

Implementation of Corporate Governance in 2020

1. Board of Directors:

In current year, the Board of Directors had 9 meetings [A] and the average attendance rate over all directors was 97%. The attendance of directors and supervisors is as follows:

Title	Name	Attendance in person [B]	By proxy	Attendance in person (%) [B/A]	Notes
Chairperson	Cheng, Wen-Tsung	9	0	100%	Re-elected on June 21, 2019
Directors	Hsu, Wen-Hung	9	0	100%	Re-elected on June 21, 2019
Director	Wen You Investment Co., Ltd. Representatives : Cheng, Ken-Yi	8	1	89%	Corporate directors were re-elected on June 21, 2019.
Directors	Sung Kao, Hsin-Ming	9	0	100%	Re-elected on June 21, 2019
Independent Director	Cheng, Tien-Chong	9	0	100%	Re-elected on June 21, 2019
Independent Director	Kung, Ju-Chin	9	0	100%	Re-elected on June 21, 2019
Independent Director	Lin, Che-Wei	3	0	75%	Re-elected on June 21, 2019, and resigned on February 20, 2020
Independent Director	Ding, Kung-Wha	4	0	100%	Elected to fill vacancy on March 27, 2020

Attendance of independent directors in the 9 Board meetings in 2020:

Independent Directors	2020								
	1st meeting	2nd meeting	3rd meeting	4th meeting	5th meeting	6th meeting	7th meeting	8th meeting	9th meeting
Cheng, Tien-Chong	Attendance in Person	Attendance in Person	Attendance in Person	Attendance in Person	Attendance in Person	Attendance in Person	Attendance in Person	Attendance in Person	Attendance in Person
Kung, Ju-Chin	Attendance in Person	Attendance in Person	Attendance in Person	Attendance in Person	Attendance in Person	Attendance in Person	Attendance in Person	Attendance in Person	Attendance in Person
Lin, Che-Wei	Attendance in Person	Attendance in Person	Attendance in Person	On Leave	N/A	N/A	N/A	N/A	N/A
Ding, Kung-Wha	N/A	N/A	N/A	N/A	N/A	Attendance in Person	Attendance in Person	Attendance in Person	Attendance in Person

Other matters that require reporting:

I. If any of the following circumstances occurs in the operation of the Board of Directors, the date, period, content of the motions, the opinions of all independent directors, and the Company's handling of independent directors' opinions shall be stated:

(I) Matters referred to in Article 14 -3 of the Securities and Exchange Act

Date and term	Agenda
7th meeting of 9th board January 2, 2020	<ol style="list-style-type: none">1. 2019 executive officers' year-end and performance bonus payment.2. 2020 executive officers' salary compensation payment.3. Proposal for appointment of CPA and independence assessment.4. Proposal to provide associated guarantees for the subsidiary, WT Microelectronics (Shanghai) Co., Ltd., to obtain a credit line from banks.5. Proposal to continue providing joint guarantee for the subsidiary, WT Microelectronics (Shenzhen) Co., Ltd., WT Microelectronics (Shanghai) Co., Ltd., WT Technology Korea Co., Ltd., and Wonchang Semiconductor Co., Ltd., to obtain credit line from banks.
10th meeting of 9th board February 15, 2020	<ol style="list-style-type: none">1. Proposal to release the non-competition restriction on Directors.2. Proposal to make a donation to the "WT Education Foundation."3. Amendments to the Procedures for Acquisition or Disposal of Assets.4. Private Placement of Class B preferred shares and/or Class C preferred shares.5. Private Placement of common shares.6. Issuance of common shares to increase capital via book building.7. Issuance of new restricted employee shares.
11th meeting of 9th board February 21, 2020	Proposal to increase capital by issuing consideration shares in a stock swap for accepting new shares of ASMedia Technology Inc.
12th meeting of 9th board May 11, 2020	<ol style="list-style-type: none">1. Appointment of one member to fill a vacancy on the 4th Remuneration Committee.2. Proposal for 2019 director remuneration distribution.3. Proposal to continue providing associated guarantees for the subsidiaries, WT Microelectronics (Hong Kong) Limited, WT Solomon QCE Limited, and WT Microelectronics (Shanghai) Co., Ltd., to obtain a credit line from banks.
13th meeting of 9th board July 2, 2020	1. Proposal to acquire by cash all shares of Analog World Co., Ltd., and proposal to transferred the semiconductor product distribution business of Analog TechSystems, Inc.

	<p>and Analog Devices, Inc. of Analogtechsys Limited to the subsidiary Morrihan International Corp..</p> <p>2. Proposal for capital increase by cash issue of Class A preferred shares.</p> <p>3. Proposal to continue providing associated guarantees for the subsidiaries, WT Microelectronics (Shenzhen) Co., Ltd. and WT Microelectronics (Shanghai) Co., Ltd., to obtain a credit line from banks.</p>
14th meeting of 9th board August 7, 2020	<p>1. Proposal to implement employee stock ownership trusts and incentives for managerial participation in employee stock ownership trusts.</p> <p>2. Establishment of the "2020 Employee Stock Subscription Regulations for Cash Issue of Class A Preferred Shares" and the 2020 List of Management Subscriptions of Cash Issue of Class A Preferred Shares.</p> <p>3. Proposal to amend the Internal Control System.</p> <p>4. Proposal to continue providing associated guarantees for the subsidiary, WT Microelectronics (Shanghai) Co., Ltd., to obtain a credit line from banks.</p>
15th meeting of 9th board November 6, 2020	<p>1. Proposal for remuneration of independent directors on the 9th board.</p> <p>2. Appointment of members of the 1st Risk Management Committee.</p> <p>3. Proposal to continue providing associated guarantees for the subsidiaries, Morrihan Singapore Pte. Ltd., WT Microelectronics (Shanghai) Co., Ltd., and Morrihan International Corp., to obtain a credit line from banks or manufacturers.</p>
<p>Resolutions: Passed as proposed after the chairperson consulted all attending directors.</p> <p>Independent directors' opinions: No dissenting or unqualified opinions.</p> <p>The Company's handling of independent directors' opinions: N/A.</p>	

(II) In addition to the aforementioned matters, other Board meeting resolutions with independent directors' dissenting and unqualified opinions in records or written statements: No such incident occurred.

II. Details, including names of directors, proposals, reasons for conflict of interest, and voting results, of circumstances where directors absented themselves due to conflict of interest:

Details of directors absenting themselves due to conflict of interest in 2020		
Date	Agenda	Name of recused director
January 2, 2020	<p>1. 2019 executive officers' year-end and performance bonus payment.</p> <p>2. 2020 executive officers' salary compensation payment.</p> <p>3. To provide associated guarantees for</p>	Cheng, Wen-Tsung and Hsu, Wen-Hung

	<p>subsidiaries to obtain a credit line from banks.</p> <p>4.To continue providing associated guarantees for subsidiaries to obtain a credit line from banks.</p>	
February 15, 2020	To release the non-competition restriction on Directors.	Sung Kao, Hsin-Ming
	Proposal to make a donation to the "WT Education Foundation."	Cheng, Wen-Tsung and Hsu, Wen-Hung
May 11, 2020	Appointment of one member to fill a vacancy on the 4th Remuneration Committee.	Ding, Kung-Wha
	Proposal for 2019 director remuneration distribution.	Cheng, Wen-Tsung, Hsu, Wen-Hung, Cheng, Ken-Yi, Sung Kao, Hsin-Ming, Cheng, Tien-Chong, Kung, Ju-Chin, and Ding, Kung-Wha
	To continue providing associated guarantees for subsidiaries to obtain a credit line from banks.	Cheng, Wen-Tsung and Hsu, Wen-Hung
July 2, 2020	To continue providing associated guarantees for subsidiaries to obtain a credit line from banks.	Cheng, Wen-Tsung and Hsu, Wen-Hung
August 7, 2020	<p>1.Proposal to implement employee stock ownership trusts and incentives for managerial participation in employee stock ownership trusts.</p> <p>2.Establishment of the "2020 Employee Stock Subscription Regulations for Cash Issue of Class A Preferred Shares" and the 2020 List of Management Subscriptions of Cash Issue of Class A Preferred Shares.</p> <p>3.To continue providing associated guarantees for subsidiaries to obtain a credit line from banks.</p>	Cheng, Wen-Tsung and Hsu, Wen-Hung
November 6, 2020	Proposal for remuneration of independent directors on the 9th board.	Cheng, Tien-Chong, Ding, Kung-Wha, and Kung, Ju-Chin
	Appointment of members of the 1st Risk Management Committee.	Ding, Kung-Wha, Cheng, Tien-Chong, Kung, Ju-Chin, Cheng, Wen-Tsung, and Hsu, Wen-Hung
	To continue providing associated guarantees for subsidiaries to obtain a credit line from banks or manufacturers.	Cheng, Wen-Tsung and Hsu, Wen-Hung

Reason for recusal: The directors recused themselves from the proposals above where they had a conflict of interest in accordance with Article 15 of the Company's "Rules of Procedure for Board of Directors' Meetings".

Participation in voting: Directors with conflict of interest excused themselves in accordance with the law. The proposals were passed as proposed after the acting chairperson consulted with all attending directors.

III. Implementation of self-evaluations by the Company's Board of Directors:

Evaluation cycle	Evaluation period	Scope of evaluation	Evaluation method	Evaluation items
Once a year	2020.1.1-12.31	Board of Directors	Board self-evaluation (organizer evaluation)	<ol style="list-style-type: none"> 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. Selection and continuing education of directors. 5. Internal control.
Once a year	2020.1.1-12.31	Individual board members	Board member self assessment	<ol style="list-style-type: none"> 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.
Triennially	2020.1.1-12.31	Board of Directors	<p>Hired an external professional institutions, Taiwan Institute of Ethical Business and Forensics, to conduct the assessment by the following methods:</p> <ol style="list-style-type: none"> 1. Review documents on board meeting minutes and on corporate governance related internal guidelines and documents. 2. All board members completed individual self assessment 	<p>Assessment in 4 aspects:</p> <ol style="list-style-type: none"> 1. The Board's professional competencies. 2. The Board's decision making performance. 3. The Board's attention to and oversight of internal control. 4. The Board's attitude toward CSR.

			questionnaires. 3. Onsite interviews with directors. 4. Present board performance evaluation reports.	
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IV. Evaluation of targets to enhance the role of the board and performance in the current year and last year:

- (I) In addition to providing relevant laws and regulations to directors whenever necessary, the Company shall report the Company's current business status at the time of the board meeting, and prepare related information and assign personnel for directors' inquiry.
- (II) The Company actively provides information on various types of continuous education courses and encourages directors to participate in various corporate governance courses, or the Company irregularly holds such courses, in order to strengthen the competencies of the Board members. In current year, 7 directors received continuing education for a total of 65.5 hours.
- (III) The Company adheres to the operational transparency and safeguards shareholders' equity, and actively discloses relevant information such as important resolutions of the Board of Directors on the Company's website.
- (IV) In order to implement corporate governance and enhance the function of the Board of Directors for the purpose of establishing performance targets and strengthening the efficiency of the Board of Directors, the Company completed the enactment of the "Regulations Governing the Board Performance Evaluation" on August 10, 2016. The Company amended the Regulations on August 7, 2020 to require external board evaluation be performed at least once every three years. The Company hired an external professional institution, Taiwan Institute of Ethical Business and Forensics, to conduct the 2020 board evaluation. The institute and its experts were independent as they had no business relationship with the Company. The evaluation was performed through document review, questionnaire, and onsite interview in four aspects, the Board's professional competencies, the Board's decision making performance, the Board's attention to and oversight of internal control, and the Board's attitude toward CSR. The evaluation report was issued on February 4, 2021, and the recommendations of the report and measures to be taken were presented to the Board of Directors on February 25, 2021. The recommendations and improvement measures were as follows:
 - 1. Strengthening communication between the board members and the management team
 Recommendation: The corporate governance department could take initiative to summarize questions from individual directors and ask the management team to provide more information in order to give the directors a better understanding of the Company's operations.
 Improvement measure: The Company would increase the frequency of communication between the board members and the management team in the future in order to strengthen the partnership between the Board of Directors and the management team.
 - 2. The issue of the chairman serving concurrently as the highest level managerial officer

Recommendation: The percentage of independent directors could be raised for now in the interest of corporate oversight.

Improvement measure: The Company would consider whether to add one more independent director in the future.

3. The evaluation subject had installed a risk management committee to ensure effective risk management.

Recommendation: Risk management mechanisms should be implemented effectively through the risk management committee to ensure they would be enforced.

Improvement measure: The risk management committee would be scheduled to meet at least once every six months to identify and monitor potential risks to the Company's sustainable development and to ensure normal operation of the risk management system.

4. Strengthening the Board's attention to CSR

Recommendation: The Board of Directors could conduct more discussions on CSR issues or have external consultants introduced.

Improvement measure: The CSR campaigns and results, including status of stakeholder communication, would be presented to the Board of Directors at least once a year.

- (V) After the reelection of directors and supervisors during the Annual Shareholders' Meeting on June 21, 2019, the Audit Committee was established to replace supervisors and strengthen Board functions.

