

Director Information

Professional qualifications and independence analysis of directors :

Name	Criteria	Professional Qualification and Experience	Independent Directors' Independence Status	Number of Other Taiwanese Public Companies Concurrently Serving as an Independent Director
Chairman, Chiu-Dau INVESTMENT Co., Ltd. Representative: Chung-Yi Wu	<ul style="list-style-type: none"> Required work experience in commerce, law, finance, accounting or other fields required by the business of the company Professional qualifications and Experience this Annual Report 3.2.1 Director Information (I) (pages 15-19) None of the directors had any of the conditions stated in Article 30 of The Company Act (Note 1) 	(N/A)	(N/A)	None
Director, Fu Yen Investment Co., Ltd. Representative: Jui-Chang Lin				None
Director, Chiu-Tai INVESTMENT CORP. Representative: Chung-Ming Wu				None
Director, Chiu-Tai INVESTMENT CORP. Representative: Kuan-Hsing Wu				None
Director, GSK INVESTMENT DEVELOPMENT CORP. Representative: Chung-Wuu Li				None
Director, Yu-Mei Wu				None
Director, CHING YUAN INVESTMENT Co., Ltd. Representative: Yen-Hsing Wu				None
Independent Director, Chia-Chi Kuo			All of the following situations apply to each and every of the Independent Directors: 1. Satisfy the requirements of Article 14-2 of "Securities and Exchange Act" and "Regulations Governing Appointment of Independent Directors and Compliance Matters for Public Companies" (Note 2) issued by Taiwan's Securities and Futures Bureau 2. Independent Director (or nominee arrangement) as well as his/her spouse and minor children do not hold any FBT shares 3. Received no compensation or benefits for providing commercial, legal, financial, accounting services or consultation to the Company or to any its affiliates within the preceding two years, and the service provided is either an "audit service" or a "non-audit service"	1
Independent Director, Yi-Min Lin				None
Independent Director, Cheng-Shong Hong				None

Note 1: A person shall not act in a management capacity for a company, and if so appointed, must be immediately discharged if they have been:

1. Convicted for a violation of the Statutes for the Prevention of Organizational Crimes and: has not started serving the sentence; has not completed serving the sentence; or five years have not elapsed since completion of serving the sentence, expiration of probation, or pardon;
2. Convicted for fraud, breach of trust or misappropriation, with imprisonment for a term of more than one year, and: has not started serving the sentence; has not completed serving the sentence; or two years have not elapsed since completion of serving the sentence, expiration of probation, or pardon;
3. Convicted for violation of the Anti-Corruption Act, and: has not started serving the sentence; has not completed serving the sentence; or two years have not elapsed since completion of serving the sentence, expiration of probation, or pardon;
4. Adjudicated bankrupt or adjudicated to commence a liquidation process by a court, and having not been reinstated to his or her rights and privileges;
5. Sanctioned for unlawful use of credit instruments, and the term of such sanction has not expired yet;
6. if she/he does not have any or limited legal capacity; or
7. if she/he has been adjudicated to require legal guardianship and such requirement has not been revoked yet

- Note 2:
1. Not a governmental, juridical person or its representative as defined in Article 27 of the Company Law.
 2. Not serving concurrently as an independent director on more than three other public companies in total.
 3. During the two years before being elected and during the term of office, meet any of the following situations:
 - (1) Not an employee of the company or any of its affiliates;
 - (2) Not a director or supervisor of the company or any of its affiliates;
 - (3) 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 one percent or more of the total number of issued shares of the company or ranks as one of its top ten shareholders;
 - (4) Not a spouse, relative within the second degree of kinship, or lineal relative within the third degree of kinship, of any of the officer in the preceding (1) subparagraph, or of any of the above persons in the preceding subparagraphs(2) and (3);
 - (5) Not a director, supervisor, or employee of a corporate/institutional shareholder that directly holds five percent or more of the total number of issued shares of the company, ranks as of its top five shareholders, or has representative director(s) serving on the company's board based on Article 27 of the Company Law;
 - (6) Not a director, supervisor, or employee of a company of which the majority of board seats or voting shares is controlled by a company that also controls the same of the company;
 - (7) Not a director, supervisor, or employee of a company of which the chairman or CEO (or equivalent) themselves or their spouse also serve as the company's chairman or CEO (or equivalent);
 - (8) Not a director, supervisor, officer, or shareholder holding five percent or more of the shares of a specified company or institution that has a financial or business relationship with the company; and
 - (9) Other than serving as a compensation committee member of the company, 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, and the service provided is an "audit service" or a "non-audit service which total compensation within the recent two years exceeds NT\$500,000". Board Diversity and Independence TSMC establishes the "Guidelines for Nomination of Directors" that set out the procedures and criteria for the no

