



# 晶豪科技股份有限公司

Elite Semiconductor Microelectronics Technology Inc.

## Performance evaluation, implementation situation and evaluation results of the Board of Directors

### 1. External evaluation:

The "Rules for Performance Evaluation of Board of Directors" amended and approved by the Board of Directors on February 26, 2021, stipulates that the Company's Board of Directors shall conduct an external evaluation of the performance of the Board of Directors and its committees at least once every three years.

On February 2023, the Company commissioned the "Taiwan Institute of Ethical Business" to conduct an external evaluation of the performance of the Board of Directors and its committees (including the Audit Committee, Remuneration Committee, and Nomination Committee) for 2022 (the evaluation period was the entire year of 2022). The institute and its experts have no business transactions with the Company and are independent. They evaluated 4 major aspects, such as how the Board of Directors grasps the company's operational status, communicates with shareholders, manages corporate risks and crises, verifies the implementation of the company's internal control and audit system, evaluates the management of the corporate sustainable business operation and observes the operational efficiency of the company's Board of Directors. They conduct evaluations through questionnaires and on-site visits. The Taiwan Institute of Ethical Business issued the performance evaluation report on March 13, 2023, and the recommendations and expected implementation measures mentioned were presented to the Board of Directors on March 23, 2023. The relevant content of the overall assessment and measures are as follows:

#### I. Overall Evaluation of the Evaluation Report:

The institute assesses the following aspects separately: professional competencies, effectiveness of decision-making, internal control, and sustainable development:

Organization being evaluated	Evaluation scores
Board of Directors	All evaluated items received scores between 4 and 5.
Audit Committee	All evaluated items received scores between 4 and 5.
Remuneration Committee	All evaluated items received scores between 4 and 5.
Nominating Committee	All evaluated items received scores between 4 and 5.
Explanation of Rating Scale: 5 = Fully meets all criteria in all circumstances 4 = Meets most of the criteria/above average 3 = Sometimes meet/reach the average	

<p>2 = Occasionally meets/ below average  1 = Almost never met the criteria</p>
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II. Suggestions for Improvements:

Suggested items for improvements	Descriptions	Expected implementation measures
Increase the diversity of Board composition	It is recommended that the Nomination Committee of the evaluated company consider incorporating age and gender into the evaluation of director candidates in the future to promote a more diverse composition of the board members and facilitate the introduction of different values and perspectives.	It will be included as a reference for planning the next director's elections.
Strengthen the recording of directors' statements in the minutes of the Board of Directors meetings	To enable the Board of Directors to easily review past decision-making experiences, it is recommended to present essential points and record a summary of the directors' opinions and responses in the discussions during formal meetings to facilitate the application of past experiences to future decision-making.	If the essential points of the opinions and responses in the discussion among the directors are presented in the formal meeting, they should be summarized and recorded in a timely manner.
Survey the continuing education needs of the directors and continuously increase the diversity of the courses	To respond to industry trends and technological developments, the evaluated company may consider planning more continuing education courses related to the evaluated company's industry to increase the diversity of training courses for directors and continuously help the Board members to better understand the industry in which the evaluated company operates.	Conduct a survey of directors' needs as a reference for annual continuing education planning and scheduling.
Establish and strengthen risk assessment and control mechanisms and implement them	Evaluated companies may consider stipulating internal procedures for risk assessments, elevating risk assessment to the level of the Board of Directors, such as stipulating the role of the Audit Committee in supervising risk assessments and management, or establishing a Risk Management Committee to strengthen risk assessment and control mechanisms.	Incorporate the supervision and management of risk assessment as the competency of the Audit Committee.
Adjust the unit that accepts the reported cases and the regulations for	It is recommended that the evaluated company stipulate the regulations for handling reported cases, taking into account the independence of the	Strengthen the regulations for the acceptance and handling of reported

handling the reports	acceptance unit, and set up a dedicated email or hotline for whistleblowing and investigation and reporting procedures.	cases and related procedures according to the recommendations.
Increase the discussion of sustainable development issues in the Board meetings	When planning sustainable policies related to corporates in the future, the evaluated company may also pay attention to the latest international development trends besides complying with the policies promoted by Taiwan's competent authorities. For example, the Task Force on Climate-Related Financial Disclosures (TCFD) which has been recently implemented internationally is an area that the evaluated companies should pay attention to in terms of sustainability. Consideration may also be given to bringing in external consultants to diversify the perspective on corporate social responsibility, facilitate innovative thinking, and achieve corporate social responsibility goals while pursuing business profitability.	The issues related to sustainable development shall be reported to the Board of Directors according to the recommendations

2. Self-evaluation:

I. The "Rules for Performance Evaluation of Board of Directors" amended and approved by the Board of Directors on February 26, 2021, stipulates that the Company's Board of Directors shall conduct a self-evaluation of the performance of the Board of Directors and its committees once a year.

