



晶豪科技股份有限公司

Elite Semiconductor Microelectronics Technology Inc.

Composition, duties, and implementation of the Remuneration Committee:

I. Information regarding the members of the Remuneration Committee:

Title	Qualification Name	Professional background and experience	Independence status	Number of other public companies where the individual concurrently serves as an independent director
Convener and Independent Director	Cheng-Yan Chien	Possesses five or more years of work experience required for the Company's business; graduated from Master in business, Emory University, U.S.A.; once worked as the Vice President, Taipei Branch of Chase Bank, U.S.A., Assistant Manager, Vate Technology, Co., Ltd., President, Anfu Financial Technology, Co., Ltd., Independent Director, Eon Silicon Solution Inc.	(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 of one percent or more of the total number of issued 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 third degree of kinship of a managerial officer under subparagraph 1 or any of the persons in the preceding two subparagraphs. (5) Not a director, supervisor, or employee of a corporate shareholder that directly holds five percent or more of the total number of issued shares of the company, or that ranks among the top five in shareholdings, or that designates its representative to serve as a director or supervisor of the company under Article 27, paragraph 1 or 2 of the Company Law.	-
Independent Director Member	William W. Shen	Possesses five or more years of work experience required for the Company's business; Graduated with Ph.D. in Accounting from Purdue University and is currently a professor at the Department of Finance and Taxation of the National Taichung University of Science and Technology.	(6) If a majority of the company's director seats or voting shares and those of any other company are controlled by the same person: not a director, supervisor, or employee of that other company. (7) If the chairman, general manager, or person holding an equivalent position of the company and a person in any of those positions at another company or institution are the same person or are spouses: not a director (or governor), supervisor, or employee of that other company or institution.	3
Independent Director Member	Tai-Haur Kuo	Possesses five or more years of work experience required for the Company's business; Graduated with Ph.D. in Electrical Engineering from the	(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. (9) Not a professional individual who, or an owner, partner, director, supervisor, or officer	-

		University of Maryland and is currently a professor at the Department of Electrical Engineering of National Cheng Kung University.	of a sole proprietorship, partnership, company, or institution that, provides auditing services to the company or any affiliate of the company, or that provides commercial, legal, financial, accounting or related services to the company or any affiliate of the company for which the provider in the past 2 years has received cumulative compensation, or a spouse thereof.	
Independent Director Member	Bing-Yue Tsui	Possesses five or more years of work experience required for the Company's business; Graduated with Ph.D. from and currently a professor at the Institute of Electronics of National Yang Ming Chiao Tung University.	(10)Not having a marital relationship, or a relative within the second degree of kinship to any other director of the Company.	-

II. Scope of Responsibilities of the Remuneration Committee:

1. Periodically review this Charter and make recommendations for amendments.
2. Establish and regularly review the annual and long-term performance targets and remuneration policies, systems, standards, and structures of the Directors, and managers.
3. Regularly evaluate the performance targets of the Directors, and managers of the Company, and establish the content and amount of their remuneration.

III. Attendance of Members at Remuneration Committee Meetings

- (1) The Remuneration Committee of the Company is consist of four members.
- (2) Term of office: June 24, 2022 to June 14, 2025. A total of 3 meetings (A) were conducted by the Remuneration Committee in the most recent financial year, where the qualifications and attendance of the members are as follows:

Title	Name	Attendance Count (B)	By Proxy	Rate of Actual Attendance (%) (B/A)	Remarks
Convener	Cheng-Yan Chien	3	-	100%	
Member	William W. Shen	3	-	100%	
Member	Tai-Haur Kuo	3		100%	
Member	Bing-Yue Tsui	3	-	100%	

Other matters:

- I. If the Board of Directors does not adopt or wishes to amend the proposals of the Remuneration Committee, please state the date and session of the meeting of the Board of Directors, proposals, resolutions from the Board of Directors, and handling of the Remuneration Committee's opinions (such as the difference between the salary and remuneration approved by the Board of Directors and those proposed by the Remuneration Committee and the reason therefore): None.
- II. If the resolutions to which the members of the Remuneration Committee have an objection or reservation are recorded or written, please state the date and session of the meeting of the Remuneration Committee, proposals, opinions of the members, and handling of the opinions: None.

