



Elite Semiconductor Microelectronics Technology Inc.

2025 Annual Shareholders' Meeting

Meeting Agenda

(Translation)

June 10, 2025

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Elite Semiconductor Microelectronics Technology Inc.

2025 Annual Shareholders' Meeting Procedure

- I. Call the Meeting to Order
- II. Chairman Remarks
- III. Reported Matters
- IV. Acknowledged Matters
- V. Discussion Matters
- VI. Election Matters
- VII. Other Matters
- VIII. Extraordinary Motions
- IX. Meeting Adjourned

The chairman may decide to be voted by poll for one single proposal or to be voted by poll for all or some proposals before the extraordinary motions.

Elite Semiconductor Microelectronics Technology Inc.

2025 Annual Shareholders' Meeting Agenda

Time: 9:00 a.m., June 10, 2025 (Tuesday)

Place: No. 16, Daxue Rd., East Dist., Hsinchu City, Taiwan

The HO Hotel Zhu hu Hall Meeting, 1F

Held by way of: Physical Shareholders' Meeting

Chairman Remarks:

I. Reported matters:

- (1) Business report of 2024.
- (2) Report of audit committee reviews the 2024 annual accounting books and statements.
- (3) Report of 2024 distribution on employees' compensation and directors' remuneration.
- (4) Report of 2024 payment of directors' remuneration.
- (5) Report of 2024 annual cash dividend situation from earnings distribution.

II. Acknowledged matters:

- (1) Acknowledgment of 2024 business report and financial statements (Proposed by the Board of Directors. The Board of Directors, marked "BOD" bellow)
- (2) Acknowledgment of 2024 earnings distribution (Proposed by the BOD)

III. Discussion matters:

- (1) Amendments to the Company's Articles of Incorporation (Proposed by the BOD)

IV. Election matters:

(1) Re-election of Directors. (Proposed by the BOD)

V. Other matters:

(1) Release the Prohibition on new Directors from Participation in Competitive Business. (Proposed by the BOD)

VI. Extraordinary motions

VII. Meeting adjourned

I. Reported matters:

Item 1: Business report of 2024

Explanation: Please refer to page 10 to 13 of this handbook.

Item 2: Report of audit committee reviews the 2024 annual accounting books and statements.

Explanation: Please refer to page 14.

Item 3: Report of 2024 distribution on employees' compensation and directors' remuneration.

Explanation: Pursuant to the "Articles of Incorporation" and profits of 2024, the Company may distribute NT\$5,391,070 on employees' compensation, 1% of profits; and NT\$5,391,070 on directors' remuneration, 1% of profits, all of them will distribute in cash.

Item 4: Report of 2024 payment of directors' remuneration.

Explanation: The policies, systems, standards and structure of independent directors' and directors' remuneration, as well as the correlation between their remuneration and the responsibilities, risks, and time invested:

1. In accordance with the company's Articles of Incorporation, the remuneration of the chairman and directors is determined by the board of directors, taking into careful consideration their level of participation in the company's operations, the value of their contributions, and the average director remuneration of listed IC design companies on the TWSE/TPEX.
2. The Articles of Incorporation also stipulate that director remuneration shall not exceed 1% of the annual profit.
3. Directors who are also employee, can't participate in distribution of employees' compensation.
4. Remuneration of independent directors are pay fixed-amount monthly, and thus, their annual director remuneration won't exceed regular directors.

5. Criteria of the performance evaluation for the chairman are based on the company's annual operating indicators related to operations, corporate governance and financial results. The scope of performance evaluation of the president includes operational safety management, supervision of the implementation of financial plans, revenue management, strengthening internal control, implementation of quality assurance and management, and contribution to the company's sustainable business performance.

6. Directors' remuneration of 2024 please refer to page 39.

Item 5: Report of 2024 annual cash dividend situation from earnings distribution.

Explanation:1. Pursuant to the Article #24 of the "Articles of Incorporation", the Company may distribute dividends to shareholders in cash by a resolution of BOD shall be reported to the Shareholders' Meeting.

2. The Company is proposed with a cash dividend of NT\$1 per share by a resolution of BOD in Feb. 26, 2025. Earnings Distribution Table is attached hereto as page 40.

3. The Chairman is authorized by the BOD to determine an ex-dividend basis date, payment date, and other related matters.

II. Acknowledged matters:

Item 1: Acknowledgment of 2024 business report and financial statements.

(Proposed by the BOD)

Explanation: The Company's 2024 financial statements has completed preparation, together with the business report and audit report of the unqualified opinions issued by Shu-Chian, Pai and Chien-Yu, Liu from PwC, was submitted to and reviewed by the Audit Committee, found no discrepancy.

1. Business report (please refer to page 10-13)

2. Financial statements (please refer to page 15-38)

Resolution:

Item 2: Acknowledgment of 2024 earnings distribution. (Proposed by the BOD)

- Explanation:
1. The Company's 2024 earnings distribution is proposed with a cash dividend of NT\$1 per share.
 2. The current cash dividends are calculated according to the distribution ratio up to yuan, and rounded down for numbers less than one yuan; The total amount of the fractional amount is included into the Company's other income.
 3. After the proposal has been approved in the Shareholders' Meeting, the Chairman is authorized to determine an ex-dividend basis date, payment date, and other related matters.
 4. Where the dividend distribution rate of NT\$1 per share is maintained in the proposed appropriation of earnings, if, prior to the ex-dividend date, the number of outstanding shares is affected by any amendment by the competent authorities or by any change in the Company's share capital, such as the conversion of domestic unsecured convertible corporate bonds into common shares, which subsequently results in a change in the earnings distribution, the shareholders will authorize the Chairman of the BOD to exercise his or her full authority to deal with such changes.
 5. 2024 earnings distribution table is attached hereto as page 40.

Resolution:

III. Discussion matters:

Item 1: Amendments to the Company's Articles of Incorporation (Proposed by the BOD)

- Explanation:
1. Pursuant the amendments of the Article #14 of the "Securities and Exchange Act" the Company's, it is proposed to make partial amendments to the "Articles of Incorporation".
 2. The comparison table for "Articles of Incorporation" before and after revision is attached hereto as page 41-42.

Resolution:

IV. Election matters:

Item 1: Re-election of Directors. (Proposed by the BOD)

- Explanation 1. The tenure of Directors will expire on June 14, 2025. According to the Company's Articles #15 regulations, the Company will re-elect ten directors (including five independent directors); conducted under the "Candidate Nomination System".
2. Election of new Directors tenure with three years term of office from June 10, 2025 to June 9, 2028. If Annual general meeting convened advance and completed new Directors election, the current Directors term of office will expire by the new directors elected.
 3. The election will elect ten directors (including five independent directors), conducted under the "candidate nomination system". The "List of Director and Independent Director Candidates" is shown as Page 43-44.
 4. Please re-election.

Election result:

V. Other matters:

Item 1 : Release the Prohibition on new Directors from Participation in Competitive Business. (Proposed by the BOD)

- Explanation: 1. According to Article #209 of the Company Act, a Director who conducts business with the business scope of the Company for himself or others shall explain the essential contents of such conduct at the shareholders' meeting and obtain the shareholders' approval.
2. Company's new Directors who acting the relevant corporate's job position, under without influence the Company business also not damage the Company conflict of interests, will agree to release the prohibition from participation in competitive business.
 3. Company Directors concurrently job position who has same business scope companies or similar other companies is listed at the following table.

Name	Concurrently companies name & position
Ming-Chien Chang	Chairman of the Board, Elite Semiconductor Memory Technology Inc. Chairman of the Board, Charng Feng Investment Ltd. Chairman of the Board, Elite Memory Technology Inc. Director, Jie Young Investment Ltd. Director, Elite Investment Services Ltd. Director, Eon Silicon Solutions, Inc. USA
Hsing-Hai Chen	Chairman of the Board, Jie Young Investment Ltd. Director, Elite Investment Services Ltd.
Yeong-Wen Daih	Director, Jie Yong Investment Ltd.
Kuan-Chun Chang	Director, Jie Yong Investment Ltd.
Shanyi investment Co. Ltd.- Ming Lin Shieh	Director, Li Hsin Investment Corporation Director, Powercoin Technology Corporation Director, Lonex Holding Limited Director and President, Powerchip Investment Holding Corporation Chairman of the Board, Treasure Fort Investments Ltd.(B.V.I) Chairman of the Board, Li Shun Investment Co. Director, AP Memory Technology Corporation Director, AI Medical Technology Corporation Director, Liksei Venture Capital Co Director, Syntronix Corporation Director, AI Memory Corporation Supervisor, Liyu Venture Capital Co. Director, Powerax Quantum Electronic Corporation Director, Skyvision Aviation Corporation Director, Hiyes International Co., Ltd. Director, Innostar Service, Inc. Director, Nexchip Semiconductor Corporation Director, Retronix Technology Inc. Supervisor, Optigate Quantum Technology Inc. Director, Powerchip Micro Device Corporation Director, Poly-Magic Materials Corporation Director, Powerchip Japan Director, Deutron Japan Independent Director, iCatch Technology Inc.
Bing-Yue Tsui	Consultant, Diodes Taiwan S.A R.L., Taiwan Branch (Luxembourg) Consultant, Rich Chip Microelectronics Corporation
William W.Shen	Independent Director, Ennostar Inc. Independent Director, Episil-Precision Inc.

Cheng-Yan Chien	Director, Energetic Enterprise Co., Ltd
Yu-Kuan Lin	Independent Director, Intelligo Technology Inc.

4. Respectfully request the shareholders to release the Prohibition on the above new Directors from Participation in Competitive Business.

Resolution:

VI. Extraordinary Motions

VII. Meeting Adjourned

Attachment I

Elite Semiconductor Microelectronics Technology Inc. Business Report

I. 2024 Business Plan Implementation and Profit Results:

In 2024, the niche memory industry was impacted by global economic consumption fatigue, pressure from interest rate hikes, and geopolitical tensions resulting in a persistent economic downturn. Although the three major memory companies experienced a temporary price rebound due to production cuts, this was insufficient to counter weak demand. In the fourth quarter, the revenues of major niche memory companies were in a state of decline, and it is anticipated that 2025 will remain challenging. Benefiting from the temporary price recovery and effective cost control, our company achieved revenues of NT\$13.485 billion in 2024, a 13.47% increase from the previous year's NT\$11.884 billion. The gross margin reached 12.11%, a significant improvement from the 2.73% of the prior year. Net profit after tax was NT\$505 million, a notable turnaround from the NT\$1.209 billion loss in 2023, with earnings per share at NT\$1.80.

At the beginning of 2023, OpenAI emerged, captivating the world and igniting global enthusiasm for AI. Many people believe AI development will transform future lifestyles, prompting substantial investments in manpower and resources to develop AI-related products and applications. Research and development in generative AI and large language models (LLMs) have become the most critical projects for major companies in the coming years. These efforts require extremely high computational power, necessitating not only high-speed main chips but also high-bandwidth memory (HBM) for efficient operation. HBM paired with AI main chips starts at a capacity of 64GB, with the highest exceeding 200GB. The generative AI boom is expected to drive significant memory demand growth in the coming years. However, the emergence of DeepSeek by the end of 2024 could dramatically alter the AI landscape. By utilizing highly streamlined manpower and resources, DeepSeek achieves results comparable to Open AI, significantly lowering the entry barriers to the AI field. This is expected to usher in an era of diverse AI development, further boosting memory demand and creating a prosperous outlook.

To achieve environmental sustainability, electric vehicles (EVs) will continue to experience strong growth, and the proportion of automotive semiconductors is expected to rise increasingly. Our company passed the ISO 26262 safety certification by the end of 2023, demonstrating our commitment to advancing automotive electronics. In the coming years, revenue from automotive semiconductors is anticipated to grow steadily.

As regards power IC and analog IC products, product lines are becoming more and more comprehensive after years of hard work and cultivation. The products have gained the recognition of large customers, and in particular, the market share of audio amplifiers in the TV market has been on the rise. In 2024, demand slowed down and prices fell due to the global economic downturn and consumption weakly which cause the shipment volume improved, but the revenue decline 4.25%. Looking ahead to 2025, audio amplifiers will thrive in the South Korean television market.