1. Performance Evaluation of the Board of Directors:2023.03.23 approved the resolution by the Board of Directors

Evaluation Cycle	Evaluation Period	Evaluation Scope	Evaluation Methods	Evaluation Content	Rating
Conducted Annually	From: Jan. 1, 2022 To: Dec. 31, 2022	Board of Directors	Internal self-evaluation for the Board of Directors	1. Level of participation in corporate operations. 2. Improving Board of Directors decision-making. 3. Composition and structure of the Board of Directors. 4. Elections and continuous training of the directors. 5. Internal control.	Superior

Performance Evaluation of the Board of Directors:2022.02.25 approved the resolution by the Board of Directors

Evaluation Cycle	Evaluation Period	Evaluation Scope	Evaluation Methods	Evaluation Content	Rating
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Conducted Annually	From: Jan. 1, 2021 To: Dec. 31, 2021	Board of Directors	Internal self-evaluation for the Board of Directors	1. Level of participation in corporate operations. 2. Improving Board of Directors decision-making. 3. Composition and structure of the Board of Directors. 4. Elections and continuous training of the directors. 5. Internal control.	Superior
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Performance Evaluation of the Board of Directors:2021.02.26 approved the resolution by the Board of Directors

Evaluation Cycle	Evaluation Period	Evaluation Scope	Evaluation Methods	Evaluation Content	Rating
Conducted Annually	From: Jan. 1, 2020 To: Dec. 31, 2020	Board of Directors	Internal self-evaluation for the Board of Directors	1. Level of participation in corporate operations. 2. Improving Board of Directors decision-making. 3. Composition and structure of the Board of Directors. 4. Elections and continuous training of the directors. 5. Internal control.	Superior

2. Performance evaluation (self and peer evaluation) of the board members:2023.03.23 approved the resolution by the Board of Directors

Evaluation Cycle	Evaluation Period	Evaluation Scope	Evaluation Methods	Evaluation Content	Rating
Conducted Annually	From: Jan. 1, 2022 To: Dec. 31, 2022	Members of Board of Directors	Internal self-assessment of board members	1. Knowledge of corporate objectives and mission. 2. Knowledge of the director's responsibilities. 3. Level of participation in corporate operations. 4. Internal relationships and communications. 5. Director of professionalism and continuous training. 6. Internal control.	Superior

2. Performance evaluation (self and peer evaluation) of the board members:2022.02.25 approved the resolution by the Board of Directors

Evaluation Cycle	Evaluation Period	Evaluation Scope	Evaluation Methods	Evaluation Content	Rating
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Conducted Annually	From: Jan. 1, 2021 To: Dec. 31, 2021	Members of Board of Directors	Internal self-assessment of board members	<ol style="list-style-type: none"> <li>1. Knowledge of corporate objectives and mission.</li> <li>2. Knowledge of the director's responsibilities.</li> <li>3. Level of participation in corporate operations.</li> <li>4. Internal relationships and communications.</li> <li>5. Director of professionalism and continuous training.</li> <li>6. Internal control.</li> </ol>	Superior
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2. Performance evaluation (self and peer evaluation) of the board members:2021.02.26 approved the resolution by the Board of Directors

Evaluation Cycle	Evaluation Period	Evaluation Scope	Evaluation Methods	Evaluation Content	Rating
Conducted Annually	From: Jan. 1, 2020 To: Dec. 31, 2020	Members of Board of Directors	Internal self-assessment of board members	<ol style="list-style-type: none"> <li>1. Knowledge of corporate objectives and mission.</li> <li>2. Knowledge of the director's responsibilities.</li> <li>3. Level of participation in corporate operations.</li> <li>4. Internal relationships and communications.</li> <li>5. Director of professionalism and continuous training.</li> <li>6. Internal control.</li> </ol>	Superior

II. Targets for strengthening the functions of the Board of Directors (e.g. establishment of the Audit Committee, enhancement of information transparency) and evaluation of the implementation: After the full re-election of directors and supervisors at the shareholders' meeting on June 13, 2019, the Company established the Audit Committee, convened by Mr. Chou, Shuang-Jen, an independent director, to replace the supervisor's function and strengthen the functions of the Board of Directors. The "Rules for Performance Evaluation of Board of Directors" amended and approved by the Board of Directors on February 26, 2021, stipulates that the Company's Board of Directors shall conduct a self-evaluation of the performance of the Board of Directors and its committees once a year.

