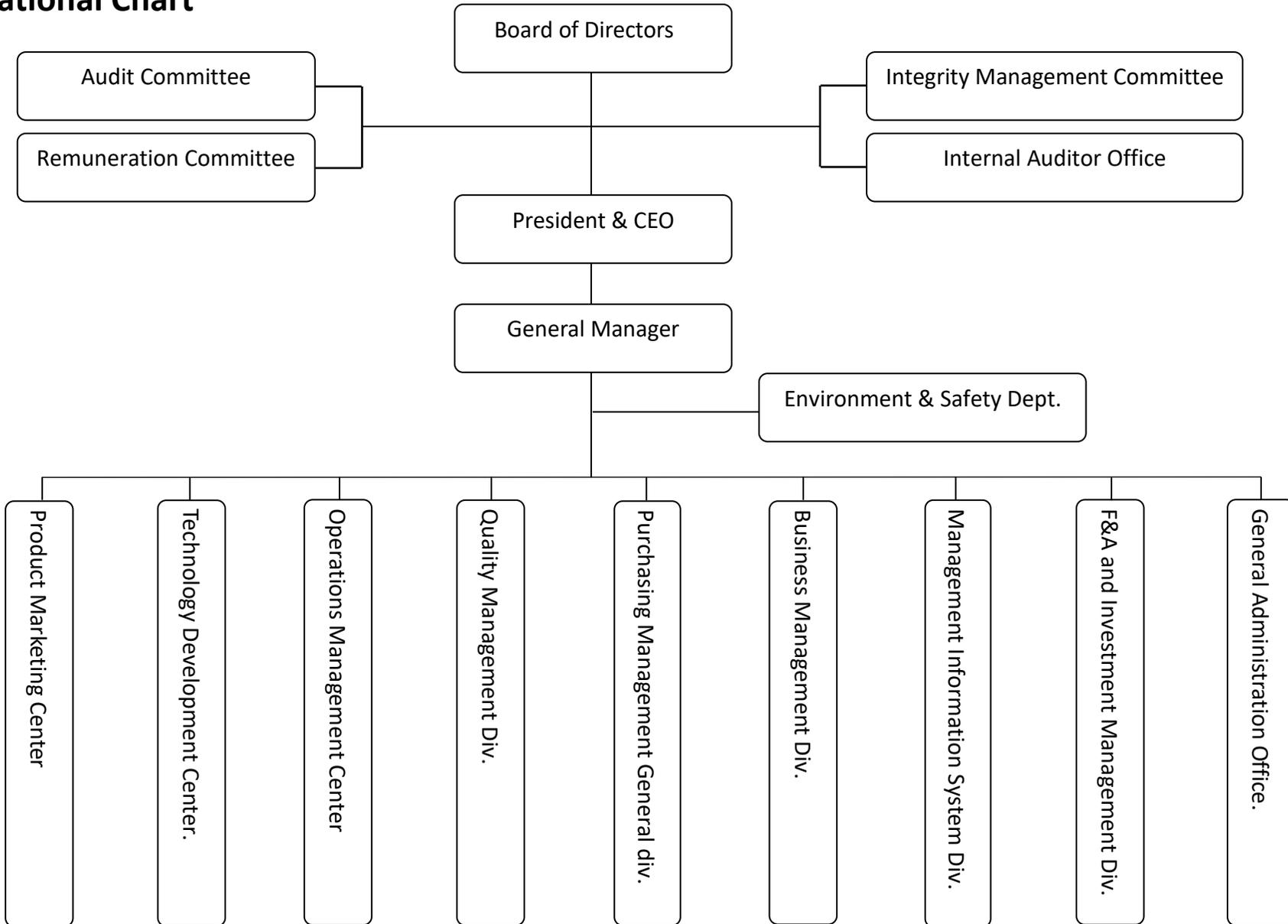




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## Organizational Chart



## **Board of Directors**

### **The organization of the board of directors.**

The company's articles stipulate that the Board of Directors shall consist of five to nine members with a term of three years, eligible for consecutive re-elections. Among the board members, there must be at least three independent directors, not less than one third of the total number of board seats. The 11th Board of Directors comprises seven members, including four independent directors, all of whom possess extensive industry experience, financial expertise, or relevant backgrounds required for corporate operations. One director on the board also serves as a company executive, with employee directors accounting for 14% and independent directors for 57% of the total composition. The representation of female directors stands at 29%.