However, the television market in mainland China is facing intense competition from domestic alternatives. It is estimated that operations in 2025 will experience a slight growth in shipment volume and revenue.

Looking ahead, Elite Semiconductor Microelectronics Technology Inc. (ESMT) will continue to uphold the philosophy of sustainable business operations, consistently focusing on the equity and expectations of stakeholders. We emphasize the impact of environmental, social, and governance factors on our operations, monitor international developments and climate change-related disasters, and remain committed to supporting the underprivileged while pursuing a harmonious society. In line with the sustainable development blueprint outlined by regulatory authorities, we aim to fulfill our sustainability commitments and corporate social responsibilities. Grounded in our core values, we will continue to develop new technologies and innovative products, aspiring to become a top global supplier and partner to achieve the goals of corporate sustainability and social well-being.

II. 2025 Business Plan

1. Business Strategy

- (1) Expand the R&D team to enhance the potentials and increase relevant equipment expenditures to improve efficiency.
- (2) Expand 25nm/21nm low-density niche DRAM memory product lines such as DDR4, LPDDR4, DDR3, LP DDR3, DDR2, LP DDR2, etc.
- (3) Accelerate the R&D of 19nm DRAM and begin mass production.
- (4) Completed the mass production introduction of 19nm/40nm NAND products.
- (5) Accelerate the expansion of MCP, eMCP and eMMC production line.
- (6) Expand the 50nm NOR Flash product line and business in full force.
- (7) Expand the niche memory product line for automotive applications.
- (8) Accelerate the research and development of audio amplifier IC and power IC product lines.
- (9) Expand non-memory product lines, such as IoT/AIoT Wireless IC/Solutions, Motor Drive IC, and Sensor IC (Temperature/Photo).
- (10) Maintain a stable financial structure.

2. Sales Volume Forecast and Its Basis

In the past, the rapid growth of industries such as smartphones, tablets, and data centers drove demand. However, entering 2025, demand appears to be softening. While some market demand persists, the overall supply-demand relationship is beginning to adjust. As technology advances and market needs evolve, DDR4 is gradually being phased out by major memory manufacturers, with a shift toward high-profit, high-end products expected. At the same time, production of DRAM and NAND flash memory, particularly traditional types, may be reduced. It is projected that the memory industry will enter the trough of its business cycle in the coming quarters, with intensified competition in the HBM and standard memory markets. Memory

manufacturers will face challenges from policy and economic environments, with changes in monetary policy and global economic recovery serving as key factors influencing the storage chip market. Additional concerns include inventory levels, tariffs, and overinvestment. Consequently, HBM vendors in 2025 will continue vying for market share, eventually entering a phase of inventory reduction and excess idle capacity. Due to the overcapacity of DRAM in China, the oversupply will become increasingly severe. The widespread price decline of NAND flash and DRAM in the first quarter of 2025 undoubtedly pressure related companies, presenting new challenges to our company. In this rapidly changing market environment, maintaining keen market insight and flexibility in responding to market shifts is essential.

The EV market in 2025 remains in a phase of strategic deployment and adjustment. Automakers are working diligently to lay the groundwork for the future. Still, a market boom may not occur until more factories commence production, technological breakthroughs are achieved, and the policy environment stabilizes. Our company is actively positioning itself in the EV memory market, and as the EV market takes off, it is expected to drive the company's performance growth.

Additionally, our company is proactively expanding research and development in other IC design fields, such as Wireless SOC IC, Motor Driver IC, and Sensor IC (including temperature and image sensor IC), with expectations of yielding results within the next two to three years.

3.Policies on Production and Marketing

- (1) Strengthen the partnership with wafer suppliers and post-production outsourcers to maintain stable production capacity and supply.
- (2) Strengthen the promotion of SOC Memory, NOR Flash, NAND Flash and MCP/eMCP business.
- (3) Provide cost structure and quality superior to peers and expand the market share in domestic and foreign markets.
- (4) Strengthen the interactive relationship with customers and distributors and expand the application fields of new products to increase business sales.

III. Future Development Strategies of the Company and Impacts of the External Competition Environment, Regulatory Environment, and the Overall Business Environment

After experiencing the semiconductor market boom driven by the stay-at-home economy triggered by the COVID-19 pandemic and shortages caused by international shipping bottlenecks, the memory market entered a downward cycle in the second half of 2022 due to an oversupply of consumer electronics. Although 2024 saw a temporary price rebound due to production cuts by major manufacturers, it was insufficient to offset weak demand. Entering 2025, rapid capacity expansion of China manufacturers has led to rising inventory and supply levels. If capacity adjustments are not well-managed, despite some sustained market demand, the overall industry inventory reduction will proceed more slowly. The continued weakness in

consumer electronics demand will undoubtedly exert downward pressure on the price of NAND flash and DRAM. In this broader environment, only by strengthening technical capabilities, accelerating new product development, and continuously reducing costs can we effectively respond to future competition.

Our company specializes in low-density niche memory, which is increasingly expand application and become an indispensable electronic component in technological products. It is expected that global demand for niche memory in tech products will continue to grow in 2025. To support the market demand, our company will continue to enhance new product development, focusing on high-integration, high-speed, and low-power memory IC products, known good die (KGD), NOR and NAND flash, as well as MCP/eMCP/eMMC businesses. Additionally, we will accelerate R&D in analog IC and mixed-signal integrated circuits, including product lines such as audio amplifiers, power management, IoT/AIoT wireless communication, and temperature/image sensor IC, to enhance product competitiveness and meet diverse customer needs. Furthermore, our company aims to swiftly enter the global supply chain for advanced safety systems in automotive electronics, establishing a stronger foothold in future competition and maximizing income for the company.

The Company's current operations are in compliance with the relevant existing laws and regulations of domestic and foreign reinvestment countries. The management team will also continue to pay close attention to any changes in policies and laws that may affect the Company's finances and business, as a reference for operations. In addition, the Company also cooperates with professional organizations, pays close attention to the development of relevant laws and regulations, and adjusts strategies to meet the needs of operations in a timely manner. In other words, the Company is able to timely grasp and respond to important domestic and foreign policy and legal changes.

Chairman of the Board:
Ming-Chien, Chang

President:
Ming-Chien, Chang

Accounting Officer:
Hui-Wen, Cheng

Attachment II

Audit Committees' Review Report

The BOD has prepared business report, financial statements, and proposal for earnings distribution of the Company for the year 2024. The Certified Public Accountant firm of PricewaterhouseCoopers has audited the financial statements and issued an audit report relating to the financial statements. The business report, financial statements, and proposal for earnings distribution have been reviewed and determined to be correct and accurate by the Audit Committee of the Elite Semiconductor Microelectronics Technology Inc. We hereby report to the shareholders as described above in accordance with relevant requirements of the Securities and Exchange Act and the Company Act.

To: 2025 Annual General Shareholders' Meeting of Elite Semiconductor Microelectronics Technology Inc.

Elite Semiconductor Microelectronics Technology Inc.
Convener of the Audit Committee: William W. Shen

February 26, 2025

Attachment III

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of Elite Semiconductor Microelectronics Technology Inc.

Opinion

We have audited the accompanying parent company only balance sheets of Elite Semiconductor Microelectronics Technology Inc. as at December 31, 2024 and 2023, and the related parent company only statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the parent company only financial statements, including a summary of material accounting policies.

In our opinion, the accompanying parent company only financial statements present fairly, in all material respects, the parent company only financial position of Elite Semiconductor Microelectronics Technology Inc. as at December 31, 2024 and 2023, and its financial performance and its cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers.

Basis for opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the parent company only financial statements* section of our report. We are independent of Elite Semiconductor Microelectronics Technology Inc. in accordance with the Norm of Professional Ethics for Certified Public Accountants of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of Elite Semiconductor Microelectronics Technology Inc.'s 2024 parent company only financial statements. These matters were addressed in the context of our audit of the parent company only financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters for Elite Semiconductor Microelectronics Technology Inc.'s 2024 parent company only financial statements are stated as follows:

Allowance for inventory valuation losses

Description

Refer to Note 4(13) for accounting policies on inventory valuation, Note 5(2) for uncertainty of accounting estimates and assumptions in relation to inventory valuation, and Note 6(5) for details of inventories. As at December 31, 2024, the Company's inventories and allowance for inventory valuation losses amounted to NT\$8,152,306 thousand and NT\$219,843 thousand, respectively.

Elite Semiconductor Microelectronics Technology Inc. is primarily engaged in researching, developing, manufacturing, selling integrated circuits. Elite Semiconductor Microelectronics Technology Inc. recognises inventories at the lower of cost and net realisable value. An allowance for inventory valuation losses is provided for those inventories aged over a certain period and those individually identified as obsolete or damaged. As the estimation of net realisable value for individually obsolete or damaged inventories is subject to management's judgment, we considered the allowance for inventory valuation losses a key audit matter.

How our audit addressed the matter

We have performed primary audit procedures for the above matter, including assessing the reasonability of the policies and procedures adopted to provide for inventory losses based on our understanding of Elite Semiconductor Microelectronics Technology Inc. operations and industry, validating the appropriateness of relevant information in the inventory aging report utilised by Elite Semiconductor Microelectronics Technology Inc., and evaluating and testing the reasonability of estimation of net realisable value. We then evaluated the reasonableness of the allowance for inventory valuation losses provided by the Elite Semiconductor Microelectronics Technology Inc..

Responsibilities of management and those charged with governance for the parent company only financial statements

Management is responsible for the preparation and fair presentation of the parent company only financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers, and for such internal control as management determines is necessary to enable the preparation of parent company only financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the parent company only financial statements, management is responsible for assessing Elite Semiconductor Microelectronics Technology Inc.'s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate Elite Semiconductor Microelectronics Technology Inc. or to cease operations, or has no realistic alternative but to do so.

Those charged with governance, including the audit committee, are responsible for overseeing Elite Semiconductor Microelectronics Technology Inc.'s financial reporting process.

Auditor's responsibilities for the audit of the parent company only financial statements

Our objectives are to obtain reasonable assurance about whether the parent company only financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Standards on Auditing of the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these parent company only financial statements.

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgment and professional skepticism throughout the audit. We also:

- A. Identify and assess the risks of material misstatement of the parent company only financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- B. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of Elite Semiconductor Microelectronics Technology Inc.'s internal control.
- C. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- D. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on Elite Semiconductor Microelectronics Technology Inc.'s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the parent company only financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause Elite Semiconductor Microelectronics Technology Inc. to cease to continue as a going concern.
- E. Evaluate the overall presentation, structure and content of the parent company only financial statements, including the disclosures, and whether the parent company only financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- F. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within Elite Semiconductor Microelectronics Technology Inc. to express an opinion on the parent company only financial statements. We are responsible for the direction, supervision and performance of parent company only audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the parent company only financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Shu-Chien Pai

Liu, Chien-Yu

For and on behalf of PricewaterhouseCoopers, Taiwan

February 26, 2025

The accompanying parent company only financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying parent company only financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

ELITE SEMICONDUCTOR MICROELECTRONICS TECHNOLOGY INC.
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

Assets		Notes	December 31, 2024		December 31, 2023	
			AMOUNT	%	AMOUNT	%
Current assets						
1100	Cash and cash equivalents	6(1)	\$ 4,057,284	23	\$ 3,713,204	21
1110	Financial assets at fair value through profit or loss - current	6(2)	100	-	63,440	-
1136	Financial assets at amortised cost - current		-	-	31,791	-
1150	Notes receivable, net		127	-	-	-
1170	Accounts receivable, net	6(4)	1,381,723	8	1,132,044	6
1200	Other receivables		96,007	-	102,852	1
1210	Other receivables-related parties	7(2)	19,622	-	25,200	-
1220	Current income tax assets		23,402	-	232,673	1
130X	Inventories	6(5)	7,932,463	45	6,876,277	38
1410	Prepayments		897,441	5	394,453	2
1470	Other current assets		263	-	2,862	-
11XX	Total current assets		14,408,432	81	12,574,796	69
Non-current assets						
1517	Financial assets at fair value through other comprehensive income - non-current	6(3)	9,590	-	11,460	-
1550	Investments accounted for using equity method	6(6)	822,440	5	1,248,535	7
1600	Property, plant and equipment	6(7) and 8	1,773,849	10	1,894,390	11
1755	Right-of-use assets	6(8)	91,463	-	62,556	-
1760	Investment property, net	6(9)	13,822	-	14,791	-
1780	Intangible assets	6(10)	162,049	1	117,255	1
1840	Deferred income tax assets	6(28)	123,032	1	256,076	1
1900	Other non-current assets	6(11) and 8	332,745	2	1,964,366	11
15XX	Total non-current assets		3,328,990	19	5,569,429	31
1XXX	Total assets		\$ 17,737,422	100	\$ 18,144,225	100