1. Salary and Remuneration:2023.03.23 approved the resolution by the Board of Directors

Evaluation Cycle	Evaluation Period	Evaluation Scope	Evaluation Methods	Evaluation Content	Rating
Conducted Annually	From: Jan. 1, 2022 To: Dec.	Number of Members	Internal self-evaluation of	<ol style="list-style-type: none"> <li>1. Participation in the Company's operation</li> <li>2. Awareness of the duties of the functional committees</li> </ol>	Superior

	31, 2022		committee members	3. Improving the decision-making of the functional committees 4. Composition of the functional committees, and election and appointment of committee members	
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Salary and Remuneration:2022.02.25 approved the resolution by the Board of Directors

Evaluation Cycle	Evaluation Period	Evaluation Scope	Evaluation Methods	Evaluation Content	Rating
Conducted Annually	From: Jan. 1, 2021 To: Dec. 31, 2021	Number of Members	Internal self-evaluation of committee members	1. Participation in the Company's operation 2. Awareness of the duties of the functional committees 3. Improving the decision-making of the functional committees 4. Composition of the functional committees, and election and appointment of committee members	Superior

Salary and Remuneration:2021.02.26 approved the resolution by the Board of Directors

Evaluation Cycle	Evaluation Period	Evaluation Scope	Evaluation Methods	Evaluation Content	Rating
Conducted Annually	From: Jan. 1, 2020 To: Dec. 31, 2020	Number of Members	Internal self-evaluation of committee members	1. Participation in the Company's operation 2. Awareness of the duties of the functional committees 3. Improving the decision-making of the functional committees 4. Composition of the functional committees, and election and appointment of committee members	Superior

2. Audit Committee:2023.03.23 approved the resolution by the Board of Directors

Evaluation Cycle	Evaluation Period	Evaluation Scope	Evaluation Methods	Evaluation Content	Rating
Conducted Annually	From: Jan. 1, 2022 To: Dec. 31, 2022	Number of Members	Internal self-evaluation of committee	1. Participation in the Company's operation 2. Awareness of the duties of the functional committees	Superior

			members	3. Improving the decision-making of the functional committees 4. Composition of the functional committees, and election and appointment of committee members 5. Internal control	
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Audit Committee:2022.02.25 approved the resolution by the Board of Directors

Evaluation Cycle	Evaluation Period	Evaluation Scope	Evaluation Methods	Evaluation Content	Rating
Conducted Annually	From: Jan. 1, 2021 To: Dec. 31, 2021	Number of Members	Internal self-evaluation of committee members	1. Participation in the Company's operation 2. Awareness of the duties of the functional committees 3. Improving the decision-making of the functional committees 4. Composition of the functional committees, and election and appointment of committee members 5. Internal control	Superior

Audit Committee:2021.02.26 approved the resolution by the Board of Directors

Evaluation Cycle	Evaluation Period	Evaluation Scope	Evaluation Methods	Evaluation Content	Rating
Conducted Annually	From: Jan. 1, 2020 To: Dec. 31, 2020	Number of Members	Internal self-evaluation of committee members	1. Participation in the Company's operation 2. Awareness of the duties of the functional committees 3. Improving the decision-making of the functional committees 4. Composition of the functional committees, and election and appointment of committee members 5. Internal control	Superior

3. Nominating Committee:2023.03.23 approved the resolution by the Board of Directors

Evaluation Cycle	Evaluation Period	Evaluation Scope	Evaluation Methods	Evaluation Content	Rating
Conducted	From: Jan.	Number of	Internal	1. Participation in the Company's	Superior

Annually	1, 2022 To: Dec. 31, 2022	Members	self-evaluation of committee members	<ul style="list-style-type: none"> <li>operation</li> <li>2. Awareness of the duties of the functional committees</li> <li>3. Improving the decision-making of the functional committees</li> <li>4. Composition of the functional committees, and election and appointment of committee members</li> <li>5. Internal control</li> </ul>	
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Nominating Committee:2022.02.25 approved the resolution by the Board of Directors

Evaluation Cycle	Evaluation Period	Evaluation Scope	Evaluation Methods	Evaluation Content	Rating
Conducted Annually	From: Jan. 1, 2021 To: Dec. 31, 2021	Number of Members	Internal self-evaluation of committee members	<ul style="list-style-type: none"> <li>1. Participation in the Company's operation</li> <li>2. Awareness of the duties of the functional committees</li> <li>3. Improving the decision-making of the functional committees</li> <li>4. Composition of the functional committees, and election and appointment of committee members</li> <li>5. Internal control</li> </ul>	Superior