## SERCOM

## **2022 Board Performance External Evaluation Report**

The external performance evaluation of our company's Board of Directors for the fiscal year 2022 is summarized as follows. For the detailed assessment report, please visit our company's website in Chinese.

- External Evaluation Results
  - Upon summarizing and evaluating the directors' self-evaluation and the on-site evaluation for the Board of Directors and Audit Committee, the external evaluation institution believes that Sercomm's Board of Directors has formulated relevant policies and procedures for the Board operation in accordance with relevant laws and regulations and corporate governance indicators in Taiwan.
  - The Board of Directors is composed of directors with relevant professional abilities, and the work is assigned based on the professions and experiences. The functions of the Board of Directors and various functional committees operates effectively, and the evaluation results are excellent.
- Overall Evaluation
  - The 4 general directors of the Board of Directors are all current or retired senior managers of Sercomm, and the 3 independent directors are professionals in the telecommunications industry, finance and accounting, and law. The independent directors are knowledgeable about the Sercomm's operations and future development goals and can provide relevant professional advice in a timely manner with adequate supervision and guidance.
  - 2. Sercomm can provide complete information before the Board meetings and functional committees meeting and directors actively participate in the discussions, express opinions, and establish a good meeting culture.
  - 3. The Chairman respects the professionalism of each director, and the culture of the Board of Directors is open and harmonious where each director can speak freely, contribute his professionalism, and express his opinions. Sercomm also values to the succession planning where the current directors play an important role in cultivating the professional managerial personnel who is expected to provide their skills and become the cornerstone of Sercomm in the future.
- Suggestion
  - At present, two of the three independent directors have served for more than three terms. To strengthen the independence of independent directors and functional committees and make the election mechanism of directors and independent directors more professional and independent, it is suggested that Sercomm may consider increasing the independent directors and establishing a nomination committee before the next re-election.
  - 2. Sercomm is a manufacturer of telecommunications broadband equipment with great focus on information security and risk management issues. To effectively manage the challenges and opportunities of future business development, we suggest that Sercomm to set up relevant functional committees in line with corporate governance goals, such as Sustainable Committees, Risk Management Committees, Information Security Committees. Sercomm can strengthen the management mechanism and demonstrate the corporate governance of a leading corporation.
  - 3. The self-evaluation questionnaire provided by Sercomm to the directors contains only options of "yes" and "no". It is suggested that the evaluation can be revised to a scoring method recommended by the securities regulatory authority where results are divided from 1 to 5; 1 being extremely poor (strongly disagree) and 5 being excellent (strongly agree), allowing directors to express with subtle differences in evaluation.