

## Principle 4 The Board of Directors shall nominate and develop senior executive officers and ensure good people management.

### Principle 4.1

The Board shall afford a proper mechanism for the nomination and development of president and senior executive officers, making certain that they possess the knowledge, skills, experience, and characteristics necessary for the Company to achieve its objectives.

### Guidelines

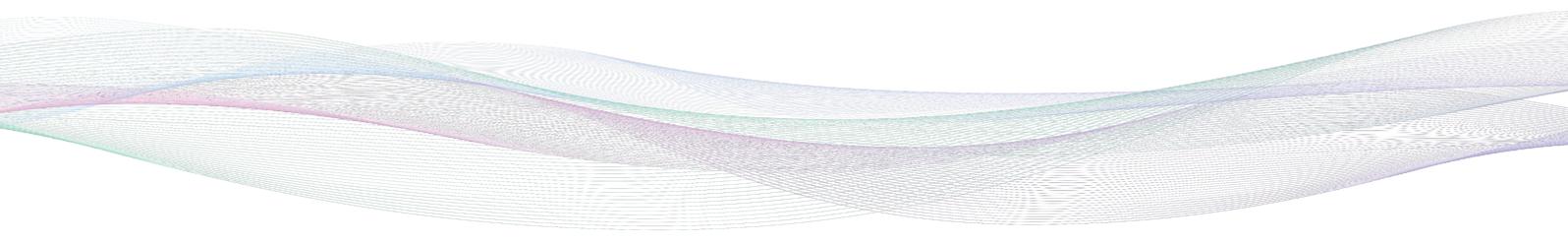
1. The Board shall nominate or assign the Nomination Committee to nominate a candidate with the desired qualifications for the post of the President.
2. The Board shall task the President with overseeing the suitability of senior executive officers.
3. The Board shall ensure business continuity. To this end, succession plans shall be developed for the posts of the President and other senior executive officers. The implementation of these plans shall be reported to the Board at least once a year.
4. The Board shall encourage the President and other senior executive officers to continuously undergo any training relevant to their roles.
5. The Board shall require the President and other senior executive officers to report their directorships or executive posts at any other company to the Chairman of the Board and the Chairman of Audit Committee through the Company Secretary.

### Principle 4.2

The Board shall ensure that an appropriate compensation structure and performance evaluation are in place.

### Guidelines

1. The Board shall establish the President's compensation structure:
  - Short-term benefits, such as monthly salaries, bonus, and pension, based on the Company's performance and the President's performance evaluation.
  - Long-term benefits, such as contribution to the Provident Fund, retirement compensation, and ESOP.
2. The Board shall assign the Chairman or the Chairman of Executive Board to communicate the following evaluation results to the President:
  - The year's performance evaluated against the year's objectives and the previous year's performance
  - The Company's financial liquidity and economic condition in comparison with other businesses in the same sector.
3. The Board shall task the President with evaluating senior executive officers and other personnel in accordance with the predetermined performance evaluation criteria.



#### Principle 4.3

The Board shall consider the Company's shareholding structure and relationships with its shareholders, which may affect its management and operation.

#### Guidelines

1. The Company shall not have a shareholders' agreement that hinders the duties of the Board.

#### Principle 4.4

The Board shall monitor the management and development of the Company's human resources to ensure that the Company has adequate staffing and appropriately knowledgeable, skilled, experienced, and motivation employees.

#### Guidelines

1. The Board shall task the Executive Board with the supervision of human-resource management. The following matters shall be reported to the Board at least once a year:
  - Company structure and appropriate remunerations; and
  - Talent development and retention plans.
2. The Board shall see to the establishment of a provident fund to make certain that the Company's employees will have sufficient savings to support their retirement.

