

Regulations on Scope of Responsibilities of Independent Directors of CSBC Corporation, Taiwan

Adopted in the 19th Board meeting of the 13th Board of Directors
on October 23rd, 2009

The first amendment was accomplished in the 9th Board meeting of the 16th
Board of Directorson November 3rd, 2017

Article 1 These Regulations are set forth with reference to Paragraph 1, Article 26 of the Corporate Governance Best-Practice Principles for TSEC/GTSM Listed Companies, to build good corporate governance and independent director systems of the Company, so that independent directors may exert their function on the Board of Directors and the Company's operation.

Article 2 These Regulations shall apply in relation to responsibilities of the Company's independent directors, except otherwise stipulated in laws or the articles of incorporation.

Article 3 The Company at least one independent director should attend the board meeting in person; in the case of a meeting concerning any matter required to be submitted for a resolution by the board of directors for the follow.If any independent director can not attend in person, it shall entrust other independent directors to attend the meeting.Any objection or reservation of the independent directors shall be recorded in the minutes of the Board meeting. If an independent director could not attend the Board meeting in person to express his/her objection or reservation, a written comment shall be submitted in advance, and be recorded in the minutes of the Board meeting, unless with a valid reason:

1. Corporate business plan.
2. Annual and semi-annual financial reports, with the exception of semi-annual financial reports which, under relevant laws and regulations, need not be audited and attested by a certified public accountant (CPA).
3. Adoption or amendment of an internal control system pursuant to Article 14-1 of Securities Exchange Act, and an assessment of the effectiveness of the internal control system.
4. Adoption or amendment, pursuant to Article 36-1 of Securities Exchange Act, of handling procedures for financial or operational actions of material significance, such as acquisition or disposal of assets, derivatives trading, extension of monetary loans to others, and endorsements or guarantees for others.
5. Matters involving the personal interest of directors or supervisors.

6. Major transactions of assets or derivatives.
7. Lending of capital, endorsement or provision of guarantees.
8. Offering, issuance or private placement of securities that involve shareholding.
9. Appointment, dismissal or remuneration of CPA.
10. Appointment and dismissal of the heads of finance, accounting or internal audit.
11. A donation to a related party or a major donation to a non-related party, provided that a public-interest donation of disaster relief for a major natural disaster may be submitted to the following board of directors meeting for retroactive recognition.
12. Other issues that should be decided in the shareholders' meeting or raised in the Board of Directors meeting pursuant to laws and the articles of incorporation, and major issues specified by the competent authority.

The term "related party" in subparagraph 11 of the preceding paragraph means a related party as defined in the Regulations Governing the Preparation of Financial Reports by Securities Issuers. The term "major donation to a non-related party" means any individual donation, or cumulative donations within a 1-year period to a single recipient, at an amount of NTD100 million or more, or at an amount equal to or greater than 1 percent of net operating revenue or 5 percent of paid-in capital as stated in the CPA-attested financial report for the most recent year. (For foreign companies whose stock has no par value or a par value other than NTD10, the "5 percent of paid-in capital" in paragraph 2 above shall be calculated instead as 2.5 percent of shareholder equity.)

The term "within a 1-year period" in the preceding paragraph means a period of 1 year calculated retroactively from the date on which the current board of directors meeting is convened. Amounts already submitted to and passed by a resolution of the board are exempted from inclusion in the calculation.

Article 4 The Company may purchase liability insurance for the independent directors.

Article 5 Remuneration for the Company's independent directors shall be set down in the articles of incorporation or based on the resolution of the shareholders' meeting, and that should be reasonable remuneration but different from those for general directors and supervisors. The remuneration for independent directors may also be a fixed remuneration paid on a monthly

basis, as determined according to relevant legal procedures, and is not included in the Company's profit sharing.

Article 6 The Company's independent directors shall undertake continued study, including participation in necessary and relevant courses.

Article 7 Neither the Company nor other members of the Board of Directors may hinder, refuse or evade the independent directors' execution of duties. When it is necessary for the execution of duties, independent directors may request the Board of Directors to designate relevant persons or hire experts to assist with their work. The cost of hiring experts or other expenses necessary for independent directors' exercise of power shall be borne by the Company.

Article 8 These Regulations come into effect after being approved by the Board of Directors, and the same applies to amendment.

*This English version is a translation of Articles of Regulations on Scope of Responsibilities of Independent Directors of CSBC Corporation in Chinese. In case of any discrepancy, the Chinese version shall prevail.