



# Sonix Technology Co., Ltd.

## Board of Directors

The Company shall have seven to nine directors, who shall serve for a term of three years and shall be eligible for re-election. The total number of shares held by all directors of the Company shall be in accordance with the Company Act and the regulations of the relevant competent authorities. In accordance with the Securities and Exchange Act, the number of independent directors shall not be less than three and shall not be less than one-fifth of the number of directorships.

The Company adopts a candidate nomination system for the election of directors, and the nomination of candidates is addressed in accordance with Article 192-1 of the Company Act. The professional qualifications, shareholdings, restrictions on concurrent positions, nomination and election of independent directors and other matters to be followed shall be in accordance with the relevant provisions of the Company Act and the Securities and Exchange Act. Independent directors and non-independent directors should be elected together, but their respective elected numbers shall be calculated separately.

**The Company elected nine Board of Directors at the Annual Shareholders' Meeting on June 19, 2024. The election results are as follows:**

Title	Name	Education 、 Experience
Director	Mr. James Pao	Education : M.S. Electronics Engineering, National Chao Tung University Experience : Chairman of Sonix Technology Co., Ltd.
Director	Mr. Samuel Chen	Education : B.S. Chemical Engineering, National Tsing Hua University Experience : Chairman of Sonix Technology Co., Ltd.
Director	Mr. Chan Yee Hsiung	Education : Institute of Electrical Engineering, New Jersey Institute of Technology Experience : CTO of Sonix Technology Co., Ltd.
Director	Mr. Daniel Pan	Education : B.B.A. Statistics, National Chung Hsing University College of Law and Commerce Experience : CSO of Sonix Technology Co., Ltd.
Director	Mr. Chris Ko	Education : M.B.A University Of South Australia Experience : CEO of Sonix Technology Co., Ltd.
Director	Mr. Ching Hui Kuo	Education : B.B.A., Accounting, Soochow University Experience : Director of Sonix Technology Co., Ltd.

Title	Name	Education 、 Experience
Independent Director	Mr. Tsai Kao Chung	Education : M.A. Institute of Economics, Soochow University Experience : CEO of Best Yield Management and Consulting Corporation
Independent Director	Mr. Shen Mao Tien	Education : B.S.Civil Engineering, Tamkang University Experience : Director and VP of Taiwan Mask Corp.
Independent Director	Ms. Chiang Tsai Lin	Education : Department of Accounting, Chung Yuan Christian University Experience : CFO of Chinese Gamer International Corp.

### **Diversity and Independence of the Board of Directors:**

The company's "Corporate Governance Practice Principles" stipulates that the composition of the board of directors should consider diversity, and formulate appropriate diversification policies for operations, business models and development needs.

The board of directors should have the following abilities:

- Ability to make operational judgments
- Ability to perform accounting and financial analysis
- Ability to conduct management administration
- Ability to conduct crisis management
- Knowledge of the industry
- International market perspective
- Ability to lead
- Ability to make policy decisions

The specific management goal of the diversity policy of the board of directors of the company is that the board of directors should have at least five directors in each of the above-mentioned eight capabilities, and individual directors should have at least five of the above-mentioned eight capabilities. The company has achieved this management goals.

### **Implementation of Diversification:**

The education experience of each director of the company is obviously helpful to the company's operation, which is in line with the company's policy of diversification of the composition of the board of directors. Each director has the professional background required for business execution, including accounting, industry, finance, marketing, research and development, technology, in terms of business management, professional skills and industry experience, etc., the implementation of the policy of diversifying the composition of the board of directors is sufficient to enhance the function of the board of directors.

The members of the board of directors include electronic engineering, accounting and finance and other related professional backgrounds. The relevant experience includes semiconductor and investment professional fields (James Pao, Samuel Chen, Chan Yee Hsiung and Mao Tien Shen ), product application market professional field (Daniel Pan and Chris Ko), and have professional fields in accounting, finance and securities market (Ching Hui Kuo , Kao Chung Tsai and Tsai Lin Chiang).



**The reason why the proportion of seats of either gender on the company's board of directors is less than one-third:**

The company is concerned about the gender diversity and equality of directors. When the board of directors was elected in 2024, it promoted measures in accordance with the " Sustainable Development Roadmap " and implemented the appointment of at least one director of a different gender, which was in line with the relevant laws and regulations at the time. However, it still did not reach one-third due to the characteristics of the company's industry. Most of the directors with practical experience in semiconductor industry management are men.

