

E.SUN FHC Board of Directors List

2024.06.14 Updated

The 8th-Term of Board of Directors of E.SUN FHC has been elected in the Annual Shareholders Meeting on 2023.06.09, and the following independence and functionality statement for 8th-Term are described below.

I. Information of 8th-Term Board of Directors

1. Introduction of Board Members



Joseph N.C.Huang \ Chairman

Director since 2008.06.13

Current:

Chairman of E.SUN FHC and E.SUN Bank

Experience:

Chairman of E.SUN Bank

President of E.SUN FHC, 2008 to 2020

President of E.SUN Bank, 2011 to 2020

Financial Industry Expertise:

Over 30 years of management experience in financial industry.

Gender: Male
Nation: R.O.C.



Mao-Chin Chen \ CEO

Director since 2017.06.16

Current:

President of E.SUN FHC

Experience:

President of E.SUN Bank

Deputy President of E.SUN Bank

Financial Industry Expertise:

Over 30 years of management experience in financial industry.

Gender: Male
Nation: R.O.C.



Magi Chen

Director since 2014.06.20

Current:

Chairman of E.SUN Bank(China)

Experience:

President of E.SUN FHC

Chief Sustainability Officer (CSO) of E.SUN FHC.

CFO of E.SUN FHC and E.SUN Bank.

Financial Industry Expertise:

Over 30 years of management experience in financial industry.

Gender: Female
Nation: R.O.C.



Lung-Cheng Lin

Director since 2023.06.09

Current:

President of E.SUN Bank

Experience:

Corporate Banking CEO of E.SUN Bank

SEVP of E.SUN FHC and E.SUN Bank

Financial Industry Expertise:

Over 30 years of management experience in financial industry.

Gender: Male
Nation: R.O.C.



Ryh-Yan Chang

Director since 2020.06.12

Current:

Chairman of Diligence Financial Consultant Co., Ltd.
Director of Foundation of Taiwan Radiological Medicine for Cancer

Experience:

Director and CEO of Deloitte & Touche, Taiwan.
Lead of the reputation & risk management group in Deloitte in Taiwan.

Financial Industry Expertise:

Over 30 years of financial accounting, audit, risk management and corporate governance.

Gender: Male
Nation: R.O.C.



Ying-Hsin Tsai

Director since 2020.06.12

Current:

Professor of Law, National Taiwan University

Experience:

Practicing Lawyer, Formosa Transnational Attorney at Law.
LLM and Ph.D. in Law, University of Tokyo.

Financial Industry Expertise:

Dr. Tsai is specialized in Commercial Law, especially focused on Financial Law, Electronic Payment Law, etc., which are key to digital banking development.

Gender: Female
Nation: R.O.C.



Chun-Yao Huang

Director since 2017.06.16

Current:

Professor, College of Business Administration at National Taiwan University.

Experience:

Dean, College of Business Administration at National Taiwan University.

PhD, Marketing Department at London Business School.

Financial Industry Expertise:

Dr. Huang has over 15 years of Business Marketing academia experience, and one of his main research is on digital transformation, including Digital Banking, Marketing Technology and Platform Strategy.

Hung-Chang Chiu

Director since 2020.06.12

Current:

Professor, Institute of Technology Management, National Tsing Hua University.

Experience:

Associate Dean and EMBA director, National Tsing Hua University Director.

Director, Career Development Center of College of Technology Management, National Tsing Hua University

Financial Industry Expertise:

Dr. Chiu focuses on technology management, including marketing, service management, customer experience research and information security. He specializes in tech, banking and service industries.

Gender: Male
Nation: R.O.C.



Gender: Male
Nation: R.O.C.



Ruey-Lin Hsiao

Director since 2020.06.12

Current:

Professor of Graduate Inst. of Technology Innovation & Intellectual Property Management, National Cheng-Chi University

Experience:

Adjunct Professor, NUS Business School, National University of Singapore

Financial Industry Expertise:

Dr. Hsiao is expert in technology and organizational innovation, and intellectual property management research, including banking service innovation and information security, which are important for future banking transformation and development.