### **The responsibilities and powers of the board of directors.**

The powers of the board of directors of this company are as follows:

1. The company's operating plan.
2. Annual financial statements signed or sealed by the chairman, managers, and chief accountants, as well as the second quarter financial statements that require verification by auditors.
3. Establishment or amendment of internal control systems in accordance with Article 14-1 of the Securities and Exchange Act, and assessment of the effectiveness of internal control systems.
4. Establishment or amendment, in compliance with Article 36-1 of the Securities and Exchange Act, of procedures for significant financial transactions involving acquisition or disposal of assets, derivative transactions, lending funds to others, endorsing for others, or providing guarantees.
5. Fundraising, issuance, or private placement of equity securities.
6. Evaluation of managers' performance and remuneration standards.
7. Compensation structure and system for directors.
8. Matters involving directors' own conflicts of interest.
9. Significant asset or derivative transactions.
10. Significant lending of funds, endorsements, or guarantees.
11. Appointment, dismissal, or remuneration of auditing accountants.
12. Appointment or dismissal of the chairman.
13. Appointment or dismissal of financial, accounting, or internal audit executives.
14. Donations to related parties or significant donations to unrelated parties. However, in the case of urgent charitable donations due to significant natural disasters, approval may be sought at the next board meeting.
15. Matters required to be approved by the shareholders' meeting, the board of directors, or competent authorities as stipulated by laws, regulations, or the company's articles, in accordance with Article 14-3 of the Securities and Exchange Act.

## Director Profiles

Job title	Nationality or place of registration	Name	Gender, age	Date of election / appointment to current term	Principal work experience and academic qualifications	Positions held concurrently in the company and/or in any other company	Note
Chairman	ROC	Fang, Jung-Hsi	M 51~60	2025.06.19	<p>Master, Dept. of Materials Science and Engineering, National Tsing Hua University</p> <p>Sales Dept. Head of Allied Material Technology Corp.</p> <p>Dept. head, Innolux Corp</p> <p>General Manager, Advanced Optoelectronic Technology(AOT)</p>	<p>Chairman, Asphetek Solution</p> <p>Director, Advanced ptoelectronic Technology Holding LTD</p> <p>Director, AOT Holding LTD</p> <p>Director, Elux, Inc.</p> <p>Chairman, Chi-Yu Investment Industrial Co., Ltd</p> <p>Director, Epileds Technologies</p> <p>CEO, OBE Integrated Tech Co., Ltd.</p>	
Director	ROC	Chuang, Hong-Jen	M 71~80	2025.06.19	<p>Master, Dept. of Accounting, Soochow University</p> <p>Chairman, Innolux Corp.</p> <p>Chairman, Advanced Optoelectronic Technology</p> <p>Chairman, GIS Holding LTD</p>	<p>Director, eChem Solutions Corp.</p> <p>Director, OBE Integrated Tech Co., Ltd.</p>	

Job title	Nationality or place of registration	Name	Gender, age	Date of election / appointment to current term	Principal work experience and academic qualifications	Positions held concurrently in the company and/or in any other company	Note
Director	ROC	Chang, Deng-Kai	M 51~60	2025.06.19	Master, Dept. of Business Management, Daito Bunka University, Japan Dept head of CEO office , Chi Mei Optoelectronics Corp.	Chairman & General Manager , Century Technology (Shen Zhen) LTD	
Independent Director	ROC	Liu, Shi-Heh	M 61~70	2025.06.19	Master, Dept. of Finance, National Taiwan University Bureau of Foreign Trade, Ministry of Economic Affairs Specialist, TSEC VP of Sales, Fubon Securities Co., President, Unicon Optical Co., President, Empire Vision Optical , Director, Generalplus Technology Inc.		
Independent Director	ROC	Yang, Chia-Wen	F 51~60	2025.06.19	Bachelor of Law, National Chung Hsing University Vice President of Legal Department, Standard Chartered Bank Deputy Head of Legal Division, Innolux Corp.	Chief Executive Officer of Wenwin Law office	
Independent Director	ROC	Charles W. Tu	M 71~80	2025.06.19	Ph.D. of Engineering and Applied Science, Yale University Researcher of AT&T Bell Labs Dean of Dept. Electrical & Computer Engineering, UCSD VC, College of Engineering, UCSD	Honorary Professor, Dept of Electrical & Computer Engineering, UCSD Yushan scholar of National Chung Hsing University	

Job title	Nationality or place of registration	Name	Gender, age	Date of election / appointment to current term	Principal work experience and academic qualifications	Positions held concurrently in the company and/or in any other company	Note
Independent Director	ROC	Wang, Shu-Lan	F 61~70	2025.06.19	Master of Business Administration, California Miramar University. Special Assistant to Chairperson, Sunplus Technology Co., Ltd.	Director, Sunplus mMedia Inc. Director, Jumplux Technology Supervisor, Shanghai Sunplus Technology Co., Ltd. Director, Beijing Sunplus-Ehue Technology Co., Ltd. Supervisor, Sunplus Prof-tek Technology (Shenzhen) Co., Supervisor, Sunmedia Tech. Supervisor, Chongqing Shuangxin Technology Co., Ltd.	

