尚有持續精進空間。            These results indicate that there is room for improvement in terms of Directors' physical attendance and the full participation of independent Directors in discussions of significant agenda items.</p> <p>改善計畫/建議 Improvement Plans/Suggestions :</p> <p>(1) 提升實際出席率            Increase actual attendance rates.</p> <ul style="list-style-type: none"> <li>✓ 於年度初預先排定董事會及股東會會議時程，協助董事提早安排行程。              Schedule Board and Shareholders' Meetings at the beginning of the year to help Directors plan their schedules in advance.</li> <li>✓ 針對出席情形定期檢視並於年度評估中回饋。              Regularly review attendance and provide feedback in the annual evaluation.</li> </ul> <p>(2) 強化獨立董事完整參與機制            Strengthen mechanisms for full participation of independent Directors.</p> <ul style="list-style-type: none"> <li>✓ 確保依法應提董事會討論事項，事前充分通知並確認全體獨立董事得以出席。              Ensure that all matters legally required to be discussed by the Board are notified in advance and that all independent Directors can attend.</li> <li>✓ 如遇特殊情況無法出席，應妥善記錄並強化書面意見機制。              In case of unavoidable absence, properly record and strengthen the mechanism for submitting written opinions.</li> </ul>

董事會 Board of Directors	
	<ul style="list-style-type: none"> <li>✓ 重大議案可採提前說明或分階段討論方式，確保充分參與。 For major proposals, consider advance briefings or phased discussion approaches to ensure full participation.</li> <li>(3) 持續提升決策程序完整性 Continue enhancing the integrity of decision-making procedures.</li> <li>✓ 強化會議通知與議案資料提供時效。 Improve the timeliness of meeting notifications and distribution of agenda materials.</li> <li>✓ 定期檢視董事會議事程序符合公司治理規範及法令要求。 Regularly review Board meeting procedures to ensure compliance with corporate governance standards and legal requirements.</li> </ul>

5. 功能性委員會績效評估：

Functional Committee Performance Evaluation:

功能性委員會 Functional Committee	
評估項目 Evaluation Criteria	<ul style="list-style-type: none"> <li>(1) 對公司營運之參與程度 Level of participation in company operations.</li> <li>(2) 功能性委員會職責認知 Awareness of functional committee responsibilities.</li> <li>(3) 提升功能性委員會決策品質 Enhancing the quality of functional committee decision-making.</li> <li>(4) 功能性委員會組成及成員選任 Functional committee composition and member selection.</li> <li>(5) 內部控制 Internal control.</li> </ul>
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.

功能性委員會 Functional Committee													
評估結果 Evaluation Results	<div style="text-align: center;"> <b>功能性委員會績效評估結果</b>  <b>Functional Committee Performance Evaluation</b> </div> <table border="1" style="margin: 10px auto; border-collapse: collapse;"> <thead> <tr> <th>Category</th> <th>Score</th> </tr> </thead> <tbody> <tr> <td>對公司營運之參與程度 Level of participation in company operations</td> <td>4.75</td> </tr> <tr> <td>功能性委員會職責認知 Awareness of functional committee responsibilities</td> <td>5.00</td> </tr> <tr> <td>提升功能性委員會決策品質 Enhancing the quality of functional committee decision-making</td> <td>5.00</td> </tr> <tr> <td>功能性委員會組成及成員選任 Functional committee composition and member selection</td> <td>5.00</td> </tr> <tr> <td>內部控制 Internal control</td> <td>5.00</td> </tr> </tbody> </table> <p>分數平均合計 <b>Average Overall Score : 4.96</b></p>	Category	Score	對公司營運之參與程度 Level of participation in company operations	4.75	功能性委員會職責認知 Awareness of functional committee responsibilities	5.00	提升功能性委員會決策品質 Enhancing the quality of functional committee decision-making	5.00	功能性委員會組成及成員選任 Functional committee composition and member selection	5.00	內部控制 Internal control	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><b>改善項目 Areas for Improvement :</b></p> <p>功能性委員會績效評估結果整體優良，惟於「各委員實際出席功能性委員會情形(不含委託出席)」項目分數相對較低，顯示委員親自出席比例仍可提升。</p> <p>Overall performance of the functional committees was satisfactory. However, relatively lower scores were observed in the item “Actual attendance of each committee member at functional committee meetings (excluding proxy attendance),” indicating that there is room to improve members’ in-person participation.</p> <p><b>改善計畫/建議 Improvement Plans/Suggestions :</b></p> <ol style="list-style-type: none"> <li>(1) 於年度初統一規劃各委員會會議時程，協助委員提早安排出席。 Schedule all committee meetings at the beginning of the year to help members plan their attendance in advance.</li> <li>(2) 定期檢視委員出席率，並納入次年度績效評估追蹤改善情形。 Regularly review committee members’ attendance rates and incorporate the results into the following year’s performance evaluation to track improvements.</li> </ol>												

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 4.81。

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 4.81.

7. 董事對公司治理與董事會運作之建議：

**Recommendations for Enhancing Board Effectiveness:**

部分董事建議，未來可增加董事會成員於正式會議之外之互動機會(例如舉辦年度董事餐敘等活動)，以促進董事間之交流與溝通，使成員更自在地提供意見與回饋。另有董事建議，可安排更多機會讓董事深入了解公司之營運環境、產品發展、經營理念及管理事項，以強化董事對公司之理解，進而提升其對公司之協助與貢獻。

Some Directors suggested increasing opportunities for interaction among Board members beyond formal meetings (e.g., organizing an annual Board dinner), in order to enhance communication and foster a more comfortable environment for open discussion and feedback. In addition, it was recommended that Directors be provided with more opportunities to gain deeper insight into the Company’s operating environment, products, vision, and management matters, so as to strengthen their understanding of the Company and enhance their ability to contribute effectively.