(Continued)

ELITE SEMICONDUCTOR MICROELECTRONICS TECHNOLOGY INC.
PARENT COMPANY ONLY BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

Liabilities and Equity		Notes	December 31, 2024		December 31, 2023	
			AMOUNT	%	AMOUNT	%
Current liabilities						
2100	Short-term borrowings	6(12)	\$ 1,600,000	9	\$ 2,620,000	15
2130	Contract liabilities - current	6(21)	16,354	-	4,665	-
2150	Notes payable		-	-	2,178	-
2170	Accounts payable		2,073,109	12	2,187,588	12
2180	Accounts payable - related parties	7(2)	265,413	1	39,981	-
2200	Other payables	6(14) and 7(2)	808,171	5	730,949	4
2250	Provisions for liabilities - current		-	-	533,499	3
2280	Lease liabilities - current		13,882	-	9,056	-
2320	Long-term liabilities, current portion	6(15)	231,200	1	-	-
2399	Other current liabilities, others		8,226	-	7,895	-
21XX	Total current liabilities		5,016,355	28	6,135,811	34
Non-current liabilities						
2530	Bonds payable	6(13)	962,721	5	942,923	5
2540	Long-term borrowings	6(15)	1,049,700	6	643,400	4
2550	Provisions for liabilities -non-current		21,781	-	21,055	-
2570	Deferred income tax liabilities	6(28)	28,022	-	54,661	-
2580	Lease liabilities - non-current		79,490	1	54,172	-
2600	Other non-current liabilities		193,272	1	270,465	2
25XX	Total non-current liabilities		2,334,986	13	1,986,676	11
2XXX	Total Liabilities		7,351,341	41	8,122,487	45
Equity						
	Share capital	6(18)				
3110	Common stock		2,861,722	16	2,861,711	16
	Capital surplus	6(19)				
3200	Capital surplus		503,985	3	487,274	2
	Retained earnings	6(20)				
3310	Legal reserve		2,118,375	12	2,118,375	12
3320	Special reserve		36,380	-	46,310	-
3350	Unappropriated retained earnings		5,033,456	29	4,688,916	26
	Other equity interest					
3400	Other equity interest		(27,776)	-	(36,380)	-
3500	Treasury shares	6(18)	(140,061)	(1)	(144,468)	(1)
3XXX	Total equity		10,386,081	59	10,021,738	55
	Significant contingent liabilities and unrecognised contract commitments	9				
	Significant events after the balance sheet date	11				
3X2X	Total liabilities and equity		\$ 17,737,422	100	\$ 18,144,225	100

The accompanying notes are an integral part of these parent company only financial statements.

ELITE SEMICONDUCTOR MICROELECTRONICS TECHNOLOGY INC.
PARENT COMPANY ONLY STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2024 AND 2023
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

			Year ended December 31			
			2024		2023	
Items	Notes		AMOUNT	%	AMOUNT	%
4000	Operating revenue	6(21) and 7(2)	\$ 13,485,168	100	\$ 11,884,121	100
5000	Operating costs	6(5)(26)(27) and 7(2)	(11,925,360)	(88)	(11,608,742)	(98)
5950	Gross profit		<u>1,559,808</u>	<u>12</u>	<u>275,379</u>	<u>2</u>
	Operating expenses	6(26)(27)				
6100	Selling expenses	7(2)	(305,088)	(2)	(278,286)	(2)
6200	General and administrative expenses		(277,922)	(2)	(231,784)	(2)
6300	Research and development expenses	7(2)	(1,451,487)	(11)	(1,459,115)	(12)
6000	Total operating expenses		(2,034,497)	(15)	(1,969,185)	(16)
6900	Operating loss		(474,689)	(3)	(1,693,806)	(14)
	Non-operating income and expenses					
7100	Interest income	6(22)	108,717	1	139,965	1
7010	Other income	6(23) and 7(2)	83,160	1	61,877	1
7020	Other gains and losses	6(24)	883,456	6	271,397	2
7050	Finance costs	6(25)	(71,109)	(1)	(82,612)	(1)
7070	Share of profit of associates and joint ventures accounted for using equity method	6(6)	(1,210)	-	58,656	1
7000	Total non-operating income and expenses		<u>1,003,014</u>	<u>7</u>	<u>449,283</u>	<u>4</u>
7900	Profit (loss) before income tax		528,325	4	(1,244,523)	(10)
7950	Income tax (expense) benefit	6(28)	(23,210)	-	21,678	-
8200	Profit (loss) for the year		<u>\$ 505,115</u>	<u>4</u>	<u>(\$ 1,222,845)</u>	<u>(10)</u>
	Components of other comprehensive income (loss)-net					
	Other comprehensive income (loss) components that will not be reclassified to profit or loss					
8311	Remeasurement of defined benefit plans	6(16)	\$ 1,198	-	\$ 101	-
8316	Unrealised (losses) gains from investments in equity instruments measured at fair value through other comprehensive income	6(3)	(1,870)	-	4,965	-
8330	Share of other comprehensive income of associates and joint ventures accounted for using equity method, components of other comprehensive income that will not be reclassified to profit or loss		(1,870)	-	4,965	-
	Components of other comprehensive income (loss) that will be reclassified to profit or loss					
8361	Financial statements translation differences of foreign operations		8,818	-	-	-
8380	Share of other comprehensive income of associates and joint ventures accounted for using equity method, components of other comprehensive income that will be reclassified to profit or loss		<u>3,526</u>	<u>-</u>	<u>-</u>	<u>-</u>
8300	Other comprehensive income for the year-net		<u>\$ 9,802</u>	<u>-</u>	<u>\$ 10,031</u>	<u>-</u>
8500	Total comprehensive (loss) income for the year		<u>\$ 514,917</u>	<u>4</u>	<u>(\$ 1,212,814)</u>	<u>(10)</u>
	Earnings (losses) per share (in dollars)	6(29)				
9750	Basic earnings (losses) per share		\$ 1.80		(\$ 4.36)	
9850	Diluted earnings (losses) per share		\$ 1.79		(\$ 4.36)	

The accompanying notes are an integral part of these parent company only financial statements.

ELITE SEMICONDUCTOR MICROELECTRONICS TECHNOLOGY INC.
PARENT COMPANY ONLY STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2024 AND 2023
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	Notes	Retained Earnings				Other equity interest			Treasury shares	Total equity
		Common stock	Capital surplus	Legal reserve	Special reserve	Unappropriated retained earnings	Financial statements translation difference of foreign operations	Unrealised gains (losses) from financial assets measured at fair value through other comprehensive income		
2023										
Balance at January 1, 2023		\$ 2,861,570	\$ 255,317	\$ 2,014,288	\$ 23,906	\$ 6,553,259	\$ -	(\$ 46,310)	(\$ 147,700)	\$ 11,514,330
Loss for the year		-	-	-	-	(1,222,845)	-	-	-	(1,222,845)
Other comprehensive income for the year		-	-	-	-	101	-	9,930	-	10,031
Total comprehensive income (loss) for the year		-	-	-	-	(1,222,744)	-	9,930	-	(1,212,814)
Distribution of 2022 earnings:	6(20)									
Legal reserve appropriated		-	-	104,087	-	(104,087)	-	-	-	-
Cash dividends of ordinary shares		-	-	-	-	(515,108)	-	-	-	(515,108)
Special reserve appropriated		-	-	-	22,404	(22,404)	-	-	-	-
Disposal of parent company's share by a subsidiary recognised as treasury share	6(19)	-	8,540	-	-	-	-	-	3,232	11,772
Recognition of changes in ownership interests in subsidiaries - cash dividends distributed by subsidiaries	6(19)	-	989	-	-	-	-	-	-	989
Adjustment of capital surplus due to cash dividends that subsidiaries received from parent	6(19)	-	10,329	-	-	-	-	-	-	10,329
Change in equity of associates and joint ventures accounted for using equity method	6(19)	-	621	-	-	-	-	-	-	621
Issuance of new shares due to employee stock options exercised	6(17)(18)(19)	141	611	-	-	-	-	-	-	752
Expired cash dividends transferred to capital surplus	6(19)	-	45	-	-	-	-	-	-	45
Issuance of convertible bonds	6(13)(19)	-	210,822	-	-	-	-	-	-	210,822
Balance at December 31, 2023		<u>\$ 2,861,711</u>	<u>\$ 487,274</u>	<u>\$ 2,118,375</u>	<u>\$ 46,310</u>	<u>\$ 4,688,916</u>	<u>\$ -</u>	<u>(\$ 36,380)</u>	<u>(\$ 144,468)</u>	<u>\$ 10,021,738</u>
2024										
Balance at January 1, 2024		\$ 2,861,711	\$ 487,274	\$ 2,118,375	\$ 46,310	\$ 4,688,916	\$ -	(\$ 36,380)	(\$ 144,468)	\$ 10,021,738
Profit for the year		-	-	-	-	505,115	-	-	-	505,115
Other comprehensive income (loss) for the year		-	-	-	-	1,198	-	(3,740)	-	9,802
Total comprehensive income for the year		-	-	-	-	506,313	-	(3,740)	-	514,917
Distribution of 2023 earnings:	6(20)									
Cash dividends of ordinary shares		-	-	-	-	(171,703)	-	-	-	(171,703)
Reversal of special reserve		-	11,544	-	(9,930)	9,930	-	-	4,407	15,951
Disposal of parent company's share by a subsidiary recognised as treasury share	6(19)	-	-	-	-	-	-	-	-	-
Recognition of changes in ownership interests in subsidiaries - cash dividends distributed by subsidiaries	6(19)	-	1,601	-	-	-	-	-	-	1,601
Adjustment of capital surplus due to cash dividends that subsidiaries received from parent	6(19)	-	3,265	-	-	-	-	-	-	3,265
Change in equity of associates and joint ventures accounted for using equity method	6(19)	-	139	-	-	-	-	-	-	139
Expired cash dividends transferred to capital surplus	6(19)	-	79	-	-	-	-	-	-	79
Conversion of convertible bonds	6(13)(18)(19)	11	83	-	-	-	-	-	-	94
Balance at December 31, 2024		<u>\$ 2,861,722</u>	<u>\$ 503,985</u>	<u>\$ 2,118,375</u>	<u>\$ 36,380</u>	<u>\$ 5,033,456</u>	<u>\$ 12,344</u>	<u>(\$ 40,120)</u>	<u>(\$ 140,061)</u>	<u>\$ 10,386,081</u>

The accompanying notes are an integral part of these parent company only financial statements.