Gender: Male
Nation: R.O.C.



Wei-Han Chen

Director since 2023.06.09

Current:

Chairman of Nien Hsing Textile Co., Ltd.

Experience:

Special Assistant of President of Nien Hsing Textile Co., Ltd.

Industry Expertise: Consumer Discretionary

Mr. Chen's family is well experienced in practical management of textile industry. His management experience and long-term support on management team has benefited the corporate governance and business development.

Gender: Male
Nation: R.O.C.



Jackson Mai

Director since 2001.12.10

Current:

Chairman of Hsin Tung Yang Co.,Ltd.

Director of Hsin Tung Yang Construction Co.,Ltd.,

Experience:

Chairman of Sheng Yang Construction Co., Ltd.

Industry Expertise: Real Estates / Consumer Staples

Mr. Mai is well experienced in practical management of Real Estates and Consumer Staples industries. His management experience and long-term support on management team has benefited the corporate governance and business development.

Gender: Male
Nation: R.O.C.



Chien-Li Wu

Director since 2005.06.10

Current:

Chairman of Shang Li Car Co.,Ltd.,

Chairman of Shang Li Transportation Co.,Ltd.

Experience:

Vice Chairman and Executive Director, Tokio Marine Newa Insurance, 2005-2008

Industry Expertise: Transportation / Financials

Mr. Wu is well experienced in transportation industry. He also extends his practical management experience in property and casual insurance. His long-term support has benefited the corporate governance and development.

Gender: Male
Nation: R.O.C.

2. 8th-Term Board Independence Statement Overview

In constructing comprehensive functionality of the Board, E.SUN established high standards for electing directors. The Board is one-tier system, which consists of 2 executive directors and 10 independent directors.

Name	Independent/ Executive ^{*1}	Independence Criteria ^{*1}									Other mandates ^{*3}	Expertise in Risk Management ^{*4}	Expertise in IT security ^{*5}
		1	2	3	4	5	6	7	8	9			
Joseph N.C.Huang(Chairman)	Independent ^{*2}	V	V	V	V	V	V		V	V	0	Yes	-
Magi Chen	Independent ^{*2}		V	V	V	V	V	V	V	V	0	-	-
Mao-Chin Chen(CEO)	Executive ^{*2}					V		V	V	V	0	-	Yes
Lung-Cheng Lin	Executive ^{*2}					V		V	V	V	0	-	-
Ryh-Yan Chang	Independent	V	V	V	V	V	V	V	V	V	2	Yes	-
Chun-Yao Huang	Independent	V	V	V	V	V	V	V	V	V	1	-	-
Ying-Hsin Tsai	Independent	V	V	V	V	V	V	V	V	V	1	-	-
Hung-Chang Chiu	Independent	V	V	V	V	V	V	V	V	V	0	-	-
Ruey-Lin Hsiao	Independent	V	V	V	V	V	V	V	V	V	0	-	Yes
Jackson Mai	Independent	V	V	V	V		V	V	V	V	0	-	-
Wei-Han Chen	Independent	V	V	V	V		V	V	V	V	0	-	-
Chien-Li Wu	Independent	V	V	V	V		V	V	V	V	0	-	-

Note 1. In this part, we measure the independence of directors who are non-executive and meeting at least 4 of the 9 criteria (of which at least 2 of the 3 first criteria) listed below:

1. The director must not have been employed by the company in an executive capacity within the last year.
2. The director must not accept or have a "Family Member who accepts any payments from the company or any parent or subsidiary of the company in excess of \$60,000 during the current fiscal year", other than those permitted by SEC Rule 4200 Definitions, including i) payments arising solely from investments in the company's securities; or ii) payments under non-discretionary charitable contribution matching programs. Payments that do not meet these two criteria are disallowed.
3. The director must not be a "Family Member of an individual who is [...] employed by the company or by any parent or subsidiary of the company as an executive officer."
4. The director must not be (and must not be affiliated with a company that is) an adviser or consultant to the company or a member of the company's senior management.
5. The director must not be affiliated with a significant customer or supplier of the company.
6. The director must have no personal services contract(s) with the company or a member of the company's senior management.