2. Operation of the Audit Committee:

(I) Key tasks

The Audit Committee consists of 3 independent directors. The mission of the Audit Committee is to assist the Board of Directors in performing its duty to oversee the accounting, audit, and financial reporting processes in the Company and the quality and integrity of its audits to improve corporate governance efficiency and to discuss the company's major financial and business issues with CPA and auditor.

In 2020, the Audit Committee convened 7 meetings, and the focus of work is as follows:

- (1). Financial statement audits and financial forecast.
- (2). Evaluation for reviewing the effectiveness of the internal control system.
- (3). Audit plans.
- (4). Loans of funds, endorsements, or provision of guarantees of a material nature.
- (5). Significant asset acquisition transaction.
- (6). Matters involving conflicts of interest.
- (7). Offering, issuance, or private placement of equity-type securities
- (8). Appointment of a certified accountant.
- (9). Amendment to the Audit Committee Charter.
- (10). Amendment to Procedures for Acquisition or Disposal of Assets.
- (11). Amendment to the Internal Control System.
- (12). The fairness and reasonableness of the merger plan and transaction.

(II) In the current year, the Audit Committee convened 7 meetings [A], and the attendance of independent directors in the meetings is as follows:

Title	Name	Attendance in person [B]	By proxy	Attendance rate [B/A](%)	Notes
Independent Director	Cheng, Tien-Chong	7	0	100%	
Independent Director	Kung, Ju-Chin	7	0	100%	
Independent Director	Lin, Che-Wei	1	0	50%	Resigned on February 20, 2020
Independent Director	Ding, Kung-Wha	4	0	100%	Elected to fill vacancy on March 27, 2020

Other matters that require reporting:

I. If any of the following circumstances occurs in the operation of the Audit Committee, the date, period, content of the proposals, the Audit Committee's resolution, and the Company's handling of Audit Committee members' opinions shall be stated:

(I) Matters referred to in Article 14-5 of the Securities and Exchange Act

Term and date	Agenda	Audit Committee's resolution	Audit Committee members' opinions:	The Company's handling of Audit Committee members' opinions:
3rd meeting of 1st committee January 2, 2020	<ol style="list-style-type: none"> Proposed appointment of CPA and independence assessment. Proposal to provide associated guarantees for the subsidiary to obtain a credit line from banks. Proposal to continue providing joint guarantee for the subsidiary to obtain credit line from banks. 	Passed as proposed after the chairperson consulted all attending members.	No dissenting or unqualified opinions	N/A
4th meeting of 1st committee February 15, 2020	<ol style="list-style-type: none"> Proposal for the 2019 internal control system effectiveness assessment and internal control system statement. To release the non-competition restriction on Directors. Proposal to make a donation to the "WT Education Foundation." Amendments to the Procedures for Acquisition or Disposal of Assets. Private Placement of Class B preferred shares and/or Class C preferred shares Private Placement of common 	Passed as proposed after the chairperson consulted all attending members.	No dissenting or unqualified opinions	N/A

	<p>shares</p> <p>7. Issuance of common shares to increase capital via book building.</p> <p>8. Issuance of new restricted employee shares.</p> <p>9. The 2019 Business Report and Financial Statements.</p>			
5th meeting of 1st committee February 21, 2020	The company increased capital by issuing consideration shares in a stock swap for accepting new shares of ASMedia Technology Inc.	Passed as proposed after the chairperson consulted all attending members.	No dissenting or unqualified opinions	N/A
6th meeting of 1st committee May 11, 2020	Proposal to continue providing associated guarantees for the subsidiaries to obtain a credit line from banks.	Passed as proposed after the chairperson consulted all attending members.	No dissenting or unqualified opinions	N/A
7th meeting of 1st committee July 2, 2020	<p>1. Proposal to acquire by cash all shares of Analog World Co., Ltd., and proposal to transferred the semiconductor product distribution business of Analog TechSystems, Inc. and Analog Devices, Inc. of Analogtechsys Limited to the subsidiary Morrihan International Corp. ("Morrihan International").</p> <p>2. Proposal for capital increase by cash issue of Class A preferred shares.</p> <p>3. Proposal to continue providing associated guarantees for the subsidiaries to obtain a credit line from banks.</p>	Passed as proposed after the chairperson consulted all attending members.	No dissenting or unqualified opinions	N/A
8th meeting of 1st committee August 7, 2020	<p>1. Proposal to amend the Internal Control System.</p> <p>2. Proposal to continue providing associated guarantees for the subsidiary to obtain a credit line from banks.</p>	Passed as proposed after the chairperson consulted all attending members.	No dissenting or unqualified opinions	N/A
9th meeting of 1st committee November 6, 2020	<p>1. Proposal for the 2021 audit plan.</p> <p>2. Proposal to continue providing associated guarantees for the subsidiaries to obtain a credit line from banks or manufacturers.</p>	Passed as proposed after the chairperson consulted all attending members.	No dissenting or unqualified opinions	N/A

- (II) Besides the matters above, other resolutions adopted with the approval of two-thirds or more of all directors, without having been passed by the Audit Committee: No such incident occurred.
- II. If independent directors recused from themselves from an agenda item in which they have a conflict of interest, specify the name of the independent director, agenda item, reason for recusal, and participation in voting: None.
- III. Communication between independent directors and the chief internal auditor and CPAs (must include material matters of communication, methods, results relating to the Company's financial reports and business conditions):
- (I) Independent directors and the chief internal auditor contacted and communicate with each other via e-mail, telephone or meetings as needed. Any material abnormal events should be reported to the independent directors or prompt a meeting to be convened. Communication channels are diverse and open. The Company submitted the audit report or follow-up report of the previous month in writing to independent directors for review. Independent directors gave responses or opinions based on the necessity of the report. The chief auditor of the Company attended regularly the quarterly meetings of the Audit Committee, and reported audits performed and the results to the independent directors. The communication records in current year are summarized as follows:

Date	Communication method	Communication subject	Recommendations and results
February 15, 2020	Meeting	Communication regarding the audited 2019 consolidated financial statements with the governance departments	No opinions
	Audit Committee	2019 internal control system effectiveness assessment and internal control system statement	No opinions. Submitted to the Board of Directors for discussion.
August 7, 2020	Meeting	Communication regarding the approved 2020 Q2 consolidated financial statements with the governance departments	No opinions
	Audit Committee	Modification of the internal control system	No opinions. Submitted to the Board of Directors for discussion.
November 2, 2020	Email	Communication regarding the 2021	No opinions

		internal audit plan and agenda planning	
November 6, 2020	Meeting	Communication regarding the approved 2020 Q3 consolidated financial statements with the governance departments	No opinions
	Audit Committee	1. Audit report July - September 2020 2. 2021 internal audit plan	1. No opinions. Moved to be presented to the Board of Directors. 2. No opinions. Submitted to the Board of Directors for discussion.

(II) In addition to reporting to independent directors for the audit or review of financial reports, the Company's CPAs hold at least one legal advocacy briefing at the Company each year to update the financial and taxation laws and the response measures for the corresponding impacts. In normal times, independent directors and CPAs can communicate with each other via e-mail, telephone or meeting at any time as needed. The Company's independent directors communicated well with CPAs. The communication records in current year are summarized as follows:

Date	Main Points of Communication	Independent Directors' Opinions
February 15, 2020	<ul style="list-style-type: none"> ● Explaining the findings and results of the review of the 2019 consolidated and standalone financial reports and communicating key review matters. ● Responding to and discussing the issues raised by the participants. 	Independent Directors had no opinions and suggestions.
May 11, 2020	<ul style="list-style-type: none"> ● Explaining the findings and results of the review of the 2020 Q1 consolidated financial report. ● Responding to and discussing the issues raised by the participants. 	Independent Directors had no opinions and suggestions.
August 7, 2020	<ul style="list-style-type: none"> ● Explaining the findings and results of the review of the 2020 Q2 consolidated financial report. ● Responding to and discussing the issues raised by the participants. 	Independent Directors had no opinions and suggestions.
November 6, 2020	<ul style="list-style-type: none"> ● Explaining the findings and results of the review of the 2020 Q3 	Independent Directors had no

		consolidated financial report. ● Responding to and discussing the issues raised by the participants.	opinions and suggestions.	
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3. Corporate governance implementation status and deviations from Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies and reasons:

Evaluation Item	Implementation status			Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies and reasons
	Yes	No	Summary	
I. Does the company establish and disclose its corporate governance principles in accordance with the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies?	✓		In order to establish a good corporate governance system, the Company's Board of Directors passed the "Corporate Governance Best Practice Principles" on December 1, 2014, and revised the Principles on July 11, 2016, May 11, 2018, August 8, 2019, August 7, 2020, and February 25, 2021. The Principles are disclosed on the Market Observation Post System and the Company's website (www.wtmec.com) for download.	Operations are in compliance with the Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies.
II. Shareholding structure & shareholders' rights				
(I) Does the company establish internal operating procedures for handling shareholder suggestions, questions, complaints or litigation and handled related matters accordingly?	✓		(I) In addition to the stock affairs agency, the Company also, in accordance with internal operating procedures, obliges investor relations (spokesperson or deputy spokesperson), stock affairs, legal and other relevant departments to properly handle matters such as shareholders' suggestions, doubts, disputes and litigation, and respond appropriately. In addition, the Company's website also has a stakeholder section and a shareholders contact person for shareholders/investors to make suggestions or ask questions.	No difference.
(II) Does the company have a list of major shareholders that have actual control over the Company and a list of ultimate owners of those major shareholders?	✓		(II) The Company keeps track of directors, executive officers and major shareholders with more than 10% shares, and keeps track of the list of major shareholders and their ultimate controllers through the previous register of shareholders as much as possible. In addition, the dedicated stock affairs and investor relation units shall maintain good interaction with major shareholders and pay attention to	No difference.

Evaluation Item	Implementation status		Summary	Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies and reasons
	Yes	No		
(III) Does the company establish and implement risk management and firewall systems within its conglomerate structure?	✓		<p>important issues that may cause changes in shares.</p> <p>(III) The Company clearly defines the division of authority and responsibilities between the Company and affiliated enterprises, in order to supervise affiliated enterprises in accordance with regulations such as the "Corporate Governance Best Practice Principles for TWSE/TPEX Listed Companies," "Regulations Governing Establishment of Internal Control Systems by Public Companies," "Regulations Governing Loaning of Funds and Making of Endorsements/Guarantees by Public Companies " and "Regulations Governing the Acquisition and Disposal of Assets by Public Companies," etc., the Company formulated the relevant regulations such as the Group's "Corporate Governance Best Practice Principles," "Internal Control Systems," "Operation Procedures for Loaning of Funds and Making of Endorsements/Guarantees," "Procedures for Acquisition and Disposal of Assets," "Regulations Governing Monitoring of Subsidiaries," " Regulations Governing Subsidiaries' Operations," " Operation Procedures for Transactions between Group Enterprises, Related Parties and Specific Company," etc. The Company constructs appropriate firewalls based on risk assessment for continual implementation and control.</p>	No difference.
(IV) Does the company establish internal rules against insiders trading with undisclosed information?	✓		<p>(IV) In addition to complying with the requirements of the Securities and Exchange Act, the Company's employees, executive officers, and directors shall also follow the Company's " Code of Ethical Conduct", " Procedures for Handling Material Inside Information", " Procedures for Ethical Management and Guidelines for Conduct", etc. Relevant</p>	No difference.

Evaluation Item	Implementation status		Summary	Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies and reasons
	Yes	No		
			personnel shall not engage in insider trading using the undisclosed information they know, nor may they disclose it to others in order to prevent others from using the undisclosed information to engage in insider trading.	
III. Composition and duties of the board of directors (I) Does the board of directors develop and implement a diversified policy for the composition of its members?	✓		(I) The Company has established a diversification policy of board members in Article 20 of the "Corporate Governance Best Practice Principles". In addition to the requirement that no more than one third of the directors may serve concurrently as the Company's managers, an appropriate diversity policy based on the Company's business operations, operating dynamics, and development needs should be formulated. It is advisable that the policy includes, without being limited to, the following two general standards: 1. Basic requirements and values: Gender, age, nationality, and culture. 2. Professional knowledge and skills: A professional background (e.g., law, accounting, industry, finance, marketing, technology), professional skills, and industry experience. Each board member shall have the necessary knowledge, skill, and experience to perform his/her duties. To achieve an ideal level of corporate governance, the Board of Directors should be equipped with the following abilities: 1. Ability to make operational judgments. 2. Ability to perform accounting and financial analysis.	No difference.