ELITE SEMICONDUCTOR MICROELECTRONICS TECHNOLOGY INC.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

		Year ended December 31	
	Notes	2024	2023
<u>CASH FLOWS FROM OPERATING ACTIVITIES</u>			
Profit (loss) before tax		\$ 528,325	(\$ 1,244,523)
Adjustments			
Adjustments to reconcile profit (loss)			
Depreciation	6(7)(8)(9)(26)	444,084	527,980
Amortisation	6(10)(26)	153,445	167,417
Net gain on financial assets at fair value through profit or loss	6(2)(24)	(473)	(15,171)
Interest expense	6(25)	71,109	82,612
Interest income	6(22)	(108,717)	(139,917)
Dividend income	6(23)	-	(513)
Share of profit of associates and joint ventures accounted for using equity method	6(6)	1,210	(58,656)
Gains on disposals of property, plant and equipment	6(24)	(56)	(281,765)
Gain on reversal of onerous contracts	6(24)	(530,888)	-
Gains on lease modifications	6(24)	(24)	(51)
Changes in operating assets and liabilities			
Changes in operating assets			
Financial assets at fair value through profit and loss		63,813	47,844
Notes receivable	(	127)	9
Accounts receivable	(	249,679)	(245,493)
Accounts receivable - related parties		-	1,482
Other receivables	(	3,189)	(15,403)
Other receivables - related parties		5,578	(25,100)
Inventories	(	1,056,186)	1,470,639
Prepayments	(	502,988)	46,401
Other current assets		2,599	(2,041)
Other non-current assets		840,046	195,621
Changes in operating liabilities			
Contract liabilities		11,689	(1,431)
Notes payable	(	2,178)	(221)
Accounts payable	(	114,479)	54,837
Accounts payable-related parties		225,432	(48,191)
Other payables		26,996	(624,932)
Provisions for liabilities	(	2,611)	2,611
Other current liabilities		331	929
Other non-current liabilities	(	150,197)	255,933
Cash (outflow) inflow generated from operations	(	347,135)	150,907
Interest received		118,751	134,024
Interest paid	(	50,627)	(79,842)
Income taxes refund (paid)		292,467	(33,958)
Net cash flows from operating activities		13,456	171,131

(Continued)

ELITE SEMICONDUCTOR MICROELECTRONICS TECHNOLOGY INC.
PARENT COMPANY ONLY STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

		Year ended December 31	
	Notes	2024	2023
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Acquisition of financial assets at amortised cost		(\$ 33,886)	(\$ 31,791)
Proceeds from disposal of financial assets at amortised cost		65,677	-
Return of capital from investee accounted for under the equity method	6(6)	435,201	-
Acquisition of property, plant and equipment	6(30)	(400,642)	(516,503)
Proceeds from disposal of property, plant and equipment		400	281,765
Dividends received		21,113	263,243
Acquisition of intangible assets	6(10)(30)	(110,727)	(233,262)
Decrease in refundable deposits		920,926	585
Net cash flows from (used in) investing activities		898,062	(235,963)
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
Decrease in short-term borrowings	6(30)	(1,020,000)	(555,000)
Increase in long-term borrowings	6(30)	680,000	-
Decrease in long-term borrowings	6(30)	(42,500)	-
Increase in short-term notes and bills payable	6(30)	-	1,723
Repayment of lease liabilities	6(30)	(13,201)	(9,273)
Decrease in guarantee deposit received	6(30)	(113)	(1)
Issuance of convertible bonds	6(30)	-	1,148,901
Proceeds from exercise of employee stock options		-	752
Cash dividends paid	6(20)	(171,703)	(515,108)
Expired cash dividends	6(19)	79	45
Net cash flows (used in) from financing activities		(567,438)	72,039
Net increase in cash and cash equivalents		344,080	7,207
Cash and cash equivalents at beginning of year	6(1)	3,713,204	3,705,997
Cash and cash equivalents at end of year	6(1)	\$ 4,057,284	\$ 3,713,204

The accompanying notes are an integral part of these parent company only financial statements.

INDEPENDENT AUDITORS' REPORT TRANSLATED FROM CHINESE

To the Board of Directors and Shareholders of Elite Semiconductor Microelectronics Technology Inc.

Opinion

We have audited the accompanying consolidated balance sheets of Elite Semiconductor Microelectronics Technology Inc. and its subsidiaries (the“ Group”) as at December 31, 2024 and 2023, and the related consolidated statements of comprehensive income, of changes in equity and of cash flows for the years then ended, and notes to the consolidated financial statements, including a summary of material accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2024 and 2023, and its consolidated financial performance and its consolidated cash flows for the years then ended in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations that came into effect as endorsed by the Financial Supervisory Commission.

Basis for opinion

We conducted our audits in accordance with the Regulations Governing Financial Statement Audit and Attestation Engagements of Certified Public Accountants and Standards on Auditing of the Republic of China. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report. We are independent of the Group in accordance with the Norm of Professional Ethics for Certified Public Accountants of the Republic of China, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Group's 2024 consolidated financial statements. These matters were addressed in the context of our audit of the consolidated financial statements as a whole and, in forming our opinion thereon, we do not provide a separate opinion on these matters.

Key audit matters for the Group's 2024 consolidated financial statements are stated as follows:

Allowance for inventory valuation losses

Description

Refer to Note 4(13) for accounting policies on inventory valuation, Note 5(2) for uncertainty of accounting estimates and assumptions in relation to inventory valuation, and Note 6(5) for details of inventories. As at December 31, 2024, the Group's inventories and allowance for inventory valuation losses amounted to NT\$8,156,813 thousand and NT\$219,843 thousand, respectively.

The Group is primarily engaged in researching, developing, manufacturing, selling of integrated circuits. The Group recognises inventories at the lower of cost and net realisable value. An allowance for inventory valuation losses is provided for those inventories aged over a certain period and those individually identified as obsolete or damaged. As the estimation of net realisable value for individually obsolete or damaged inventories is subject to management's judgment, we considered the allowance for inventory valuation losses a key audit matter.

How our audit addressed the matter

We have performed primary audit procedures for the above matter, including assessing the reasonability of the policies and procedures adopted to provide for inventory losses based on our understanding of the Group's operations and industry, validating the appropriateness of relevant information in the inventory aging report utilised by the Group, and evaluating and testing the reasonability of estimation of net realisable value. We then evaluated the reasonableness of the allowance for inventory valuation losses provided by the Group.

Other matter—Parent company only financial reports

We have audited and expressed an unmodified opinion on the parent company only financial statements of Elite Semiconductor Microelectronics Technology Inc. as at and for the years ended December 31, 2024 and 2023.

Responsibilities of management and those charged with governance for the consolidated financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with the Regulations Governing the Preparation of Financial Reports by Securities Issuers and the International Financial Reporting Standards, International Accounting Standards, IFRIC Interpretations, and SIC Interpretations that came into effect as endorsed by the Financial Supervisory Commission, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance, including the audit committee, are responsible for overseeing the Group's financial reporting process.

Auditor's responsibilities for the audit of the consolidated financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Standards on Auditing of the Republic of China will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with the Standards on Auditing of the Republic of China, we exercise professional judgment and professional skepticism throughout the audit. We also:

- A. Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- B. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- C. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- D. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- E. Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- F. Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Shu-Chien Pai

Liu, Chien-Yu

For and on behalf of PricewaterhouseCoopers, Taiwan

February 26, 2025

The accompanying consolidated financial statements are not intended to present the financial position and results of operations and cash flows in accordance with accounting principles generally accepted in countries and jurisdictions other than the Republic of China. The standards, procedures and practices in the Republic of China governing the audit of such financial statements may differ from those generally accepted in countries and jurisdictions other than the Republic of China. Accordingly, the accompanying consolidated financial statements and independent auditors' report are not intended for use by those who are not informed about the accounting principles or auditing standards generally accepted in the Republic of China, and their applications in practice.

As the financial statements are the responsibility of the management, PricewaterhouseCoopers cannot accept any liability for the use of, or reliance on, the English translation or for any errors or misunderstandings that may derive from the translation.

ELITE SEMICONDUCTOR MICROELECTRONICS TECHNOLOGY INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

Assets		Notes	December 31, 2024		December 31, 2023	
			AMOUNT	%	AMOUNT	%
Current assets						
1100	Cash and cash equivalents	6(1)	\$ 4,485,019	25	\$ 4,520,314	25
1110	Financial assets at fair value through profit or loss - current	6(2)	2,644	-	167,295	1
1136	Financial assets at amortised cost - current		-	-	31,791	-
1150	Notes receivable, net		127	-	-	-
1170	Accounts receivable, net	6(4)	1,432,658	8	1,204,521	7
1200	Other receivables		98,174	1	107,564	1
1220	Current income tax assets		23,402	-	232,673	1
130X	Inventories	6(5)	7,936,970	45	6,885,637	38
1410	Prepayments		902,879	5	399,667	2
1470	Other current assets		263	-	2,862	-
11XX	Total current assets		14,882,136	84	13,552,324	75
Non-current assets						
1517	Financial assets at fair value through other comprehensive income - non-current	6(3)	67,742	-	22,920	-
1550	Investments accounted for using equity method	6(6)	144,615	1	135,110	1
1600	Property, plant and equipment	6(7) and 8	1,834,088	10	1,957,077	11
1755	Right-of-use assets	6(8)	108,141	1	75,942	-
1760	Investment property, net	6(9)	13,822	-	14,791	-
1780	Intangible assets	6(10)	162,049	1	117,255	1
1840	Deferred income tax assets	6(28)	123,032	1	256,076	1
1900	Other non-current assets	6(11) and 8	336,040	2	1,965,715	11
15XX	Total non-current assets		2,789,529	16	4,544,886	25
1XXX	Total assets		\$ 17,671,665	100	\$ 18,097,210	100

(Continued)

ELITE SEMICONDUCTOR MICROELECTRONICS TECHNOLOGY INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
DECEMBER 31, 2024 AND 2023
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

Liabilities and Equity		Notes	December 31, 2024		December 31, 2023	
			AMOUNT	%	AMOUNT	%
Current liabilities						
2100	Short-term borrowings	6(12)	\$ 1,600,000	9	\$ 2,620,000	14
2130	Contract liabilities - current	6(21)	16,354	-	4,665	-
2150	Notes payable		-	-	2,178	-
2170	Accounts payable		2,385,536	14	2,282,490	13
2200	Other payables	6(14)	772,953	5	714,823	4
2230	Current income tax liabilities		2,326	-	1,295	-
2250	Provisions for liabilities - current		-	-	533,499	3
2280	Lease liabilities - current		23,257	-	13,914	-
2320	Long-term liabilities, current portion	6(15)	231,200	1	-	-
2399	Other current liabilities, others		10,017	-	9,018	-
21XX	Total current liabilities		5,041,643	29	6,181,882	34
Non-current liabilities						
2530	Bonds payable	6(13)	962,721	5	942,923	5
2540	Long-term borrowings	6(15)	1,049,700	6	643,400	4
2550	Provisions for liabilities - non-current		21,781	-	21,055	-
2570	Deferred income tax liabilities	6(28)	28,022	-	54,661	-
2580	Lease liabilities - non-current		87,085	1	62,767	-
2600	Other non-current liabilities		193,236	1	270,430	2
25XX	Total non-current liabilities		2,342,545	13	1,995,236	11
2XXX	Total Liabilities		7,384,188	42	8,177,118	45
Equity attributable to owners of parent						
	Share capital	6(18)				
3110	Common stock		2,861,722	16	2,861,711	16
	Capital surplus	6(19)				
3200	Capital surplus		503,985	3	487,274	2
	Retained earnings	6(20)				
3310	Legal reserve		2,118,375	12	2,118,375	12
3320	Special reserve		36,380	-	46,310	-
3350	Unappropriated retained earnings		5,033,456	29	4,688,916	26
	Other equity interest					
3400	Other equity interest		(27,776)	-	(36,380)	-
3500	Treasury shares	6(18)	(140,061)	(1)	(144,468)	(1)
31XX	Total equity attributable to owners of the parent		10,386,081	59	10,021,738	55
36XX	Non-controlling interests		(98,604)	(1)	(101,646)	-
3XXX	Total equity		10,287,477	58	9,920,092	55
	Significant contingent liabilities and unrecognised contract commitments	9				
	Significant events after the balance sheet date	11				
3X2X	Total liabilities and equity		\$ 17,671,665	100	\$ 18,097,210	100

The accompanying notes are an integral part of these consolidated financial statements.