7. The director must not be affiliated with a not-for-profit entity that receives significant contributions from the company.
8. The director must not have been a partner or employee of the company's outside auditor during the past year.
9. The director must not have any other conflict of interest that the board itself determines to mean they cannot be considered independent.

The **definition of independent directors above is different from those under Taiwan government regulation**. For the definition of independent directors under Taiwan government regulation, please see refer to 3.2.2 Board of director information-2 (page 21~25) in 2023 Annual Report of E.SUN FHC.

Note 2. The target share of Independent Directors among the Board was set to be 80%. Executive and former executive Directors are described as below.

- (A) Mr. Joseph N.C. Huang is the former CEO of E.SUN FHC, and he is now the Chairman of E.SUN FHC and E.SUN Bank.
- (B) Ms. Magi Chen used to be the CEO of E.SUN FHC and later retired on 2023.08.01.
- (C) Mr. Mao-Chin Chen is appointed as the CEO of E.SUN FHC by the Board.
- (D) Mr. Lung-Cheng Lin is the CEO of E.SUN Bank, the main subsidiary of E.SUN FHC.

Note 3. Other mandates of each director means the number of other external directorships in publicly listed companies, not including private limited companies, educational institutes, and non-profit organization. According to the "E.SUN Financial Holdings Corporate Governance Best Practice Principles", no independent director of a public company may concurrently serve as an independent director of more than **three** other public companies at a time.

- (A) Ryh-Yan Chang also serves as non-executive or independent Director in other 2 companies, including, Panion & BF Biotech Inc., and Savior Lifetec Corporation.
- (B) Chun-Yao Huang also serves as independent Director in 91APP, Inc.
- (C) Ying-Hsin Tsai also serves as independent Director in TSRC Corporation.

Note 4. Non-executive directors who are expertise in risk management are listed below,

- (A) Mr. Joseph N.C.Huang: He was the Chief Strategy Officer of E.SUN FHC, and he implemented comprehensive business extension and risk management mechanisms into the Company. Mr. Joseph has extensive financial risk management experience. Since 2008, he had conducted many resilient and innovative project, helped E.SUN transfer into more innovative and flexible organization.
- (B) Mr. Ryh-Yan Chang: Mr. Chang, the former director and CEO of Deloitte & Touche, Taiwan and the Chairman of Diligence Financial Consultant Co., Ltd. He was experienced over 40 years of financial accounting, audit, risk management and corporate governance. He was the independent auditor of 6 financial holding companies, and had led the reputation & risk management group in Deloitte in Taiwan. Now he is also the convener of the Board Risk Management Committee of E.SUN FHC.

Note 5. Directors who are expertise in IT security related experiences are listed below,

- (A) Mr. Mao-Chin Chen, who is the project leader of E.SUN Core Banking System Transformation project. He has extensive experiences on IT system development. He was the leader of the internal corporate banking systems development. Since 2018, He corroborated with consultant firm and helps E.SUN Bank to build Corporate Credit Process system, Corporate Internet Banking System, Overseas teller system, and so on. He also knows how to deal with cyber security accidents. He successfully helped E.SUN to handle numbers of cyber security accidents in corporate banking systems during these years. He is the member of the Board Risk Management Committee, and also joined the Information Security Management Committee quarterly.
- (B) Mr. Ruey-Lin Hsiao's main research project includes topics of technological innovation, organizational innovation, disadvantaged innovation, open innovation, and action research approach, etc.; he also excels in conducting cross-field research involving science and technology. Mr. Hsiao is the member of the Board Risk Management Committee.