Evaluation Item	Implementation status		Summary	Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies and reasons										
	Yes	No												
			<p>3. Ability to manage a business. 4. Ability to handle crisis management. 5. Industry knowledge. 6. An understanding of international markets. 7. Leadership ability. 8. Decision-making ability.</p> <p>The current Board of Directors consists of seven directors, including four directors and three independent directors. Three, or 43%, of the directors are female. The management goals for the board diversity policy and the progress are as follows:</p> <table border="1"> <thead> <tr> <th>Diversity management goal</th> <th>Progress</th> </tr> </thead> <tbody> <tr> <td>No more than one third of the directors may serve concurrently as the Company's managers.</td> <td>Completed</td> </tr> <tr> <td>Attention to gender equality in board composition with 33% or more of the directors being female.</td> <td>Completed</td> </tr> <tr> <td>No independent director serving more than three terms.</td> <td>Completed</td> </tr> <tr> <td>An adequate level of diversity in professional knowledge and skills and professional backgrounds.</td> <td>Completed</td> </tr> </tbody> </table>	Diversity management goal	Progress	No more than one third of the directors may serve concurrently as the Company's managers.	Completed	Attention to gender equality in board composition with 33% or more of the directors being female.	Completed	No independent director serving more than three terms.	Completed	An adequate level of diversity in professional knowledge and skills and professional backgrounds.	Completed	
Diversity management goal	Progress													
No more than one third of the directors may serve concurrently as the Company's managers.	Completed													
Attention to gender equality in board composition with 33% or more of the directors being female.	Completed													
No independent director serving more than three terms.	Completed													
An adequate level of diversity in professional knowledge and skills and professional backgrounds.	Completed													

Evaluation Item	Implementation status		Summary	Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies and reasons																																																																												
	Yes	No																																																																														
			<p>Implementation of the board diversity policy is as follows:</p> <table border="1"> <thead> <tr> <th rowspan="3">Diversification item Name of director</th> <th colspan="7">Composition</th> </tr> <tr> <th rowspan="2">Gender</th> <th rowspan="2">Serving as the Company's employee</th> <th colspan="2">Age distribution</th> <th colspan="3">Year(s) as independent director</th> </tr> <tr> <th>Below 60</th> <th>61 to 69</th> <th>3 years or less</th> <th>3 to 9 years</th> <th>9 years or more</th> </tr> </thead> <tbody> <tr> <td>Cheng, Wen-Tsung</td> <td>Male</td> <td>V</td> <td>V</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>Hsu, Wen-Hung</td> <td>Female</td> <td>V</td> <td>V</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>Cheng, Ken-Yi</td> <td>Male</td> <td></td> <td></td> <td>V</td> <td></td> <td></td> <td></td> </tr> <tr> <td>Sung Kao, Hsin-Ming</td> <td>Female</td> <td></td> <td></td> <td>V</td> <td></td> <td></td> <td></td> </tr> <tr> <td>Cheng, Tien-Chong</td> <td>Male</td> <td></td> <td></td> <td>V</td> <td></td> <td>V</td> <td></td> </tr> <tr> <td>Kung, Ju-Chin</td> <td>Female</td> <td></td> <td>V</td> <td></td> <td></td> <td>V</td> <td></td> </tr> <tr> <td>Ding, Kung-Wha</td> <td>Male</td> <td></td> <td></td> <td>V</td> <td>V</td> <td></td> <td></td> </tr> </tbody> </table>	Diversification item Name of director	Composition							Gender	Serving as the Company's employee	Age distribution		Year(s) as independent director			Below 60	61 to 69	3 years or less	3 to 9 years	9 years or more	Cheng, Wen-Tsung	Male	V	V					Hsu, Wen-Hung	Female	V	V					Cheng, Ken-Yi	Male			V				Sung Kao, Hsin-Ming	Female			V				Cheng, Tien-Chong	Male			V		V		Kung, Ju-Chin	Female		V			V		Ding, Kung-Wha	Male			V	V			
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Evaluation Item	Implementation status										Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEx Listed Companies and reasons
	Yes	No	Summary								
			Diversification item	Professional background				Professional knowledge and skills			
Name of director	Accounting	Industry	Finance	Technology	Ability to make sound business judgments	Ability to manage a business	Leadership/Decision-making capability	Industry knowledge	An understanding of international markets	Accounting and financial analysis capability	Ability to respond to a crisis
Cheng, Wen-Tsung		V		V	V	V	V	V	V		V
Hsu, Wen-Hung		V	V		V	V	V	V	V	V	V
Cheng, Ken-Yi	V		V		V	V	V		V	V	V
Sung Kao, Hsin-Ming		V	V	V	V	V	V	V	V	V	V
Cheng, Tien-Chong		V		V	V	V	V	V	V		V
Kung, Ju-Chin	V		V		V	V	V		V	V	V
Ding, Kung-Wha	V		V		V	V	V		V	V	V

Evaluation Item	Implementation status			Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies and reasons
	Yes	No	Summary	
(II) Does the company voluntarily establish other functional committees in addition to the Remuneration Committee and Audit Committee?	✓		(II) The Company had created the Remuneration Committee and the Audit Committee as required by law. In addition, the Board of Directors passed a resolution to create the Risk Management Committee on November 6, 2020. The resolution included the appointment of three independent directors, the chairman, and the CFO as committee members responsible for reviewing risk management on all levels of the Company's activities and reporting the status of risk management to the Board of Directors.	No difference.
(III) Does the company establish standards and method for evaluating Board performance, conduct annual performance evaluations, submit performance evaluation results to the Board, and use the results as a basis for determining the remuneration and nomination of individual directors?	✓		(III) On August 10, 2016, the Board of Directors pass the "Rules for Board of Directors Performance Assessments", and amended it on August 7, 2020. The evaluation scope includes the performance evaluation of the Board of Directors, individual board members and functional committees. The evaluation method may include the internal evaluation of the Board of Directors, the self-evaluation of the board members, and entrusting external professional institutions and experts or using other appropriate methods for performance evaluation; the measurement items of the Board's performance evaluation include the following five aspects: <ol style="list-style-type: none"> 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. Selection and continuing education of directors. 5. Internal control. The stock affairs unit is responsible for evaluating the overall performance of the Board of Directors at the end of a year, and the	No difference.

Evaluation Item	Implementation status		Summary	Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies and reasons
	Yes	No		
(IV) Does the company regularly evaluate the independence of CPAs?	✓		<p>results will be used as a reference for future selection or nomination of directors and remuneration of directors. The 2020 overall board evaluation was completed at the beginning of 2021. The evaluation result was satisfactory, and the corporate governance criteria were met. In addition, the board members completed self-evaluation, and an external professional institution completed the board performance evaluation. The results were presented in a meeting of the Board of Directors on February 25, 2021. In order to continuously improve the Board's operating efficiency, the Company will consider expanding the performance evaluation to functional committees in the future, so as to ensure good corporate governance.</p> <p>(IV) The Company's accounting firm is PricewaterhouseCoopers Taiwan. The firm's independence policy requires all employees to complete the annual statement of compliance with independence and risk management policies regularly each year, and they must also self-inspect for any violation before accepting tasks. In addition, the Company has established independence evaluation items after referencing Article 47 of the Certified Public Accountant Act on independence, as well as the contents of "Integrity, Objectivity and Independence" in Bulletin No. 10 of the Norm of Professional Ethics for Certified Public Accountant of the Republic of China, and assesses the independence of the accountant once a year. For the current year, the Board of Directors resolved on January 5, 2021 to pass the appointment of the CPAs and the independence evaluation. The evaluation items include reviewing whether the CPA and the person in charge of the Company or executive officers are a</p>	No difference.

Evaluation Item	Implementation status		Summary	Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies and reasons
	Yes	No		
			<p>spouse, lineal blood relative, lineal affinity, or collateral blood relatives within second degree; whether the CPA or his/her spouse, minor children and the Company have investment or shared financial interests; whether the CPA or his/her spouse, minor children are employed by the Company to work as a regular employee, or to receive a fixed salary or serve as Directors and Supervisors, etc. The evaluation results showed that the CPAs, Man-Yu Juanlu and Han-Qi Wu, of PricewaterhouseCoopers Taiwan met all the Company's evaluation criteria of independence, and can serve as the Company's CPAs.</p>	
<p>IV. Does the TWSE/TPEX listed company have in place an adequate number of qualified corporate governance officers and appoint a corporate governance supervisor to be responsible for corporate governance practices (including but not limited to providing information necessary for directors and supervisors to perform their duties, aiding directors and supervisors in complying with the laws, organizing board meetings and annual general meetings as required by law, and compiling</p>	✓		<p>In order to implement corporate governance, allow the Board of Directors to play its due role, and safeguard the rights and interests of investors, the Board of Directors on May 8, 2019 approved the appointment of Senior Vice President Hsu, Wen-Hung as the Company's corporate governance supervisor, which is the highest supervisor on the corporate governance related matters, and the stock affairs unit shall directly report to her. Senior Vice President Hsu, Wen-Hung is the Company's executive officer and has over 10 years of management experience in finance, stock affairs, or meeting agenda in public companies.</p> <p>Key responsibilities:</p> <ol style="list-style-type: none"> 1. Organize board meetings and general meetings according to the law. 2. Compile board meeting and general meeting minutes. 3. Help directors take office and participate in continuing education. 4. Provide business information for directors as needed for performing their duties. 5. Assist directors in complying with the law. 	No difference.

Evaluation Item	Implementation status		Summary	Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies and reasons																				
	Yes	No																						
minutes of board meetings and annual general meetings)?			<p>6. Other duties pursuant to the Articles of Incorporation or other contracts.</p> <p>Training completed by corporate governance officers in current year:</p> <table border="1"> <thead> <tr> <th>Date</th> <th>Organizer</th> <th>Course Name</th> <th>Hours</th> </tr> </thead> <tbody> <tr> <td>2020/07/17</td> <td>Securities & Futures Institute</td> <td>From CSR to Insider Trading</td> <td>3</td> </tr> <tr> <td>2020/08/04</td> <td>Corporate Operation Association</td> <td>"Shareholders Rights - Management Rights Disputes and More"</td> <td>3</td> </tr> <tr> <td>2020/10/16</td> <td>Taiwan Stock Exchange and Taipei Exchange</td> <td>2020 Corporate Governance and Ethical Corporate Management Seminar for Directors and Supervisors</td> <td>3</td> </tr> <tr> <td>2020/11/20</td> <td>Securities & Futures Institute</td> <td>Management of Cross-border Businesses and Corporate Governance for Offshore Offices</td> <td>3</td> </tr> </tbody> </table>	Date	Organizer	Course Name	Hours	2020/07/17	Securities & Futures Institute	From CSR to Insider Trading	3	2020/08/04	Corporate Operation Association	"Shareholders Rights - Management Rights Disputes and More"	3	2020/10/16	Taiwan Stock Exchange and Taipei Exchange	2020 Corporate Governance and Ethical Corporate Management Seminar for Directors and Supervisors	3	2020/11/20	Securities & Futures Institute	Management of Cross-border Businesses and Corporate Governance for Offshore Offices	3	
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V. Does the company establish a communication channel and build a designated section on its website	✓		(I) The Company obliges the departments including investor relations, stock affairs, etc., to communicate with stakeholders, depending on the situation,	No difference.																				

Evaluation Item	Implementation status		Summary	Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies and reasons
	Yes	No		
for stakeholders (including but not limited to shareholders, employees, customers, and suppliers), and properly respond to corporate social responsibility issues of concern to the stakeholders?			<p>and provides contact information of the spokesperson and various related business departments on the Company's website (www.wtmec.com), and the communication channel is smooth and open. In addition, the Company has established a stakeholders section to respond appropriately to the issues of concern to stakeholders (vendors/upstream suppliers, customers, shareholders/investors/banks, media, employees, suppliers/outsourcers, government institutions/competent authorities, and community/non-government organizations).</p> <p>(II) The Group has employee communication channels, and employees can reflect their opinions via e-mail or writing.</p>	
VI. Does the company designate a professional shareholder service agency to deal with shareholder affairs?	✓		The Company has appointed the stock transfer agency of the Grand Fortune Securities Co., Ltd. to help handle the matters of the Company's Shareholders' Meetings.	No difference.
VII. Information disclosure				
(I) Does the company establish a corporate website to disclose information regarding the company's financial, business and corporate governance status?	✓		(I) The Company has set up a company website (www.wtmec.com), and the Company's financial business and corporate governance status are irregularly disclosed and updated for access by investors.	No difference.
(II) Does the company have other information disclosure channels	✓		(II) The Company has set up webpages in three languages: Traditional Chinese, Simplified Chinese and English, and provides dedicated	No difference.

Evaluation Item	Implementation status		Summary	Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies and reasons
	Yes	No		
<p>(e.g., maintaining an English-language website, appointing responsible people to handle information collection and disclosure, creating a spokesperson system, webcasting investor conference on company website)?</p> <p>(III) Does the company announce and report annual financial statements within two months after the end of each fiscal year, and announce and report Q1, Q2, and Q3 financial statements, as well as monthly operation results, before the prescribed time limit?</p>	✓		<p>e-mail addresses for various businesses. In addition, the Company has established the "Procedures for Handling Material Inside Information" to provide a good internal material information processing and disclosure mechanism, and implement the spokesperson system. Investor relations and stock affairs units are responsible for the collection and disclosure of the Company's information. Besides announcing the monthly consolidated revenue, the Company also regularly holds investor conferences. All of these are disclosed on the Company's website to improve the Company's information transparency.</p> <p>(III) The Company announces and reports annual financial statements within two months after the end of each fiscal year, and announces and reports Q1, Q2, and Q3 financial statements, as well as monthly operation results, before the prescribed time limit.</p>	No difference.
<p>VIII. Is there any other important information to facilitate a better understanding of the company's corporate governance practices (including but not limited to employee rights, employee</p>	✓		<p>(I) For employee benefits and employee care, please refer to V. Employer/employee relations under Five. Business overview in the Company's 2020 annual report.</p> <p>(II) Investor relations, supplier relations, and rights of stakeholders: The Company has established the corporate social responsibilities related regulations such as "Corporate Governance Best Practice Principles",</p>	No difference.