The salary paid to Remuneration of Directors and Independent Directors in the most recent year

1.Remuneration of Directors and Independent Directors

Unit: NT\$ thousands

Title	Name	Remuneration								Ratio of Total Remuneration (A+B+C+D) to Net Income (%)		Relevant Remuneration Received by Directors Who are Also Employees								Ratio of Total Compensation (A+B+C+D+E+F+G) to Net Income (%)		Remuneration from ventures other than subsidiaries or from the parent company (Note 1)
		Base Compensation (A)		pension contribution (B)		Directors Compensation(C)(Note2)		Allowances (D)				Salary, Bonuses, and Allowances (E)		pension contribution (F)		Employee Compensation (G)						
		The company	All companies in the consolidated financial	The company	Companies in the consolidated financial	The company	Companies in the consolidated financial	The company	Companies in the consolidated financial	The company	Companies in the consolidated financial	The company	Companies in the consolidated financial	The company	Companies in the consolidated financial	The company		Companies in the consolidated financial		The company	Companies in the consolidated financial	
																Cash	Stock	Cash	Stock			
Chairman	Chiuan-Dau INVESTMENT Co., Ltd.Representative: Chung -Yi Wu	4,626	4,626	0	0	3,605	3,605	42	42	3.88%	3.88%	0	0	0	0	0	0	0	0	3.88%	3.88%	None
Director	Fu Yen Investment Co., Ltd. Representative: Jui-Chang Lin	0	0	0	0	1,200	1,200	42	42	0.58%	0.58%	0	0	0	0	0	0	0	0	0.58%	0.58%	None
Director	Chiuan-Tai INVESTMENT CORP. Representative: Chung-Ming Wu	0	0	0	0	2,200	2,200	42	42	1.05%	1.05%	2,603	2,603	0	0	1,166	0	1,166	0	2.82%	2.82%	None
Director	Chiuan-Tai INVESTMENT CORP. Representative: Kuan- Hsing Wu	0	0	0	0	800	800	42	42	0.39%	0.39%	647	647	32	32	80	0	80	0	0.75%	0.75%	None
Director	GSK INVESTMENT DEVELOPMENT CORP. Representative: Chung-Wuu Li	0	0	0	0	1,200	1,200	42	42	0.58%	0.58%	0	0	0	0	0	0	0	0	0.58%	0.58%	None
Director	Yu-Mei Wu	0	0	0	0	800	800	42	42	0.39%	0.39%	0	0	0	0	0	0	0	0	0.39%	0.39%	None
Director	CHING YUAN INVESTMENT Co.,Ltd. Representative: Yen-Hsing Wu	0	0	0	0	800	800	42	42	0.39%	0.39%	0	0	0	0	0	0	0	0	0.39%	0.39%	None

Unit: NT\$ thousands

Title	Name	Remuneration								Ratio of Total Remuneration (A+B+C+D) to Net Income (%)		Relevant Remuneration Received by Directors Who are Also Employees								Ratio of Total Compensation (A+B+C+D+E+F+ G) to Net Income (%)		Remuneration from ventures other than subsidiaries or from the parent company (Note 1)
		Base Compensation (A)		pension contribution (B)		Directors Compensation(C) (Note2)		Allowances (D)				Salary, Bonuses, and Allowances (E)		pension contribution (F)		Employee Compensation (G)						
		The company	All companies in the consolidated financial	The company	Companies in the consolidated financial	The company	Companies in the consolidated financial	The company	Companies in the consolidated financial	The company	Companies in the consolidated financial	The company	Companies in the consolidated financial	The company	Companies in the consolidated financial	The company		Companies in the consolidated financial		The company	Companies in the consolidated financial	
																Cash	Stock	Cash	Stock			
Independent Diror Chia-Chi Kuo	Chia-Chi Kuo	396	396	0	0	0	0	77	77	0.22%	0.22%	0	0	0	0	0	0	0	0	0.22%	0.22%	None
Independent Director Chia-Chi Kuo	Yi-Min Lin	396	396	0	0	0	0	77	77	0.22%	0.22%	0	0	0	0	0	0	0	0	0.22%	0.22%	None
Independent Director Chia-Chi Kuo	Cheng-Shong Hong	396	396	0	0	0	0	77	77	0.22%	0.22%	0	0	0	0	0	0	0	0	0.22%	0.22%	None
1. The policy, system, standards, and structure by which independent and non-independent director compensation is paid, and the association between the amount paid and directors' responsibilities, risks, and time committed: (1) According to the Company's "Director Remuneration and Employee Remuneration Allocation Policy": independent directors are paid NT\$25,000 per month per person, and an additional NT\$8,000 per month per person for assuming a concurrent role as Remuneration Committee member, regardless of profitability. (2) According to the Company's Articles of Incorporation, director remuneration may not exceed 5% of the profit before tax, employee remuneration, and director remuneration. According to the Company's "Director Remuneration and Employee Remuneration Allocation Policy, the board of directors makes annual allocations of remuneration at no more than 5% of the current year's earnings, after taking into consideration the uncertainties and risks associated with future operations. The allocated amount of remuneration is reviewed by the Remuneration Committee at the end of the year and subsequently presented to the board of directors; the board then approves the final sum after evaluating the uncertainties and risks associated with future operations, and allocates it to individual directors based on the level of contribution to the Company's performance. Independent directors are not entitled to director remuneration allocated from the annual profit. 2. Compensation received by directors for providing services to any company included in the financial statements in the last year (e.g. consultancy services without the title of an employee), except those disclosed in the above table: None.																						