## Board Functioning

The term of office for the 10th Board of Directors is from June 29, 2022 to June 28, 2025. As of December 31, 2024, there have been 14 meetings held, with the following attendance record of the directors.

Title	Name	Represented legal entity name.	Attendance in Person (B)	By Proxy	Number of attendances (A) required.	Attendance Rate (%) (B/A)	Remarks
Chairman	Fang, Jung-Hsi		14	0	14	100	
Director	Chuang, Hong-Jen		13	1	14	92.9	
Director	Chang, Deng-Kai		11	0	14	78.6	
Independent Director	Liu, Shi-Heh		14	0	14	100	
Independent Director	Yu, Hsiang-Tun		14	0	14	100	
Independent Director	Charles W. Tu		13	0	14	92.9	
Independent Director	Wang, Shu-Lan		14	0	14	100	

## Functional Committees

### ▲ Audit Committee

#### Organization of the Audit Committee

The Audit Committee of our company is composed of all independent directors. The current members include Liu, Shi-Heh, Independent Director; Yang, Chia-Wen, Independent Director; Charles W. Tu, Independent Director; and Wang, Shu-Lan, Independent Director.

#### Responsibilities of the Audit Committee

The responsibilities of the committee of our company are as follows:

The committee assumes the powers of a supervisor, with the following responsibilities:

1. Establishing or amending internal control systems in accordance with Article 14-1 of the Securities and Exchange Act.
2. Assessing the effectiveness of internal control systems.
3. Establishing or amending procedures for the acquisition or disposal of assets, engaging in derivative transactions, lending funds to others, endorsing for others, or providing guarantees for significant financial transactions in accordance with Article 36-1 of the Securities and Exchange Act.
4. Matters involving conflicts of interest of directors themselves.
5. Significant asset or derivative transactions.
6. Significant loans of funds, endorsements, or guarantees.
7. Fundraising, issuance, or private placement of equity securities.
8. Appointment, dismissal, or compensation of certifying accountants.
9. Appointment or dismissal of financial, accounting, or internal audit supervisors.
10. Annual financial reports signed or stamped by the Chairman, managerial personnel, and accounting supervisors, and the second quarterly financial report that requires certification by accountants.
11. Business reports and proposals for profit distribution or loss compensation.
12. Other significant matters as stipulated by the company or competent authorities.

#### Audit Committee Operations

4th Term Committee Members: From June 29, 2022 to June 28, 2025, as of December 31, 2024, the committee has held 13 meetings. The attendance record of committee members is as follows:

Title	Name	Attendance in Person (B)	By Proxy	Number of attendances (A) required.	Attendance Rate (%) (B/A)	Remarks
Independent Director	Liu, Shi-Heh	13	0	13	100	Convener
Independent Director	Yu, Hsiang-Tun	13	0	13	100	
Independent Director	Charles W. Tu	11	2	13	85	
Independent Director	Wang, Shu-Lan	13	0	13	100	

Resolution :