Evaluation Item	Implementation status		Summary	Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies and reasons																
	Yes	No																		
wellness, investor relations, supplier relations, rights of stakeholders, continuing education of directors and supervisors, the implementation of risk management policies and risk evaluation standards, the implementation of customer relations policies, and purchasing insurance for directors and supervisors)?			<p>"Supplier Code of Conduct", "Corporate Social Responsibility Best Practice Principles", "Ethical Corporate Management Best Practice Principles", "Procedures for Ethical Management and Guidelines for Conduct," etc., in order to implement corporate governance. Please refer to "Three. Corporate Governance Report III. Implementation of Corporate Governance (V) Fulfillment of social responsibility and Deviations from the "Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies, and reasons" in the Company's 2020 annual report for more information.</p> <p>(III) Continuing education of directors: Continuing education courses taken by the Company's directors in current year are listed below and in compliance with the "Directions for the Implementation of Continuing Education for Directors and Supervisors of TWSE Listed and TPEX Listed Companies", so that directors will fulfill their fiduciary duties and exercise the due care of a good administrator.</p> <table border="1"> <thead> <tr> <th>Title</th> <th>Name</th> <th>Date</th> <th>Organizer</th> <th>Course Name</th> <th>Hours</th> </tr> </thead> <tbody> <tr> <td rowspan="2">Chairperson</td> <td rowspan="2">Cheng, Wen-Tsung</td> <td>2020/07/17</td> <td>Securities & Futures Institute</td> <td>From CSR to Insider Trading</td> <td>3</td> </tr> <tr> <td>2020/11/20</td> <td>Securities & Futures Institute</td> <td>Management of Cross-border Businesses and Corporate Governance for Offshore Offices</td> <td>3</td> </tr> </tbody> </table>	Title	Name	Date	Organizer	Course Name	Hours	Chairperson	Cheng, Wen-Tsung	2020/07/17	Securities & Futures Institute	From CSR to Insider Trading	3	2020/11/20	Securities & Futures Institute	Management of Cross-border Businesses and Corporate Governance for Offshore Offices	3	
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Evaluation Item	Implementation status					Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies and reasons			
	Yes	No	Summary						
			Directors	Hsu, Wen-Hung	2020/07/17	Securities & Futures Institute	From CSR to Insider Trading	3	
					2020/08/04	Corporate Operation Association	"Shareholders Rights - Management Rights Disputes and More"	3	
					2020/10/16	Taiwan Stock Exchange and Taipei Exchange	2020 Corporate Governance and Ethical Corporate Management Seminar for Directors and Supervisors	3	
					2020/11/20	Securities & Futures Institute	Management of Cross-border Businesses and Corporate Governance for Offshore Offices	3	
			Directors	Cheng, Ken-Yi	2020/07/17	Securities & Futures Institute	From CSR to Insider Trading	3	
					2020/08/13	Corporate Operation Association	Business and M&A Strategies for Taiwanese Businesses in the Global Economic and Political Environment	3	

Evaluation Item	Implementation status					Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies and reasons			
	Yes	No	Summary						
					2020/08/14	Corporate Operation Association	Overview of Due Diligence and Transaction Agreements in Corporate Mergers and Acquisitions	3	
			Directors	Sung Kao, Hsin-Ming	2020/07/17	Securities & Futures Institute	From CSR to Insider Trading	3	
					2020/08/27	Fubon Securities Co., Ltd.	Securities Laws and Regulations for Insiders	3	
			Independent Director	Cheng, Tien-Chong	2020/01/16	Science & Technology Law Institute, Institute for Information Industry	Completing the Corporate Governance Framework with Intellectual Property Management - Intellectual Property Management Obligations of TWSE/TPEX Listed Companies	2.5	
					2020/07/17	Securities & Futures Institute	From CSR to Insider Trading	3	
					2020/11/20	Securities & Futures Institute	Management of Cross-border Businesses and Corporate Governance for Offshore Offices	3	

Evaluation Item	Implementation status				Summary	Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies and reasons
	Yes	No				
			Independent Director	Kung, Ju-Chin	2020/05/19 Accounting Research and Development Foundation Case Studies on Illegal Securities Trading by Fake Foreign Investors and the Legal Liability 3	
					2020/06/11 Accounting Research and Development Foundation Business Performance Improvement by Introduction of AI and Blockchain 3	
					2020/07/17 Securities & Futures Institute From CSR to Insider Trading 3	
					2020/11/20 Securities & Futures Institute Management of Cross-border Businesses and Corporate Governance for Offshore Offices 3	
			Independent Director	Ding, Kung-Wha	2020/07/17 Securities & Futures Institute From CSR to Insider Trading 3	
					2020/08/12 Taiwan Corporate Governance Association Director and Supervisor Responsibilities in Mergers and Acquisitions - Hostile Takeovers 3	
					2020/08/12 Taiwan Corporate Governance Association Corporate Governance and Securities Laws and Regulations 3	

Evaluation Item	Implementation status					Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies and reasons
	Yes	No	Summary			
			2020/11/20	Securities & Futures Institute	Management of Cross-border Businesses and Corporate Governance for Offshore Offices	3
			<p>(IV) Implementation of risk management policies and risk measurement standards:</p> <p>1. Risk management policy: For the purpose of enforcing the Company's risk management mechanisms and strengthening corporate governance while reasonably assuring the Company's strategies, plans, and targets are achieved, the Board of Directors passed the risk management policy on January 5, 2021. The policy provides the top principles for risk management. The policy covers the purpose of management, the scope of risks, organizational structure and responsibilities, management procedures, risk categories, and risk management operations and implementation evaluation. Risks arising from the business activities are kept within the range of tolerance in order to achieve sustainability and stability.</p> <p>2. Implementation of risk measurement standards: All proposals involving the Company's important business policies, major investment projects, endorsements and guarantees, loans to others, and bank loans must be evaluated and analyzed by the appropriate departments in charge and passed by the Board of Directors before execution. The Auditing Office will formulate annual audit plans based on the risk assessment results, and execute the plans accordingly to enforce oversight measures and</p>			

Evaluation Item	Implementation status		Summary	Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies and reasons
	Yes	No		
			<p>monitor risk management practices.</p> <p>3. Risk analysis and assessment: Please refer to "F. Risk analysis and assessment of VII. Review and analysis of the financial status, financial performance, and risk management" in the Company's 2020 annual report for details.</p> <p>(V) Customer policy implementation: The Company has established the "Ethical Corporate Management Best Practice Principles" and the "Procedures for Ethical Management and Guidelines for Conduct" to comply with the business activities of ethical management practices. Please refer to "I. Business activities of Five. Business Overview" in the Company's 2020 annual report.</p> <p>(VI) Status of purchase of liability insurance by the company for directors and supervisors: The Company purchased a liability insurance policy in the amount of US\$15 million for directors and other key persons in 2021 and reported important content of the insurance to Board of Directors on June 25, 2021.</p>	

Evaluation Item	Implementation status		Summary	Deviations from Corporate Governance Best-Practice Principles for TWSE/TPEX Listed Companies and reasons
	Yes	No		
IX. Specify the improvement of corporate governance with reference to the evaluation of corporate governance by the Corporate Governance Center of Taiwan Stock Exchange Corporation in the most recent year, and the measures prioritized for issues that require improvement.				
Prioritized issues for improvement in the 7th Corporate Governance Evaluation Indicators				
No.	Indicator Item		Priority Matters the Require Strengthening and Measures	
1.10	Does the company upload the English version of the agendas and supplemental materials 30 days prior to the annual shareholders' meeting?		Upload completed 30 days before the originally scheduled 2021 annual shareholders' meeting.	
3.5	Does the company upload the annual report disclosed in English 7 days prior to the annual shareholders' meeting?		Upload completed 7 days before the originally scheduled 2021 annual shareholders' meeting.	
3.10	Does the company submit financial statements to the board of directors for approval or file them with the board of directors within 7 days of the publication deadline, and release the financial statements within one day after they are approved or filed?		The Company's financial statements will be approved by or filed with the Board of Directors within 7 days of the publication deadline, and will be released within one day after they are approved or filed.	

4. If the company has a Remuneration Committee, disclose its composition, responsibilities and operations:

The Company established the Remuneration Committee and formulated its organizational charter in accordance with the "Securities and Exchange Act" and the "Regulations Governing the Appointment and Exercise of Powers by the Remuneration Committee of a Company Whose Stock is Listed on the Stock Exchange or Traded Over the Counter." The responsibilities of the Remuneration Committee is to assess the remuneration policy and system for the Company's directors and executive officers in a professional and objective manner and make recommendations to the Board of Directors for reference.

The Company's far Remuneration Committee has three members at present. All members meet the expertise and independence requirements, and were reappointed in coordination with the term of the Board of Directors on June 21, 2019. Miss Kung, Ju-Chin, Mr. Lin, Che-Wei, and Miss Lu, Huei-Chung are the members of the 4th-term Remuneration Committee. Mr. Lin, Che-Wei resigned for personal reasons on February 20, 2020, and the vacancy was filled by the newly appointed independent director, Mr. Ding, Kung-Wha with the Board's approval on May 11, 2020. Miss Kung, Ju-Chin is the convener and chairperson. The committee is required to convene at least two meetings each year, and convened five meetings in current year.

a. List of remuneration committee members:

Title	Qualifications	5 years or more of work experience and one of the following professional qualifications	Independence criteria (Note 2)											Number of other public companies in which the member also serves as a member of their Remuneration Committee	Notes		
			An instructor or higher position in the department of commerce, law, finance, accounting or other department related to the business needs of the Company in a public or private junior college or university	A Judge, Public Prosecutor, Attorney, Certified Public Accountant, or Other Professional or Technical Specialists Who Has Passed a National Examination and Been Awarded a Certificate in a Profession Necessary for the Business of the Company	Have work experience in commerce, law, finance, or accounting or a profession necessary for the business of the Company	1	2	3	4	5	6	7	8			9	10
Independent Director	Kung, Ju-Chin		✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	0	None
Independent Director	Lin, Che-Wei (Note 1)			✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	0	None
Independent Director	Ding, Kung-Wha (Note 2)	✓		✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	0	None
Other	Lu, Huei-Chung	✓		✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	0	None

Note 1: Member Lin, Che-Wei resigned on February 20, 2020.

Note 2: Member Ding, Kung-Wha was appointed to fill the vacancy with the Board's approval on May 11, 2020.

Note 3: If the committee member meets any of the following criteria in the two years before being appointed or during the term of office, please check "✓" in the corresponding boxes.

(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 (not applicable in cases where

- the person is an independent director of the Company, its parent company, subsidiary, or the subsidiary of the same parent company in accordance with the Act or with local laws).
- (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 amount of one percent or more of the total number of issued shares of the company or ranks as one of its top ten shareholders.
 - (4) Not a spouse, relative within the second degree of kinship, or lineal relative within the third degree of kinship of a manager in (1) or personnel in (2) and (3).
 - (5) Not a director, supervisor, or employee of a corporate shareholder that directly holds 5% or more of the Company's outstanding shares, is a top five shareholder, or appointed a representative as the Company's director or supervisor in accordance with Article 27, Paragraph 1 or 2 of the Company Act (not applicable in cases where the person is an independent director of the Company, its parent company, subsidiary, or the subsidiary of the same parent company in accordance with the Act or with local laws).
 - (6) Not a director, supervisor, or employee of other companies controlled by the same person with over half of the Company's director seats or shares with voting rights (not applicable in cases where the person is an independent director of the Company, its parent company, subsidiary, or the subsidiary of the same parent company in accordance with the Act or with local laws).
 - (7) Not a director, supervisor, or employee of another company or institution who is the same person or spouse of the Company's chairperson, president or equivalent position (not applicable in cases where the person is an independent director of the Company, its parent company, subsidiary, or the subsidiary of the same parent company in accordance with the Act or with local laws).
 - (8) Not a director, supervisor, or managerial officer of a specific company or institution with financial or business dealings with the Company, or shareholder with 5% or more shares of the Company (not applicable in cases where the specific company or institution holds 20% or more but less than 50% of the Company's outstanding shares, and is an independent director of the Company, its parent company, subsidiary, or the subsidiary of the same parent company in accordance with the Act or with local laws).
 - (9) Not a professional individual who, or an owner, partner, director, supervisor, or manager of a sole proprietorship, partnership, company, or institution that audited or provided commercial, legal, financial, or accounting services for total compensation not exceeding NT\$500,000 in the most recent two years to the company or to any affiliate of the company, or a spouse thereof. This does not apply to members of the Remuneration Committee, Public Tender Offer Review Committee, or Merger and Acquisition Special Committee performing duties in accordance with the Securities and Exchange Act or laws and regulations related to mergers and acquisitions.
 - (10) Not having any of the situations set forth in Article 30 of the Company Act of the R.O.C.

b. Operations of the Remuneration Committee:

- (1) There are three members in the Company's Remuneration Committee.
- (2) Current term of office: From June 21, 2019 to June 20, 2022. In current year, the Remuneration Committee met five times [A], and the members' qualifications and attendance are as follows:

Title	Name	Attendance in person [B]	By proxy	Attendance rate (%) [B/A] (Note)	Notes
Convener	Kung, Ju-Chin	5	0	100%	Re-appointed on June 21, 2019
Committee Member	Lu, Huei-Chu	5	0	100%	Re-appointed on June 21, 2019

	ng				
Committee Member	Lin, Che-Wei	1	0	50%	Resigned on February 20, 2020
Committee Member	Ding, Kung-Wha	2	0	100%	Appointed to fill the vacancy with the Board's approval on May 11, 2020.