III. Remuneration Committee meeting and resolution results and the Company's handling of members' opinions in the most recent year:

2023

Remuneration Committee	Resolution content and results
3rd meeting of the 5th session 2023.3.23	Report on the Performance Evaluation of the Board of Directors and its Subsidiary Committees for 2022.
	<p>Remuneration Committee Opinion:</p> <ol style="list-style-type: none"> 1. Director Bing-Yue Tsui discussed the proposed adjustments to the acceptance and handling of complaint cases in the external evaluation report, specifically the method for acceptance of anonymous grievances. Director Cheng-Yan Chien shared his past experience and suggested that in order to prevent false accusations and potential defamation against the accused, it is recommended that the contact information of the complainant be collected for all complaints. Otherwise, the complaints should not be accepted. 2. After our discussion, we request the Company to prioritize the review and handling of anonymous whistleblower cases. It is important that these cases are based on factual and verifiable information, in accordance with the requirements of the competent authority. Additionally, we urge the Company to make every effort to obtain the contact information of the whistleblower. This will facilitate an effective investigation of the incident and provide us with the necessary understanding of the situation, ultimately boosting the credibility of the whistleblower. <p>Resolution results: Approved without objection by the Chairman upon consultation with all the Directors present. The Company's actions in response to the opinions of the Remuneration Committee: Submitted to the Board of Directors for approval by all the directors in attendance.</p>
4th meeting of the 5th session 2023.4.27	<ol style="list-style-type: none"> 1. Proposal on Company's salary adjustment and bonus distribution for Chairman Hsing-Hai Chen. 2. The adjustment of Company managers' salary for 2023. 3. Distribution of 2022 employees' compensation and bonus paid to managerial officers. 4. The Company's Directors remuneration distribution for FY2022 <p>Remuneration Committee Opinion: No objections or qualified opinion. Resolution results: The case (1,2) was Approved without objection by the Chairman upon consultation with all the Directors present. In the case (3), except for the members: Ming-Chien Chang and J Shu-Hui Feng, who did not participate in the discussion and recused themselves from voting for the interested parties, the remaining members passed the case without any disagreement. In the case (4), except for the members: Ming-Chien Chang, Cheng-Yan Chien, William W. Shen, Bing-Yue Tsui and Tai-Haur Kuo who did not participate in the discussion and recused themselves from voting for the interested parties, Among them, regarding Chairman Cheng-Yan Chien, upon his recusal, William W. Shen was appointed as the acting chairman to preside over the meeting. After the relevant individual members had been recused, the Chairman consulted with the members present, who voted in favor of the resolution without any dissenting opinions. The Company's actions in response to the opinions of the Remuneration Committee: Submitted to the Board of Directors for approval by all the directors in attendance.</p>
5th meeting of the 5th session 2023.12.28	<ol style="list-style-type: none"> 1. Proposed Compensation Proposal for the Appointment of a Financial Director and Accounting Director by the Company. 2. Proposal of the annual plan of the Company's Remuneration Committee for 2024. <p>Remuneration Committee Opinion: No objections or qualified opinion. Resolution results: Approved without objection by the Chairman upon consultation with all the Directors present. The Company's actions in response to the opinions of the Remuneration Committee: Submitted to the Board of Directors for approval by all the directors in attendance.</p>

2019~2022

Remuneration Committee	Resolution content and results
1st meeting of the 4th session 2019.8.12	<p>1. Adjustment of salaries of the Company's managerial officers for 2019. 2. Distribution of 2018 directors' and supervisors' remuneration 3. Distribution of 2018 employees' compensation and bonus paid to managerial officers.</p> <p>Audit Committee Opinion: No objections or qualified opinion. Resolution results: Except for proposal 2. Members Shan-Jen Chow, Tsin-Fu Jiang and Cheng-Yan Chien are stakeholders (independent directors) of the proposal, they recused themselves individually and the proposal was discussed and approved by other members. The rest were approved without objection by the Chairman upon consultation with all the Directors present. The Company's response to the opinions of the Audit Committee: Submitted to the Board meeting and approved by all the Directors present.</p>
2nd meeting of the 4th session 2019.11.12	<p>Proposal of the annual plan of the Company's Remuneration Committee for 2020.</p> <p>Audit Committee Opinion: No objections or qualified opinion. Resolution results: Approved without objection by the Chairman upon consultation with all the Directors present. The Company's actions in response to the opinions of the Audit Committee: Not applicable.</p>
3st meeting of the 4th session 2020.8.11	<p>1. Adjustment of salaries of the Company's managerial officers for 2020. 2. Distribution of 2019 directors' and supervisors' remuneration 3. Distribution of 2019 employees' compensation and bonus paid to managerial officers.</p> <p>Audit Committee Opinion: No objections or qualified opinion. Resolution results: Except for proposal 2. Members Shan-Jen Chow, Tsin-Fu Jiang and Cheng-Yan Chien are stakeholders (independent directors) of the proposal, they recused themselves individually and the proposal was discussed and approved by other members. The rest were approved without objection by the Chairman upon consultation with all the Directors present. The Company's response to the opinions of the Audit Committee: Submitted to the Board meeting and approved by all the Directors present.</p>
4nd meeting of the 4th session 2020.12.23	<p>Proposal of the annual plan of the Company's Remuneration Committee for 2021.</p> <p>Audit Committee Opinion: No objections or qualified opinion. Resolution results: Approved without objection by the Chairman upon consultation with all the Directors present. The Company's actions in response to the opinions of the Audit Committee: Not applicable.</p>
5st meeting of the 4th session 2021.02.26	<p>1. Amended the Company's "Regulations Governing Self-Appraisal or Peer Appraisal by the Board of Directors"</p> <p>Remuneration Committee Opinion: No objections or qualified opinion. Resolution results: Approved without objection by the Chairman upon consultation with all the Directors present. The Company's actions in response to the opinions of the Remuneration Committee: Submitted to the Board of Directors for approval by all the directors in attendance.</p>
6nd meeting of the 4th session 2021.05.06	<p>1. Approved the resolution of the managers' bonus.</p> <p>Remuneration Committee Opinion: No objections or qualified opinion. Resolution results: Approved without objection by the Chairman upon consultation with all the Directors present. The Company's actions in response to the opinions of the Remuneration Committee: Not applicable.</p>
7st meeting of the 4th session 2021.06.16	<p>1. Approved the salary of Corporate Governance Officer.</p> <p>Remuneration Committee Opinion: No objections or qualified opinion. Resolution results: Approved without objection by the Chairman upon consultation with all the Directors present. The Company's actions in response to the opinions of the Remuneration Committee: Submitted to the Board of Directors for approval by all the directors in attendance.</p>
8st meeting of the 4th session 2021.07.30	<p>1. Approved the resolution of the managers' bonus on July 12, 2021.. 2. The managers' salary adjustment of the Company in FY2021 3. The Company's Directors remuneration distribution for FY2020 4. The managers' and employees' salaries and bonus of the Company for FY2020. 5. The Chairman of the Board' Hsing-Hai Chen' salary adjustment and special bonus of</p>

