



## 2. Board of Directors Structure and Level of Independence

### Union Insurance Company

#### Professional Qualifications and Independence Analysis of Directors and Independent Director

As at March 31, 2018

Title/Position	Criteria Name	Selected Date	Education	Independence Criteria											
				1	2	3	4	5	6	7	8	9	10		
Chairman	Hong Ji-xiong	2016/6/24	Department of Law, National Chung Hsing University	V	V	V	V	V	V	V	V	V	V	V	
Vice Chairman	Cai Shao-zhong	2016/6/24	Canadian International School (Singapore)			V			V	V	V	V			
Independent Director	Xie Tian-ren	2016/6/24	Graduated Institute of National Taipei University	V	V	V	V	V	V	V	V	V	V	V	V
Independent Director	Guo Bing-shen	2016/6/24	Dr., Department of Economy, University of Rochester	V	V	V	V	V	V	V	V	V	V	V	V
Independent Director	Ma Yu-feng	2016/6/24	Dr., Department of Management, National Taipei University	V	V	V	V	V	V	V	V	V	V	V	V
Director	Xu Hai-lun	2016/6/24	Graduate Institute of International Business Administration, Chinese Culture University			V	V		V	V	V	V			
Director	Ma Jia-ying	2016/6/24	Dr., Commerce and Economy, Lehigh University	V	V	V	V	V	V	V	V	V	V	V	
Director	Liu Zi-ming	2018/2/27	National Chin-Yi University of Technology		V	V	V	V	V	V	V	V	V		
Director	Kong Ling-fan*	2016/6/24	Master, Department of Risk Management and Insurance, Ming Chuan University		V	V	V		V	V	V	V			
Director	Cai Wei-li**	2016/6/24	Master, Finance, University of Iowa		V	V	V		V	V	V	V			

\*Director Kong retained on February 23, 2018.

\*\* Direct Cai Wei-lie has been changed by Want Want Food Enterprise Co., on July 26, 2016.

Note: Please tick the corresponding boxes if directors or supervisors have been any of the following during the two years prior to being elected or during the term of office.

- Not an employee of the Company or any of its affiliates.
- Not a director or supervisor of the Company or any of its affiliates. The same does not apply, however, in cases where the person is an independent director of the Company, its parent company, or any subsidiary in which the Company holds, directly or indirectly, more the 50% of the voting shares.
- Not a natural-person shareholder who holds shares, together with those held by the person's spouse, minor children or held by the person under others' names, in an aggregate amount of 1% or more of the total number of outstanding shares of the Company or ranking in the top 10 in holdings.



4. Not a spouse, relative within the second degree of kinship, or lineal relative within the fifth degree of kinship, of any of the persons in the preceding three subparagraphs.
5. Not a director, supervisor, or employee of a corporate shareholder that directly holds 5% or more of the total number of outstanding shares of the Company or that holds shares ranking in the top five in holdings.
6. Not a director, supervisor, officer, or shareholder holding 5% or more of the share, of a specified company or institution that has a financial or business relationship with the Company.
7. Not a professional individual who, or an owner, partner, director, supervisor, or officer of a sole proprietorship, partnership, company, or institution that, provides commercial, legal, financial, accounting services or consultation to the Company or to any affiliate of the Company, or a spouse thereof.
8. Not having a marital relationship, or a relative within the second degree of kinship to any other director of the Company.
9. Not been a person of any conditions defined in Article 30 of the Company Law.
10. Not a governmental, juridical person or its representative as defined in Article 27 of the Company Law.

Union Insurance Company  
 Meetings Held of Board of Directors

A total of 12 (A) meetings of the Board of Directors were held in the previous period. Directors' and Independent Directors' attendance was as follows:

Title	Name	Attendance in Person (B)	By Proxy	Attendance rate (%) (B/A)	Remarks
Chairman	Hong Ji-xiong	12	0	100%	
Vice Chairman	Cai Shao-zhong	7	5	58%	
Director	Xu Hai-lun	12	0	100%	
Director	Ma Jia-ying	11	1	91%	
Director	Kong Ling-fan	12	0	100%	
Independent Director	Xie Tian-ren	12	0	100%	
Independent Director	Guo Bing-shen	12	0	100%	
Independent Director	Ma Yu-feng	11	1	91%	