Other matters that require reporting:

- I. If the board of directors did not adopt or revised the recommendations of the remuneration committee, describe the date of board meeting, term of the board, agenda item, resolutions adopted by the board, and actions taken by the company in response to the opinion of the compensation committee (if the remunerations approved by the board of directors are better than those recommended by the remuneration committee, describe the difference and reasons):
No such incident occurred in this year.
- II. If with respect to any resolution of the Remuneration Committee, any member has a dissenting or qualified opinion that is on record or stated in a written statement, describe the date of committee meeting, term of the committee, agenda item, opinions of all members, and actions taken by the company in response to the opinion of members:
No such incident occurred in this year.
- III. Proposals and resolutions of the Remuneration Committee meetings and the Company's handling of the members' opinions in the most recent year:

Remuneration Committee	Agenda	Resolutions	Members' opinions	The Company's handling of the opinions of the Remuneration Committee
3 rd meeting of 4 th term January 2, 2020	1. 2019 executive officers' year-end and performance bonus payment. 2. 2020 executive officers' salary compensation payment.	Passed as proposed after the chairperson consulted all attending members.	No dissenting or unqualified opinions.	Submitted to the Board of Directors and approved by all attending directors.
4 th meeting of 4 th term February 15, 2020	1. Proposal for the 2019 distribution of remuneration to employees and directors.	Passed as proposed after the chairperson consulted all attending members.	No dissenting or unqualified opinions.	Submitted to the Board of Directors and approved by all attending directors.
5 th meeting of	1. Proposal for 2019 director	Passed as	No	Submitted

<p>4th term May 11, 2020</p>	<p>remuneration distribution.</p>	<p>proposed after the chairperson consulted all attending members.</p>	<p>dissenting or unqualified opinions.</p>	<p>to the Board of Directors and approved by all attending directors.</p>
<p>6th meeting of 4th term August 7, 2020</p>	<ol style="list-style-type: none"> 1. Proposal to amend the Remuneration Committee Charter. 2. Proposal to implement employee stock ownership trusts and incentives for managerial participation in employee stock ownership trusts. 3. Establishment of the “2020 Employee Stock Subscription Regulations for Cash Issue of Class A Preferred Shares” and the 2020 List of Management Subscriptions of Cash Issue of Class A Preferred Shares. 	<p>Passed as proposed after the chairperson consulted all attending members.</p>	<p>No dissenting or unqualified opinions.</p>	<p>Submitted to the Board of Directors and approved by all attending directors.</p>
<p>7th meeting of 4th term November 6, 2020</p>	<ol style="list-style-type: none"> 1. Proposal for remuneration of independent directors on the 9th board. 	<p>Passed as proposed after the chairperson consulted all attending members.</p>	<p>No dissenting or unqualified opinions.</p>	<p>Submitted to the Board of Directors and approved by all attending directors.</p>

5. Fulfillment of Social Responsibility and Deviations from the “Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons:

Evaluation Item	Implementation status		Summary	Deviations from the “Corporate Social Responsibility Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons						
	Yes	No								
I. Does the company assess ESG risks associated with its operations based on the principle of materiality, and establish related risk management policies or strategies?	✓		<p>For the purpose of enforcing the Company’s risk management mechanisms and strengthening corporate governance while reasonably assuring the Company’s strategies, plans, and targets are achieved, the Board of Directors passed the risk management policy on January 5, 2021. The policy provides the top principles for risk management. Based on business activities, the Company identifies and manages risks in operations, finance, compliance, information security, and environment, and follows closely the development of risk management in and outside the country and identification of new risks.</p> <p>Does the company assess risks associated with important issues based on the CSR principle of materiality, and establish related risk management policies as follows:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 20%;">Important issue</th> <th style="width: 20%;">Risk assessment</th> <th style="width: 60%;">Risk management policy</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">The environment</td> <td style="text-align: center;">Climate change</td> <td> <p>The Company is an electronic parts distributor that is mainly in the business of electronic parts sale and R&D, and is not involved in manufacturing. Nevertheless, as a global citizen, the Company has a profound understanding of the importance of environmental sustainability, and implements an environmental management system to minimize the risk of environmental</p> </td> </tr> </tbody> </table>	Important issue	Risk assessment	Risk management policy	The environment	Climate change	<p>The Company is an electronic parts distributor that is mainly in the business of electronic parts sale and R&D, and is not involved in manufacturing. Nevertheless, as a global citizen, the Company has a profound understanding of the importance of environmental sustainability, and implements an environmental management system to minimize the risk of environmental</p>	No difference.
Important issue	Risk assessment	Risk management policy								
The environment	Climate change	<p>The Company is an electronic parts distributor that is mainly in the business of electronic parts sale and R&D, and is not involved in manufacturing. Nevertheless, as a global citizen, the Company has a profound understanding of the importance of environmental sustainability, and implements an environmental management system to minimize the risk of environmental</p>								

Evaluation Item	Implementation status			Deviations from the “Corporate Social Responsibility Best-Practice Principles for TWSE/TPEx Listed Companies” and Reasons
	Yes	No	Summary	
			<p>violations. The Company is actively implementing energy conservation and carbon reduction plans, raising the environmental protection awareness of its employees, and improving the efficiency of resource use.</p> <p>According to the Special Report on the Ocean and Cryosphere in a Changing Climate (2019 SROCC) released by the Intergovernmental Panel on Climate Change (IPCC), environmental and climate change facts currently include the following: increased chance of strong typhoons, the sea level rising by one meter in the worst case scenario, doubled frequency of marine heatwaves, and loss of coastal wetlands. These facts can be considered urgent issues to be followed by businesses around the world. To mitigate the impact of climate change risks and their effects on business, WT Microelectronics is to devise countermeasures and work toward sustainable development.</p>	
			<p>Community Information</p> <p>The CIO is the person in charge of</p>	

Evaluation Item	Implementation status			Summary	Deviations from the “Corporate Social Responsibility Best-Practice Principles for TWSE/TPEx Listed Companies” and Reasons
	Yes	No			
				<p>security</p> <p>assembling and leading the information security team. The team is responsible for coordinating, planning, executing, and analyzing information security events. The team consists of a strategy group, a technology group, and an audit group. The information security team performs regular planning and review of information security protection measures according to the PDCA cycle. Information security is the Company’s last line of defense against significant impact. Therefore, in addition to continuously strengthening the investment in information security equipment, the Company also continues to increase investment in information security equipment and software and strengthen data redundancy.</p>	
			Corporate governance	<p>Compliance with social and economic regulations</p> <p>The Company complies with the Fair Trade Act, Foreign Trade Act, Regulations Governing Export and Import Of Strategic High-tech Commodities, Export Administration Regulations of the United States of America, and Regulations Governing Permission of Trade Between</p>	

Evaluation Item	Implementation status			Summary	Deviations from the “Corporate Social Responsibility Best-Practice Principles for TWSE/TPEx Listed Companies” and Reasons
	Yes	No			
				<p>Taiwan Area and Mainland Area, and all products comply with the international safety standards, international environmental regulations and import and export regulations. This ensures that the business activities are environmentally friendly and complies with ethics. Internal training courses are also organized to promote laws and regulations.</p> <p>Anti-corruption The Company established the Ethical Management Promotion Task Group, which periodically reports the implementation of ethical corporate management in the previous year to the Board of Directors at the beginning of the year, assisting the Board of Directors with inspecting and evaluating if unethical conduct prevention measures are effective. The Ethical Management Promotion Task Group established the Ethical Corporate Management Best Practice Principles, Code of Ethical Conduct, Procedures for Ethical Management and Guidelines for Conduct, the internal control system,</p>	

Evaluation Item	Implementation status			Deviations from the “Corporate Social Responsibility Best-Practice Principles for TWSE/TPEx Listed Companies” and Reasons
	Yes	No	Summary	
			authorization system, and separation of duties. It implements anti-corruption measures in coordination with internal audits, self-evaluations of the internal control system, and channels for reporting unethical conduct.	
II. Does the company establish a dedicated or concurrent unit in charge of promoting CSR with senior management authorized by the board to take charge of proposing CSR policies and reporting to the board?	✓		To fulfill CSR obligations and achieve sustainability, the Company appoints the Investor Relations Department to be the concurrent unit for promoting CSR and coordinating implementation of CSR policies and overseeing results. The functional units send representatives to attend CSR meetings as needed in order to facilitate implementation in the environmental, social, and governance aspects of the Company’s business. The department also holds discussions on supplier, customer, shareholder, media, employee, government/competent authority, community and other stakeholder issues, and sets targets and monitors the progress. Furthermore, the department delivers regular updates on CSR results and next year’s plans to the Board of Directors. The Company published the 2019 CSR Report in August 2020. The Company’s CSR plans and results can be found under the Sustainability Section of the company website.	No difference.

Evaluation Item	Implementation status			Deviations from the "Corporate Social Responsibility Best-Practice Principles for TWSE/TPEx Listed Companies" and Reasons
	Yes	No	Summary	
<p>III. Environmental issues</p> <p>(I) Does the company endeavor to utilize all resources more efficiently and use renewable materials which have low impact on the environment?</p>	✓		(I) The company and the Hong Kong warehouse industry have obtained the ISO14001 environmental management system certification to effectively prevent and control environmental pollution and improve the utilization of resources and energy. The most recent certificate is valid from October 25, 2018 to October 26 2021.	No difference.
<p>(II) Does the company endeavor to improve the efficiency of resource utilization and use recycled materials which have a low impact on the environment?</p>	✓		<p>(II) Due to energy shortage, artificial destruction of the ecological environment, and growingly severe carbonization of the planet in recent years, the Group continues to implement energy conservation and carbon reduction measures to counter and mitigate the impact of environment changes. These measures are as follows:</p> <p>1. Use of energy efficient equipment in the office High energy efficiency LED lights with the energy conservation label are given priority; thermal sensor lighting devices are installed in public areas and offices to effectively reduce power consumption. Air conditioners and lighting equipment are installed with controllers that automatically turn on and off during work hours and lunch breaks to prevent unnecessary energy waste.</p> <p>2. Promotion of energy conservation and carbon reduction Energy conservation posters are put up at the switches of lights and air conditioning. The Company continues to promote GHG reduction and waste sorting activities.</p>	No difference.

Evaluation Item	Implementation status		Summary	Deviations from the “Corporate Social Responsibility Best-Practice Principles for TWSE/TPEx Listed Companies” and Reasons
	Yes	No		
(III) Does the company evaluate potential risks and opportunities brought by climate change, and take response measures to climate-related issues?	✓		<p>3.Resources utilization and recycling</p> <p>(1)Office resource reuse Offices recycle, take apart, and reuse resources, including computer equipment and parts, and donate them to social welfare organizations for reuse, lowering the ecological load.</p> <p>(2)Packaging material recycling and use of green packaging materials. Packaging materials are separated based on their properties for management. Empty cardboard boxes from incoming materials are recycled and reused for packaging outgoing goods. Degradable inflated pads are placed in boxes to reduce the damage to the environment and ecology.</p> <p>(III) The Company is an electronic parts distributor that is mainly in the business of electronic parts sale and R&D, and is not involved in manufacturing. Nevertheless, as a global citizen, the Company has a profound understanding of the importance of environmental sustainability, and implements an environmental management system to minimize the risk of environmental violations. The Company is actively implementing energy conservation and carbon reduction plans, raising the environmental protection awareness of its employees, and improving the efficiency of resource use. According to the Special Report on the Ocean and Cryosphere in a Changing Climate (2019 SROCC) released by the Intergovernmental Panel on Climate Change (IPCC), environmental and climate change facts currently include the following: increased chance of</p>	No difference.