	<p>the Company.</p> <p>6. Amendment to the Remuneration Valuation Scheme for Directors and Managers of the Company.</p> <p>Remuneration Committee Opinion: No objections or qualified opinion. Resolution results: Approved without objection by the Chairman upon consultation with all the Directors present. The Company's actions in response to the opinions of the Remuneration Committee: Submitted to the Board of Directors for approval by all the directors in attendance.</p>
9st meeting of the 4th session 2021.12.02	<p>1. Approved the resolution of the managers' bonus on OCT 15, 2021.</p> <p>2. Proposal of the annual plan of the Company's Remuneration Committee for 2022.</p> <p>Remuneration Committee Opinion: No objections or qualified opinion. Resolution results: Approved without objection by the Chairman upon consultation with all the Directors present. The Company's actions in response to the opinions of the Remuneration Committee: Submitted to the Board of Directors for approval by all the directors in attendance.</p>
10st meeting of the 4th session 2022.2.25	<p>Reports:</p> <p>Report on the results of the evaluation of the performance of the Board of Directors and its committees for 2021.</p>
11st meeting of the 4th session 2022.4.28	<p>1. The Company's Directors remuneration distribution for FY2021.</p> <p>2. Distribution of 2021 employees' compensation and bonus paid to managerial officers.</p> <p>Remuneration Committee Opinion: No objections or qualified opinion. Resolution results: In the case (1), except for the members: Shuang-Jen, Chou, Tsin-Fu Jiang and Jeng-Yang, Jian, who did not participate in the discussion and recused themselves from voting for the interested parties, the remaining members passed the case without any disagreement. The case (2) was Approved without objection by the Chairman upon consultation with all the Directors present. The Company's actions in response to the opinions of the Remuneration Committee: Submitted to the Board of Directors for approval by all the directors in attendance.</p>
1nd meeting of the 5th session 2022.7.29	<p>1. The adjustment of Company independent directors' salary. °</p> <p>2. The adjustment of Company managers' salary for 2022. °</p> <p>3. The Company proposed the compensation and qualifications for appointing managers and distribution of annual employee compensation and bonus. °</p> <p>Remuneration Committee Opinion: No objections or qualified opinion. Resolution results: In the case (1), except for the members: Cheng-Yan Chien, William W. Shen, Tai-Haur Kuo and Bing-Yue Tsui who did not participate in the discussion and recused themselves from voting for the interested parties, Among them, regarding Chairman Cheng-Yan Chien, upon his recusal, William W. Shen was appointed as the acting chairman to preside over the meeting. After the relevant individual members had been recused, the Chairman consulted with the members present, who voted in favor of the resolution without any dissenting opinions. The case (2,3) was Approved without objection by the Chairman upon consultation with all the Directors present. The Company's actions in response to the opinions of the Remuneration Committee: Submitted to the Board of Directors for approval by all the directors in attendance.</p>
2st meeting of the 5th session 2022.12.15	<p>1. Proposal of the annual plan of the Company's Remuneration Committee for 2023.</p> <p>Remuneration Committee Opinion: No objections or qualified opinion. Resolution results: Approved without objection by the Chairman upon consultation with all the Directors present. The Company's actions in response to the opinions of the Remuneration Committee: Submitted to the Board of Directors for approval by all the directors in attendance.</p>