

董事會成員落實多元化情形

(i) 董事會成員多元化政策

依本公司「董事選舉辦法」規定，本公司董事之選任，應考量董事會之整體配置。董事會成員組成應考量多元化，並就本身運作、營運型態及發展需求以擬訂適當之多元化方針，宜包括但不限於以下二大面向之標準：

- 一、基本條件與價值：性別、年齡、國籍及文化等。
- 二、專業知識技能：專業背景（如法律、會計、產業、財務、行銷或科技）、專業技能及產業經驗等。

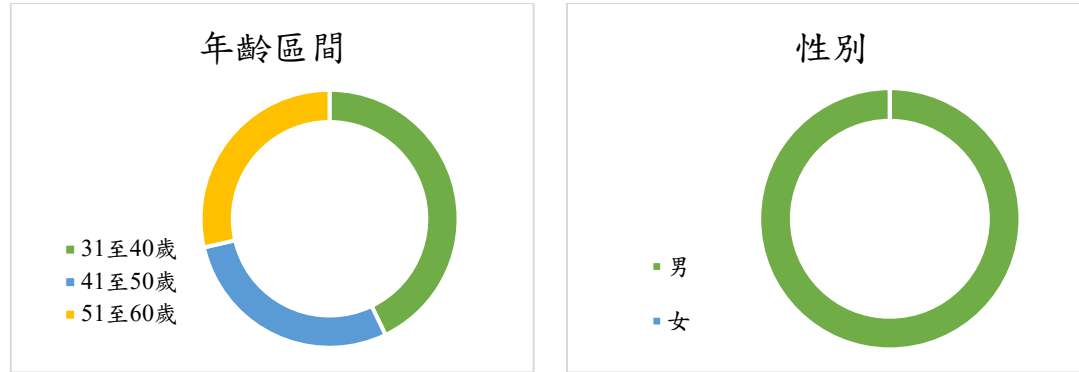
董事會成員應普遍具備執行職務所必須之知識、技能及素養，其整體應具備之能力如下：

一、營運判斷能力	二、會計及財務分析能力	三、經營管理能力	四、危機處理能力
五、產業知識	六、國際市場觀	七、領導能力	八、決策能力

(ii) 董事會多元化政策達成情形

依本公司之「公司治理實務守則」第 20 條第 3 項規定：董事會成員應普遍具備執行職務所必須之知識、技能及素養。本公司現任董事由 7 席董事組成，3 位董事為馬來西亞國籍，4 位董事為中華民國國籍，董事擁有相關產業、商業及豐富的會計、財務等專業；其董事皆對公司及所屬產業均有瞭解，並能確實監督公司營運，董事在各領域均能發揮不同專長。為達到公司治理之理想目標，董事會整體應具備之能力如：一、營運判斷能力；二、會計與財務分析能力；三、經營管理能力；四、危機處理能力；五、產業知識；六、國際市場觀；七、領導能力；八、決策能力。

職稱	姓名	國籍	年齡區間			性別	核心能力							
			31 至 40	41 至 50	51 至 60		營運判斷能力	會計與財務分析能力	經營管理能力	危機處理能力	產業知識	國際市場觀	領導能力	決策能力
董事	黃凱斌	馬來西亞	✓	-	-	男	✓	✓	✓	✓	✓	✓	✓	✓
董事	黃凱傑	馬來西亞	✓	-	-	男	✓	✓	✓	✓	✓	✓	✓	✓
董事	廖偉全	台灣	-	-	✓	男	✓	✓	✓	✓	✓	✓	✓	✓
董事	張明煌	台灣	-	✓	-	男	✓	✓	✓	✓	✓	✓	✓	✓
獨立董事	周志遠	台灣	-	✓	-	男	✓	✓	✓	✓	✓	✓	✓	✓
獨立董事	黃啟瑞	台灣	✓	-	-	男	✓	✓	✓	✓	✓	✓	✓	✓
獨立董事	鄭貝川	馬來西亞	-	-	✓	男	✓	-	✓	✓	✓	✓	✓	✓