Evaluation Item	Implementation status		Summary	Deviations from the “Corporate Social Responsibility Best-Practice Principles for TWSE/TPEx Listed Companies” and Reasons
	Yes	No		
(IV) Does the company compile statistics of greenhouse gas emissions, water use, and total weight of waste in the past two years, and does it establish policies for energy conservation and carbon reduction, greenhouse gas emission reduction, water use reduction, and other waste management?	✓		<p>strong typhoons, the sea level rising by one meter in the worst case scenario, doubled frequency of marine heatwaves, and loss of coastal wetlands. These facts can be considered urgent issues to be followed by businesses around the world. To mitigate the impact of climate change risks and their effects on business, WT Microelectronics is to devise countermeasures and work toward sustainable development. The risks and countermeasures are disclosed in the Sustainability Section of the company website.</p> <p>(IV) The Group worked hard to take energy conservation and carbon reduction actions in current year to fulfill its global citizenship and corporate social responsibility. The results are as follows:</p> <p>1. Greenhouse gases: The Company used a greenhouse gases inventory system and issued the Greenhouse Gas Inventory Management Report. The system was certified for credibility by an independent third party in order to monitor actual GHG emissions. The Company’s GHG emissions decreased from 1,245.5330 metric tons (t-CO2e) in the base year 2018 to 1,215.4193 metric tons (t-CO2e) in 2020, down 30.1137 metric tons (t-CO2e) or about 2.42%. The Company will continue to implement the strategy of energy conservation, carbon reduction and GHG reduction in 2021, in hopes of becoming a low-carbon enterprise with sustainable development.</p> <p>2. Water resources: The biggest water users at WT Microelectronics are water</p>	No difference.

Evaluation Item	Implementation status		Summary	Deviations from the “Corporate Social Responsibility Best-Practice Principles for TWSE/TPEx Listed Companies” and Reasons
	Yes	No		
			<p>circulation in air conditioners in the offices and daily use by employees. Taiwan Water is the sole water source. Water consumption in 2020 was 17,009 degrees, down 1,110 degrees from 18,119 degrees in 2019. The decrease was attributed to the smart meters installed in the Zhonghe Plant to enable real-time leak detection and timely repair. In addition, all old and leaking cooling towers were replaced. WT Microelectronics also kept raising awareness of water conservation, and put up water conservation posters in tea rooms. As a result, water consumption fell by 6.13% in 2020.</p> <p>3. Waste: WT Microelectronics does not have any factory at its place of business, and does not produce hazardous waste. The business activities generate only nonhazardous waste, including discarded electronic products, office renovation waste, cardboard boxes, and packaging materials. To enforce the reuse policy, the Company devised and started following earth friendly waste disposal methods according to the Global Reporting Initiative for waste management in 2016. Waste is managed in one place, and quantities are recorded regularly to monitor waste generation and removal. The data provide a basis for setting management policies and targets in the future. A total of 6,438kg of waste was generated in 2020, down 124,055kg from 130,493kg in 2019. The decrease was attributed to the absence of any major repair work in 2020. Hence, the absence of construction waste led to a 95% decrease.</p>	

Evaluation Item	Implementation status		Summary	Deviations from the “Corporate Social Responsibility Best-Practice Principles for TWSE/TPEx Listed Companies” and Reasons
	Yes	No		
IV. Social issues				
(I) Does the company formulate appropriate management policies and procedures according to relevant regulations and the International Bill of Human Rights?	✓		(I) The Company supports and follows the Universal Declaration of Human Rights, the United Nations Global Compact, the Declaration of Fundamental Principles and Rights at Work and other principles disclosed in the International Bill of Human Rights, together with the Labor Standards Act and related laws and regulations, when establishing internal management regulations. The Company also established the “Social Policy and Code of Conduct” in order to protect the basic human rights of all employees, customers and stakeholders and to safeguard public interests. In addition, when signing a transaction contract with a customer, the Company is also committed to comply with the Responsible Business Alliance (RBA) Code of Conduct, ensuring a safe working environment, that employees are respected and have dignity, environmentally friendly business operations, and ethical conduct.	No difference.
(II) Does the company have reasonable employee benefit measures (including salaries, leave, and other benefits), and do business performance or results reflect on employee salaries?	✓		(II) The Group complies with the Labor Standards Act and related laws and regulations when setting salary and benefit measures, and provides better leaves and flexible hours than what is required by law. The Group also offers insurance policies and allowances, and encourage different wellness activities to attract and retain top talent. In addition to a competitive fixed salary, quarterly or annual variable performance bonuses are paid according to the company’s overall business performance, the extent of	No difference.

Evaluation Item	Implementation status		Summary	Deviations from the “Corporate Social Responsibility Best-Practice Principles for TWSE/TPEx Listed Companies” and Reasons
	Yes	No		
(III) Does the company provide a safe and healthy working environment and provide employees with regular safety and health training?	✓		<p>department specific goal achievement, and personal performance as well as the nature of an individual’s role and responsibilities. The variable bonuses are management reviewed regularly for incentive and profit sharing. Long-term incentive bonuses are also made available as a means to defer rewards and create a link between executive officers and key personnel and the company’s long-term performance.</p> <p>Furthermore, the company has been an advocate for sustainable operations and employee stock ownership trust since September 2020. Employees (members) organize themselves and form the Employee Stock Ownership Trust Committee. Employees will contribute fixed amounts from their monthly salaries, and the company will match their contributions. All contributions will be deposited into the trust accounts, effectively allowing employees and the company to share the fruit of business growth. The system not only makes it easier for the company to retain talent, but also helps employees accumulate wealth and prepare for retirement by saving small but regular sums.</p> <p>(III) Employees are the Group’s most valued asset, and creating a friendly workplace is one of the Group’s primary tasks.</p> <p>1. Working environment and employee safety protection measures: Face recognition temperature readers are installed on all floors to detect anyone with a fever entering the office. Alcohol disinfectant sprays are also provided and medical grade masks</p>	No difference.

Evaluation Item	Implementation status		Summary	Deviations from the “Corporate Social Responsibility Best-Practice Principles for TWSE/TPEx Listed Companies” and Reasons
	Yes	No		
			<p>made available to employees. Professional cleaners are arranged to maintain daily the workplace environment, including sterilizing the work environment and cleaning air conditioners once a year. Professional technicians are hired to periodically perform safety inspections and maintenance in accordance with the law. Fire safety equipment inspections are performed monthly, and in-house fire drills are conducted semiannually.</p> <p>Employees are required to wear their identification cards when entering and leaving the office; visitors or guests are led by the receptionist to register their visits and may not enter the office without permission. The Company has signed a contract with a security company. The front gate is strictly monitored around the clock to maintain the safety of the office.</p> <p>2.Implementation of health protection and management: The Company provides employees with medical check-ups every year, and has a health manager to assist employees with health inspections, consultation, and recommendations. Each office has a first aid reporting window to effectively guide emergency medical technicians when an emergency occurs. Doctors are invited to provide health consultation services at the office, and irregularly organize health seminars to improve employees’ medical knowledge.</p> <p>3.Promotion of health activities: A multi-purpose classroom is provided exclusively for</p>	

Evaluation Item	Implementation status			Deviations from the “Corporate Social Responsibility Best-Practice Principles for TWSE/TPEx Listed Companies” and Reasons
	Yes	No	Summary	
			employees, a variety of sports courses are arranged and offered in coordination with the sports center, encouraging employees to develop good exercise habits, while raising their health management awareness. Furthermore, employees are encouraged to form various clubs, such as running club, basketball club, board game club, badminton club, cooking club, floral club, and mountain climbing club. The Company hopes employees can participate in club activities to improve their mental and physical health and their relationships with each other.	
(IV) Does the company set up effective career development and training programs for its employees?	✓		(IV) The Group’s Training & Development Roadmap was developed by dedicated units for formulating annual training programs, and courses developed are based on functional attributes and grades to enhance employees’ professional competence and knowledge.	No difference.
(V) Does the company comply with relevant regulations and international standards in customer health and safety, customer privacy, and marketing and labeling its goods and services, and has it established consumer rights protection policies and complaint procedures?	✓		(V) The Group cares about the opinions of its customers. Besides individual visits, it also provides a contact person and e-mail addresses for products on its website. It also set up a stakeholder section on the Company’s website to provide a channel for customer questions, complaints, or suggestions, which the Company handles and gives feedback based on the principle of good faith, so as to protect customers’ rights and interests.	No difference.
(VI) Does the company have a supplier management policy, require suppliers to	✓		(VI) The Company has established a standard supplier evaluation process and the Supplier Code of Conduct, which are disclosed on	No difference.

Evaluation Item	Implementation status		Summary	Deviations from the “Corporate Social Responsibility Best-Practice Principles for TWSE/TPEx Listed Companies” and Reasons
	Yes	No		
comply with regulations on environmental protection, occupational safety and health, and labor rights, and what is its implementation status?			the company website, so that suppliers understand and comply with the Company’s product safety and ethical requirements, showing greater responsibility to society and the environment. The Company requires suppliers to comply with labor rights, health and safety, environmental protection, and ethics, and works with suppliers to commit to the development and application of green technologies, in order to solve the environmental problem of Earth’s energy resources being depleted. These efforts allow the Company and suppliers to better fulfill their corporate social responsibility. In case of violation, the Company may immediately terminate the cooperation with the supplier and may seek compensation for damages. When purchasing goods, the Group complies with environmental regulations and industry regulations, such as conflict minerals. In addition, the official website of major international suppliers that the Company deals with disclose statements that their products comply with relevant environmental regulations.	
V. Does the company reference internationally accepted reporting standards or guidelines, and prepare reports that disclose non-financial information of the company, such as corporate social responsibility reports? Do the reports above obtain assurance from a third party verification unit?	✓		The Group referenced the latest internationally accepted reporting standards (GRI Standards) in current year in preparing the 2019 Corporate Social Responsibility Report, and obtained a limited assurance report from a third party verification unit. The Corporate Social Responsibility Report discloses a comparison of the GRI indicators. The report will be uploaded to the Market Observation Post System by September 30, 2021. It will be available to the public on the MOPS and the Group’s website.	No difference.
VI. If the Company has established corporate social responsibility principles based on “Corporate Social Responsibility Best Practice Principles for				

Evaluation Item	Implementation status		Summary	Deviations from the “Corporate Social Responsibility Best-Practice Principles for TWSE/TPEx Listed Companies” and Reasons
	Yes	No		
<p>TWSE/TPEx Listed Companies”, please describe any discrepancy between the principles and their implementation: The Company has established “Corporate Social Responsibility Best Practice Principles” to fulfill its social responsibilities. There is no difference between actual operations and the Company’s best practice principles.</p>				
<p>VII. Other important information to facilitate a better understanding of the company’s corporate social responsibility practices:</p> <p>(I) Public interest:</p> <ol style="list-style-type: none"> It is the Group’s commitment to fulfill corporate social responsibility, in addition to expanding its operations and creating maximum value for its shareholders. The Group established the WT Education Foundation in December 2014. The Foundation’s Board of Directors consists of five directors, and it has a CEO and an executive vice president. Its aim is to fulfill corporate social responsibility and promote cultural and educational activities to give back to society. It sponsors or promotes various public interest activities, and calls on all employees to participate. The implementation status and operational results are reported to the Board of Directors by the CEO of the Foundation regularly each year. The 2020 implementation was reported to the Board of Directors on February 25, 2021. The total amount of donations amounted to NT\$8.66 million and the number of beneficiaries reached 13,004. The sponsored items mainly consist of two categories: (1) Diverse learning and multicultural education (2) Supporting disadvantaged groups and giving back to society For information on the Company’s corporate social responsibility, please refer to the Company’s 2019 Corporate Social Responsibility Report on the company website (URL: https://www.wtmec.com/?page_id=12183). The Group responds to government decrees and employs people with physical and mental disabilities in accordance with the People with Disabilities Rights Protection Act. <p>(II) Environmental protection:</p> <p>The Group is an electronic components distributor without a factory, and mainly promotes environmental protection at its offices and warehouses. Warehouses in Taiwan and Hong Kong have all obtained the ISO 14001 environmental management system certification, The most recent certificate is valid from October 25, 2018 to October 26 2021. The Company hopes to become a pioneer in a circular economy, and is actively recycling and reusing empty cardboard boxes, selecting packaging materials that are recyclable and degradable for logistics operations, and reducing the use of materials that are not environmentally friendly to protect the environment and ecology. The Company promotes paperless operations in offices, encourages employees to reduce paper use via e-mail and scanning and storing documents in electronic form, in order to accelerate the transition to paperless operations. Office equipment and resources are recycled and reused to reduce waste generation. Recyclable and reusable resources that are discarded by offices are donated to social welfare organizations, such as office furniture, electric appliances, IT and computer equipment, avoiding resource waste and reducing the burden on the planet.</p> <p>(III) Human rights:</p> <p>The Group values stakeholders’ interests and set up a stakeholder section on the Company’s website to provide a good communication platform, in order to understand the reasonable expectations and needs of stakeholders. Whether the internal or external issues are questions,</p>				

Evaluation Item	Implementation status		Summary	Deviations from the “Corporate Social Responsibility Best-Practice Principles for TWSE/TPEx Listed Companies” and Reasons
	Yes	No		
complaints, or suggestions in the economic, social and environmental aspects, the Group shall always uphold the principle of good faith to properly handle and provide feedback or improvement plans to achieve effective communication.				

