

**STAAR SURGICAL COMPANY**  
**DIRECTOR SELECTION CRITERIA**

This policy is intended to establish the criteria to be used by the Nominating and Governance Committee (the "Committee") of STAAR Surgical Company (the "Company") in selecting candidates for nomination to the Board of Directors of the Company. The Committee has adopted, and the Board of Directors has approved, these criteria.

**1. Criteria for All Candidates**

Among those characteristics to be sought in each candidate, being mindful of the overall Board composition, are the following:

- The highest personal and professional ethics, integrity and values.
- The ability to think strategically and make decisions with a forward-looking focus, with the ability to assimilate relevant information on a broad range of complex topics.
- Respect for the views of others and an open-minded approach to problem-solving.
- Personal maturity and leadership skills in industry, education, the professions, or government.
- Independence of thought and willingness to deal directly with difficult issues.
- Contribution to board diversity in the broadest sense (age, gender, ethnicity, sexual orientation (LGBTQ+), veteran status, geography, personal experience and diversity of thought).
- Broad business and/or professional experience, with an understanding of business and financial affairs, and the complexities of business organizations. Expertise that is useful to the Company and complementary to the background and experience of other Board members, so that an appropriate balance of skills and experience of the membership of the Board can be achieved and maintained.
- An absence of conflict of interests that might impair service to the Company as an independent director or that would violate any applicable law or regulation.

**2. Criteria for a Portion of Candidates**

Among those characteristics that may be sought in individual board candidates, as needed to fulfill certain functions on the Board from time to time, are the following:

- Service as a chief executive officer of a publicly-traded company or a significantly-sized private company.

- Successful track record in the medical device or pharmaceutical industries, with a particular emphasis on ophthalmology and/or consumer private pay business models.
- Involvement with U.S.-based business with material international sales, marketing and operations focus.
- Experience in other regulated industries and familiarity with the regulatory environment relating to the Company.
- Professional accomplishment in ophthalmology or technology related to ophthalmic devices.
- Business and other experience relevant to small and growing public companies.
- Experience in investment banking, investment management or other financing activities, an ability to evaluate allocation of capital and an understanding of stockholder expectations.
- Financial or accounting expertise, generally and as necessary to fulfill the financial requirements of the Securities and Exchange Commission.

### **3. Procedures to be used in Board Candidate Selection**

The Committee will include the following among its procedures to be used in the selection of candidates for the Board:

- Evaluate qualifications under Section 1 and any specific needs under Section 2, prior to commencement of the recruitment process.
- Determine that a prospective candidate fulfills the independence requirements of the Securities and Exchange Commission and Nasdaq.
- Evaluate recommendations received from other existing members of the Board of Directors.
- Evaluate potential candidates recommended by stockholders in accordance with the Company's bylaws and the rules of the Securities and Exchange Commission under the same criteria as all other potential candidates.
- If evaluating a candidate for re-election, review the candidate's performance, including the following:
  - the candidate's previous performance, including availability for attendance at meetings;
  - the candidate's contribution to board processes such as information gathering and decision making;

- the candidate's accessibility for communications with other directors and management;
  - the candidate's participation in committee activities;
  - the candidate's depth of knowledge of the Company or its industry;
  - any specialized expertise or experience that has contributed or is expected to contribute to the success of the Company
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- Review the education of the prospective candidate.
  - Evaluate the quality of experience and achievement of the prospective candidate.
  - Review the prospective candidate's current or past membership on other boards.
  - Determine that the candidate has the ability, and the willingness, to spend the necessary time required to function effectively as a Director.
  - Determine that the candidate has a genuine interest in representing the stockholders and the interests of the Company overall.