

Board Members

Title	Nationality Or Registration	Name	Gender	Date of Election	Term	Term of Office	Academic Background	Experience	Current Position(s) in Other Companies
Chairman	Republic of China	Jason Chen	Male	2023.06.06	3	Director, since (2014.06.18~now)	MS in Business Administration, Missouri Columbia University	Senior Vice President of Worldwide Sales and Marketing, TSMC	<ol style="list-style-type: none"> 1. Chairman, Mu-Jin Investment Co., Ltd. 2. Chairman, Mu-Shi Investment Co., Ltd. 3. Independent Director, Powerchip Semiconductor Manufacturing Corporation 4. Director, FocalTech Systems Co., Ltd. 5. Other (Note 1)
Director	Republic of China	Maverick Shih	Male	2023.06.06	3	Maverick Shih Representative Director for Hung Rouan Investment Corp., since (2019.7.26~now)	Ph.D. in Electrical Engineering, University of Southern California	Acer BYOC General Manager	<ol style="list-style-type: none"> 1. Director, Kiwi Technology Inc. 2. Chairman, Taurus Interstellar Inc. 3. Chairman, MAVs LAB. Inc. 4. Director, Allxon Inc. 5. Director, Rongxin Management Consultants Co., Ltd. 6. Other (Note 1)

Title	Nationality Or Registration	Name	Gender	Date of Election	Term	Term of Office	Academic Background	Experience	Current Position(s) in Other Companies
Director	Republic of China	Hung Rouan Investment Corp.	-	2023.06.06	3	Director, since (2005.06.14~now)	-	-	-
Legal Representative of Director	Republic of China	Stan Shih (Representative of Hung Rouan Investment Corp.)	Male	2023.06.06	3	Director, since (1979.7.18~now)	MS in Electrical Engineering, National Chiao Tung University	Co-Founder, Chairman President and CEO, Acer Group	<ol style="list-style-type: none"> 1. Director, CTS Inc. 2. Director, Hung Rouan Investment Corp. 3. Director, Nan Shan Life Insurance Co., Ltd. 4. Chairman, Ambi Investment and Consulting Inc. 5. Director, Egis Technology Inc. 6. Director, Rongxin Management Consultants Co., Ltd. 7. Director, Taiwan Public Television Service Foundation 8. Chairman, CLOUD GATE Foundation 9. Chairman, Stans Foundation 10. Director, Chew's Culture Foundation 11. Director, NSFG Foundation 12. Director, SanCode Education Foundation 13. Director, AiSails Power Inc. 14. Director, Transformative Cell Processing Co., Ltd. 15. Director, Himalaya VC Management Corp. 16. Director, One Song Inc. 17. Director, Zeelandia Co., Ltd. 18. Other (Note 1)

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Independent Director	Republic of China	Ching-Hsiang Hsu	Male	2023.06.06	3	Independent Director, since (2017.06.21~now)	Ph.D. in Strategic Management, University of Illinois at Urban-Champaign	<ol style="list-style-type: none"> 1. Chairman, Research Institute of Electronics ngineering, Tsing-Hua University 2. Researcher, IBM T.J. Watson Research Center, State of New York, USA 	<ol style="list-style-type: none"> 1. Chairman, eMemory Technology Inc. 2. Chairman and President, PUFsecurity Corp. 3. Chairman, PUFsecurity USA Corporation 4. Director, SecuX Technology Inc. 5. Chairman, iMQ Technology Inc. 6. Independent Director, Materials Analysis Technology Inc. 7. Director, National Applied Research Laboratories 8. Director, Powerchip Semiconductor Manufacturing Corporation
Independent Director	Japan	Yuri, Kure	Female	2023.06.06	3	Independent Director, since (2020.06.12~now)	MS in Law, National Taiwan University	Lee and Li, Attorney-at-Law, Senior Associate-Japan Project Manager	None

