

Regulations for Board of Directors' Performance Evaluation Of CHC Healthcare Group (The "Company")

Article 1 (Purpose and Basis for Adoption)

To implement corporate governance and enhance functions of the Company's Board of Directors, and to set forth performance objectives to improve the operation efficiency of the Board of Directors, the Regulation is established pursuant to Article 37 of "Corporate Governance Best-Practice Principles for TWSE/GTSM Listed Companies" for compliance.

Article 2 (Regulations for Compliance)

The general evaluation cycles, evaluation periods, scope and method of evaluation, the unit conducting evaluations, evaluation procedures and other matters for compliance governing the Board of Directors' performance evaluation shall be subject to the Regulation.

Article 3 (Evaluation Cycles and Periods)

The Company's Board of Directors shall conduct an internal Board of Directors' performance evaluation every year according to the evaluation procedures and the evaluation indexes in Articles 6 and Article 8 of the Regulation.

The Company's Board of Directors' performance evaluation shall be conducted by an external independent professional institution or a panel of external experts and scholars at least once every three years.

Internal and external Board of Directors' performance evaluations shall be completed before the end of the first quarter of the following year.

Article 4 (Evaluation Scope and Method)

The Company's Board of Directors' evaluation scope covers the evaluation of the Board of Directors as a whole, individual board members and functional committees.

Methods of evaluations include the internal evaluation of the Board of Directors, self-evaluation by individual board members, evaluation by appointed external professional institutions or other appropriate methods.

Article 5 (Evaluation Conduct Unit)

The unit conducting internal evaluations of the Company's Board of Directors shall have an adequate understanding of the operation of the unit subject to evaluation and shall play a fair, impartial and independent role.

Adjustments may be made to assign different units to perform evaluations of the functional committees in view of the slight difference in their operations, depending on the organizational structure of the Company. The unit conducting evaluations shall be fair and impartial, and no individual or unit conducting evaluations shall have any direct interest in the operation of the units subject to evaluation. In cases the Company has a Corporate Governance Committee or a Nomination Committee made up of Independent

Directors, it is advisable for these Committees to serve as the unit performing the evaluations.

Article 6 (Evaluation Procedures)

The procedures for the Company's Board of Directors' performance evaluation are as follows:

1. Determine the units to be subject to evaluation, the period and the scope of evaluation in the current year which including the Board of Directors as a whole, individual board members and each functional committee.
2. Determine the method of evaluation which including internal evaluation of the Board of Director, self-evaluation by the board members of themselves or peers.
3. Select the units appropriate to conduct the evaluations.
4. The units performing evaluations will collect information about the activities of the Board of Directors and distribute self-evaluation questionnaires such as "Questionnaire of Self-Evaluation of Performance of the Board of Directors (Functional Committees)" in Annex 1, "Questionnaire of Self-Evaluation of Performance of Board Members (for Themselves or Peers)" in Annex 2, and "Questionnaire of Self-Evaluation of Performance of the Functional Committee" in Annex 3 to be completed. The unit responsible for evaluation will then collect all information, give scores based on the evaluation indexes and scoring criteria in Article 8, record the evaluation results in a report, and submit the report to the Board of Directors for discussion and improvement.

Article 7 (External Professional Institutions and Experts)

When appointing an external evaluation institution or panel of external experts and scholars to conduct the Board of Directors' performance evaluation, the Company shall act in accordance with the following guidelines:

1. The external evaluation institution or panel of external experts and scholars shall be professional and independent.
2. The external evaluation institution shall be an institution or management consulting firm mainly engaging in the provision of services for educational and training programs for board of directors and improvement of corporate governance of enterprises.
3. The panel of external experts and scholars shall appoint at least three experts or scholars specialized in the fields of board of directors or corporate governance to conduct evaluations of Board of Directors' performance of the Company and prepare external evaluation analysis reports.

Article 8 (Evaluation Indexes and Scoring Criteria)

The Company shall take into consideration its condition and needs when establishing the criteria for evaluating the performance of the Board of Directors, which should cover, at a minimum, the following five aspects:

1. Participation in the operation of the Company.
2. Improvement of the quality of the Board of Directors' decision making.
3. Composition and structure of the Board of Directors.

4. Election and continuing education of the directors.

5. Internal control.

The criteria for evaluating the performance of the board members (on themselves or peers), should cover, at a minimum, the following six aspects:

1. Familiarity with the goals and missions of the Company.

2. Awareness of the duties of a director.

3. Participation in the operation of the Company.

4. Management of internal relationship and communication.

5. Professionalism and continuing education of directors.

6. Internal control.

The criteria for evaluating the performance of functional committees should cover, at a minimum, the following five aspects:

1. Participation in the operation of the Company.

2. Awareness of the duties of the functional committee.

3. Improvement of quality of the functional committee's decision making.

4. Composition of the functional committee and election of its members.

5. Internal control.

The indexes of Board of Directors' performance evaluation shall be determined based on the operation and needs of the Company and suitable and appropriate for evaluations by the Company, subject to regular reviews and constructive comments of the remuneration committee.

Scoring criteria may be modified and adjusted based on the Company's needs.

Article 9 (Election of Board Members)

When electing or nominating members of the Board of Directors, the Company shall base its election on the results of Board of Directors' performance evaluation and shall base its determination of an individual director's remuneration on the results of his or her performance evaluation.

Article 10 (Method of Disclosure)

The performance evaluation regulations established by the Company shall be fully disclosed on the Market Observation Post System (MOPS) and the Company's website at all times, to be made available for consultation.

Article 11 (Enforcement)

The Regulation shall take effect after having been discussed and approved by the Board of Directors. Subsequent amendments thereto shall be effected in the same manner.

Version	Date of Implementation/Amendment	Type of Approval
1	2016/03/24	Approved by Board of Directors
2	2018/03/21	Approved by Board of Directors
3	2019/03/22	Approved by Board of Directors