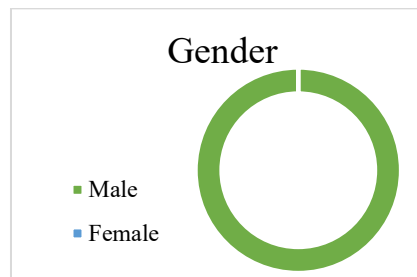
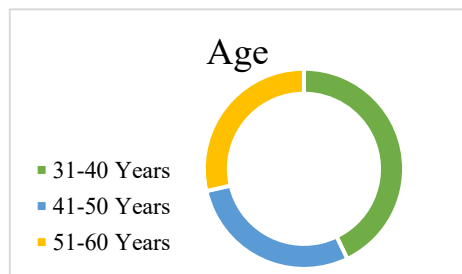
(iii) 董事會多元化具體管理目標及達成情形如下：

管理目標	達成情形
兼任公司經理人之董事不逾董事席次三分之一	已達成
適足多遠之專業知識與技能	已達成
獨立董事席次逾董事席次三分之一	已達成
董事會成員中至少包含一位女性董事	未達成

註：董事會性別多元化未達成之原因與因應措施：金融監督管理委員會規定自 113 年起，上市櫃公司於董事任期屆滿改選時，應委任至少一名不同性別之董事。就本公司目前董事會組成情形而言，尚無女性董事，未符前述規定。

本屆董事任期自 2022 年 6 月起至 2025 年 6 月止，於當屆董事提名與選任過程中，考量本公司屬馬來西亞傳統家具製造產業，該產業長期由男性從業人員為主，具備產業專業背景、實務經驗及符合董事職責需求之女性人選相對有限，致使未能適切納入女性董事成員。惟本公司充分認知性別平衡對於提升董事會決策品質與公司永續發展之重要性，未來將持續強化董事會組成之多元性，並已將性別多元納入董事提名考量要素之一。預計於 2025 年董事改選時，將委任至少一位具備專業能力與產業經驗之女性董事，逐步朝向董事會性別比例達三分之一之目標邁進，以實踐公司對性別平衡與公司治理的承諾。

Independent Director	Chou Chih Yuan	R.O.C	M	-	✓	-	✓	✓	✓	✓	✓	✓	✓	✓	✓
Independent Director	Huang Chi Jui	R.O.C	M	✓	-	-	✓	✓	✓	✓	✓	✓	✓	✓	✓
Independent Director	Tay Puay Chuan	Malaysia	M	-	-	✓	✓	-	✓	✓	✓	✓	✓	✓	✓



(3) The specific management objectives of the diversity of the board of directors and their achievement are as follows :

Management Perspective	Achievement
The number of directors who also serve as company managers shall not exceed one-third of the number of directors	achieved
Professional knowledge and skills	achieved
The number of independent directors exceeds one third of the number of directors	achieved
Board members include at least one female director	unaccomplished

*Note: Reasons for Not Achieving Gender Diversity on the Board and Corresponding Measures

According to the regulations of the Financial Supervisory Commission, starting from 2024, listed companies must appoint at least one director of a different gender when the board of directors is re-elected upon the expiration of their term. As for the current composition of the company's board of directors, there are no female directors, which does not comply with the aforementioned regulation.

The current term of the Board of Directors runs from June 2022 to June 2025. During the nomination and selection process for this term, it was taken into consideration that the Company operates in the traditional furniture manufacturing industry in Malaysia, which has long been male-dominated. As such, there is a relatively limited pool of female candidates with the necessary industry expertise, practical experience, and qualifications required for the role of director, resulting in the absence of female board members.

Nevertheless, the Company fully recognizes the importance of gender balance in enhancing the quality of board decision-making and promoting sustainable corporate development. Moving forward, the Company will continue to strengthen the diversity of the Board's composition and has already included gender diversity as one of the key considerations in the director nomination process. It is expected that during the 2025 board re-election, the Company will appoint at least one female director with professional competence and industry experience, and will gradually work towards the goal of having at least one-third of board seats held by women, thereby demonstrating the Company's commitment to gender balance and sound corporate governance..