6. Implementation of Ethical Corporate Management and Deviations from the “Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons:

Evaluation Item	Implementation status		Summary	Deviations from the “Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No		
I. Establishment of ethical corporate management policy and approaches				
(I) Did the company establish an ethical corporate management policy that was approved by the Board of Directors, and declare its ethical corporate management policy and methods in its regulations and external documents, as well as the commitment of its Board and management to implementing the management policies?	✓		(I) The Company’s Ethical Corporate Management Best Practice Principles were passed by the Board of Directors on December 1, 2014, and amendments were passed by the Board of Directors on July 11, 2016 and August 8, 2019 in response to law amendments. They were disclosed on the Market Observation Post System and the company website (www.wtmec.com). In addition, the Company issued the 2019 Corporate Social Responsibility Report on August 10, 2020 to make stakeholders aware of the Company’s efforts and contributions in CSR. The Group’s senior management and members of the Board of Directors are committed to upholding their responsibility of supervision based on ethical concepts when performing their duties, in order to create a sustainable business environment.	No difference.
(II) Does the company establish mechanisms for assessing the risk of unethical conduct, periodically analyze and assess operating activities within the scope of business with relatively high risk of unethical conduct, and formulate an unethical conduct prevention plan on this basis, which at least includes	✓		(II) The Company explicitly prohibits unethical conduct such as offering and receiving bribery, providing or accepting improper interests, providing or promising facilitation payment, providing illegal political contributions, engaging in unfair competition, providing improper charitable donations or sponsorships, disclosing trade secrets and damages to the interests of stakeholders, etc., in the “ Procedures for Ethical Management and Guidelines for Conduct”. The Company	No difference.

Evaluation Item	Implementation status		Summary	Deviations from the "Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies" and Reasons
	Yes	No		
<p>preventive measures for conduct specified in Article 7, Paragraph 2 of the Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies?</p> <p>(III) Did the company specify operating procedures, guidelines for conduct, punishments for violation, rules of appeal in the unethical conduct prevention plan, and does it implement and periodically review and revise the plan?</p>	✓		<p>has taken preventive measures and conducted educational advocacies to implement the ethical management policy.</p> <p>(III) The Company engages in commercial activities based on the principles of fairness, honesty, trustworthiness and transparency. In order to implement the ethical management policy, in accordance with the "Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies", the Board of Directors passed the resolution on April 28, 2016 to formulate the "Procedures for Ethical Management and Guidelines for Conduct", specifying the matters the Company's personnel shall be minded of when performing business. It includes clear operating procedures and guidelines for each program, disciplinary action for violations and grievance systems. It is applicable to all of the Group's companies and organizations such as the Company and its subsidiaries, foundations with the Company directly or indirectly contributing more than 50% of the funds, and other institutions or legal persons which the Company has substantial control. Besides promoting the policy among new employees, the Company has implemented it in business operations.</p>	No difference.

Evaluation Item	Implementation status		Summary	Deviations from the “Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No		
<p>II. Implementation of ethical corporate management</p> <p>(I) Does the company evaluate the ethical records of parties it does business with and stipulate ethical conduct clauses in business contracts?</p>	✓		<p>(I) After the evaluation, the Company shall sign contracts that contain an ethics clause with transaction counterparties if necessary. The ethics clause includes not accepting or requesting improper benefits, such as bribery, gift money, gift cards, etc., and conducting all business activities based on the principles of fairness, justice, openness and honesty. In addition, the financial institutions to which the Company conducts transactions with are all legally registered and well-known commercial banks or bills finance companies. The rights and obligations of both parties and the terms of the transaction are clearly set out in the credit contract. The Company also established the “Supplier Code of Conduct” on April 12, 2016 to specify relevant ethics.</p>	No difference.
<p>(II) Does the company have a unit that supports ethical management practices on a full-time basis under the board of directors, and reports the ethical management policy and programs against unethical conduct regularly (at least once a year) to the board of directors and oversees the operations?</p>	✓		<p>(II) In order to improve the ethical corporate management, the HR, Legal and Audit Office jointly form an Ethical Management Promotion Task Group, decentralizing the formulation and supervision of ethical corporate management policies and preventive measures based on the work responsibility and scope of each unit, to ensure the implementation of the Ethical Corporate Management Best Practice Principles. In addition, the Company reports the implementation of ethical corporate management in the previous year to the Board of Directors every year, to assist the Board of</p>	No difference.

Evaluation Item	Implementation status		Summary	Deviations from the “Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No		
			<p>Directors in assessing whether the ethical corporate management measures established by the Company is operating effectively. On January 5, 2021, the Board of Directors completed the 2020 annual reporting on the implementation of ethical management. Progress in 2020:</p> <p>1.Education and training In addition to promoting ethics and integrity as the core values of the Company to all employees, the task group also provides education and training to new employees to advocate the matters which require attention when conducting business.</p> <p>2.Communication channels Employees can also respond to and communicate with management and the HR unit through multiple channels (including the Company’s website, internal email system, etc).</p> <p>3.Reporting procedures and whistleblower protection There is a whistleblowing platform for any violation of the code of conduct on the Company’s official website, providing a channel for whistleblowers to report illegal activities of the Company’s personnel. The Ethical Management Promotion Task Group is responsible for accepting the reported cases, forwarding these cases to the highest supervisors of the relevant units for investigation, and tracking the final result of each cases. The identity of the whistleblower and the contents of the report shall be kept confidential, and a complete record of the acceptance,</p>	

Evaluation Item	Implementation status		Summary	Deviations from the “Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No		
(III) Does the company establish policies to prevent conflict of interests, provide appropriate channels for filing related complaints and implement the policies accordingly?	✓		<p>investigation process and results of the case shall be retained. The Company received 0 external reports and employee reports in 2020; there were no incidents of severe unethical conduct.</p> <p>(III) The Company’s “ Ethical Corporate Management Best Practice Principles “ and “Procedures for Ethical Management and Guidelines for Conduct” have clearly specified policies for preventing conflicts of interest and requires all units to implement them. Open channels are provided internally and on the Company’s website for employees to present their opinions. In addition, the Company’s personnel that attended Board meetings recused themselves for those proposals that they have a conflict of interest (January 2, 2020, February 15, 2020, May 11, 2020, July 2, 2020, August 7, 2020, November 6, 2020, January 5, 2021, February 25, 2021, March 18, 2021, and April 16, 2021) in accordance with Article 15 of the Company’s “Rules of Procedure for Board of Directors’ Meetings” on directors’ recusal due to conflict of interest.</p>	No difference.
(IV) Does the company have effective accounting system and internal control systems set up to facilitate ethical corporate management, does the internal auditing unit formulate audit plans based on unethical conduct risk	✓		<p>(IV) The Group has established a complete and effective control mechanism in the accounting system and internal control system for business activities and operating procedures that have potentially high levels of unethical conduct. Internal auditors shall include high-risk operations as the primary audit items in the annual audit plan based on risk</p>	No difference.

Evaluation Item	Implementation status		Summary	Deviations from the “Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No		
<p>assessment results, and does it audit compliance with the unethical conduct prevention plan or commission a CPA to perform the audit?</p> <p>(V) Does the company regularly hold internal and external educational trainings on ethical corporate management?</p>	✓		<p>assessments to strengthen preventive measures, and report the actual implementation of the audit plan during regular Board meetings. In addition, through the Company’s annual self-assessment of internal controls, all departments and subsidiaries of the Company are required to self-examine the internal control system, in order to ensure the effectiveness of the system’s design and implementation.</p> <p>(V) The “Ethical Corporate Management Best Practice Principles”, the “Procedures for Ethical Management and Guidelines for Conduct”, and the “Code of Ethics” established by the Company are disclosed in the “Corporate Governance” section of the official website and on the internal website, as well as provided during training for current employees and for new employees. In current year, the total number of training hours was 562 hours, and the number of trainees was 1,185. The training aims for each new employee to understand and abide by the Best Practice Principles. In addition, relevant personnel are also appointed to participate in seminars and symposiums organized by public associations or professional organizations to strengthen the Group’s ethical corporate management policy.</p>	No difference.
<p>III. Operation of whistleblowing system</p> <p>(I) Does the company establish concrete</p>	✓		<p>(I) In accordance with Article 23 of the Company’s Ethical</p>	No difference.

Evaluation Item	Implementation status		Summary	Deviations from the "Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies" and Reasons
	Yes	No		
whistleblowing and reward system and have a convenient reporting channel in place, and assign an appropriate person to communicate with the accused?			Corporate Management Best Practice Principles and Article 21 of the Procedures for Ethical Management and Guidelines for Conduct on the whistle-blowing system, if members of the Group suspect or discover any violations, they shall report it to independent directors, executive officers, the chief internal auditor or other suitable personnel. In addition, there is a professional ethics violation reporting channel on the Company's website for relevant personnel to report wrongdoings. There were no major internal or external whistleblower cases in current year.	
(II) Does the company establish standard operating procedures for investigating reported cases, and does it take subsequent measures and implement a confidentiality mechanism after completing investigation?	✓		(II) In accordance with Article 23 of the Company's Ethical Corporate Management Best Practice Principles and Article 21 of the Procedures for Ethical Management and Guidelines for Conduct, records of the whistleblower report acceptance and investigation process and results shall be kept and retained, and the whistleblower's identity and contents of the report shall be kept confidential. If a material violation is discovered by the investigation or the Group is at risk of sustaining significant losses, a report shall immediately be prepared and independent directors shall be notified in writing. No such incident occurred in current year.	No difference.
(III) Does the company provide proper whistleblower protection?	✓		(III) In accordance with Article 23 of the Company's Ethical Corporate Management Best Practice Principles and Article	No difference.

Evaluation Item	Implementation status		Summary	Deviations from the “Ethical Corporate Management Best-Practice Principles for TWSE/TPEX Listed Companies” and Reasons
	Yes	No		
			21 of the Procedures for Ethical Management and Guidelines for Conduct, the whistleblowers identity and contents of the report shall be kept confidential, and whistleblowers shall not be subject to improper treatment due to whistleblowing.	
IV. Enhancing information disclosure Does the company disclose information regarding the company’s ethical corporate management principles and implementation status on its website and the Market Observation Post System?	✓		The Company has disclosed these Best-Practice Principles and its implementation on the Company’s website, Market Observation Post System, annual reports, corporate social responsibility reports and prospectus in accordance with Article 25 of the Ethical Corporate Management Best Practice Principles. Integrity is the Company’s most important core value and business philosophy. Employees must abide by clear ethical and character standards. The Company keeps its commitment to vendors, customers, employees, shareholders and society, and also does its utmost to ensure the interests and rights of all stakeholders.	No difference.
V. If the company has established Ethical Corporate Management Principles in accordance with “Ethical Corporate Management Best Practice Principles for TWSE/GTSM Listed Companies”, describe difference with the principles and implementation status: The Company established the “Ethical Corporate Management Best Practice Principles” to establish a corporate culture of ethical management and to achieve sound development. There is no deviation between actual operations and the Company’s Best Practice Principles.				
VI. Other important information to facilitate a better understanding of the company’s implementation of ethical corporate management: (e.g., review and amendment of the Ethical Corporate Management Best Practice Principles) The Company’s “Procedures for Ethical Management and Guidelines for Conduct” was amended in response to the regulations, and passed by the Board of Directors on August 7, 2020. Furthermore, the Company shall pay attention to the development of relevant domestic and international ethical management regulations, and encourage directors, executive officers and employees to attend training and propose improvements and suggestions to enhance the Company ethical corporate management performance.				

7. If the company has established corporate governance principles and related guidelines, disclose the means of accessing this information:
The Company has formulated the “ Articles of Incorporation”, “Rules of Procedure for Shareholders’ Meetings”, “Rules of Procedure for Board of Directors’ Meetings”, “Rules for Board of Directors Performance Assessments”, “ Rules for Election of Directors”, “Audit Committee Charter”, “Remuneration Committee Charter”, “Risk Management Committee Charter”, “Risk Management Policy”, “Procedures for Acquisition or Disposal of Assets”, “Procedures for Lending Funds and Endorsement & Guarantee”, “Procedures for Handling Material Inside Information”, “Corporate Governance Best Practice Principles”, “Corporate Social Responsibility Best Practice Principles”, “Ethical Corporate Management Best Practice Principles”, “Procedures for Ethical Management and Guidelines for Conduct”, “Codes of Ethical Conduct”, and “Supplier Code of Conduct”. These regulations can be found on the Company’s website (website: <http://www.wtmec.com>), the Market Observation Post System, or the annual reports.