ELITE SEMICONDUCTOR MICROELECTRONICS TECHNOLOGY INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
YEARS ENDED DECEMBER 31, 2024 AND 2023
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS, EXCEPT FOR EARNINGS (LOSSES) PER SHARE)

			Year ended December 31			
	Items	Notes	2024		2023	
			AMOUNT	%	AMOUNT	%
4000	Operating revenue	6(21)	\$ 13,485,168	100	\$ 11,884,121	100
5000	Operating costs	6(5)(26)(27)	(11,852,549)	(88)	(11,559,380)	(97)
5950	Gross profit		<u>1,632,619</u>	<u>12</u>	<u>324,741</u>	<u>3</u>
	Operating expenses	6(26)(27)				
6100	Selling expenses		(296,963)	(2)	(271,256)	(3)
6200	General and administrative expenses		(279,748)	(2)	(233,329)	(2)
6300	Research and development expenses		(1,450,799)	(11)	(1,458,708)	(12)
6000	Total operating expenses		(2,027,510)	(15)	(1,963,293)	(17)
6900	Operating loss		(394,891)	(3)	(1,638,552)	(14)
	Non-operating income and expenses					
7100	Interest income	6(22)	116,541	1	170,490	2
7010	Other income	6(23)	15,325	-	32,713	-
7020	Other gains and losses	6(24)	847,583	6	259,145	2
7050	Finance costs	6(25)	(71,427)	-	(82,689)	-
7060	Share of profit of associates and joint ventures accounted for using equity method	6(6)	<u>17,716</u>	<u>-</u>	<u>30,632</u>	<u>-</u>
7000	Total non-operating income and expenses		<u>925,738</u>	<u>7</u>	<u>410,291</u>	<u>4</u>
7900	Profit (loss) before income tax		<u>530,847</u>	<u>4</u>	(1,228,261)	(10)
7950	Income tax (expense) benefit	6(28)	(26,208)	-	19,300	-
8200	Profit (loss) for the year		<u>\$ 504,639</u>	<u>4</u>	<u>(\$ 1,208,961)</u>	<u>(10)</u>
	Components of other comprehensive income (loss)-net					
	Other comprehensive income (loss) components that will not be reclassified to profit or loss					
8311	Remeasurements of defined benefit plans	6(16)	\$ 1,198	-	\$ 101	-
8316	Unrealised (losses) gains from investments in equity instruments measured at fair value through other comprehensive income	6(3)	(3,740)	-	9,930	-
	Components of other comprehensive income (loss) that will be reclassified to profit or loss					
8361	Financial statements translation differences of foreign operation		<u>12,344</u>	<u>-</u>	<u>-</u>	<u>-</u>
8300	Other comprehensive income for the year-net		<u>\$ 9,802</u>	<u>-</u>	<u>\$ 10,031</u>	<u>-</u>
8500	Total comprehensive income (loss) for the year		<u>\$ 514,441</u>	<u>4</u>	<u>(\$ 1,198,930)</u>	<u>(10)</u>
	Profit (loss) attributable to:					
8610	Owners of the parent		<u>\$ 505,115</u>	<u>4</u>	<u>(\$ 1,222,845)</u>	<u>(10)</u>
8620	Non-controlling interest		(\$ 476)	-	\$ 13,884	-
	Total comprehensive income (loss) attributable to:					
8710	Owners of the parent		<u>\$ 514,917</u>	<u>4</u>	<u>(\$ 1,212,814)</u>	<u>(10)</u>
8720	Non-controlling interest		(\$ 476)	-	\$ 13,884	-
	Earnings (losses) per share (in dollars)	6(29)				
9750	Basic earnings (losses) per share		<u>\$ 1.80</u>		<u>(\$ 4.36)</u>	
9850	Diluted earnings (losses) per share		<u>\$ 1.79</u>		<u>(\$ 4.36)</u>	

The accompanying notes are an integral part of these consolidated financial statements.

ELITE SEMICONDUCTOR MICROELECTRONICS TECHNOLOGY INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
YEARS ENDED DECEMBER 31, 2024 AND 2023
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

	Equity attributable to owners of the parent								Non-controlling interest	Total equity	
	Notes	Common stock	Capital surplus	Retained earnings		Other equity interest					
				Legal reserve	Special reserve	Unappropriated retained earnings	Financial statements translation difference of foreign operations	Unrealised gains (losses) from financial assets measured at fair value through other comprehensive income			Treasury shares	Total
2023											
Balance at January 1, 2023		\$ 2,861,570	\$ 255,317	\$ 2,014,288	\$ 23,906	\$ 6,553,259	\$ -	(\$ 46,310)	(\$ 147,700)	\$ 11,514,330	\$ 11,437,876
Profit (loss) for the year		-	-	-	-	(1,222,845)	-	-	-	(1,222,845)	(1,208,961)
Other comprehensive income for the year		-	-	-	-	101	-	9,930	-	10,031	10,031
Total comprehensive income (loss) for the year		-	-	-	-	(1,222,744)	-	9,930	-	(1,212,814)	(1,198,930)
Distribution of 2022 earnings	6(20)	-	-	-	-	-	-	-	-	-	-
Legal reserve appropriated		-	-	104,087	-	(104,087)	-	-	-	-	-
Cash dividends of ordinary shares		-	-	-	-	(515,108)	-	-	(515,108)	-	(515,108)
Special reserve appropriated		-	-	-	22,404	(22,404)	-	-	-	-	-
Disposal of parent company's share by a subsidiary recognised as treasury share	6(19)	-	-	-	-	-	-	-	-	-	-
Recognition of changes in ownership interests in subsidiaries - cash dividends distributed by subsidiaries	6(19)	-	8,540	-	-	-	-	-	3,232	11,772	16,349
Adjustment of capital surplus due to cash dividends that subsidiaries received from parent	6(19)	-	989	-	-	-	-	-	-	989	(55,425)
Changes in equity of associates and joint ventures accounted for using equity method	6(19)	-	10,329	-	-	-	-	-	-	10,329	-
Issuance of new shares due to employee stock options exercised	6(17)(18)(19)	141	611	-	-	-	-	-	-	621	-
Expired cash dividends transferred to capital surplus	6(19)	-	45	-	-	-	-	-	-	752	-
Issuance of convertible bonds	6(13)(19)	-	210,822	-	-	-	-	-	45	210,822	210,822
Balance at December 31, 2023		\$ 2,861,711	\$ 487,274	\$ 2,118,375	\$ 46,310	\$ 4,688,916	\$ -	(\$ 36,380)	(\$ 144,468)	\$ 10,021,738	\$ 9,920,092
2024											
Balance at January 1, 2024		\$ 2,861,711	\$ 487,274	\$ 2,118,375	\$ 46,310	\$ 4,688,916	\$ -	(\$ 36,380)	(\$ 144,468)	\$ 10,021,738	\$ 9,920,092
Profit (loss) for the year		-	-	-	-	505,115	-	-	-	505,115	(476)
Other comprehensive income (loss) for the year		-	-	-	-	-	-	-	-	-	-
Total comprehensive income (loss) for the year		-	-	-	-	505,115	-	-	-	505,115	(476)
Distribution of 2023 earnings	6(20)	-	-	-	-	-	-	-	-	-	-
Cash dividends of ordinary shares		-	-	-	(9,930)	(171,703)	-	-	(171,703)	-	(171,703)
Reversal of special reserve		-	-	-	-	9,930	-	-	-	-	-
Disposal of parent company's share by a subsidiary recognised as treasury share	6(19)	-	-	-	-	-	-	-	-	-	-
Recognition of changes in ownership interests in subsidiaries - cash dividends distributed by subsidiaries	6(19)	-	11,544	-	-	-	-	-	4,407	15,951	22,153
Adjustment of capital surplus due to cash dividends that subsidiaries received from parent	6(19)	-	1,601	-	-	-	-	-	-	1,601	(23,170)
Changes in equity of associates and joint ventures accounted for using equity method	6(19)	-	3,265	-	-	-	-	-	-	3,265	4,535
Expired cash dividends transferred to capital surplus	6(19)	-	79	-	-	-	-	-	-	139	-
Conversion of convertible bonds	6(13)(18)(19)	11	83	-	-	-	-	-	-	79	-
Balance at December 31, 2024		\$ 2,861,722	\$ 503,985	\$ 2,118,375	\$ 36,380	\$ 5,033,456	\$ 12,344	(\$ 40,120)	(\$ 140,061)	\$ 10,386,081	\$ 10,287,477

The accompanying notes are an integral part of these consolidated financial statements.

ELITE SEMICONDUCTOR MICROELECTRONICS TECHNOLOGY INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

		Year ended December 31	
	Notes	2024	2023
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit (loss) before tax		\$ 530,847	(\$ 1,228,261)
Adjustments			
Adjustments to reconcile profit (loss)			
Depreciation	6(7)(8)(9)(26)	458,971	538,796
Amortisation	6(10)(26)	153,445	167,413
Net (gain) loss on financial assets at fair value through profit or loss	6(2)(24)	30,574	(9,172)
Interest expense	6(25)	71,427	82,689
Interest income	6(22)	(116,541)	(170,442)
Dividend income	6(23)	-	(17,380)
Share of profit of associates and joint ventures accounted for using equity method	6(6)	(17,716)	(30,632)
Gains on disposals of property, plant and equipment	6(24)	(56)	(281,765)
Gain on reversal of onerous contracts	6(24)	(530,888)	-
Gains on lease modifications	6(24)	(24)	(67)
Changes in operating assets and liabilities			
Changes in operating assets			
Financial assets at fair value through profit and loss		135,542	48,687
Notes receivable	(	127)	9
Accounts receivable	(	228,137)	(243,620)
Accounts receivable - related parties		-	1,482
Other receivables	(	3,359)	(16,749)
Inventories	(	1,051,333)	1,483,588
Prepayments	(	503,212)	44,894
Other current assets		2,599	(2,041)
Other non-current assets		840,046	195,621
Changes in operating liabilities			
Contract liabilities		11,689	(1,431)
Notes payable	(	2,178)	(221)
Accounts payable		103,046	(43,171)
Other payables		7,912	(635,111)
Provisions for liabilities	(	2,611)	2,611
Other current liabilities		999	(412)
Other non-current liabilities	(	150,198)	255,933
Cash (outflow) inflow generated from operations	(	259,283)	141,248
Interest received		129,290	164,100
Interest paid	(	50,953)	(79,918)
Income taxes refund (paid)		290,499	(38,505)
Net cash flows from operating activities		109,553	186,925

(Continued)

ELITE SEMICONDUCTOR MICROELECTRONICS TECHNOLOGY INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
YEARS ENDED DECEMBER 31, 2024 AND 2023
(EXPRESSED IN THOUSANDS OF NEW TAIWAN DOLLARS)

		Year ended December 31	
	Notes	2024	2023
<u>CASH FLOWS FROM INVESTING ACTIVITIES</u>			
Acquisition of financial assets at amortised cost		(\$ 33,886)	(\$ 31,791)
Proceeds from disposal of financial assets at amortised cost		65,677	-
Acquisition of financial assets at fair value through other comprehensive income		(48,562)	-
Acquisition of property, plant and equipment	6(30)	(402,065)	(516,581)
Proceeds from disposal of property, plant and equipment		400	281,765
Dividends received	6(6)(23)	8,350	17,380
Acquisition of intangible assets	6(10)(30)	(110,727)	(233,258)
Decrease in refundable deposits		918,980	609
Net cash flows from (used in) investing activities		398,167	(481,876)
<u>CASH FLOWS FROM FINANCING ACTIVITIES</u>			
Decrease in short-term borrowings	6(30)	(1,020,000)	(555,000)
Increase in long-term debt	6(30)	680,000	-
Decrease in long-term debt	6(30)	(42,500)	-
Increase in short-term notes and bills payable	6(30)	-	1,723
Payments of lease liabilities	6(30)	(22,491)	(14,742)
Decrease in guarantee deposits received	6(30)	(113)	(1)
Issuance of convertible bonds	6(30)	-	1,148,901
Proceeds from exercise of employee stock options		-	752
Cash dividends paid	6(20)	(163,903)	(504,779)
Cash dividends paid by subsidiaries to non-controlling interests		(21,569)	(54,436)
Expired cash dividends	6(19)	79	45
Proceeds from sale of treasury shares		38,104	28,121
Net cash flows (used in) from financing activities		(552,393)	50,584
Effects of exchange rate changes		9,378	-
Net decrease in cash and cash equivalents		(35,295)	(244,367)
Cash and cash equivalents at beginning of year	6(1)	4,520,314	4,764,681
Cash and cash equivalents at end of year	6(1)	\$ 4,485,019	\$ 4,520,314

The accompanying notes are an integral part of these consolidated financial statements.