Title	Nationality Or Registration	Name	Gender	Date of Election	Term	Term of Office	Academic Background	Experience	Current Position(s) in Other Companies
Independent Director	Republic of China	Pan-Chyr Yang	Male	2023.06.06	3	Independent Director, since (2023.06.06~now)	PhD, Graduate Institute of Clinical Medicine, College of Medicine, National Taiwan University	President, National Taiwan University	<ol style="list-style-type: none"> 1. Director, Microbio Co., Ltd. 2. Professor, Department of Internal Medicine, National Taiwan University Hospital 3. Academician, Academia Sinica 4. Executive Secretary, NTU Center of Genomic Medicine 5. Program Director, Microarray Core Facility, National Research Program for Genomic Medicine 6. President, Taiwan Society of Pulmonary and Critical Care Medicine 7. Lung Cancer Program Co-Director with President Cheng-Wen Wu, National Research Program for Genomic Medicine 8. Clinical Professor, Department of Oncology, National Taiwan University 9. President, NTU YongLin Institute of Health
Independent Director	Republic of China	Mei-Yueh Ho	Female	2023.06.06	3	Independent Director, since (2023.06.06~now)	Technology Management Program of National Chengchi University	Minister of Economic Affairs, R.O.C.	<ol style="list-style-type: none"> 1. Independent Director, ASE Technology Holding Co., Ltd. 2. Independent Director, Center Laboratories Inc. 3. Director, Kinpo Electronics, Inc. 4. Independent Director, Onward Therapeutics SA

Note 1: Appointed by Company to be Director and/or President of certain subsidiaries.

Member of Committee

Name	Audit Committee	Compensation Committee	Investment Committee	Risk Management Committee
Ching-Hsiang Hsu, Independent Director	V (Chair)	V		
Yuri, Kure, Independent Director	V		V	V (Chairman)
Pan-Chyr Yang, Independent Director	V	V (Chairman)	V (Chairman)	V
Mei-Yueh Ho, Independent Director	V	V	V	V
Jason Chen, Director			V	V
Stan Shih, Director			V	
Maverick Shih, Director				V

Board of Director (BOD) Diversity Policy

Acer Group constantly pay attention to corporate governance, our BOD Diversity Policy is included into Chapter III Enhancing the Function of Board of Directors of “Acer Incorporated Corporate Governance Best-Practice Principles”.

The board of directors of the Company shall direct company strategies, supervise the management, and be responsible to the shareholders meetings. Procedures and arrangement relating to corporate governance shall ensure that, in exercising its authority, the board of directors will comply with laws, regulations, articles of incorporation, and the resolutions of shareholders meetings of the Company.

Regarding the structure of the board of directors, the Company shall determine an appropriate number of board members not less than five persons, in consideration of its business scale, the shareholding of its major shareholders and practical operational needs.

The composition of the board of directors shall be determined by taking diversity into consideration. It is advisable that directors concurrently serving as company officers not exceed one-third of the total number of the board members, and that an appropriate policy on diversity based on the Company's business operations, operating dynamics, and development needs be formulated and include, without being limited to, the following two general standards:

1. Basic requirements and values: Gender, age, nationality, and culture.
2. Professional knowledge and skills: A professional background (e.g., law, accounting, industry, finance, marketing, and technology), professional skills, and industry experience.

All members of the board shall have the necessary knowledge, skill, and experience to perform their duties. To achieve the ideal goal of corporate governance, the board of directors shall possess the following abilities:

1. Ability to make operational judgment.
2. Ability to perform accounting and financial analysis.
3. Ability to conduct management administration.
4. Ability to conduct crisis management.
5. Industrial knowledge.
6. International market perspective.
7. Ability to lead.
8. Ability to make decisions.

The specific management objectives of the BOD Diversity Policy

This Policy may make the Board function be more effective. The nomination and selection of board members of the Company is in accordance with the Company's Articles. In addition, there is nomination system to ensure the diversity and independence of the board members. The Company expects to invite and nominate two or more female candidates in the next board election, and to select directors with different professional knowledge, for providing different perspectives and contributions to facilitate the Board function.

The implement of the BOD Diversity Policy

As of the end of 2023, there are one directors aged between 40 and 50 years old, there are one directors aged between 50 and 60 years old, while the other directors are 60 years old or above. Two female director is present, while the remaining directors are male, resulting in a female representation of 28.57%. One director is of Japanese nationality, while the others are of Taiwanese nationality, resulting in a foreign nationality representation of 14.29%. The directors' expertise and diversity backgrounds are as follows:

1. Director specializing in operation and sales of Global brand products and services: Jason, Chen
2. Director who be devoted in innovation, public and social services: Stan, Shih
3. Director specializing in cloud and IC design: Maverick, Shih
4. Director specializing in semiconductor industry and having outstanding contribution on the R&D to non-volatile semiconductor component: Ching-Hsiang, Hsu
5. Director specializing in legal affairs: Yuri, Kure
6. Director Specializing in Consumer Staples & Healthcare sectors: Pan-Chyr. Yang
7. Director specializing in Materials, Industrials, Information Technology & Utilities sectors: Mei-Yueh. Ho