Date	Period	Proposal contents	Independent directors opinion, opinion with reservations or significant recommendation	Resolutions of the Audit Committee	The Company's actions in response to the opinions of the Audit Committee
2024.03.12	The 4th meeting of the 9rd Committee	<ul style="list-style-type: none"> <li>● The Company's Internal Control Statement for the Year 2023.</li> <li>● The Company's Consolidated and Standalone Financial Statements for the Year 2023.</li> <li>● Engagement of the current CPA firm, PricewaterhouseCoopers Taiwan, to continue serving as the Company's attesting CPAs.</li> <li>● Signing of a derivative financial instrument transaction agreement with banks in the second quarter of 2024.</li> <li>● Amendment to the Company's "Procedures for Acquisition or Disposal of Assets."</li> <li>● Amendment to the Company's "Regulations for Board Performance Evaluation."</li> </ul>	None	Approved by all the members of the Audit Committee	None
2024.05.09	The 4th meeting of the 10th Committee	<ul style="list-style-type: none"> <li>● Approved the Company's Consolidated Financial Report for the First Quarter of 2024.</li> <li>● Entered into a derivative financial instrument transaction agreement with banks in the Third Quarter of 2024.</li> <li>● Amended the Company's "Rules of Procedure for Board Meetings."</li> <li>● Amended the Company's "Audit Committee Charter."</li> </ul>	None	Approved by all the members of the Audit Committee	None
2024.08.12	The 4th meeting of the 11th Committee	<ul style="list-style-type: none"> <li>● Approved the Company's Consolidated Financial Report for the Second Quarter of 2024.</li> <li>● Entered into a derivative financial instrument transaction agreement with banks in the Fourth Quarter of 2024.</li> <li>● Established the Company's "Sustainability Committee Charter."</li> <li>● Established the Company's "Procedures for the Preparation and Verification of the Sustainability Report."</li> </ul>	None	Approved by all the members of the Audit Committee	None
2024.11.07	The 4th meeting of the 12th Committee	<ul style="list-style-type: none"> <li>● Approved the Company's Consolidated Financial Report for the Third Quarter of 2024.</li> <li>● Entered into a derivative financial instrument transaction agreement</li> </ul>	None	Approved by all the members of the Audit Committee	None

Date	Period	Proposal contents	Independent directors opinion, opinion with reservations or significant recommendation	Resolutions of the Audit Committee	The Company's actions in response to the opinions of the Audit Committee
		with banks in the First Quarter of 2025. ● Amended the Company's "Audit Committee Charter."			
2024.12.20	The 4rd meeting of the 13th Committee	● The Internal Audit Plan for the Year 2025. ● Established the Company's "Internal Control System for Sustainability Information."	None	Approved by all the members of the Audit Committee	None

### ▲ Remuneration Committee

#### Organization of Remuneration Committee

The "Regulations of the Remuneration Committee Organization" of the company stipulate that the committee shall consist of three members, appointed by the Board of Directors, one of whom shall act as the convenor. The current members are Liu, Shi-Heh, Independent Director, Yang, Chia-Wen, Independent Director, and Charles W. Tu, Independent Director. For brief profiles of the members, please refer to page 4.

#### Responsibilities of the Compensation Committee

The function of this committee is to evaluate the salary and compensation policies and systems for the directors and executives of this company from a professional and objective standpoint. It provides recommendations to the Board of Directors for their consideration in decision-making.

The committee shall exercise due care of a good manager to faithfully fulfill the following duties and submit the proposed recommendations for discussion by the Board of Directors:

1. Establish and periodically review the annual and long-term performance goals of directors and executives of the company, as well as the policies, systems, standards, and structure of salary and compensation.
2. Regularly assess the achievement of performance goals by the directors and executives of the company and define the content and amounts of their individual salary and compensation.

When performing the above duties, the committee shall adhere to the following principles:

1. Ensure that the company's salary and compensation arrangements comply with relevant laws and are sufficient to attract top talent.
2. Performance assessments and salary compensation for directors and executives should be based on industry norms, taking into account factors such as the time invested, responsibilities held, achievement of personal goals, performance in other positions, compensation provided to individuals in similar positions in recent years, as well as individual performance evaluation based on the company's short-term and long-term business objectives, financial condition, operational performance, and future risk considerations.
3. Should not guide directors and executives to engage in behaviors that exceed the company's risk tolerance in pursuit of salary and compensation.

4. The proportion of short-term performance rewards to be granted to directors and senior executives, as well as the timing of partial variable compensation payments, should be determined considering industry characteristics and the nature of the company's operations.
5. Committee members shall not partake in discussions or vote on decisions related to their personal salary and compensation arrangements.

### Operation of the Remuneration Committee

5th term of committee members: June 29, 2022 year to June 28, 2025 year. As of December 31, 2024 year, in the most recent year, the committee has held 6 meetings. The attendance of committee members is as follows:

Title	Name	Attendance in Person (B)	By Proxy	Number of attendances (A) required.	Attendance Rate (%) (B/A)	Remarks
Independent Director	Liu, Shi-Heh	6	0	6	100	Convener
Independent Director	Yu, Hsiang-Tun	6	0	6	100	
Independent Director	Charles W. Tu	6	0	6	100	

Resolution :

Date of Meeting	Term	Contents of the motions	Opinions of all members	Company's response to members' opinions	Result of the resolution
2024.03.12	The 5th meeting of the 5th committee	<ul style="list-style-type: none"> <li>● Explanation of the Policies, Systems, Standards, and Structure for Performance Evaluation and Compensation of the Company's Directors and Managers</li> </ul>	None	None	Approved by all the members of the committee