Attachment IV

1. Remuneration of Directors (including Independent Directors)

As at December 31, 2024 Unit: NT\$ 1,000/share

Title	Name	Directors Remuneration						Ratio of the total of 4 items A, B, C and D to net income after taxes		Relevant remuneration received by directors who are also employees				Proportion of the sum of A, B, C, D, E, and F to net profit after tax		Compensation paid to directors from an invested company other than the Company's subsidiaries or parent company					
		Remuneration (A)		Severance pay and pension (B)		Remuneration of directors (C)				Business expense (D)											
		The Company	All companies listed in this Financial Report	The Company	All companies listed in this Financial Report	The Company	All companies listed in this Financial Report	The Company	All companies listed in this Financial Report	The Company	All companies listed in this Financial Report	The Company	All companies listed in this Financial Report	Cash	Stock		The Company	All companies listed in this Financial Report	Cash	Stock	
Chairman	Ming-Chien Chang (Note 1)	-	-	-	-	1,200	1,222	-	-	0.24%	0.24%	4,318	108	108	-	-	-	-	1.11%	1.12%	Nil
Directors	Hsing-Hai Chen (Note 2)	1,357	1,357	-	-	1,200	1,222	-	-	0.51%	0.51%	-	-	-	-	-	-	-	0.51%	0.51%	Nil
Directors	Chih-Hong Ho	-	-	-	-	1,000	1,000	-	-	0.20%	0.20%	-	-	-	-	-	-	-	0.20%	0.20%	Nil
Directors	Yeong-Wen Daih	-	-	-	-	951	973	-	-	0.19%	0.19%	4,067	108	108	-	-	-	-	1.02%	1.02%	Nil
Directors	Chia-Neng Huang (Note 3)	-	-	-	-	400	400	-	-	0.08%	0.08%	-	-	-	-	-	-	-	0.08%	0.08%	Nil
Independent Director	William W. Shen	1,120	1,120	-	-	160	160	25	25	0.26%	0.26%	-	-	-	-	-	-	-	0.26%	0.26%	Nil
Independent Director	Bing-Yue Tsui	1,000	1,000	-	-	160	160	30	30	0.24%	0.24%	-	-	-	-	-	-	-	0.24%	0.24%	Nil
Independent Director	Tai-Haur Kuo	1,000	1,000	-	-	160	160	15	15	0.23%	0.23%	-	-	-	-	-	-	-	0.23%	0.23%	Nil
Independent Director	Cheng-Yan Chien	1,060	1,060	-	-	160	160	25	25	0.25%	0.25%	-	-	-	-	-	-	-	0.25%	0.25%	Nil

1. Please illustrate the policies, systems, standards and structure of independent directors' remuneration, as well as the correlation between their remuneration and the responsibilities, risks, and time invested:

- (1) In accordance with the company's Articles of Incorporation, the remuneration of the Chairman and directors is determined by the board of directors, taking into careful consideration their level of participation in the company's operations, the value of their contributions, and the average director remuneration of listed IC design companies on the TWSE/TPEX.
- (2) The Articles of Incorporation also stipulate that director remuneration shall not exceed 1% of the annual profit.
- (3) Directors who concurrently serve as employees are not eligible to participate in employee remuneration distribution.
- (4) Independent directors receive a fixed monthly remuneration, and thus, their annual director remuneration does not exceed that of regular directors.
- (5) The performance evaluation criteria for the Chairman are based on the company's annual operational indicators related to operations, corporate governance, and financial results. The performance evaluation scope for the President includes operational safety management, oversight of financial plan execution, revenue management, enhancement of internal controls, implementation of quality assurance and management, and contributions to sustainable business performance.

2. Other than disclosure in the above table, Directors remuneration received by providing services (E.g. Non-employee consultant of the mother company/ companies stated in the financial statements/ reinvestment businesses) to the Company in the financial report: None.

Note 1: Mr. Ming-Chien Chang was elected as the new Chairman by the company's Board of Directors on August 6, 2024.

Note 2: Mr. Hsing-Hai Chen resigned as the company's Chairman on August 6, 2024 (while retaining his position as a director).

Note 3: Mr. Chia-Neng Huang resigned as a director of the company on July 2, 2024.

Attachment V**Elite Semiconductor Microelectronics Technology Inc.
2024 Earnings Distribution Table**

Unit: NT\$

Items	Amount	Remarks
I.Earnings available for distribution		
1.Undistributed earnings of previous year	4,527,142,617	
2.Add: Actuarial profit of defined benefit plan	1,198,384	
3.Add: Net profit of 2024	505,115,465	
4.Less: Appropriation of legal reserve	(50,631,385)	
5.Add: Reversal of special reserve	8,603,435	
Total	4,991,428,516	
II.Distribution item:		
1.Cash dividend to shareholders	(286,172,238)	NT\$1per share
III.Undistributed earnings transferred to the following year	4,705,256,278	

Note : 2024 cash dividend was NT\$1 per share.

The cash dividend distribution is calculated temporarily based on the Company's outstanding common shares of 286,172,238 shares as of February 26, 2025. To maintain the dividend distribution of NT\$1 per share, if, prior to the ex-dividend date, the number of outstanding shares is affected by any amendment by the competent authorities or by any change in the Company's share capital, such as the conversion of domestic unsecured convertible corporate bond into common shares and other factors, which subsequently results in a change in the earnings distribution, it is intended that the Chairman of the BOD will be authorized to deal with such changes.

Chairman of the Board:
Ming-Chien, Chang

President:
Ming-Chien, Chang

Accounting Officer:
Hui-Wen, Cheng

Attachment VI

Elite Semiconductor Microelectronics Technology Inc. Comparison Table for “Articles of Incorporation” Before and After Revision

Articles	Articles before Amendments	Articles after Amendments	Description
Article 24-1	<p>Based on the profit of the year, the Company shall appropriate no less than 1% of the profit as compensation to employees, and no more than 1% of the profit as remuneration to Directors. However, profits must first be taken to offset against cumulative losses if any. The compensation of employees shall be distributed in stock or cash, and the recipients of shares or cash may include the subsidiary company employees who meet certain conditions.</p> <p>“The profit of the year” referred in the preceding paragraph means earnings before tax, after deduction the compensation to employees and the remuneration to Directors.</p> <p>The distribution of the compensation to employees and the remuneration to Directors shall be approved by a majority of the Directors at a meeting attended by over two-thirds of the total number of BOD, and then be reported to the Shareholders’ Meeting.</p>	<p>Based on the profit of the year, the Company shall appropriate no less than 1% of the profit as compensation to employees, <u>the aforementioned employee compensation, should be distributed not less than 50% to grassroots employees,</u> and no more than 1% of the profit as remuneration to Directors. However, profits must first be taken to offset against cumulative losses if any. The compensation of employees shall be distributed in stock or cash, and the recipients of shares or cash may include the subsidiary company employees who meet certain conditions.</p> <p>“The profit of the year” referred in the preceding paragraph means earnings before tax, after deduction the compensation to employees and the remuneration to Directors.</p> <p>The distribution of the compensation to employees and the remuneration to Directors shall be approved by a majority of the Directors at a meeting attended by over two-thirds of the total number of BOD, and then be reported to the Shareholders’ Meeting.</p>	Amended in accordance with the “Securities and Exchange Act”

Article 26	<p>The Articles of Incorporation was instituted on May 20, 1998.</p> <p>The 1st amendment was made on May 28, 1999.</p> <p>The 2nd amendment was made on Feb. 25, 2000.</p> <p>The 3rd amendment was made on Mar 31, 2000.</p> <p>The 4th amendment was made on Jun. 18, 2001.</p> <p>The 5th amendment was made on Jun. 19, 2002.</p> <p>The 6th amendment was made on Feb. 18, 2003.</p> <p>The 7th amendment was made on Jun. 6, 2003.</p> <p>The 8th amendment was made on Jun. 25, 2004.</p> <p>The 9th amendment was made on Jun. 13, 2005.</p> <p>The 10th amendment was made on Jun. 23, 2006.</p> <p>The 11th amendment was made on Jun. 15, 2007.</p> <p>The 12th amendment was made on Jun. 13, 2008.</p> <p>The 13th amendment was made on Jun. 18, 2010.</p> <p>The 14th amendment was made on Jun. 15, 2017.</p> <p>The 15th amendment was made on Jun. 15, 2012.</p> <p>The 16th amendment was made on Jun. 11, 2013.</p> <p>The 17th amendment was made on Jun. 2, 2015.</p> <p>The 18th amendment was made on Jun. 14, 2018.</p> <p>The 19th amendment was made on Jun. 13, 2019.</p> <p>The 20th amendment was made on Jun. 15, 2020.</p> <p>The 21st amendment was made on Jul. 12, 2021.</p> <p>The 22th amendment was made on Jun. 15, 2022.</p>	<p>The Articles of Incorporation was instituted on May 20, 1998.</p> <p>The 1st amendment was made on May 28, 1999.</p> <p>The 2nd amendment was made on Feb. 25, 2000.</p> <p>The 3rd amendment was made on Mar 31, 2000.</p> <p>The 4th amendment was made on Jun. 18, 2001.</p> <p>The 5th amendment was made on Jun. 19, 2002.</p> <p>The 6th amendment was made on Feb. 18, 2003.</p> <p>The 7th amendment was made on Jun. 6, 2003.</p> <p>The 8th amendment was made on Jun. 25, 2004.</p> <p>The 9th amendment was made on Jun. 13, 2005.</p> <p>The 10th amendment was made on Jun. 23, 2006.</p> <p>The 11th amendment was made on Jun. 15, 2007.</p> <p>The 12th amendment was made on Jun. 13, 2008.</p> <p>The 13th amendment was made on Jun. 18, 2010.</p> <p>The 14th amendment was made on Jun. 15, 2017.</p> <p>The 15th amendment was made on Jun. 15, 2012.</p> <p>The 16th amendment was made on Jun. 11, 2013.</p> <p>The 17th amendment was made on Jun. 2, 2015.</p> <p>The 18th amendment was made on Jun. 14, 2018.</p> <p>The 19th amendment was made on Jun. 13, 2019.</p> <p>The 20th amendment was made on Jun. 15, 2020.</p> <p>The 21th amendment was made on Jul. 12, 2021.</p> <p>The 22th amendment was made on Jun. 15, 2022.</p> <p>The 23th amendment was made on May 30, 2023.</p> <p><u>The 24th amendment was made on Jun. 10, 2025.</u></p>	Added the date of amendment
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Attachment VII

List of Director and Independent Director Candidates

Be nominated / Title	Name	Main education & experience	Holding other positions in other companies as present
Director : Five seats			
Director	Ming-Chien Chang	Master Degree from the Institute of Electronics, National Chiao Tung University Chairman of the Board& President, Elite Semiconductor Microelectronics Technology Inc.	Chairman of the Board, Elite Semiconductor Memory Technology Inc. Chairman of the Board, Charng Feng Investment Ltd. Chairman of the Board, Elite Memory Technology Inc. Director, Jie Young Investment Ltd. Director, ESMT Educational Foundation Director, Elite Investment Services Ltd. Director, Eon Silicon Solutions, Inc. USA
Director	Hsing-Hai Chen	Master of Applied Physics, National Tsing Hua University Director, Elite Semiconductor Microelectronics Technology Inc.	Chairman of the Board, Jie Young Investment Ltd. Chairman of the Board, ESMT Educational Foundation Director, Elite Investment Services Ltd.
Director	Yeong-Wen Daih	Master Degree from the Institute of Electronics, National Chiao Tung University Director & Senior Vice President, Elite Semiconductor Microelectronics Technology Inc.	Director, Jie Yong Investment Ltd.
Director	Kuan-Chun Chang	Master Degree from the Electrical Engineering, National Cheng Kung University Senior Vice President, Elite Semiconductor Microelectronics Technology Inc.	Director, Jie Yong Investment Ltd.
Director	Shanyi investment Co. Ltd.-- Ming Lin Shieh	Master Degree from Business Administration, National Taiwan University	Director, Li Hsin Investment Corporation Director, Powercoin Technology Corporation Director, Lonex Holding Limited Director and President, Powerchip Investment Holding Corporation Chairman of the Board, Treasure Fort Investments Ltd.(B.V.I) Chairman of the Board, Li Shun Investment Co. Director, AP Memory Technology Corporation Director, AI Medical Technology Corporation Director, Liksei Venture Capital Co Director, Syntrox Corporation Director, AI Memory Corporation Supervisor, Liyu Venture Capital Co. Director, Powerax Quantum Electronic Corporation Director, Skyvision Aviation Corporation Director, Hiyes International Co., Ltd. Director, Innostar Service, Inc. Director, Nexchip Semiconductor Corporation Director, Retronix Technology Inc. Supervisor, Optigate Quantum Technology Inc. Director, Powerchip Micro Device Corporation Director, Poly-Magic Materials Corporation