8. Other significant information which may improve the understanding of corporate governance and operation:

- (I) In addition to disclosing in the Corporate Governance section of the Market Observation Post System, the Company also discloses corporate governance related operations in the format of material information to investors in a timely manner, depending on the materiality.
- (II) The Company regularly holds investor conferences, and the relevant materials of the investor conferences are disclosed on the Company's website and the Market Observation Post System.
- (III) Continuing education for the Company's executive officers in current year:

Title	Name	Date	Organizer	Course Name	Hours
President	Cheng, Wen-Tsung	2020/07/17	Securities & Futures Institute	From CSR to Insider Trading	3 hours
		2020/11/20	Securities & Futures Institute	Management of Cross-border Businesses and Corporate Governance for Offshore Offices	3 hours
Senior Vice President	Hsu, Wen-Hung	2020/07/17	Securities & Futures Institute	From CSR to Insider Trading	3 hours
		2020/08/04	Corporate Operation Association	"Shareholders Rights – Management Rights Disputes and More"	3 hours
		2020/10/16	Taiwan Stock Exchange and Taipei Exchange	2020 Corporate Governance and Ethical Corporate Management Seminar for Directors and Supervisors	3 hours
		2020/11/20	Securities & Futures Institute	Management of Cross-border Businesses and Corporate Governance for Offshore Offices	3 hours
Vice President and Chief Accountant	Yang, Hsing-Yu	2020/12/21~22	Accounting Research and Development Foundation	Continuing Education of Accounting Supervisors	12 hours

9. Implementation of internal control system:

(I) Internal Control Statement

WT Microelectronics Co., Ltd.
Internal Control System Statement

Date: February 25, 2021

In 2020, the Company conducted an internal audit of its internal control system and hereby declares the following:

1. The Company acknowledges and understands that the establishment, enforcement and maintenance of the internal control system are the responsibility of the Board of Directors and management, and that the company has already established such a system. The aim of the system is to provide reasonable assurance of the achievement of objectives in the effectiveness and efficiency of operations (including profits, performance, and safeguard of asset security), reliability, timeliness, and transparency of reporting, and compliance with applicable laws and regulations.
2. There are inherent limitations to even the most well designed internal control system. As such, an effective internal control system can only reasonably ensure the achievement of the aforementioned goals. Moreover, the operating environment and situation may change, impacting the effectiveness of the internal control system. However, self-supervision measures were implemented within the Company's internal control policies to facilitate immediate rectification once procedural flaws have been identified.
3. The Company judges the design and operating effectiveness of its internal control system based on the criteria provided in the Regulations Governing the Establishment of Internal Control Systems by Public Companies (hereinafter referred to as the "Regulations"). The criteria introduced by the "Governing Regulations" cover the process of management control and consist of five major elements, each representing a different stage of internal control: 1. Control environment, 2. Risk assessment, 3. Control activities, 4. Information and communications, and 5. Monitoring activities. Each of the elements in turn contains certain audit items. Please refer to "Governing Regulations" for details.
4. The Company has adopted the aforementioned measures for an examination of the effectiveness of the design and implementation of the internal control system.
5. Based on the findings of the aforementioned examination, the Company believes it can reasonably assure that the design and implementation of its internal control system as of Thursday, December 31, 2020 (including supervision and management of subsidiaries), including the effectiveness and efficiency in operation, reliability in financial reporting and compliance with relevant regulatory requirements, have achieved the aforementioned objectives.
6. This declaration constitutes part of the Company's annual report and prospectus, and shall be disclosed to the public. If any fraudulent information, concealment or unlawful practices are discovered in the content of the aforementioned information, the Company shall be held liable under Article 20, Article 32, Article 171 and Article 174 of the Securities and Exchange Act.
7. This statement was passed by the Board of Directors on February 25, 2021, with none of the seven attending Directors expressing dissenting opinions, and the remainder all affirming the content of this Statement.

WT Microelectronics Co., Ltd.
Chairman and President: Cheng, Wen-Tsung

(II) If the company engages an accountant to examine its internal control system, disclose the CPA examination report: None.

10. If any penalties are imposed on the Company and its personnel or punishments are imposed by the Company on personnel in violation of internal control system regulations in the past year and up to the date of report, and the results of the penalty may have a material effect on shareholders equity or stock price, specify the contents of the penalty, major deficiencies and improvement: None.

11. Important resolutions adopted in shareholders meeting and board of directors' meeting in the past year and up to the date of report:

(I) Major resolutions of the Board of Directors:

Date	Major resolutions
January 2, 2020	<ol style="list-style-type: none"> 1. Passed the proposal for the 2019 managerial officers' year-end bonuses and performance bonuses. 2. Passed the proposal for the 2020 executive officers' salary compensations. 3. Passed the proposal for the 2020 business plan. 4. Passed the proposal for the appointment and independence assessment of CPAs. 5. Passed the proposal for setting the record date for capital increase by shares converted from the Company's sixth unsecured convertible corporate bonds. 6. Passed the proposal for electing a new independent director to fill the vacancy. 7. Passed the proposal for related matters of convening the Company's 2020 annual shareholders' meeting.
January 8, 2020	Passed a decision on whether the public tender offer for WPG Holdings should be filed with the State Administration for Market Regulation of China.
January 20, 2020	Passed the contents of the official explanation to be publicly disclosed by the Company regarding the decision during the previous meeting of the Fair Trade Commission to exempt the public tender offer by WPG Holdings for up to 30% of the Company's shares from merger filing.
February 15, 2020	<ol style="list-style-type: none"> 1. Passed the report on the Company's ability to compile financial reports. 2. Passed the 2019 proposal for distribution of remuneration to employees and directors. 3. Passed the proposal for the 2019 internal control system effectiveness assessment and internal control system statement. 4. Passed the proposal for nominating and reviewing candidates to the list of independent directors. 5. Passed the proposal for releasing the non-competition restriction on directors. 6. Passed the proposal to make a donation to the WT Education Foundation. 7. Passed the proposal for the amendment to the "Articles of Incorporation".

	<ol style="list-style-type: none"> 8. Passed the proposal for the amendment to the “Procedures for Acquisition or Disposal of Assets”. 9. Passed private placement of Class B preferred shares and/or Class C preferred shares. 10. Passed private placement of common shares. 11. Passed issuance of common shares to increase capital via book building. 12. Passed issuance of new restricted employee shares. 13. Passed the proposal for the 2019 Business Report and Financial Statements. 14. Passed the proposal for 2019 earnings distribution.
February 21, 2020	Passed the proposal for the Company to increase capital by issuing consideration shares in a stock swap for accepting new shares of ASMedia Technology Inc.
May 11, 2020	<ol style="list-style-type: none"> 1. Passed the appointment of one member to fill a vacancy on the 4th Remuneration Committee. 2. Passed the 2019 proposal for distribution of salary to directors. 3. Passed the proposal for setting the record date for capital increase by shares converted from the Company’s sixth unsecured convertible corporate bonds.
July 2, 2020	<ol style="list-style-type: none"> 1. Passed the proposal for the Company to acquire all shares of Analog World Co., Ltd. In cash, and transfer the semiconductor product distribution business of Analog Tech Systems, Inc. and Analog Devices, Inc. of Analogtechsys Limited to the subsidiary Morrihan International Corp. 2. Passed cash issue of Class A preferred shares. 3. Passed the proposed rules for issuing new restricted employee shares in 2020.
August 7, 2020	<ol style="list-style-type: none"> 1. Passed the proposal for the 2019 annual financial statements of the Hong Kong branch. 2. Passed the proposal for setting the record date for capital increase by shares converted from the Company’s sixth unsecured convertible corporate bonds. 3. Passed the proposal to implement employee stock ownership trusts and incentives for managerial participation in employee stock ownership trusts. 4. Passed the establishment of the “2020 Employee Stock Subscription Regulations for Cash Issue of Class A Preferred Shares” and the 2020 List of Management Subscriptions of Cash Issue of Class A Preferred Shares. 5. Passed the amendments to the Corporate Governance Best Practice Principles, the Corporate Social Responsibility Best Practice Principles, the Ethical Corporate Management Operating Procedures and Code of Conduct, the Code of Ethics, the Rules and Procedures for Board of Directors Meetings, the Board of Directors Performance Evaluation Guidelines, the Remuneration Committee Charter, and the Audit Committee Charter and the revocation of the Merger and Acquisition Committee Charter.

	<ol style="list-style-type: none"> 6. Passed the amendment to the rules for issuing new restricted employee shares in 2020. 7. Passed the proposed amendment to the Internal Control System.
November 6, 2020	<ol style="list-style-type: none"> 1. Passed the proposal for the 2020 Q4 summary consolidated financial forecast. 2. Passed the proposal for the Company to continue providing joint guarantees for the subsidiary, Morrihan Singapore Pte. Ltd., to obtain credit lines from banks.
January 5, 2021	<ol style="list-style-type: none"> 1. Passed the proposal for the 2020 managerial officers' year-end bonuses and performance bonuses. 2. Passed the proposal for the 2021 executive officers' salary compensations. 3. Passed issuance of new restricted employee shares and approval of employee share entitlement. 4. Passed the proposal to issue employee stock options in 2021. 5. Passed the establishment of the Risk Management Policy. 6. Passed the proposal for exchange rate volatility risk evaluation. 7. Passed the evaluation of risks on the Company's operations arising from the China-US dispute. 8. Passed the acquisition of common shares of Sino-American Silicon Products Inc. 9. Passed the proposal for the 2021 business plan. 10. Passed the proposal for the appointment and independence assessment of CPAs. 11. Passed the proposal for setting the record date for capital increase by shares converted from the Company's sixth unsecured convertible corporate bonds.
February 25, 2021	<ol style="list-style-type: none"> 1. Passed the proposal to make a donation to the WT Education Foundation. 2. Passed the proposal for the 2020 Business Report and Financial Statements. 3. Passed the proposal for the 2021 Q1 summary consolidated financial forecast. 4. Passed the proposal for the 2020 internal control system effectiveness assessment and internal control system statement. 5. Passed the 2020 proposal for distribution of remuneration to employees and directors. 6. Passed the proposal to discontinue private placements of common and preferred shares passed at the 2020 annual shareholders' meeting. 7. Passed the proposed amendment to the Rules of Procedure for the Shareholders' Meeting. 8. Passed the proposed amendment to the Rules for Directors Elections. 9. Passed the proposed amendment to the Corporate Governance Best Practice Principles. 10. Passed the proposal for related matters of convening the Company's 2021 annual shareholders' meeting.

	11. Passed the appointment/dismissal of internal audit officers.
March 18, 2021	<ol style="list-style-type: none"> 1. Passed the proposal to issue employee stock options in 2021 and the list of eligible employees. 2. Passed the proposal to optimize employee stock ownership trusts and incentives for managerial participation in employee stock ownership trusts. 3. Passed the proposal for information security risk evaluation and management countermeasures.
April 16, 2021	<ol style="list-style-type: none"> 1. Passed the proposal for 2020 earnings distribution. 2. Passed the 2020 earnings distribution of cash dividends. 3. Passed the proposal for the amendment to the “Articles of Incorporation”. 4. Passed issuance of new restricted employee shares. 5. Passed the proposal to issue common stock for cash capital increase and/or issue common stock for cash capital increase and issuance of DRs. 6. Passed the proposal for releasing the non-competition restriction on directors. 7. Passed the proposal for setting the record date for capital increase by shares converted from the Company’s sixth unsecured convertible corporate bonds.

(II) Major resolutions of the shareholders’ meeting and implementation:

Date	Major resolutions and implementation
March 27, 2020	<ol style="list-style-type: none"> 1. Acknowledged the proposal for the 2019 Business Report and Financial Statements. Implementation status: Resolution passed. 2. Acknowledged the 2019 Earnings Distribution. Implementation status: Resolution passed. The 2019 earnings distribution has been fully allocated. August 30, 2020 is set as the ex-dividend date and September 16 of the same year is set as the cash dividend payment date. The cash dividend is NT\$2.77606941 per share. 3. Passed the proposal for the amendment to the “Articles of Incorporation”. Implementation status: Approved and registered by the Ministry of Economic Affairs on April 29, 2020, and related matters were handled in accordance with the amended Articles of Incorporation. 4. Passed the proposal for the amendment to the “Procedures for Acquisition or Disposal of Assets”. Implementation status: The amended “Procedures for Acquisition or Disposal of Assets” were uploaded to the Market Observation Post System and disclosed on the company website on April 6, 2020, and matters were handled in accordance with the amended procedures. 5. Passed private placements of Class B and/or Class C preferred shares, private placements of common shares, and cash issue of common shares via book building. Implementation status: Resolution passed, The board of directors

	<p>was authorized to raise capital, but found no suitable counterparties by the deadline on March 26, 2021. Therefore, the proposal was discontinued, and reported to the 2021 annual shareholders' meeting.</p> <p>6. Passed issuance of common shares to raise capital via book building. Implementation status: Resolution passed, The board of directors was authorized to raise capital, but had not completed the procedure by the deadline on March 26, 2021.</p> <p>7. Passed issuance of new restricted employee shares. Implementation status: January 18, 2021 was set to be issue date for 2,992,000 new restricted employee shares in 2020. These shares were approved and registered by the Ministry of Economic Affairs on February 5 of the same year, and February 26 of the same year was the TWSE-approved issue date.</p> <p>8. To elect a new Independent Director to fill the vacancy. Implementation status: The list of new independent directors elected to fill vacancies: Ding, Kung-Wha Approved and registered by the Ministry of Economic Affairs on April 29, 2020.</p> <p>9. To release the non-competition restriction on Directors. Implementation status: Resolution passed to release non-competition restriction on directors, Sung Kao, Hsin-Ming and Ding, Kung-Wha.</p>
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12. Dissenting or qualified opinion of directors or supervisors against an important resolution passed by the Board of Directors that is on record or stated in a written statement in the past year and up to the date of report: None.

13. Resignation and dismissal of managerial officers related to the financial report (including chairperson, president, chief accounting officer, chief financial officer, chief internal auditor, corporate governance supervisor, and R&D supervisor) in the past year and up to the date of report:

Title	Name	Date of appointment	Date of dismissal	Reason for dismissal
Audit officer	Wang, Yea-Ching	March 17, 2014	February 25, 2021	Change of responsibilities