**Measures to improve the gender diversity of directors:**

The company will continue to promote gender equality on the board of directors in the future and will actively seek female directors to improve corporate governance effectiveness and implement the policy of diversification of board members.

Director	Gender	Employee Identity	Age	Ability to make operational judgments	Ability to perform accounting and financial analysis	Ability to conduct management administration	Ability to conduct crisis management	Knowledge of the industry	International market perspective	Ability to lead	Ability to make policy decisions
James Pao	male	-	61-70	✓	-	✓	✓	✓	✓	✓	✓
Samuel Chen	male	-	71-80	✓	-	✓	✓	✓	✓	✓	✓
Chan Yee Hsiung	male	✓	61-70	✓	-	✓	✓	✓	✓	✓	✓
Daniel Pan	male	✓	61-70	✓	-	✓	✓	✓	✓	✓	✓
Chris Ko	male	✓	51-60	✓	-	✓	✓	✓	✓	✓	✓
Ching Hui Kuo	male	-	61-70	✓	✓	✓	✓	-	✓	✓	✓

Independent Director	Gender	Employee Identity	Age	Ability to make operational judgments	Ability to perform accounting and financial analysis	Ability to conduct management administration	Ability to conduct crisis management	Knowledge of the industry	International market perspective	Ability to lead	Ability to make policy decisions
Kao Chung Tsai	male	6	61-70	✓	✓	✓	✓	✓	✓	✓	✓
Mao Tien Shen	male	2	61-70	✓	-	✓	✓	✓	✓	✓	✓
Tsai Lin Chiang	female	1	51-60	✓	✓	✓	✓	-	✓	✓	✓

**Independence of the Board of Directors:**

The company currently has 3 employee directors and 3 independent directors in the tenth session of the board of directors; independent directors account for 33%.

Independent directors ,their spouses, and their relatives within the second degree have not served as directors, supervisors or employees of the company or affiliates; they, their spouses, and their relatives within the second degree do not hold any shares in the company; Directors, supervisors, or employees of specific affiliates; who have not received remuneration for providing business, legal, financial, accounting, etc. services to the company or affiliates within the past 2 years.

There are no spouses or relatives within the second degree of relationship between directors, ensuring the independence of board of directors.



**The performance evaluation of the 2024 Board of Directors and functional committees was submitted to the Board of Directors on February 27, 2025:**

Evaluation Cycle	Evaluation Period	Scope of evaluation	Method of evaluation	Evaluation content
Performed once per year	From January 1, 2024 to December 31, 2024	The board of directors, individual directors, the audit and remuneration committee	Internal evaluation by the board, self-evaluations by individual board members, internal self-evaluation by members of audit committee and remuneration committee	1. Evaluation of the board of directors : degree of the board's participation in the operation of the Company, the quality of the board's decision making, composition and structure of the board, election and continuing education of the directors, internal control. 2. Evaluation of the individual directors: Alignment of the goals and missions of the Company, awareness of the duties of a director, participation in the operation of the Company, management of internal relationships and communication, the director's professionalism and continuing education; internal control. 3. Evaluation of the audit committee: participation in the operation of the Company, awareness of the duties of the audit committee, improvement of quality of decisions made by the audit committee, makeup of the audit committee and election of its members, internal control. 4. Evaluation of the remuneration committee: participation in the operation of the Company, awareness of the duties of the remuneration committee, improvement of quality of decisions made by the remuneration committee, makeup of the remuneration committee and election of its members, internal control.
The performance evaluation results of the board of directors, individual directors, the audit and remuneration committee are all between 4 points of "excellent" and 5 points of "outstanding", indicating that the overall operation of the Company's board of directors is perfect, and that the directors, remuneration committee and audit committee expressed its approval and positive comments on most of the evaluation items, which can implement corporate governance, improve the functions of the board of directors, and strengthen its operational efficiency.				

**The board of directors regularly evaluates the independence of certified accountants:**

The Company evaluates the independence of certified accountants with reference to Audit Quality Indicators (AQIs), and has submitted the results to the Audit Committee and the Board of Directors on May 7, 2025 for discussion and approval; the Company evaluates accountants Shih Chieh Chou and Yao Lin Huang of Deloitte & Touche Accounting Firm who meet the Company's independence assessment standards and obtain an independence statement issued by the accounting firm are qualified to serve as the Company's certified accountants.