			Director, Powerchip Japan Director, Deutron Japan Independent Director, iCatch Technology Inc.
Independent Director : Five seats			
Independent Director	William W.Shen	Ph.D.in Accounting, Purdue University ,USA Professor of Taxation and Public Finance Department, National Taichung University	Professor of Taxation and Public Finance Department, National Taichung University Independent Director, Ennostar Inc. Independent Director, Episil-Precision Inc.
Independent Director	Tai-Haur Kuo	Ph.D., Electrical Engineering Department, University of Maryland Professor, Electrical Engineering Department, National Cheng Kung University	Professor, Electrical Engineering Department, National Cheng Kung University
Independent Director	Bing-Yue Tsui	Ph.D., Institute Electronics, National Chiao Tung University Professor, Institute Electronics, National Yang Ming Chiao Tung University	Professor, Institute Electronics, National Yang Ming Chiao Tung University Consultant, Diodes Taiwan S.A R.L., Taiwan Branch (Luxembourg) Supervisor, Taiwan Electronics Devices and Materials Association Consultant, Rich Chip Microelectronics Corporation
Independent Director	Cheng-Yan Chien	Master Degree from Business Management Emory University, USA Independent director, Elite Semiconductor Microelectronics Technology Inc.	Director, Energetic Enterprise Co., Ltd
Independent Director	Yu-Kuan Lin	Master Degree from Department of Accounting, National Chengchi Iniversity CPA, PricewaterhouseCoopers, Taiwan	Independent Director, Intelligo Technology Inc.

Appendix I :

Elite Semiconductor Microelectronics Technology Inc.

Rules and Procedure of Shareholders' Meetings

Approved at the Annual Shareholders' Meeting on Jun. 2, 2015

- Article 1. Unless otherwise provided by laws or regulations, the Company's shareholders' meetings shall be regulated according to the Rules.
- Article 2. The attending shareholders shall be furnished with an attendance book to sign, or attending shareholders may hand in a sign-in card in lieu of signing in. The number of shares in attendance shall be calculated according to the shares indicated by the attendance book and sign-in cards handed in.
- Article 3. Attendance and voting at a shareholders' meeting shall be calculated based the number of shares.
- Article 4. The venue for the Company's shareholders' meeting shall be the premises of the Company, or a place accessible to shareholders and suitable for a shareholders' meeting. The meeting may begin no earlier than 9 a.m. and no later than 3 p.m.
- Article 5. If a shareholders' meeting is convened by the Board of Directors("BOD"), the meeting shall be chaired by the Chairman of the Board. When the Chairman of the Board is on leave or for any reason unable to exercise the powers of the Chairman, the Vice-Chairman shall act in place of the Chairman; if there is no Vice-Chairman or the Vice-Chairman is also on leave or for any reason unable to exercise the powers of the Vice-Chairman, the Chairman shall appoint one of the Managing Directors to act as chair. If there are no Managing Directors, one of the Directors shall be appointed to act as chair. Where the Chairman does not make such a designation, the Managing Directors or the Directors shall select from among themselves one person to serve as chair.
- If a shareholders' meeting is convened by a party with powers to convene but other than the BOD, the convening party shall chair the meeting.
- Article 6. The Company may appoint its attorneys, certified public accountants, or related persons retained by it to attend a shareholders' meeting in a non-voting capacity.
- Staff handling administrative affairs of a shareholders' meeting shall wear identification cards or arm bands.
- Article 7. The Company shall make an uninterrupted audio or video recording of the meeting and the recorded materials shall be retained for at least 1 year.
- Article 8. The Chairman shall call the meeting to order at the appointed meeting time. However, when the attending shareholders do not represent a majority of the total number of issued shares, the Chairman may announce a postponement, provided that no more than two such postponements, for a combined total of no more than one hour, may be made. If the quorum is not met after two postponements as referred to in the preceding paragraph, but the attending shareholders represent one third or more of the total number of issued shares, a tentative resolution may be adopted pursuant to Article 175, paragraph 1 of the Company Act.
- Before the end of current meeting, when the attending shareholders represent a majority of the total number of issued shares, the chairman may resubmit the tentative resolution for a vote by the shareholders' meeting pursuant to Article 174 of the Company Act.

- Article 9. If a shareholders' meeting is convened by the BOD, the meeting agenda shall be set by the BOD. The meeting shall proceed in the order set by the agenda, which may not be changed without a resolution of the shareholders meeting.
- The provisions of the preceding paragraph apply *mutatis mutandis* to a shareholders' meeting convened by a party with the power to convene that is not the BOD.
- The chairman may not declare the meeting adjourned prior to completion of deliberation on the meeting agenda (including extraordinary motions) mentioned in the preceding two paragraphs, except by a resolution of the shareholders' meeting. If the chairman declares the meeting adjourned in violation of the rules of procedure, a new chairman shall be promptly elected by agreement of a majority of the votes represented by the attending shareholders, and then continue the meeting. After the meeting is adjourned, shareholders shall not elect another chairman to continue the meeting at the same place or at any other place.
- Article 10. Before speaking, an attending shareholder must specify on a speaker's slip the subject of the speech, his/her shareholder account number (or attendance card number), and account name. The order in which shareholders speak will be set by the chairman.
- A shareholder in attendance who has submitted a speaker's slip but does not actually speak shall be deemed to have not spoken. When the content of the speech does not correspond to the subject given on the speaker's slip, the spoken content shall prevail.
- When an attending shareholder is speaking, other shareholders may not speak or interrupt unless they have sought and obtained the consent of the chairman and the shareholder that has the floor; the chairman shall stop any violation.
- Article 11. Except with the consent of the chairman, a shareholder may not speak more than twice on the same motion, and a single speech may not exceed five minutes.
- If the shareholder's speech violates the rules in the preceding paragraph or exceeds the scope of the agenda item, the chairman may terminate the speech.
- Article 12. When a juristic person is appointed to attend as a proxy, the juristic person may designate only one person to represent him/her in the meeting. When a juristic person shareholder appoints two or more representatives to attend a shareholders' meeting, one of the representatives so appointed may speak on the same motion.
- Article 13. After an attending shareholder has spoken, the chairman may respond in person or direct relevant personnel to respond.
- Article 14. When the chairman assumes the opinion that the discussion for a motion has been discussed sufficiently to put it to a resolution, the chairman may announce discontinuance of the discussion and call for resolution.
- Article 15. Vote monitoring and counting personnel for the voting on a motion shall be appointed by the chairman, provided that all monitoring personnel shall be shareholders of the Company. The results of the resolution(s) shall be announced in the meeting and recorded in the meeting minutes.
- Article 16. During a meeting, the chairman may announce for a break based on time considerations.

Article 17. Except as otherwise provided in the Company Act or in the Company's Articles of Incorporation, the resolution of a motion shall require the vote of a majority of the voting rights represented by the attending shareholders.

When the Company holds a shareholders' meeting, it may allow the shareholders to exercise voting rights by correspondence or electronic means, and method of execution and the declaration of intent thereof shall be handled in accordance with Article 177-1 and 177-2 of the Company Act. At the time of a vote, the chairman or a person designated by the chair shall first announce the total number of voting rights represented by the attending shareholders, followed by a poll of the shareholders. After the conclusion of the meeting, on the same day it is held, the results for each proposal shall be updated to the MOPS.

Article 18. If there shall be an amendment or alternative to a motion, the chairman may combine the amendment or alternative into the original motion, and determine their orders for resolution. When any one among them is passed, the other proposals will then be deemed to be rejected, and no further voting shall be required.

Article 19. The chairman may direct the proctors (or security personnel) to help maintain order at the meeting place. When proctors (or security personnel) help maintain order at the meeting place, they shall wear an armband that reads "Proctor".

Article 20. Any matters that are not addressed in the Rules shall be governed by the Articles of Incorporation.

Article 21. The Rules and any amendments hereto, shall be implemented after adoption at the shareholders' meetings.

Appendix II

Elite Semiconductor Microelectronics Technology Inc. Articles of Incorporation

Approved at the Annual Shareholders' Meeting on May 30, 2023

Chapter 1.General Provision

- Article 1. The Corporation shall be incorporated as a company limited by shares under the Company Act of the Republic of China, and its name shall be 晶豪科技股份有限公司 in the Chinese language, and ELITE SEMICONDUCTOR MICROELECTRONICS TECHNOLOGY INC. in the English language.
- Article 2. The Company is engaged in the following business:
(I)CC01080 Electronic Parts and Components Manufacturing
(II)I301010 Software Design Services
(III)F401030 Manufacture Export
The Company is engaged in the research, development, production, manufacture, and sales of the following products:
1.DRAM manufactured under 0.21 micron (incl.) process and all SRAM and Flash Memory manufactured under 0.25 micron (incl.) process.
2.Analog integrated circuit
3.Analog and digital mixed integrated circuit
4.Technical services related to product design and R&D related to the Company's business.
5.Import and export trade business related to the Company's business.
- Article 3. The Company may act as a guarantor for others due to business requirements.
- Article 4. The total amount of the Company's reinvestment shall not be subject to the restriction of not more than forty percent of the Company's paid-up capital as provided in Article 13 of the Company Act. Any matters regarding the reinvestment shall be resolved in accordance with the resolutions of the BOD.
- Article 5. The Company set up head offices in Hsinchu Science Park, upon resolution of the BOD and approval of competent authority, to set up branches or offices at various locations within and without the territory of ROC.
- Article 6. The Company shall make public announcements in accordance with Article 28 of the Company Act.

Chapter 2.Shares

- Article 7. The capital sum of the Company is NT\$3,500,000,000 to be divided for 350,000,000 shares at par value of NT\$10 per share. Unissued shares may be issued in installments in accordance with the resolution of the BOD. 20,000,000 shares are reserved for the subscription of subscription warrants, preference shares with subscription warrants, or corporate bonds with warrants.
The Company's bough-back treasury shares are assigned or transferred to subsidiary company employees who meet certain conditions.
The Company's share subscription warrants are entitled to subsidiary company employees who meet certain conditions
When the Company issues new share, the obtaining of new shares is entitled to subsidiary company employees who meet certain conditions.
The Company's restricted stocks are entitled to subsidiary company employees who meet certain conditions.
- Article 8. The Company issues registered shares and each stock certificate shall be duly certified or authenticated in accordance with the law before issuance. The company may issue shares without printed certificates. However, those shares shall be registered with Taiwan

Depository & Clearing Corp., or may print a new consolidated certificate to represent the total number of shares of that new issue.

Article 8-1. The shares issued by the Company may be merged and reissued in large denominations at the request of Taiwan Depository & Clearing Corp.

Article 9. The rename for transferring shares shall be suspended by 60 days before an annual shareholders' meeting, or 30 days before a temporary shareholders' meeting, or five days before the Company decides to distribute stock dividends, bonuses, or other benefits.

Chapter 3.Shareholders' Meetings

Article 10. Shareholders' meetings are of two types: (1) annual meetings and (2) special meetings. Annual meetings will be convened by the BOD in accordance with the law once a year within six months after the close of each fiscal year. Special meetings will be called for any time under law as necessary.

The shareholders' meeting of the Company can be held by means of video conferencing or other methods promulgated by the central competent authority. The prerequisites, procedures and other compliance matters of shareholders' meeting held by means of video conferencing shall be subject to prescriptions provided for by the competent authority in charge of securities affairs.