Name	Gender	Nationality or Registration	Classification	Age			Marketing	Information Security	Cloud	Semiconductor	IC design	Entrepreneur	Transformation	Economy	Accounting	Academia	NPO Experience	Healthcare	Social / Culture	Legal
				40~50	50~60	Above 60														
Jason Chen	M	R.O.C	Non-independent			V	V		V											
Stan Shih	M	R.O.C	Non-independent			V	V				V	V					V		V	
Maverick Shih	M	R.O.C	Non-independent		V			V		V										
Ching-Hsiang Hsu	M	R.O.C	Independent			V			V	V	V			V	V					
Yuri, Kure	F	Japan	Independent	V																V
Pan-Chyr Yang	M	R.O.C	Independent			V										V	V	V		
Mei-Yueh Ho	F	R.O.C	Independent			V								V			V		V	

Board of Directors' independence

The Company has seven directors, including four independent directors. The ratio of independent directors is 57.14%. Given that the independent directors constitute more than half of the Board of Directors, the independent directors can fully perform their functions to supervise the Company's operation and protect the shareholders' benefits, give their professional opinions without the influences of management team or other directors, and ensure the Board of Directors' independence.

Except Stan Shih and Maverick Shih are father and son relationship among the Company's directors, there is no relationship of spouse or relative within the second degree of kinship among the other directors (including independent directors). Therefore, there is no violation of Paragraph 3, Article 26-3 of Securities and Exchange Act.

The Company has been established the audit committee to replace the supervisor, so doesn't apply for Paragraph 4, Article 26-3 of Securities and Exchange Act.

Communication Among Independent Directors and the Company’s Chief Internal Auditor and CPAs:

- (1) The Company Chief Internal Auditor monthly reports internal audit execution situation to independent directors; and in addition, the Chief Internal Auditor regularly process internal audit report in the quarterly held Audit Committee meeting. She communicates with Audit Committee members about the internal audit results and the improvement; and immediate report will be made to Audit Committee members for special case and circumstances if any.
- (2) Audit Committee members and Chief Internal Auditor have good communication, the communication are summarized as below:

Date	Keys of Communication	Communitive Results
2023.03.16	1. FY2022 Internal Audit and Fraud Investigation Report 2. FY2022 Statement of Internal Control System 3. To Approve the Amendments of the Internal Rules	The Independent Directors had no rejection and expressed reservation after consulting with the internal chief audit officer for the related contents and details to the item(s).
2023.05.04	1. 2023 Q1 Internal Audit and Fraud Investigation Report 2. The “Internal Control Systems of Shareholder Services Unit” which is one of the Company’s Internal Control Systems	The Independent Directors had no rejection and expressed reservation after consulting with the internal chief audit officer for the related contents and details to the item(s).
2023.08.03	1. 2023 Q2 Internal Audit and Fraud Investigation Report 2. To Approve the Amendments of the Internal Rules	The Independent Directors had no rejection and expressed reservation after consulting with the internal chief audit officer for the related contents and details to the item(s).
2023.11.02	1. 2023 Q3 Internal Audit and Fraud Investigation Report 2. 2024 Annual Audit Plan	The Independent Directors had no rejection and expressed reservation after consulting with the internal chief audit officer for the related contents and details to the item(s).

- (3) The CPAs the Company appointed regularly process audit or reviewing result report in the quarterly held Audit Committee meeting, and the matters to be communicated with independent directors required by laws and regulations. CPAs will immediate report to Audit Committee members for special case and circumstances if any.

(4) Audit Committee members and CPAs have good communication, the communication are summarized as below:

Date	Keys of Communication	Communitive Results
2023.03.16	1. Results of Auditing FY2022Financial Statement 2. Update of Relevant laws and regulations	The Independent Directors had no rejection and expressed reservation after consulting with the internal chief audit officer for the related contents and details to the item(s).
2023.05.04	1. Results of Reviewing 2023 Q1 Financial Statement 2. Update of Relevant laws and regulations	The Independent Directors had no rejection and expressed reservation after consulting with the internal chief audit officer for the related contents and details to the item(s)
2023.08.03	1. Results of Reviewing 2023 Q2 Financial Statement 2. Update of Relevant laws and regulations	The Independent Directors had no rejection and expressed reservation after consulting with the internal chief audit officer for the related contents and details to the item(s)
2023.11.02	1. Results of Reviewing 2023 Q3 Financial Statement 2. Update of Relevant laws and regulations	The Independent Directors had no rejection and expressed reservation after consulting with the internal chief audit officer for the related contents and details to the item(s)