Note: (1) Represents pension contribution required by laws.

Range of Remuneration

Range of Remuneration	Name of Directors			
	Total of (A+B+C+D)		Total of (A+B+C+D+E+F+G)	
	The company	Companies in the consolidated financial statements	The company	Companies in the consolidated financial statements (I)
Less than NT\$ 1,000,000	Chiuan-Tai INVESTMENT CORP. Representative: Kuan- Hsing Wu CHING YUAN INVESTMENT Co., Ltd. Representative: Yen-Hsing Wu Yu-Mei Wu, Chia-Chi Kuo, Yi-Min Lin, Cheng-Shong Hong	Chiuan-Tai INVESTMENT CORP. Representative: Kuan- Hsing Wu CHING YUAN INVESTMENT Co., Ltd. Representative: Yen-Hsing Wu Yu-Mei Wu, Chia-Chi Kuo, Yi-Min Lin, Cheng-Shong Hong	CHING YUAN INVESTMENT Co., Ltd. Representative: Yen-Hsing Wu Yu-Mei Wu, Chia-Chi Kuo, Yi-Min Lin, Cheng-Shong Hong	CHING YUAN INVESTMENT Co., Ltd. Representative: Yen-Hsing Wu Yu-Mei Wu, Chia-Chi Kuo, Yi-Min Lin, Cheng-Shong Hong
NT\$1,000,000 ~ NT\$1,999,999	Fu Yen Investment Co., Ltd. Representative: Jui-Chang Lin GSK INVESTMENT DEVELOPMENT CORP. Representative: Chung-Wuu Li	Fu Yen Investment Co., Ltd. Representative: Jui-Chang Lin GSK INVESTMENT DEVELOPMENT CORP. Representative: Chung-Wuu Li	Fu Yen Investment Co., Ltd. Representative: Jui-Chang Lin Chiuan-Tai INVESTMENT CORP. Representative: Kuan- Hsing Wu GSK INVESTMENT DEVELOPMENT CORP. Representative: Chung-Wuu Li	Fu Yen Investment Co., Ltd. Representative: Jui-Chang Lin Chiuan-Tai INVESTMENT CORP. Representative: Kuan- Hsing Wu GSK INVESTMENT DEVELOPMENT CORP. Representative: Chung-Wuu Li
NT\$2,000,000 ~ NT\$3,499,999	Chiuan-Tai INVESTMENT CORP. Representative: Chung-Ming Wu	Chiuan-Tai INVESTMENT CORP. Representative: Chung-Ming Wu	None	None
NT\$3,500,000 ~ NT\$4,999,999	None	None	None	None
NT\$5,000,000 ~ NT\$9,999,999	Chiuan-Dau INVESTMENT Co., Ltd. Representative: Chung -Yi Wu	Chiuan-Dau INVESTMENT Co., Ltd. Representative: Chung -Yi Wu	Chiuan-Dau INVESTMENT Co., Ltd. Representative: Chung -Yi Wu Chiuan-Tai INVESTMENT CORP. Representative: Chung-Ming Wu	Chiuan-Dau INVESTMENT Co., Ltd. Representative: Chung -Yi Wu Chiuan-Tai INVESTMENT CORP. Representative: Chung-Ming Wu
NT\$10,000,000 ~ NT\$14,999,999	None	None	None	None
NT\$15,000,000 ~ NT\$29,999,999	None	None	None	None
NT\$30,000,000 ~ NT\$49,999,999	None	None	None	None
NT\$50,000,000 ~ NT\$99,999,999	None	None	None	None
Greater than or equal to NT\$100,000,000	None	None	None	None
Total	10	10	10	10