Article 11. Shareholders who are unable to attend the shareholders' meetings in person may appoint a proxy to attend the meeting by providing a signed and sealed proxy form issued by the Company stating the scope of the proxy's authorization. The attendance of shareholders shall be handled not only in accordance with Article 177 of the Company Act, but also the provisions in "Regulations Governing the Use of Proxies for Attendance at Shareholder Meetings of Public Companies" stipulated by competent authorities.

Article 12. A shareholder shall have one voting right in respect of each share held.

Article 13. At a shareholders' meeting, it shall be presided over by the chairman of the BOD. Under circumstances where the chairman is unable to perform his/her duty for any reason, the shareholders' meetings shall be presided over in accordance with Paragraph 3, Article 208 of the Company Act. If the shareholders' meetings are convened by a party with power to convene but other than the BOD, the convening party shall host the meeting. When there are two or more such convening parties, they shall mutually select a chairman from among themselves.

Article 13-1. Matters related to the resolutions of a shareholders' meeting shall be recorded in the meeting minutes. The meeting minutes shall be signed or sealed by the chairman of the shareholders' meeting and a copy distributed to each shareholder within 20 days after the conclusion of the meeting. The aforementioned meeting minutes may be distributed and announced.

Article 14. Except otherwise regulated by the Company Act, a shareholders' meeting resolution is passed when more than half of all outstanding shares are represented in the meeting and voted in favor by more than half of all voting rights represented at the meeting.

Chapter 4.Directors and Supervisors

Article 15. The BOD of the Company shall appoint seven to eleven Directors with a three-year term by means of a candidate nomination system, and the shareholders shall elect Directors from among the nominees and Directors may be re-elected after the term.

Amongst the Directors' number mentioned above, there shall be no fewer than three independent Directors and they must not represent less than one-fifth of the Board. Independent Directors and Non-Independent Directors shall be elected at the same time and the quota shall be calculated separately.

The Company may purchase liability insurance policies to insure itself against liabilities that arise due to operational decisions made by Directors during their terms of service.

- Article 15-1. The Company has set up an Audit Committee pursuant to Article 14-4 of the Securities and Exchange Act. The Audit Committee consists of all Independent Directors. The duties and other related matters of the Audit Committee shall be performed as stipulated by the Company Act, Securities and Exchange Act, and other regulations.
- Article 15-2. In calling a meeting of the BOD, a notice stating the cause of the meeting shall be given to each Director no later than seven days prior to the scheduled meeting date. Under emergent circumstances, however, a meeting may be called at any time.
The Company's BOD advices may be delivered via written documents, fax or email.
- Article 16. The BOD shall be organized by Directors. The BOD shall elect a Chairman from among the Directors by a majority vote at a meeting attended by over two-thirds of the Directors and may also elect a Vice Chairman when deemed necessary for business operations. The Chairman shall represent the Company externally.
- Article 17. In case the Chairman is on leave or absent or cannot exercise his/her power and authority for any cause, his/her representative shall be selected according to Article 208 of the Company Act.
- Article 18. Unless otherwise regulated by the Company Act, the BOD's resolutions are passed only when more than half of the Board members are present in a meeting, and with more than half of attending Directors voting in favor. In case a Director is unable to attend the BOD's Meeting in person, he/she may appoint another Director to attend the meeting on his/her behalf; he/she shall issue a written proxy and state therein the scope of authority with reference to the subjects to be discussed at the meeting. A Director may accept the appointment to act as the proxy of one other Director only. BOD can be convened by a video conference, and those who participate in the meeting using video conferencing are considered to have attended the meeting in person.
- Article 19. Any significant matters regarding the Company's operation and policies, other than those which shall be by law or approved by resolution at a shareholders' meeting, shall be approved by resolution at a Board meeting.
- Article 19-1. The BOD shall be authorized to determine the remuneration to the Company's Directors based on the standard generally adhered to by other firms of the same industry.
- Article 20. Deleted

Chapter 5. Managerial Personnel

- Article 21. The Company shall have a President and several Vice Presidents. The appointment, discharge and the remuneration shall be done in accordance with Article 29 of the Company Act.

Chapter 6. Accounting

- Article 22. The fiscal year of the Company shall start from January 1 to December 31, and the Company makes final accounts at the end of each fiscal year.
- Article 23. The BOD shall prepare the following statements at the end of each accounting period and submitted them to the annual shareholders' meeting for ratification.
(I) Business Report
(II) Financial Statements
(III) Proposal Concerning Earnings Distribution or Covering of Losses.
- Article 24. The Company's annual profit, if any, shall be distributed in the following order:
(I) Pay taxes
(II) Offset the losses.
(III) Appropriate 10% as legal reserve, excepting for the accumulated legal reserve that has reached total paid-in capital of the Company
(IV) Appropriate or reversal for special reserve by law
(V) The remaining earnings, together with the accumulated undistributed earnings from the previous period, shall be allocated as dividends for shareholders and will be

distributed according to the shareholders' meeting.

The Company is still at the growth stage of related industry life cycle. In response to future capital needs, long-term financial plans, and shareholders' demand for cash dividends, the distributable earnings in the current year can all be allocated. The allocation plan is made by the BOD according to regulations and should be resolved by the shareholders' meeting. The Company may distribute dividends to shareholders in cash or stocks. The ratio of cash dividends shall be no less than 50% of the total dividends of the shareholders.

Where earnings, legal reserve, and capital reserve are distributed entirely or partially in cash, the BOD shall be authorized, pursuant to Articles 240 and 241 of the Company Act, to approve the distribution by a resolution adopted by a majority of the Directors at a meeting attended by over two-thirds of the total number of BOD. The distribution by a resolution of BOD shall be reported to the Shareholders' Meeting.

Article 24-1. Based on the profit of the year, the Company shall appropriate no less than 1% of the profit as compensation to employees, and no more than 1% of the profit as remuneration to Directors. However, profits must first be taken to offset against cumulative losses if any. The compensation of employees shall be distributed in stock or cash, and the recipients of shares or cash may include the subsidiary company employees who meet certain conditions.

“The profit of the year” referred in the preceding paragraph means earnings before tax, after deduction the compensation to employees and the remuneration to Directors.

The distribution of the compensation to employees and the remuneration to Directors shall be approved by a majority of the Directors at a meeting attended by over two-thirds of the total number of BOD, and then be reported to the Shareholders' Meeting.

Chapter 7. Supplementary Provisions

Article 25. Any matters that are not addressed in the Articles of Incorporation shall be governed by the Company Act and relevant laws and regulations.

Article 26. The Articles of Incorporation was instituted on May 20, 1998.

The 1st amendment was made on May 28, 1999.

The 2nd amendment was made on Feb. 25, 2000.

The 3rd amendment was made on Mar 31, 2000.

The 4th amendment was made on Jun. 18, 2001.

The 5th amendment was made on Jun. 19, 2002.

The 6th amendment was made on Feb. 18, 2003.

The 7th amendment was made on Jun. 6, 2003.

The 8th amendment was made on Jun. 25, 2004.

The 9th amendment was made on Jun. 13, 2005.

The 10th amendment was made on Jun. 23, 2006.

The 11th amendment was made on Jun. 15, 2007.

The 12th amendment was made on Jun. 13, 2008.

The 13th amendment was made on Jun. 18, 2010.

The 14th amendment was made on Jun. 15, 2017.

The 15th amendment was made on Jun. 15, 2012.

The 16th amendment was made on Jun. 11, 2013.

The 17th amendment was made on Jun. 2, 2015.

The 18th amendment was made on Jun. 14, 2018.

The 19th amendment was made on Jun. 13, 2019.

The 20th amendment was made on Jun. 15, 2020.

The 21th amendment was made on Jul. 12, 2021.

The 22th amendment was made on Jun. 15, 2022.

The 23th amendment was made on May 30, 2023.

Appendix III

Elite Semiconductor Microelectronics Technology Inc.

Rules for Election of Directors

Approved at the Annual Shareholders' Meeting on July 12, 2021

- Article1. The directors of this Company shall be elected in accordance with the rules specified herein.
- Article2. The cumulative voting method shall be adopted for the election of the Company's directors. It is possible to print the attendance card number on the ballot instead of the name of the candidate. Each share will have voting rights in number equal to the directors of the Company to be elected, and may be used together to elect one single candidate or split among multiple candidates. Independent and non-independent directors shall be elected at the same time, but in separately calculated numbers.
- Article3. The candidate nomination system is adopted for election of directors of this Company. All directors shall be elected by shareholders from the candidate list. According to the Company's articles of incorporation specified seats available, candidates who acquire more votes should win the seats of directors. If two or more persons acquire the same number of votes and the number of such persons exceeds the specified seats available, such persons acquiring the same votes shall draw lots to decide who should win the seats available, and the Chairman shall draw lots on behalf of the candidate who is not present
- Article4. The Board of Directors("BOD") shall prepare separate ballots for directors in numbers corresponding to the directors to be elected. The number of voting rights associated with each ballot shall be specified on the ballots, which shall then be distributed to the attending shareholders at the shareholders meeting.
- Article5. Before the start of the election, the Chairman shall designate several persons each to check and record the ballots.
- Article6. The ballot box used for voting shall be prepared by the BOD and checked in public by the person who check the ballots before voting.
- Article7. Voters shall fill in the "candidate" column of the ballot the candidate's name or account name. However, when the candidate is a government agency or legal entity, the name of the government agency or legal entity must be clearly filled in the candidate column of the ballot, or both the name of the government agency or legal entity and the name of its representative may be filled. When there are multiple representatives, the names of each representative shall be filled, respectively.
- Article8. A ballot is invalid if any of the following circumstances occur:
- (I) A ballot complying with the Rules is not used;
 - (II) A blank ballot is cast in the ballot box;
 - (III) Illegible writing or the writing has been altered;
 - (IV) The candidate whose name is entered in the ballot does not conform to the director candidate list.
 - (V) Ballots with other written characters in addition to candidate's name or shareholder's name for the candidate;
 - (VI) There are more than two candidates' names entered in the ballot
- Article9. The ballots should be calculated during the meeting after completion of the vote and the results of the election should be announced by the Chairman at the meeting.
- Article10. The matters not addressed in the Rules shall be handled in accordance with the Company Act and relevant law and regulations.
- Article11. These Rules and any revision shall become effective after approved by the shareholders' meeting.

Appendix IV**Elite Semiconductor Microelectronics Technology Inc.****Shareholdings of All Directors**

- I. As of the book closure date for the 2025 AGM, the issued shares were 286,172,238.
- II. The statutory number of shares held by the directors of the Company is 12,000,000 shares.
- III. The Company has established Audit Committee, and the minimum shareholding requirement for supervisors do not apply.
- IV. As of the book closure date for the 2025 AGM, the shareholding of individual director and all directors recorded in the shareholders' register is as follows, which comply with the percentage as stipulated in Article #26 of the Securities and Exchange Act.

As of April 12, 2025

Position	Name	Book closure date	
		Shares	Shareholding ratio
Chairman	Ming-Chien, Chang	5,523,825	1.93%
Director	Hsing-Hai, Chen	8,411,629	2.94%
Director	Chih-Hong, Ho	619,172	0.22%
Director	Yeong-Wen, Daih	581,205	0.20%
Independent Director	William W. Shen	-	-
Independent Director	Tai-Haur Kuo	-	-
Independent Director	Bing-Yue Tsui	-	-
Independent Director	Cheng-Yan Chien		
Shareholdings of All Directors		15,135,831	5.29%

Appendix V

Relevant information on the proposals and nomination made by shareholders who hold 1% or more of the total issued shares of the Company

1. In accordance with Article #172-1 and Article #192-1 of the Company Act, the proposal and nomination accepting period of 2025 AGM is from April 5, 2025 to April 15, 2025.
2. Proposals made by shareholders who hold 1% or more of the total issued shares of the Company at the 2025 AGM: None.
3. Nomination of director (including independent director) made by shareholders who hold 1% or more of the total issued shares of the Company at the 2025 AGM: Other than the nomination at candidates of ten directors (including five independent directors) by BOD, no any nomination made by other shareholder.